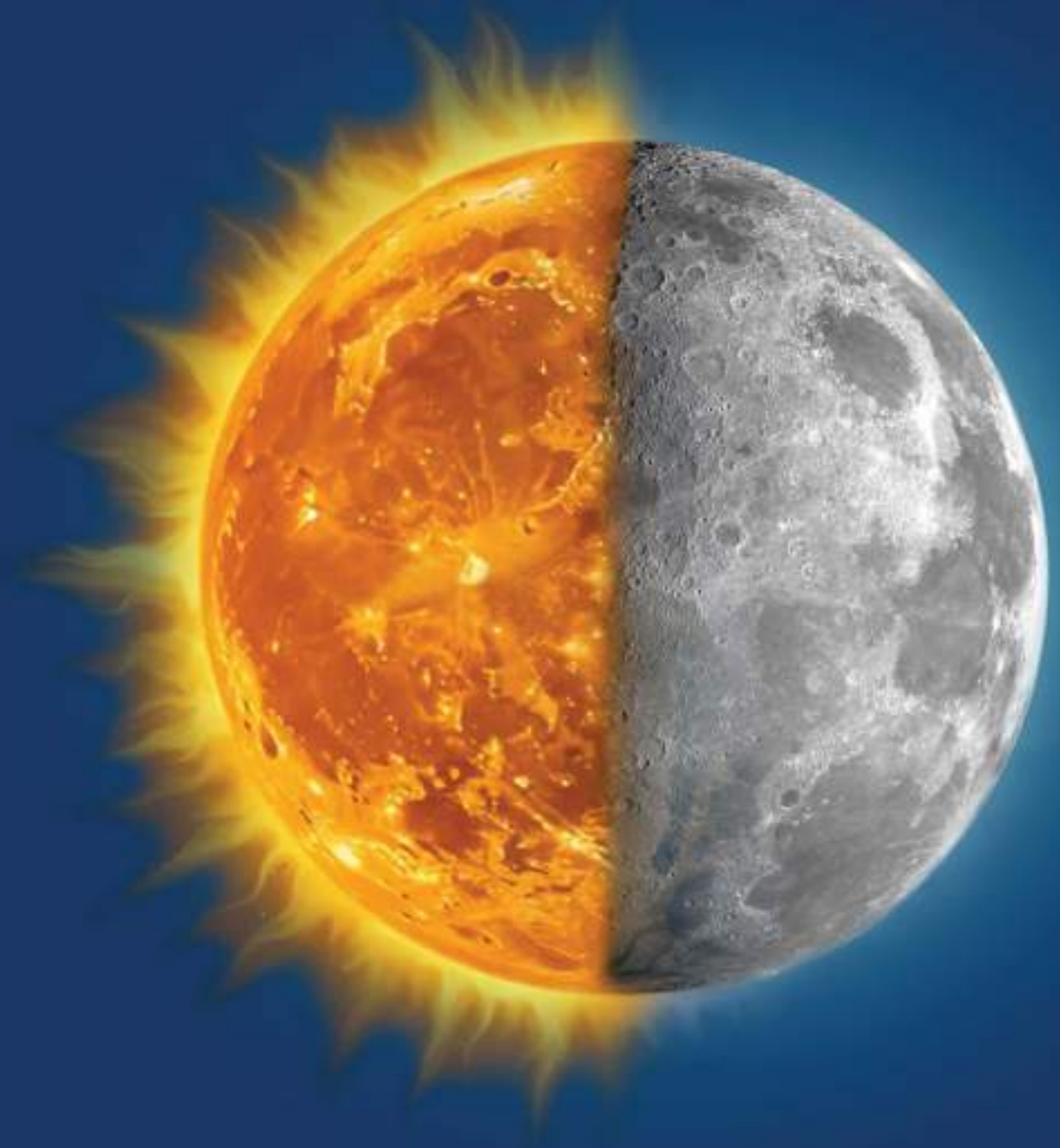


# Enriching Lives Beyond Borders



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

Annual Report 2025



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# Enriching Lives Beyond Borders

This year's Annual Report centers on **Enriching Lives Beyond Borders**. From local kitchens to global tables, National Foods continues to unite cultures through flavour, evolving beyond spices into innovative food solutions.

With every product, National Foods aims to create experiences that transcend boundaries, setting new benchmarks as a global food leader.





# Progress Beyond Borders

National Foods' Drizz'l sauces to pioneer initiatives such as the Supply Chain College and recognition through global sustainability awards, every milestone reflects our promise to shape culinary culture, empower people, and enrich lives beyond borders.





# Our Story

**National Foods advances to Enrich Lives Beyond Borders. At the forefront of innovation, our purpose continues to blend traditional tastes and modern lifestyles with integral values.**

For over fifty years, National Foods Limited (NFL) has combined heritage, innovation, and passion to enrich lives and impact millions of people. At the heart of the future, NFL's focus remains on pioneering the industry with an intentional culture of excellence and innovation.

Founded in 1970 as a spice company, it continues to evolve. Pioneering the industry as a leading multicategory food company, NFL has innovated and grown with eating, cooking and shopping habits of consumers.

With three state-of-the-art manufacturing facilities, including the largest production plant in Faisalabad, NFL offers hundreds of products across multiple categories - enabling local and international consumers to enjoy traditional dishes and tastes.

Exporting to more than 40 countries across 5 continents, NFL has subsidiaries in the UAE, UK, and Canada. The company remains committed to highest quality underpinned by innovation, taking pride in multiple international certifications to uphold the highest standard products and operations.



# Business Profile

**National Foods Limited has successfully positioned itself as a global player in the food industry, committed to enriching lives everywhere.**

The structure comprises ATC Holdings as the parent company, with its subsidiary National Foods Limited, specialising in offering convenient, healthy, and delicious food choices. To enhance global presence, National Foods DMCC, a Dubai-based subsidiary formed in 2012 for the Middle East, has helped expand our global footprint.

National Epicure Inc. Canada, National Epicure Inc. USA, and National Foods Pakistan UK Limited help us in strategically serving North American and European markets.

In 2017, National Epicure Inc. Canada made a significant move by acquiring 60% stake in A-1 Bags and Supplies Inc., a company situated in Canada. A-1 Bags and Supplies Inc. specialises in the distribution of restaurant, industrial, and retail supplies.

Note: Refer to the note 47.2 of the Consolidated Financial Statements.





# Geographical Presence



05  
Offices/Entities

05  
Continents

44  
Countries

391  
Distributors



# Founders' Philosophy

- Through building a reliable brand, National Foods must get itself recognised as a leader in Pakistan and abroad.
- National Foods must focus on customer needs and serve them with quality products that conform to international standards & local standards.
- We must strive to be leaders in all the brands that we produce.
- Our research must continuously produce new and well-researched, innovative products to promote health and nutrition.
- We must prove ourselves to be good corporate citizens, support charitable causes for betterment and focus on Triple Bottom Line for People, Planet and Profits.
- Projects to be identified and initiated that contribute to the economy of Pakistan positively.
- Reserves must be built, new factories created, sound profits made, and fair dividend should be paid to our stockholders.
- We must create an environment in our offices and factories where talent is groomed, and people have every opportunity to advance in their careers.
- With the help of Almighty Allah, the company can achieve its targets in times to come.



## Vision

Creating food that enriches the lives of people everywhere.

## Mission

We will achieve our vision by designing and manufacturing food and related products, conforming to international standards and guidelines for nutrition, health, wellness and quality, bringing joy and happiness to people everywhere.

## Core Values



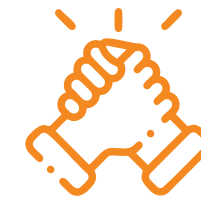
### Passion

Go Above & Beyond



### Customer Centric

Prioritise Customer Experience (Internal & External)



### Teamwork

Trust Each Other & Achieve Together



### Excellence in Execution

Lead, Commit & Deliver the Best



### Ownership

Own It & Deliver It



# Code of Ethics & Business Practices

## Upholding Ethics, Responsibility, and Excellence

Our Code of Business Conduct embodies our founders' vision and lives through our values: Passion, Customer Centricity, Teamwork, Ownership, and Excellence in Execution. It serves as the bedrock of our uncompromising commitment to:

- ✓ Ethical Business Practices That Define Our Legacy
- ✓ Regulatory Compliance That Safeguards Our Future
- ✓ Responsible Corporate Citizenship That Extends Beyond Our Operations

## Our Code in Practice

This code applies to all who represent NFL – employees, directors, business partners, and suppliers alike. Approved by our Board of Directors, its

implementation is actively monitored by our Governance, Risk & Compliance function to ensure consistent application across all operations.

## Our Pillars of Responsible Conduct

### A. Code of Business Conduct

#### 1. Conflict of Interest

Immediately disclose and address any business or personal conflicts that may compromise impartial decisions. The company prohibits all actions conflicting with NFL's interests.

#### 2. Confidentiality

Protect all confidential information, including intellectual property (patents, trade secrets, formulations), sharing only on a need-to-know basis. This obligation continues post-employment, enforced through NDAs where required.

### 3. Compliance

Every employee bears personal responsibility for adhering to all applicable laws and regulations.

### 4. Anti-Bribery & Fair Practices

Strictly prohibit bribes, kickbacks, or unethical inducements in any form. Extravagant gifts/entertainment may lead to disciplinary action.

### 5. Product Safety & Quality

Uphold our brand promise through safe, high-quality products that consumers trust at every production and distribution stage.

### 6. Against Child Labor & Abuse of Human Rights

Maintain workplaces free from child labor and exploitation, ensuring equality and respect across all operations and partnerships.

### 7. ESG Commitment

Operate responsibly by minimizing environmental impact, optimizing resource efficiency, and maintaining strong governance aligned with global sustainability standards.

### B. Dealing with External Parties

Fair, transparent engagements with customers, suppliers, and communities. Integrity in all contracts and disclosures.

### C. Safe Working Environment

Inclusive, harassment-free spaces ensuring physical/mental safety.

### D. Safeguarding Company Property

Responsible use and protection of all assets—physical and digital.

### E. Upholding the Code

Managers lead by example, while all stakeholders share accountability – reinforced through training, reporting mechanisms, and disciplinary actions.

#### Speak-Up Culture & Whistleblowing

We empower ethical courage through:

- Confidential Reporting: Fraud, corruption, harassment, or policy breaches
- Non-Retaliation: Protection for good-faith disclosures
- Oversight: Investigations with leadership/Board escalation

The full Code of Business Conduct and a link to report ethical concerns are available on our website.





# Awards & Certifications

**Certification standards are integral to maintaining and demonstrating an organisation's commitment to quality, safety, and ethical conduct.**

Operating across three key locations, Port Qasim, Faisalabad, and Nooriabad, National Foods takes great pride in adhering to these certification standards to ensure excellence in its operations. The following section highlights the significance of each certification and the value it brings to the organisation.

## BRCGS Issue 9



The BRCGS (Brand Reputation Through Compliance Global Standards) Issue 9 certification sets stringent requirements for food safety, quality, and operational excellence, emphasising a strong food safety and quality culture. National Foods has successfully attained this certification at its Port Qasim (PQ) and Nooriabad (NBD) facilities, showcasing its commitment to maintaining the highest standards in food processing. This achievement strengthens customer confidence by ensuring safe, high-quality, and reliable products.

## Halal Certifications



National Foods has secured local and International Halal certifications, including Halal PS 3733, MS 1500, GSO 2055-1, and MUIS, across all its facilities. These certifications affirm the company's strict compliance with Islamic dietary laws and highlight its commitment to providing authentic Halal-certified products. By adhering to globally recognised Halal standards, National Foods has significantly expanded its market presence, catering to the diverse needs of consumers seeking Halal products. This dedication to Halal compliance reflects the company's unwavering focus on quality, safety, ethics, and customer satisfaction. Through these certifications, National Foods has strengthened its reputation as a trusted and responsible brand, fostering strong relationships with customers, suppliers, and stakeholders while consistently delivering safe and high-quality products.

## ISO 45001:2018 & ISO 14001:2015



ISO 45001:2018 is a globally recognised standard for occupational health and safety management systems, while ISO 14001:2015 focuses on effective environmental management systems. National Foods has implemented both standards across all its facilities, demonstrating its commitment to employee safety, well-being, and environmental sustainability. Adherence to these standards has helped minimise workplace hazards, reduce accidents, manage environmental impacts responsibly, and enhance overall operational efficiency and productivity.

## ISO 9001:2015



ISO 9001:2015 is an internationally recognised standard for quality management systems, focusing on processes that ensure consistent product quality and customer satisfaction. National Foods has successfully implemented this standard across all its facilities, streamlining operations, strengthening customer confidence, and driving continuous improvement in its products and services.

## SMETA (SEDEX Members Ethical Trade Audit)



The SEDEX (Supplier Ethical Data Exchange) SMETA certification emphasises ethical trade practices, covering labor standards, health and safety, environmental sustainability, and business integrity. National Foods has attained SEDEX SMETA certification at its Port Qasim and Nooriabad facilities, showcasing its commitment to responsible sourcing and ethical supply chain management. This achievement has enhanced National Foods' credibility, fostering stronger relationships with customers, suppliers, and stakeholders while promoting sustainable and ethical business practices.

## FSSC 22000 (Version 6)



FSSC 22000 (Food Safety System Certification) Version 6 is a globally recognised standard that integrates ISO-based food safety management requirements with additional industry-specific elements. National Foods' Faisalabad Plant has achieved this prestigious certification, reflecting its commitment to maintaining the highest levels of food safety and operational excellence. This certification reinforces the plant's capability to produce safe, high-quality, and compliant products, strengthening customer trust and supporting its position in both local and international markets.

## YUM - KFC



The YUM Quality System Assessment (QSA) audit ensures food safety, quality, and operational excellence. National Foods Faisalabad plant successfully achieved YUM QSA certification at its Faisalabad Plant for KFC supply, demonstrating compliance with global standards. This milestone highlights National Foods commitment to delivering safe, high-quality products, strengthening its credibility as a trusted partner in the international foodservice industry.

## Costco Wholesale



Costco Wholesale audit emphasises product safety, quality assurance, and ethical sourcing practices to meet the expectations of global retail standards. National Foods successfully attained Costco Wholesale certification at its Faisalabad Plant, demonstrating compliance with stringent food safety and quality protocols. This achievement reflects the commitment to responsible manufacturing, customer satisfaction, and maintaining strong relationships with international retail partners like Costco.



# Our People

## Capability Building

### Forwards Program – Building the Future

In collaboration with Commercial Leadership, we launched the Forwards Program—a strategic initiative designed to cultivate the next generation of leaders. The program combines structured learning modules, one-on-one mentoring, and cross-functional exposure to core areas of the business. By investing in high-potential talent, we are strengthening our leadership pipeline and ensuring sustainable business growth.



## Career Framework

This year, we strengthened our people strategy through key initiatives, including the launch of **Career Frameworks** across three core functions. These frameworks provide clarity on role-specific competencies and career pathways, supporting internal mobility, strategic workforce planning, and succession development. Expansion across the organisation is planned in the coming phases.



## Talent Review Mapping

This year's Talent Review Meetings covered all functions and grade levels, using a structured approach to assess potential, role readiness, and future growth opportunities. These sessions play a key role in succession planning, talent mobility, and long-term capability development.

## Culture & Diversity

### Ibtida Launch – Female Trade Apprenticeship

#### Advancing Inclusion and Culture

Over the past year, National Foods strengthened its commitment to inclusion with impactful initiatives. **The Ibtida Apprenticeship Program** was a key milestone, successfully integrating women into manufacturing roles at our Faisalabad plant. This effort was complemented by gender sensitisation workshops, fostering a more inclusive and supportive workplace culture.



## Gender Equality & Wellbeing

- Aligned with SDG 5, we hosted female leadership training with the Pakistan Business Council to empower women across industries.
- Our engagement survey insights led to a Mental Health Awareness campaign and enhanced family-friendly policies, including greater flexibility and childcare support.
- Cultural celebrations like Women's Day, Interfaith Harmony Week, and Pinktober reinforced our inclusive, people-first culture.



## Glint – Your Voice 2025

Post the results of the annual Glint Engagement Survey, we conducted a comprehensive analysis of the Glint engagement survey results. The findings were shared with leadership and focus group discussions were conducted to address key areas in efforts to enhance overall employee engagement.



# Talent

## New Joiner Connects

Launched this year, the **First Steps Forum** is a quarterly engagement platform for new joiners. It fosters connection, encourages feedback, and invites fresh perspectives to enhance the onboarding experience, ensuring new employees feel heard and supported from the start of their journey at National Foods.

## Trailblazer Program

As part of our ongoing focus on talent acquisition at the stage of early careers, this year we strengthened our efforts to attract top talent for the Trailblazer Program 2025. We conducted campus drives and participated in career fairs across 11 diverse universities in Pakistan, engaging directly with students and introducing them to the impactful opportunities offered through our Flagship Trailblazer Program. These efforts played a pivotal role in strengthening our early careers talent pipeline and reinforcing our brand presence across leading academic institutions.



# Diversity

## Gender Pay Gap Statement

Following is gender pay gap calculated for the year ended 30 June 2025.

Mean Gender Pay Gap: -16%

Median Gender Pay Gap: -15%

# Learning & Development

## My Learning Journey

In line with our Founders' Philosophy, we advanced our capability agenda through the **My Learning Journey** initiative—promoting blended learning across functional, leadership, and future-ready skills. Employees engaged in diverse formats, from on-the-job learning to digital platforms, aiming to future-proof our workforce and drive innovation.

## Learning Interventions

In FY25, we introduced focused learning programs across leadership, ESG, workplace safety, and functional development.

- **Navigating Difficult Conversations** empowered employees to approach high-stakes dialogue with empathy, reinforcing a culture of psychological safety and feedback.
- **Leading with Speed of Trust** helped leaders build trust as a core skill, accelerating execution and enhancing team performance.
- **Sales Basecamp Program** elevated frontline capabilities through hands-on learning and coaching, driving stronger distributor engagement across regions.





Internal Trainings

Unlock the Power of SuccessFactors

Led by Muhammad Faisal, an HR expert, this training on SuccessFactors Operations focused on core functionalities and the importance of timely data updates for operational excellence.

Integrated Pest Management (IPM) Training

The training equipped our team with essential knowledge and practical skills for effective pest control, promoting sustainability and operational efficiency.

Wastage Reduction Techniques

Led by Shehroz Khalid and Muhammad Qamar Ansari, this training empowered our team with practical skills to optimise processes and foster a lean, cost-effective workplace.

Leadership

Leadership Advantage Program (LAP)

The Leadership Advantage Program embedded flexibility, emotional intelligence, and innovation into decision-making, creating empowered leaders who drive transformation.



Leadership Connects

An initiative that enables senior management to engage directly with our people across multiple locations, fostering appreciation, boosting morale, and reinforcing a culture of collaboration and motivation.



Our Manufacturing Excellence

Port Qasim Plant

Quality & HSE Compliance

National Foods’ Port Qasim Plant maintains the highest standards of quality, food safety, environmental sustainability, and workplace safety. Built on integrated management systems, it ensures regulatory compliance, strengthens consumer trust, and supports global market expansion, validated through the certifications below:

BRCGS Issue 9

ISO 9001 Certification

ISO 17025 Certification

ISO 14001 and 45001 Certification

SEDEX Certification

Halal PS 3733, MS 1500 (Malaysia), GSO, and MUIS

National Foods has secured local and international Halal certifications, including Halal PS 3733, MS 1500 (Malaysia), GSO, and MUIS. Halal certification ensures compliance with religious requirements and expands market access in Muslim-majority regions.

Operational Excellence

Port Qasim Plant has successfully delivered production volumes in the recipe, desserts, and pickles categories, supporting the business to meet its financial targets through safe operations, quality assurance, and improved productivity compared to our previous performance trends.

Furthermore, Port Qasim has undertaken several projects to improve its safety & quality standards & compliance, as well as launching new product initiatives to support commercial & business needs. Some of these key projects are listed on the next page:



Addition of X-Ray Machines for Inspection of Contamination

As part of National Foods’ strong commitment to deliver defect-free products and maintain the highest GMP and quality standards at manufacturing plants, X-ray machines have been installed to inspect packed products for Recipe Sachets and Pickle Jars. This advanced equipment, imported from Japan and Germany, is operational and effectively identifies and separates units for any suspected foreign contaminants such as metal, stone, or plastic.



Flooring Upgradation of the Mixing Shop Floor

To improve shop floor GMP condition and compliance, a successful PU flooring project was carried out in the recipe Mixing Section. The project was carefully planned and executed in phased shutdowns, ensuring zero product supply disruptions despite taking more than 70 days to complete.

Export Sauces Production at Port Qasim Plant

In FY24-25, successful commercial production of Export Sauces was carried out at PQ Plant, meeting all production targets set for FY25. The launch featured newly designed bottles and labels with a unique visual identity. To support this, a labeling machine was introduced, along with a laser printer that printed customer-specific information directly onto the label, ensuring efficiency, accuracy, and premium presentation.



Automatic Labeling Machine



Sustainability through Water Conservation in the Pickle Washing Section

One of the most water-intensive steps in pickle manufacturing is washing brined fruits and vegetables. At our plant, an innovative design modification in the chili washing equipment now enables water recycling—reducing water usage for chili washing by 80%. This sustainable practice reflects our commitment to a greener, more responsible future.

Nooriabad Plant

Quality Management System

At the Nooriabad plant, we have implemented a robust Quality Management System that consistently upholds the highest standards of quality, food safety, environmental sustainability, and workplace safety. Through a structured Quality Assurance approach, we have earned consumer trust, ensured regulatory compliance, and supported our expansion into global markets. The Nooriabad plant holds several notable certifications, including:

SEDEX Certification Halal PS 3733, MS 1500 (Malaysia), GSO, and MUIS ISO 9001 Certification ISO 14001 and 45001 Certification



AA+ Rating in BRC Audit

Nooriabad Plant successfully achieved an AA+ rating in the unannounced BRC audit conducted in November 2024. This rating is the highest level of certification under the globally recognised BRC (British Retail Food Safety Standard) and demonstrates our robust manufacturing systems, consistent quality practices, and strong commitment to food safety.

BRCGS Issue 9



Operational Excellence

The Nooriabad Plant has strengthened its commitment to operational excellence by continuously enhancing safety, quality, and efficiency—delivering strong results aligned with our financial goals. In FY 2024–25, RM salt wastage dropped from 7.7% to 4.1%, driven by improvements such as better particle sizing of incoming salt, covered conveyors to reduce spillage, and SPC controls for accurate 800g fills. Salt packaging material wastage was also reduced by 90% year over year. These focused initiatives have significantly reduced losses over the past six months, reflecting our ongoing drive for continuous improvement.

Faisalabad Plant

Quality Management System

At the Faisalabad manufacturing facility, we are proud to mark the beginning of an ambitious journey toward operational excellence, innovation, and inclusive growth. The Faisalabad Plant has been designed from the ground up to meet



advanced global food safety standards, ensuring strict compliance with top-tier international requirements. Certified with FSSC 22000 (Version 6), ISO 22000, ISO 9001, and both local and international Halal accreditations, it is a trusted partner for leading QSRs and major retailers. **FSSC, HALAL, YUM, QMS, FSMS, ISO, OHSAS, and SEDEX** audits were successfully conducted at the Faisalabad plant. These achievements are a testament to the plant’s robust systems and disciplined execution.

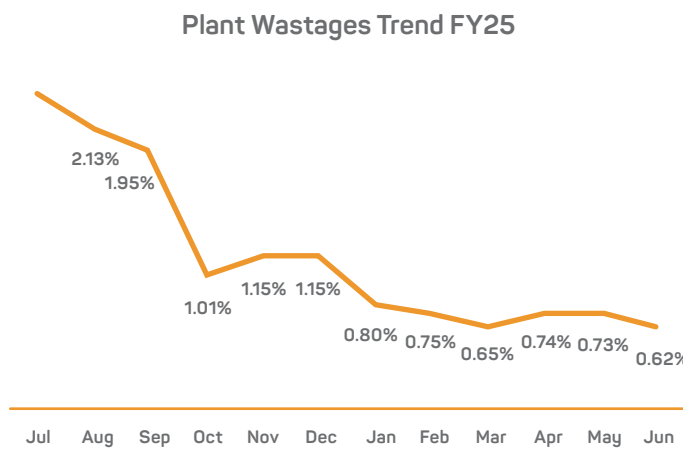
**YUM! Certification**   **FSSC 22000 Version 6**   **ISO 22000: 2018**   **ISO 9001:2015**



Operational Excellence

With a strong focus on operational excellence, the plant consistently delivers safe, high-quality products. Its robust Quality and Compliance framework strengthens credibility across local and global markets.

Through structured initiatives across safety, quality, performance, and people development, we continue to raise the bar across all areas of manufacturing. These endeavors resulted in significant improvements across Quality, HSE & Financial compliances, cost & productivity horizons throughout FY25. Raw & packaging materials wastage reduction was another major achievement, as depicted in the trend below:



- Key enablers for this transformation are:
- Focused Group Discussions On High-performing Culture
  - Nomination Of Champions For Each KPI
  - Productive Engagement With Shop-floor Employees
  - Improved The Visibility Of KPIs At The Shop Floor Level
  - Daily & Weekly Monitoring
  - Structured Maintenance Approach

Supply Chain Overview

At National Foods, supply chain has evolved into a strategic enabler of operational excellence, resilience, and value creation. During FY2024-25, the function delivered strong results through enhanced planning integration, warehouse consolidation, supplier collaboration, and targeted cost-to-serve efficiencies.

A strong focus on Free Cash Flow, driven through a “Lean Initiative” by partnering with Finance, Manufacturing, Quality Assurance, and key suppliers, delivered exceptional results. It will further allow NFL to explore new solutions and technologies. In parallel, focus on Non-Performing Inventory (NPI), supported by leadership timely decision-making, reducing cash blockages.

A key milestone was the integration of Local and International Division planning which has significantly improved our service for export division. The Sales & Operations Planning (S&OP) cycle was transformed from a monthly to a quarterly cycle, giving suppliers extended visibility and allowing NFL to replenish against a true demand. These changes enhanced inventory alignment across our partners and internal teams.

We achieved a significant reduction in lead time

through warehouse network consolidation enabling more sustainable transportation and productivity savings. To drive focus and accountability, the PDCA (Plan, Do, Check, Act) methodology was implemented across all supply chain functions. A twelve-month master plan with clear KPIs, deliverables, and ownership was structured across four quarters.

On capability building, a two-day Supply Chain College was organised to develop future leaders, providing a 360° view of the supply chain reinforcing our belief that capability building is the foundation of progress. The team structure was further optimised in partnership with HR, and role rotations to grow talent and prepare them to become future CEO-ready leaders.

Looking ahead to FY2025-26, we plan to transition towards renewable energy for our manufacturing plants, greater focus on export supply chain optimisation, and continue improving our Cost-to-Serve for both export and local business. This will be achieved by emphasis on system dependence, new ways of working, and the creation of written operational standards company-wide.





# Customer Relations Management

## Rigorous Customer Experience

At National Foods, Customer Relationship Management (CRM) initiatives are strategically designed to build meaningful, long-term relationships with our consumers. CRM serves as a powerful bridge between our brand and its audience, enabling us to personalise experiences, resolve concerns proactively, and drive loyalty through data-driven decision-making. In FY25, we expanded and deepened this commitment across multiple platforms and touchpoints.

## Khatoon-e-Khaas Loyalty Program



As part of our flagship loyalty initiative, the Khatoon-e-Khaas program witnessed remarkable growth, from just over 200 women in FY24 to over 1,200 active members across Pakistan in FY25. To support this expansion, a comprehensive loyalty dashboard was launched to centralise performance tracking, engagement metrics, and loyalty point allocation based on referrals and meaningful community participation. National Foods also hosted an exclusive Khatoon-e-Khaas Iftar, bringing together 500 homemakers for an interactive, experience-driven evening. Focused on two-way dialogue and hands-on experimentation with our products, the event encouraged participants to share ideas, explore new flavours, and connect over a shared passion for cooking in the presence of our much-revered Shireen Anwar. This initiative reinforced NFL's commitment to fostering genuine community engagement and driving culinary innovation.

## Growth-Efficient Systems



We significantly enhanced our understanding of consumer behaviour through large-scale activations and shopper marketing campaigns. Our consumer profiling base grew from 13,000 in FY24 to over 66,000 in FY25. This scale-up enables more tailored communications and better alignment of product offerings with customer preferences.

## Salesforce Dashboard



To ensure effective communication and prompt issue resolution, the Salesforce dashboard was launched as a centralised hub for managing customer dialogue. In FY25, over 900 customer cases, spanning queries, complaints, and feedback, were successfully addressed. Moreover, the integration of the Customer First portal with Salesforce has created an end-to-end ecosystem for handling internal product quality and claim-related cases, enhancing both transparency and efficiency.

## Advanced Outreach



Lastly, the National Foods official chatbot was successfully migrated to the NFL Hotlink number in FY25. This move ensures greater accessibility for our consumers and leverages automation to handle common queries, thereby enhancing the overall customer experience while maintaining a human touch where needed.

# Brands and Campaigns

## Recipe Mixes



National Foods recipe mixes achieved a significant milestone, driven by strong double-digit growth and maintaining its leadership in the Recipe Mixes category. The year's growth was fueled by strengthening the core portfolio, driving innovation, and expanding the Karachi Khaas Range in key markets. In response to evolving consumer preferences, National Foods introduced 12 new variants and 26 SKUs, bolstering shelf presence in Modern Trade. The "Kya Khayal Hai" campaign, supported by impactful commercials, reinforced brand equity and boosted recall. The Kya Khayal Hai campaign positioned food as a language of care, using a simple phrase to invite emotional connection. By showcasing relatable family moments and linking them to new variants, it deepened resonance,

expanded repertoire, and strengthened National Foods' visibility, cementing its place as a trusted household staple. The Karachi Khaas range, a key growth driver, saw strong results from in-store activations, consumer promotions with Tapal, and targeted digital campaigns. Strategic interventions in Modern Trade, including collaborations with Imtiaz stores across Karachi, Lahore, and Islamabad, generated trials for Bombay Biryani Karachi Khaas. National Foods maintained its focus on product quality and consumer trust through continuous testing. By consistently evolving to meet consumer needs, the company is well-positioned for sustained growth and deeper brand loyalty.





# National Ketchup

In 2025, National Ketchup achieved a significant milestone, becoming the second brand in NFL's portfolio to surpass the Rs. 10 billion mark, driven by strong double-digit growth. This performance was propelled by strategic initiatives aimed at becoming Pakistan's preferred ketchup brand.

Ramzan served as a key growth driver, supported by impactful consumer engagement, trade activations, and emotional storytelling. Price-off promotions across all pouch formats improved affordability, while in-store activations, sampling, and ambassador interactions boosted conversions. Regional efforts in Sargodha and Faisalabad deepened market penetration. National Ketchup also enhanced its presence with partnerships in the Food Services sector and outdoor visibility in Karachi.



## Drizz'l Sauces

In 2025, National Foods launched Drizz'l, marking its bold entry into the Novelty Sauces category. This was the company's first new category launch since 2017, featuring 5 globally inspired sauces: American BBQ, American Hot Sauce, Portuguese Peri Peri (Medium), Thai Sriracha, and Red Italian Sauce. Designed to drive awareness and trials from day one, the launch was strategically executed across digital, on-ground, and in-store touchpoints.

Drizz'l targets Gen-Z and young millennials with a bold persona, encapsulated in the tagline #NotYourBasicSauce. The brand's digital-first campaign featured a consumption content series highlighting the versatility of its BBQ and Hot Sauce variants, reaching audiences across various platforms and in Karachi, Lahore, and Islamabad.

Digitally, the brand ran two major campaigns, including the "Zaiqa Mil Bethnay Ka" thematic videos and a co-branded animated series with Chiragh, engaging families and younger audiences. Purpose-led initiatives, such as Ramzan iftar events and charity drives, also reinforced the brand's community impact.

In response to inflation, a nationwide price-off promotion in September helped drive sales and maintain competitiveness. To close the year, National Ketchup executed its largest modern trade activation, amplifying brand visibility in metro cities.

The Ketchup Champs IMC campaign further engaged consumers through large-scale school activations, celebrity involvement, and personalised CRM-driven content delivered through Khatoun-e-Khaas, deepening emotional connections with moms.



The brand activated key mega events with live sampling, partnered with lifestyle platforms to engage target consumers, and strengthened retail presence in modern trade and large-format groceries. An in-store Brand Ambassador program and impactful POS materials further reinforced visibility in priority markets.

These efforts built strong early momentum for Drizz'l, redefining National Foods' approach to new brand launches with a consumer-first strategy and integrated touchpoints.



## National Pickle

National Foods continues to dominate the Pickle category with a diverse portfolio across multiple formats and variants. This year's growth was driven by a dual strategy: increasing awareness and trial for Crushed Pickle while strengthening the core pickle range. This approach delivered incremental volume and helped maintain leadership in traditional formats while enhancing relevance in the modern segment.

To build top-of-mind equity, the brand launched the "Crush It Sohneya" digital campaign, targeting younger audiences with bold messaging. Influencer collaborations and content partnerships with Mashion and Commons featured Crushed Pickle in fusion recipes like Achari Macaroni and Pickle Dumplings, reinforcing its versatility as a contemporary condiment.



A key growth driver was Crushed Pickle's trial agenda, with nationwide sampling, bundling, and integration into restaurant menus during Ramadan. Sampling at snacking and breakfast hotspots in Karachi, Lahore, and Islamabad, along with cross-category bundling in modern trade and focused promotions in Faisalabad, further boosted trials. Consumer promotions also drove core portfolio volumes through price-offs on Mixed and Mango Pickle 370g and Ramadan bundles pairing Crushed Pickle sachets with Mixed Pickle jars, reinforcing seasonal consumption and encouraging trial.

FY25 marked a successful year for the Pickle portfolio, driven by bold innovation, strong digital storytelling, and widespread sampling. The brand remains focused on deepening household penetration, expanding format relevance, and maintaining leadership across both traditional and emerging segments.





# National Custard

## Capitalising on Key Seasons

National Custard focused on key seasons through a multi-channel activation strategy. We executed sampling initiatives, distributing custard-sachet bundles (paired with sugar) in major LMTs across Karachi, Lahore, and Islamabad, along with sachets distributed through major e-commerce platforms. The Digital Campaign was amplified through top-tier influencers during the Eid al-Adha buying cycle. To drive in-store conversion, we implemented AR-based spin-the-wheel activations at LMTs, rewarding custard purchases with instant prizes to encourage trial of the product.



# National Mayonnaise

## 'Spread it, Dip it, Love it!'

National Mayonnaise executed an Integrated Marketing Communications (IMC) campaign to amplify brand visibility. As part of this initiative, National Foods leveraged the high-engagement ICC Champions Trophy 2025, which contributed greatly to the overall reach of the campaign. The digital media campaign across major digital platforms drove high traction. Premium OOH (out-of-home) sites were also placed across Pakistan. The campaign further integrated retail touchpoints through in-store brand ambassadors and on-shelf branding across key modern trade outlets. These initiatives helped in building awareness of National Mayo across KLI with its relevant customer base.



# National Jams

## Recipe for Summer Relevance

Traditionally seen as a breakfast product, National Jams tapped into the nationwide heatwave by launching Jam-based drinks—introducing consumption beyond breakfast. Through its "Summer Jams" campaign, the brand shared five refreshing drink recipes and partnered with macro-influencers to showcase versatility; targeting families and Gen Z during peak summer.



# Launching IMMERSE

## A Bold Leap Toward Consumer - Centricity

At National Foods, great decisions begin with deep understanding. Immerse is the company's initiative to bring the voice of the consumer directly into the room—not just as data, but as lived experience. Powered by over 50,000 surveys and 400+ qualitative connects, including on-ground immersions, in-home visits, and digital touchpoints, the program enables cross-functional teams across the whole organisation to champion consumer centricity at every step. It helps build empathy, challenge assumptions, and ensure that the

consumer remains central to how the organisation thinks, plans, and innovates.

As consumer behavior becomes increasingly dynamic and complex, Immerse continues to evolve. National Foods has integrated AI tools to analyse conversations, expressions, and feedback across millions of touchpoints, uncovering hidden insights, emerging sentiment patterns, and unmet needs that might otherwise go unnoticed. This powerful blend of human connection and intelligent analytics is driving faster, sharper, and more relevant decisions. With Immerse, National Foods is not just running a program—it is cultivating a future-ready mindset that keeps the company meaningfully connected to the people it serves.





# Technological Developments

Grounded in purpose and powered by technology, National Foods accelerated its journey of transformation, simplified complexity, unlocked efficiency, and created meaningful impact across every part of the business. At the heart of this progress is the power of collaboration and commitment to excellence across teams.

## Unlocking Trade Liquidity - Wisaaq Integration

National Foods became the first FMCG in Pakistan to integrate Shariah-compliant financing digitally through Wisaaq, enabling seamless liquidity for distributors, improving working capital, and driving sales. Jointly led by Finance and Sales, and developed with partners including NFL DDT, Haball, and EY, this innovation reflects National Foods' commitment to digital leadership and commercial growth.

## E-Invoicing Compliance – SAP x Haball x FBR

National Foods has implemented real-time e-invoicing integration between SAP, Haball, and FBR, enabling QR-coded digital validation. The system eliminates manual submissions, reduces compliance risk, enhances processing speed, and ensures audit-ready, paperless operations with minimal IT support.



## Global Agility – International Division Ordering Portal

National Foods' International Ordering Portal has been transformed into a tech-enabled, centralised platform replacing manual processes with intelligent workflows and real-time integration. Now live for National Foods DMCC distributors, it enhances order accuracy, sales planning, and service. Phase III will add real-time stock visibility, with NEI rollout and advanced analytics to follow.

## Perfect Store Portal Enhancing Retail Execution

The Perfect Store Portal provides centralised visibility into commercial activities, new product launches, and competitor price analysis. By integrating key resources, market insights, and performance data, it has accelerated decision-making and enhanced consistency in retail execution. With a focus on Perfect Execution Every Day, Everywhere and increasing Share of Shelf, region-specific subsites are being developed to enable localised insights and targeted content delivery.



## Salesforce CRM Integration Enhances Customer Engagement

Driving National Foods' Customer First strategy, Salesforce is now live as central CRM, fully integrated with internal portals and the Quality system. This seamless setup cuts complexity, boosts responsiveness, and gives teams a 360° view to act faster and smarter. Covering Sales, Marketing, QAQC, Manufacturing, IRD, and more, this zero-cost integration unlocks real-time insights and turns customer feedback into meaningful action.

## Engineering the Future, Digitally

National Foods accelerated its digital journey with impactful innovations across operations and infrastructure:

- Smart Operations: Introduced real-time shop floor visibility via the 5S App and streamlined workflows on Google Cloud, boosting efficiency and security.
- Employee Engagement: Redesigned the Pazeerai platform with SAP SuccessFactors integration to enable digital gifting and drive engagement.
- HR Transformation: Digitised the Career Framework, simplifying talent planning and development.
- Future-Ready Infrastructure: Upgraded to HP Aruba network for enhanced connectivity and collaboration.
- Cybersecurity Strengthened: Deployed advanced tools for real-time threat detection and faster response.
- Cloud-First Migration: Shifted to Sangfor Hyper - Converged Infrastructure, reducing costs and replacing legacy systems to ensure scalability and agility.

# Health, Safety and Environment

## Driving a Culture of Safety & Wellbeing

Through structured programs, leadership engagement, and site-wide initiatives, we continued to embed HSE excellence into National Foods' operational DNA. Rooted in the founders' philosophy and core values, our HSE strategy remained central to operations, strengthening risk controls, advancing sustainable initiatives, and fostering purpose-driven employee engagement.

## Health & Wellbeing of Employees

At National Foods, employee health and well-being are central to our commitment to a safer, more supportive workplace. All manufacturing sites offer 24/7 medical support with qualified staff, free consultations, and essential medicines. Regular health awareness sessions further promote early action and long-term wellness.

## Embedding Safety Through Prevention & Preparedness

National Foods enhanced risk mitigation and operational safety through targeted interventions. High-risk equipment was secured with improved machine guarding, and thermal imaging technology enabled early detection of electrical issues. Company-wide defensive driving programs promoted safer commuting, while collaboration with Rescue 1122 boosted emergency preparedness. Leadership-led Gemba Walks increased frontline engagement, and comprehensive Business Continuity Plans for manufacturing sites aligned safety, environmental, and operational resilience under a unified framework.



## Protecting Our Environment

Environment lies at the heart of sustainable growth, and at National Foods, we continue to take meaningful steps to protect and enhance it. Over 6,000 plants were added at the Port Qasim facility, transforming it into a thriving green space. Gul Mohar trees were also shared with neighboring factories, fostering a culture of shared environmental responsibility. Tree plantation drives at National Foods' Faisalabad and Nooriabad sites further reinforced our commitment to a greener, more sustainable future.

The **21st Annual Environmental Excellence Award (AEEA) 2024** was presented by the **National Forum for Environment & Health (NFEH)** in recognition of outstanding commitment to environmental responsibility. The award reflects consistent efforts in implementing effective practices that reduce environmental impact and promote responsible operations.



Our HSE Journey Towards Zero Harm

Employee engagement remained a significant pillar of our HSE strategy. **HSE Week**, launched on April 28th in alignment with the **World Day for Safety and Health at Work**, focused on key areas such as Hand Safety, Slips, Trips, & Falls, Ergonomics, and HSE Reporting. The week featured safety patrolling, hazard hunt competitions, focused awareness sessions, and a recognition program to celebrate employees' exemplary contributions to safety.

On June 5th, **World Environment Day** was celebrated through awareness sessions and competition that encouraged employees to demonstrate eco-friendly habits in their daily routines. These initiatives collectively reinforced a sense of ownership and commitment toward a safer, healthier, and more sustainable workplace.



National Foods DMCC

FY25 was a milestone year for the International Division marked by record performance, disciplined execution, and continued progress on our transformation agenda. Amid external headwinds including economic volatility, geopolitical complexity, and global trade pressures, the Division delivered its highest topline in history, reflecting strength and the growing maturity of our international business model.



Expanding Global Reach

The year saw continued expansion across our footprint, with new market activations and distribution transitions in Europe, the Middle East, and APAC. These efforts enhanced in-market agility and strengthened our ability to serve evolving consumer needs across regions. We also made progress in building our mainstream retail presence, helping expand access to our portfolio and laying the groundwork for broader retail penetration.





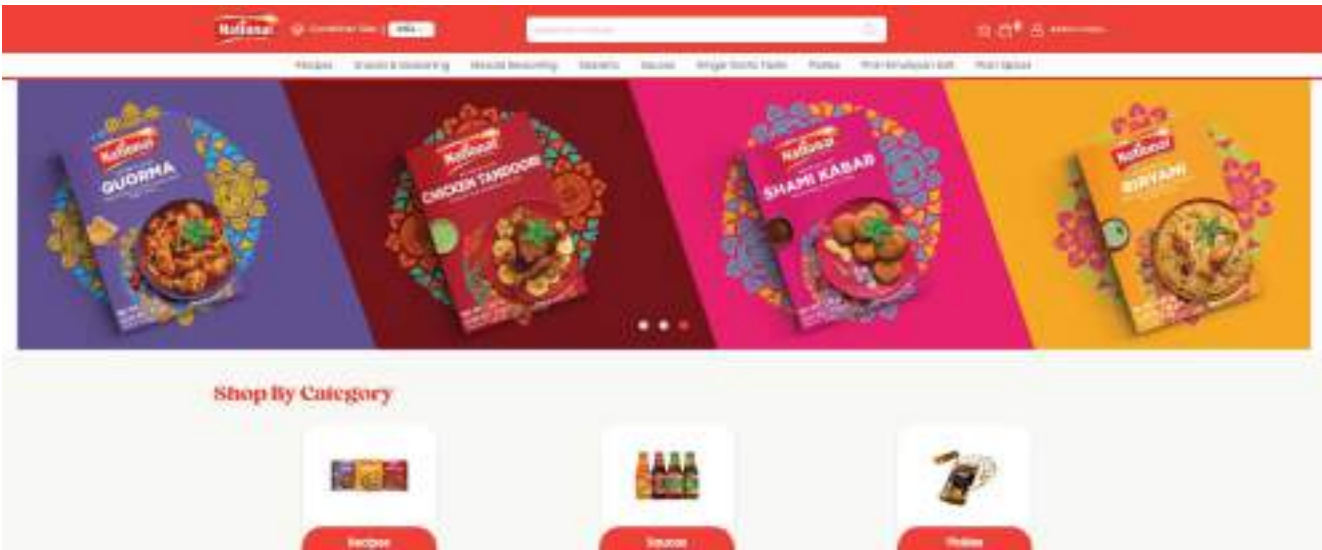
Simplifying to Scale

A major enabler of delivery in FY25 was our commitment to simplification aimed at improving agility, focus, and profitability. A comprehensive SKU rationalisation program was executed across markets to sharpen focus on core, high-performing products. This initiative helped reduce complexity, improve service agility, and enhance operational alignment across functions and geographies.

A key milestone was the launch of a centralised ordering portal, which simplified internal workflows and gave distributors a more efficient, transparent way to place and track orders, strengthening connectivity across the international supply chain.

We also enhanced fulfilment capabilities through our distribution hub and introduced packaging and supply chain standardisation measures to improve turnaround times. These were supported by cost transformation efforts aimed at improving profitability and building a more scalable operating model.

Together, these initiatives reflect our commitment to building a simpler, smarter international business that’s better equipped to deliver across an expanding global footprint.



Evolving Portfolio with Purpose

FY25 marked meaningful progress in strengthening our international product portfolio through innovation, core renovation, and market-led execution. A key milestone during the year was the relaunch of our sauces range, featuring improved recipes and refreshed packaging. This was supported by a comprehensive commercial rollout that included visibility drives, in-store activation, and sampling at key events across multiple regions. The range was also recognised by the International Taste Institute in Brussels, with the entire portfolio receiving the Superior Taste Award in acknowledgment of its enhanced sensory profile and quality credentials. In parallel, foundational upgrades were undertaken across our core portfolio to improve formulations and ensure consistency in quality across geographies. These efforts reflect our ongoing commitment to strengthening trusted categories while continuing to bring relevant innovation to international markets.



Elevating Brand Engagement

Brand presence was further elevated through participation in high-impact global forums such as Gulfood 2025 & key food exhibitions in the USA where the Division showcased its portfolio, reinforcing brand visibility and connecting with international buyers. Another key highlight of the year was also our involvement in the Pakistan Conference 2025 at Harvard University, where National Foods proudly represented to discuss Pakistan’s economic trajectory, democratic reform, foreign policy, and climate resilience.





## Looking Ahead

FY25 marked a critical phase of investment and capability-building for the International Division by strengthening teams, systems, and structures to support our expanding footprint. As we now move into a phase focused on sustainable growth, our priority is to build on this foundation by delivering consistent performance through sharper execution, stronger partnerships, and a more agile operating model. With a record year behind us, we remain committed to scaling, deepening market impact, and continuing to deliver high-quality, consumer-relevant products across our global markets.



# Innovation, Research and Development

## Capability Building Initiatives

National Foods has successfully commissioned a Scale-Up R&D Pilot Plant at Port Qasim this year. Equipped with advanced technologies, the facility enables cost-effective pilot production and scale-up trials for NPDs, significantly enhancing our ability to accelerate innovation and reduce time-to-market. The infrastructure of this Pilot Plant is scalable and flexible for future expansions; it has all the necessary provisions for utilities and future installations. The area also includes an interim storage space for sample retention and reference.



Further advancing our technical capabilities, we have boosted our prototyping capability for packaging by inducting 3D printer, laser cutter and engraving machine, mockup Epson printer, folding and creasing machine, lab conduction sealer in-house. This initiative has reduced packaging development lead times significantly, enhancing speed-to-market by minimising reliance on external vendors. These working prototypes also improve decision-making by evaluating form, fit, and functionality before mass production, minimising development costs by identifying design flaws early and enhancing customisation to meet market or customer requirements.



## Packaging Optimisation

National Foods has unlocked greater than **50mn value saving, approx. 10% material saving, 35 tons of plastic waste** so far for Ketchup pouches annually, after leading a rigorous change management exercise for the machine change parts and inventory management this year.





Product Range Expansion

As the market leader in Recipe Mixes, National Foods continues to prioritise product superiority and consumer satisfaction. The entire Recipe range was re-evaluated and improved to ensure product superiority against major players driven by consumer demand and trends. These product improvements were thoroughly tested and validated through targeted consumer research and our Khatoon-e-Khaas community programs, resulting in promising business results and enhanced consumer satisfaction.

Moreover, we expanded our Recipe Mix portfolio with new and exciting variants, including **Lahori Fish, Qeema Masala, Chicken Jalfrezi, Pulao Biryani, Kaleji, and Bihari Kabab**, offering greater variety to consumers' weekly meal plans to support the Marketing campaign this year.

In line with our commitment to transparency and consumer trust, we introduced a clear window in our **Pink Salt** packaging, allowing consumers to visibly appreciate the product’s natural pink hue on shelf.

This year also marked the launch of five flavourful sauces under the new Drizz'l brand, designed to add a creative twist to everyday meals such as **Sri Racha Sauce, BBQ Sauce, Hot Sauce, Peri Peri Sauce and Red Italian base**. All these products were carefully crafted using authentic flavors and ingredients, researched with our target consumers, and tested for product consistency and stability at our state-of-the-art Faisalabad Plant. The brand’s bold, contemporary packaging design stands out on shelves, appealing to modern consumers through its vibrant aesthetics and strong flavor appeal.

As a brand rooted in innovation, National Foods remains committed to delivering exceptional products that resonate with diverse consumer needs and trends, while continuously elevating quality, variety, and overall experience. Recognising the market opportunity, we introduced our bulk **3.5L Chinese Range** SKUs tailored specifically for our Food Service Division, addressing the high-volume demands of professional kitchens.

This versatile range (**Vinegar, Soy Sauce, Chilli Sauce, and Hot Sauce**) is ideal for use in soups, Chinese, Japanese, and Thai dishes, as well as for marination and sauce preparation.



E-commerce Department

E-commerce delivered a strong **46.3% growth** over last year, driven by platform expansion, brand-led activations, and a focused approach to visibility and relevance. We expanded our reach across platforms, in partnership with the accounts, which served as a key growth lever – broadening our digital footprint and enhancing consumer access.

Strategic Focus Areas

1. Brand Collaborations for Relevance & Reach

Strategic partnerships were activated with the following complementary brands to create contextual relevance and unlock trial.







## 2. Trial Generation & Consumer Feedback

Trial was a core focus across campaigns, supported by feedback loops designed to capture post-trial insights—shaping future innovation and content strategies.

## 3. Brand Visibility & Media Execution

Full-funnel visibility was secured through seasonal media placements across all key platforms, reinforcing brand equity and improving conversion throughout the path to purchase.

E-commerce is steadily emerging as a strategic growth channel—building relevance, enhancing agility, and unlocking incremental demand in an increasingly digital-first environment. Through focused execution, platform readiness, and growing cross-functional alignment, the function is laying strong foundations to unlock long-term value and establish itself as a key contributor to the company's broader growth agenda.



# Food Services Division

The food services division continues to champion culinary excellence, strengthen partnerships, and drive innovation across the portfolio.

From celebrating International Chefs Day with immersive engagements across key cities to powering Asia's largest culinary event at the Pakistan International Culinary Championship 2025, National Food Services' initiatives have reaffirmed its presence as a trusted partner for the culinary community. Through thoughtfully curated Chef Connect sessions, product showcases, and feedback forums, National Foods has deepened relationships with chefs, restaurateurs, and culinary students alike, ensuring solutions remain closely aligned with evolving industry needs.

## Strategic Collaborations and Brand Visibility

National Food Services elevated partnerships with leading foodservice chains through high-impact co-branding and visibility initiatives across dine-in and delivery touchpoints. These collaborations have significantly enhanced the brand's presence while strengthening trust with key accounts across priority channels. Seasonal activations and menu partnerships, particularly during Ramadan and Eid, allowed National Foods to engage a broader consumer base and generate strong product trials—further reinforcing the brand's position during dynamic consumption occasions.



## Portfolio Expansion and Innovations

National Food Services has strategically expanded its portfolio to meet the operational demands of high-volume kitchens and capture emerging culinary trends. The launch of the Chinese range has enhanced the convenience and efficiency of back-of-house operations. The Recipe Mixes range was broadened with multiple additions, further diversifying menu applications for professional kitchens. In line with its customer-first approach, National Foods co-created multiple SKUs with leading QSR chains, demonstrating its strength as a solutions partner for the Food Services sector.



Commitment to Culinary Talent and Community

National Foods remains dedicated to nurturing the next generation of culinary talent by supporting training programs, competitions, and university collaborations. These initiatives celebrate the artistry of cooking while fostering a thriving

ecosystem where innovation and tradition intersect.

National Food Services’ FY25 journey embodies a careful blend of product excellence, strategic alliances, and chef-focused initiatives—driven by a passion for innovation and customer-first thinking.





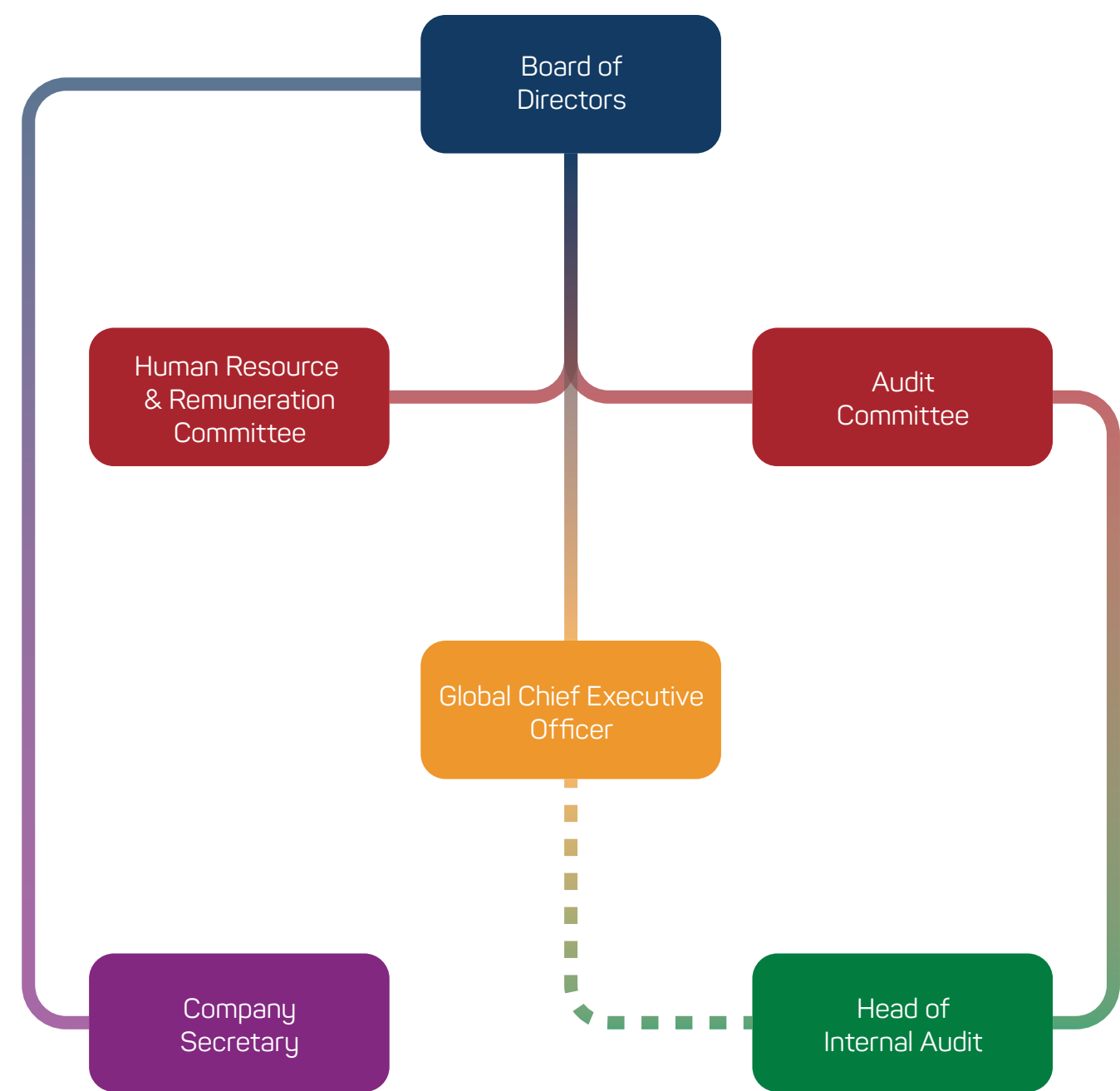
# Innovation Beyond Borders

National Foods strengthens stakeholder trust through transparent governance, global subsidiaries, and world-class facilities, creating lasting value for investors, employees, and communities alike.

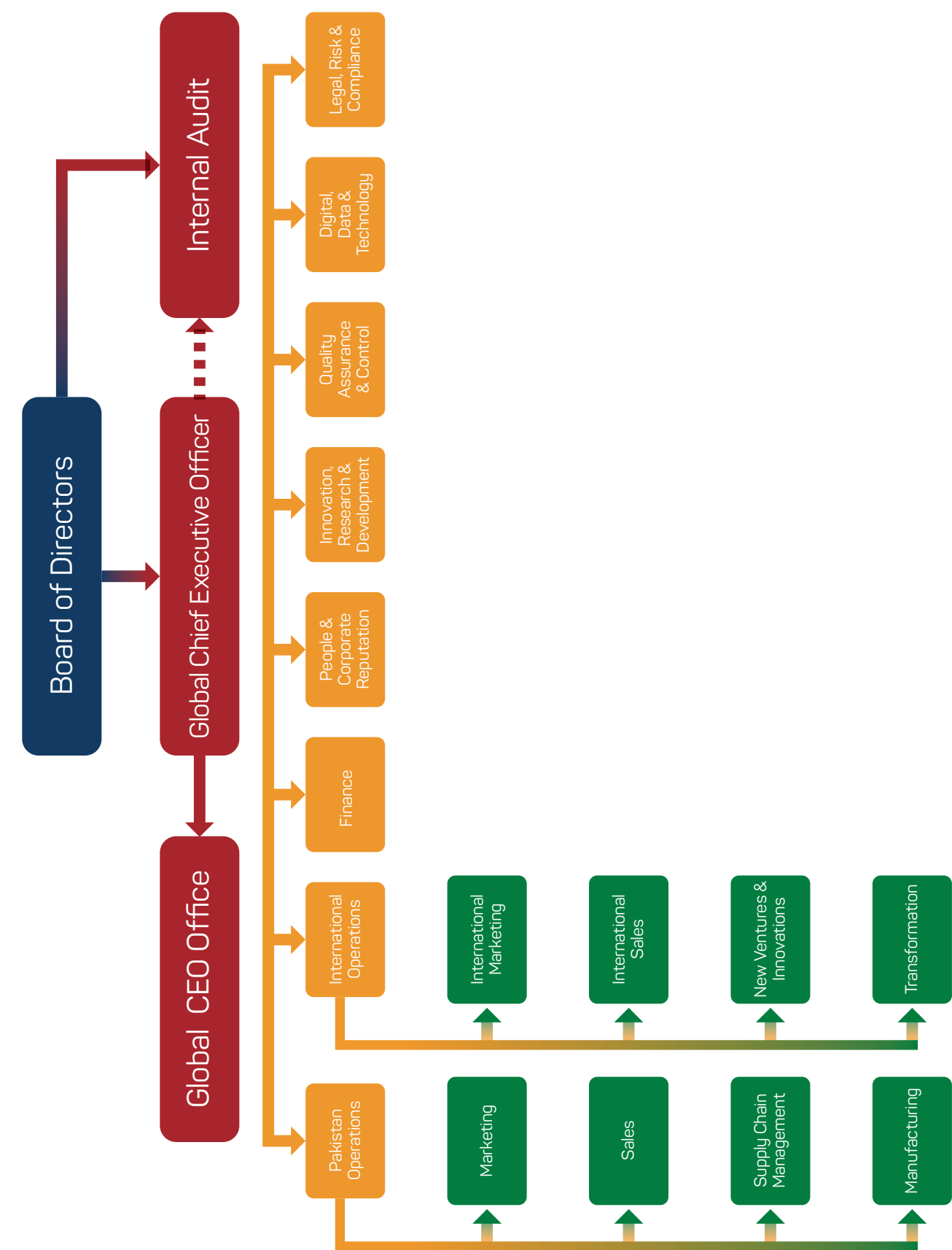




# Corporate Organisational Chart

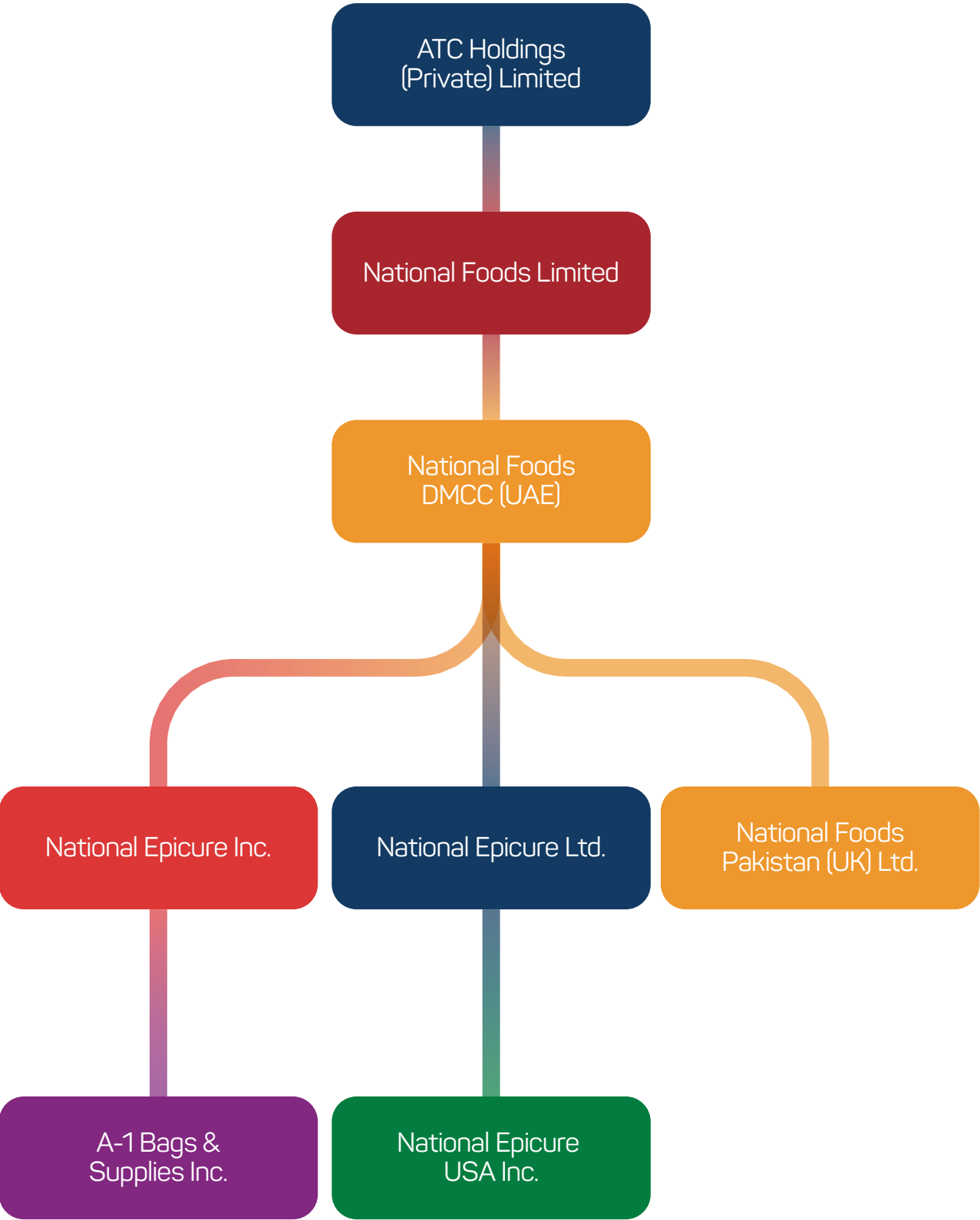


# NFL Organisational Chart





# NFL Subsidiaries Organisational Chart



# Factories & Offices

## National Foods Locations

Registered Office	12/CL-6 Claremont Road, Civil Lines, Karachi-75530 Phone: (92-21) 38402022 & 36490029
Port Qasim Plant	A-13 & A-14, North Western Industrial Zone, Bin Qasim, Karachi. Phone: 021-3475-0373 – 7
Nooriabad Plant	A-393, Nooriabad Industrial Estate, Nooriabad, Karachi. Phone: 0300-0335287
Faisalabad Plant	Plot # 346/347, Phase II, M-3, Industrial City, (M-3IC) Sahianwala Interchange, Faisalabad. Phone: 0302-5825369

## Regional & Sales Offices

Karachi Regional Office	Office # 107&309, 1st Floor, National Foods, Parsa Tower, Shahrah-e-Faisal, Karachi.
Lahore Regional Office	18-CCA Jamal Plaza DHA-8 Ex. Park View, Lahore.
Gujranwala Regional Office	Office # 4, Sixteenth Avenue Mall, 16-A, Industrial Estate, Grand Trunk Road, Gujranwala.
Rawalpindi Regional Office	Bilal Complex, 1st Floor, Main PWD Double Road, Rawalpindi.
Multan Regional Office	Office # 27, National Foods, 3rd Floor, Bominji Square, Multan Cantt.
National Centre of Excellence	20-C, Main Khayaban -e-Nishat, Ittehad Commercial Line 6, D.H.A Phase 6, Karachi, Sindh 75500, Pakistan Phone: 021-35842022
Peshawar Sales Office	Office # 210, National Foods, 2nd Floor, Block-C City Towers, Main University Road, Peshawar.
Kunri Office	Babu Iqbal Village, near Civil Hospital, Nabisar Road Kunri, Sindh 69160, 0238-557277



# Company Information

## Board of Directors

Mr. Zahid Majeed	Chairman
Mr. Abrar Hasan	Global Chief Executive Officer
Mr. Zouhair Abdul Khaliq	Independent Director
Mr. Ali H. Shirazi	Independent Director
Mr. Adam Fahy Majeed	Executive Director
Ms. Saadia Naveed	Non-Executive Director
Ms. Noreen Hasan	Non-Executive Director

## Audit Committee

Mr. Zouhair Abdul Khaliq	Chairman
Ms. Saadia Naveed	Member
Ms. Noreen Hasan	Member
Mr. Adam Fahy Majeed	Member
Ms. Quratulain Mamsa	Secretary

## Human Resource and Remuneration Committee

Mr. Ali H. Shirazi	Chairman
Ms. Noreen Hasan	Member
Ms. Saadia Naveed	Member
Mr. Zouhair Abdul Khaliq	Member
Ms. Asma Yusuf	Secretary

## Chief Internal Auditor

Ms. Quratulain Mamsa	EY Ford Rhodes Chartered Accountant
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## Management Committee

Mr. Abrar Hasan	Global Chief Executive Officer
Mr. Hasan Sarwat	Chief Operating Officer – Pakistan Operations
Ms. Ivana Bajamic	Global Chief People & Corporate Reputation Officer
Mr. Badar Yousuf	Chief Financial Officer
Mr. Ali Rashid Khan	Senior Director Marketing
Ms. Asma Yusuf	Senior Director People & Workplace Services
Mr. Faraz Khan	Senior Director Supply Chain
Mr. Mian Mudasser Farooq	Senior Director Data, Digital, and Technology
Mr. Naveed Zaffar	Senior Director Sales
Mr. Saleem Rafi Khilji	Senior Director Manufacturing
Mr. Adnan Naseer Warsi	Director QAQC
Mr. Fazal ur Rehman Hajano	Legal Counsel

## Company Secretary

Mr. Fazal ur Rehman Hajano

## Chief Financial Officer

Mr. Badar Yousuf

## Auditors

Messrs. KPMG Taseer Hadi & Co. Chartered Accountants	Shaikh Sultan Trust Building No. 2, Beaumont Road, Karachi-75530.
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## Share Registrar

CDC Share Registrar Services Limited	CDC House, 99-B, Block B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400, Pakistan. Tel: Customer Support Services (Toll Free) 0800-CDCPL (23275) Fax: (92-21) 34326053 Email: info@cdcsrsl.com Website: www.cdcsrsl.com
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## Company Banks

Allied Bank Limited	Habib Bank Limited (UAE)
Askari Bank Limited	Habib Metropolitan Bank Limited
Bank Al Habib Limited	MCB Bank Limited
Bank Alfalah Limited (Islamic Banking Group)	MCB Bank Limited - Dubai
Bank of Montreal	Meezan Bank Limited
Faysal Bank Limited	National Bank of Pakistan
Habib Bank AG Zurich - Dubai	Toronto Dominion Canada Trust Bank
Habib Bank Limited	United Bank Limited
Habib Bank Limited (UK)	

**Web Presence:**  
Updated company information and the latest Annual Report can be accessed at: [www.nfoods.com](http://www.nfoods.com)

\* Mr Ahmed Murad Khan resigned as Director Innovation, Research & Development National Foods Limited as at August 11, 2025.



# Global CEO's Message

## Dear Shareholders,

With over five decades of heritage, innovation, and passion, National Foods continued enriching lives beyond borders in 2025. A journey of excellence, establishing new paradigms of performance, the year is a testament to National Foods' agility and innovation, enhanced by the Values of our Founders. There is immense pride as an industry pioneer, creating positive impact and driving change in communities where we operate, and in the overall economy of Pakistan.

In line with our commitment to optimise operations and growth locally, National Foods' state-of-the-art Faisalabad Plant completed a year of successful operations. Maintaining high local and international standards, the Plant currently contributes close to 70% for the Culinary and Condiments business.

National Foods' commitment to localisation and self-sufficiency continues to drive efforts to digitise and collaborate with Agri-tech partners, the goal is to enable an infrastructure to improve practices, food security, and drive Pakistan's agricultural potential. With a pioneering approach, these focused initiatives exemplify our commitment to growth, assisting Pakistan's economy through exports.

Internationally, we continue to transform beyond local boundaries. A1 Cash & Carry and National Foods DMCC show remarkable growth. We will continue investing in businesses that propel our global growth strategy, remaining mindful of ever-changing trends while we innovate as a corporate company, growing as a unique Pakistani multinational.

National Foods takes pride in navigating between tradition and modernity to meet evolving consumer needs. Notable products include National Drizz'l, a range of sauces for younger palates, the latest Recipe Mixes, and National Crushed Pickle-developed solely on consumer insights. Our International Sauces were modernised and relaunched across global markets. Having won awards from the International Taste Institute, a globally recognised panel affiliated with Le Guide Michelin and Gault & Millau, gaining traction for mainstream listings in GCC, KSA and Canada.

A successful trial was completed in Costco Canada and listing of our International Sauces at multiple USA



retailers is in process. Point of Sale implementation and an in-store sampling campaign was also commissioned in the UK, USA, Canada and GCC.

Leveraging data analytics and AI to optimise supply chain operations, our teams started using AI in measuring out-of-stock levels on shelves, as well as technology for real-time data on distributor sales and warehousing. Different areas of business leverage technology to enhance manufacturing, quality control, and distribution processes. Data is also used to homogenise processes, reducing inconsistencies and improving product quality.

Our efforts to build awareness and push for change through CSR span across our people, partners, and operations, supporting Climate Action as well as Gender Equity to drive impact in letter and spirit. We aspire to have a sustainable Environmental, Social, and Governance (ESG) framework as regulations evolve.

Enriching lives beyond borders, in 2025 my team and I will continue driving an intentional culture of excellence, agility, and innovation, aiming to deliver unmatched quality and value to our diverse stakeholders and customer bases across Pakistan, the region, and globally.

Warm regards

A handwritten signature in black ink, appearing to read 'Abrar Hasan'.

**Abrar Hasan**

Global Chief Executive Officer





# Provenance Beyond Borders

National Foods upholds the highest standards of corporate governance through a diverse and independent Board, transparent accountability frameworks, and practices that go beyond compliance to safeguard stakeholder trust and long-term value creation.



# Role Of The Board Of Directors

The Board of Directors is responsible for governing the organisation by establishing Board policies, setting goals, objectives, and strategies. The Board exercises all powers granted to it by the Companies Act, 2017 with responsibility, diligence, and in compliance with the legal framework, following due deliberations at its meetings. These include, but are not limited to, ensuring the Company's prosperity by collectively monitoring and directing the Company's affairs, whilst protecting the appropriate interests of its shareholders and stakeholders. The Board is responsible for the Company's system of internal controls, policy frameworks, corporate governance, risk assessments, and accountability for reviewing its effectiveness. The Board is also accountable to the shareholders for ensuring that the Company is appropriately managed and achieves its business objectives. The Board remains committed to the highest standards of corporate governance and integrity. The business is focused on an established framework that assists in delivering the main objectives of the Company, namely increasing growth, delivering results, simplifying performance, and creating long-term value for shareholders. At National Foods, we have a Board that follows a coherent corporate governance framework with clearly defined responsibilities and accountabilities.

The Board of Directors meets approximately 4–5 times a year to consider the Company's financial performance, operating budgets, forecasts, business strategy, development plans, capital expenditure plans, asset disposal, major investments and evaluations, and monitors the Company's performance. The Board comprises seven (7) Directors, who actively ensure that all shareholders' and stakeholders' interests are fully protected. There are five (5) Non-Executive Directors on our Board, two (2) of whom are Independent Directors. In view of the Company's policy on Inclusion and Diversity and compliance with applicable law, the Company maintains female representation on the Board with two (2) female Directors. The Board also formulates corporate strategies and objectives. The Company pays benchmarked remuneration to the Independent Non-Executive Directors to attend the meetings of the Company, which include Board Meetings and the meetings of the Board Committees. To adequately delegate, the Board has constituted Board Committees. Each Committee has its charter with goals and responsibilities. The Committees report on their activities and results to the Board. The Board, whilst maintaining its overall responsibility for managing risk within the Company, has delegated the executive and operational management of the Company to the Chief Executive Officer's office and Management Team.

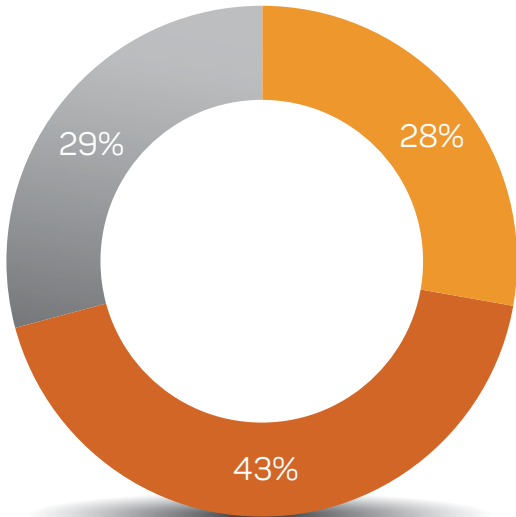
# Our Board Composition

Our Board comprises seven (7) Directors, including five (5) Non-Executive Directors, of whom two (2) are Independent Directors. The Independent Directors chair the Board Audit Committee and the Human Resource and Remuneration Committee. The Chairman of the Board is a Non-Executive Director. All Independent Directors have been appointed or elected in accordance with the requirements of Section 166 of the Companies Act, 2017 and other applicable laws. The current Board composition reflects a balanced mix of experience, diversity of backgrounds, skills, and qualifications, and comprises individuals who actively ensure that all shareholders' and stakeholders' interests are fully protected. Our Board composition is governed by the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and other good corporate governance practices

available both locally and internationally. The Company values and ensures effective, efficient, and independent decision-making. The Board, as a group, includes competencies and diversity relevant to the operations of a public limited company. Our Directors bring both local and international experience, giving the Board a competitive edge in managing business complexities. The Board comprises highly qualified professionals from diverse disciplines, including finance, investment, financial institutions, and business management. The composition of the Board and the names of the members of the Board Committees are disclosed in the Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 issued by the Company on pages 131 to 133.

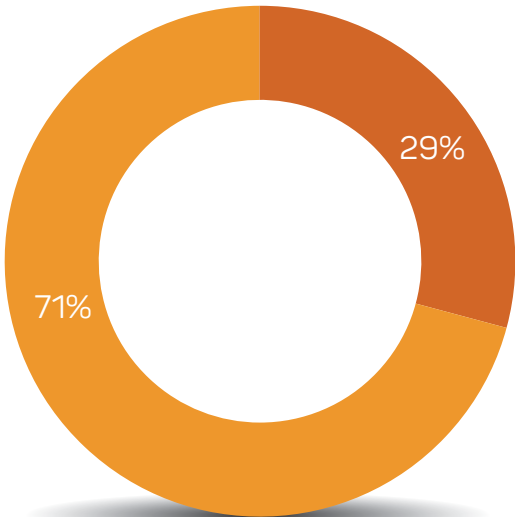
Board Composition

- Executive
- Non-Executive
- Independent



Gender Diversity

- Male
- Female





# Changes In The Board Composition

During the year, Mr. Ehsan Ali Malik attended two (2) meetings of the Board. His term as director concluded upon completion of his tenure. He did not offer himself for re-election in the election of directors held during the year and therefore ceased to be a member of the Board.

There were no resignations during the year. The change in Board composition occurred due to the conclusion of tenure and subsequent non-re-election.

Mr. Zouhair Abdul Khaliq was elected as an Independent Director in the election of directors held during the year and joined the Board thereafter.

Following the election of directors, the Board composition remained compliant with all applicable provisions of the Code of Corporate Governance, including the required number of independent directors and female representation.

# External Search Consultancy - Appointment Of Directors

No external search consultancy was engaged in the appointment of the Chairman or any Independent Director. However, the Company utilises the Pakistan Institute of Corporate

Governance (PICG) databank to identify individuals with the relevant expertise, experience, and skill set required for such positions.

# Directors' Profiles



## Mr. Zahid Majeed

Chairman

In 2008, Zahid led the Group's international expansion by establishing its first overseas subsidiary in DMCC, Dubai, UAE. This strategic milestone laid the foundation for the acquisition of majority shareholding in A1 Cash & Carry, Canada, which remains a key partner in National Foods' global growth strategy since the Group invested in it in 2017. The partnership of over eight years has been transformational in National Foods' journey of becoming a proud Pakistani MNC. Zahid works closely with the founding sponsors to accelerate expansion, foster a culture of continuous improvement, and leadership in the Food Service space across Canada. Economic Patriotism is a strong purpose driving National Foods' Investment and Growth Plans across all geographies.

With the Group's historical strong ties to the Textile Industry, Zahid remains actively engaged with the Textile Institute Pakistan (TIP) and the National Textile Foundation. Women's education is prioritised through initiatives with TIP and TCF Aagahi, an adult literacy program. Additionally, National Foodpreneur, an initiative launched for the love of good, healthy food, empowers and provides international training to aspiring chefs; here again, the majority of graduates are female. His pioneering vision further extends to cultural production, notably through supporting the Karachi Biennale, and Claremont House was a key venue for the first Karachi Biennale in 2017.

He studied Philosophy, Politics and Economics at Magdalen College, Oxford, and Textile Technology at the University of New South Wales, Australia. He is a Certified Director of the Institute of Directors, London. He also completed the Board Effectiveness Program at Harvard Business School. As National Foods continues to expand internationally and become a multinational company, Zahid remains committed to governance excellence and sustainable value creation.

**Known for his unique leadership qualities, which reflect an authentic drive towards innovation and agility, Zahid Majeed is the Chairman of the Board of Directors at National Foods Limited.**

Zahid is a strong believer in an engaged board that effectively sets the tone from the top, steering the company towards achieving its mission and vision to become a global food brand. He has played a pivotal role in transforming the company from a modest spice maker to a leading multinational food leader, now serving more than 40 countries.

Zahid started his journey in 1987 as Plant Director, later transitioning to Corporate Marketing Director. These roles and the leadership's vision positioned National Foods as a trusted household name across Pakistan, blending cultural relevance with data-driven innovation to create products for younger, modern consumers across regions.





## Mr. Abrar Hasan is the Global Chief Executive Officer at National Foods Limited and has been a Director on the Board since 2000.

In 1993, Mr. Hasan joined NFL as Plant Director; in 1997, he was elected Deputy Managing Director, and shortly thereafter assumed the role of CEO. He has steered the company to deliver steady growth year on year, from PKR 200 million in 1993 to a PKR 125 billion leading multi-category food company in Pakistan, with over 250 different products, marketed in Pakistan and exported to more than 40 countries.

Reflecting his leadership commitment to food excellence, food safety, ethical practices, workplace safety, and environmental sustainability, the company holds a range of certifications such as Global Food Safety BRCGS (Version 9), HALAL certifications (GSO, PS3733, MS 1500), Social Compliance SEDEX – Costco Wholesale Audit, Quality Management System ISO 9001, Food Safety Management System ISO 22000, Food Safety System

### Mr. Abrar Hasan

Global Chief Executive Officer

Certification FSSC 22000, YUM (KFC) Audit, and Environment, Health & Safety certifications ISO 45001 and ISO 14001, as well as an ISO/IEC 17025 accredited laboratory by Pakistan National Accreditation Council (PNAC).

Recognising the vital role of technology, under Mr. Hasan's leadership, National Foods has taken decisive strides in digital transformation, operational excellence, and commercial innovation. Through initiatives like Wisaaq's Shariah-compliant financing, real-time e-invoicing, and CRM integration, the company has enhanced agility, strengthened compliance, and unlocked trade and customer value, positioning National Foods for sustainable growth in a rapidly evolving market.

A firm supporter of Corporate Social Responsibility (CSR) and Environmental, Social, and Governance (ESG), Mr. Hasan intentionally embeds CSR and Sustainability across National Foods' workforce, organisation, production facilities, and offices.

Additionally, he is a Director at National Foods DMCC (NFDGCC), a wholly owned subsidiary of NFL; a Director at National Epicure Inc. Canada (NEI) and National Foods Pakistan UK Ltd.; and a Director at A-1 Bags & Supplies Inc. Canada, a subsidiary of NEI.

Mr. Abrar Hasan studied Industrial Management and Industrial Engineering from Purdue University, Indiana, USA, and is a Certified Director from the Pakistan Institute of Corporate Governance.



## Ms. Noreen Hasan graduated in 1991 after completing her Bachelor's Degree with HONS in "Medieval and Modern World History" from the University of Birmingham, UK.

### Ms. Noreen Hasan

Non-Executive Director

The degree was awarded with two First classes for her dissertation on "The Guatemalan Crisis of 1956 and Anglo-American Relations", and was published by the University.

Ms. Hasan's experience is well-focused on CSR and philanthropic activities. Her present involvement includes activities for the "Children's Cancer Foundation Pakistan Trust". She has actively organised and raised funds continuously for the Trust, which is now affiliated with the Indus Hospital to increase sustainability and awareness. On a smaller scale, Ms. Hasan has also been involved in various other charity groups some of which include financially supporting the Education and Children's Health Organization (Echo) Foundations in Ghara and sponsoring underprivileged children for a school in Rashidabad.





**Mr. Ali H. Shirazi graduated with a BA from Yale University, U.S.A. in 2000 and thereafter completed his master's in law from Bristol University, U.K. in 2005.**

## Mr. Ali H. Shirazi

Independent Director

During this period, he worked for the Bank of Tokyo-California-Mitsubishi in New York as well as American Honda in Torrance, California. He is Atlas Group Director Financial Service and President/Chief Executive of Atlas Battery Limited. He serves on the Board of Atlas Asset Management Limited, Atlas Insurance Limited, Shirazi Investment (Pvt.) Limited, National Management Foundation (sponsoring body of LUMS), Techlogix International Limited, Cherat Packaging Limited, Pakistan Cables Limited and Pakistan Society for Training and Development. Previously, he has also served on the Board of National Clearing Company of Pakistan Limited (NCCPL).

He is a 'Certified Director' from the Pakistan Institute of Corporate Governance and in 2018 completed the Owner / President Management Program (OPM) from Harvard Business School.



**Having an experience of almost two decades, working at a senior executive position at English Biscuit Manufacturers Pvt. Ltd. (EBM), Saadia Naveed being the Director and Shareholder in the Company, is currently the Deputy Managing Director of EBM.**

Saadia held the challenging position of Director Operations in the year 2002, prior to her appointment as Deputy Managing Director in 2008. Under her stewardship, EBM has witnessed remarkable achievements like exponential volume growth, enhancement of Production Capabilities and Technical Advancements such as Oracle based ERP system in 2003-04 enabling the team to adapt quickly and be more responsive to the current and future challenges

## Ms. Saadia Naveed

Deputy Managing Director, English Biscuit Manufacturers (Private) Limited (EBM)

leading to the successful implementation of SAP along with its business intelligence and other value-added models. Saadia is a true team leader who works closely with Departmental Heads to further improve organisational systems, processes and policies. It is her contribution and sound knowledge of finance that made EBM a self-sufficient and debt-free organisation.

Saadia also represents the Boards of Hoechst Pakistan Limited (Formerly Sanofi-Aventis Pakistan Ltd.), Shield Corporation, Employers Federation of Pakistan (EFP), AKUH Corporate Committee for University Advancement, and Management Association of Pakistan (MAP). She was the first ever female President of MAP from June 2013 till March 2015. As President of MAP, she contributed significantly to raise the profile of what is already one of the most acclaimed management organisations in the country. She focused on creating greater awareness of good management practices, and promoted the recognition of companies who actively engaged in them.

Saadia is a great example of a dynamic leader and an inspiration for Pakistani women aspiring to take leadership roles. In 2012, she received Marketing Excellence & Wonder Women of the Year awards for her contributions to business excellence in Pakistan. Soft-spoken, a true friend and deeply interested in uplifting the lives of those around her, she is a keen supporter of various philanthropic initiatives in addition to her professional role. She is also an active member of several other professional organisations including Institute of Directors (IOD) London, National Academy of Performing Arts (NAPA), Korangi Association of Trade & Industry (KATI), and Karachi Chamber of Commerce & Industry (KCCI).





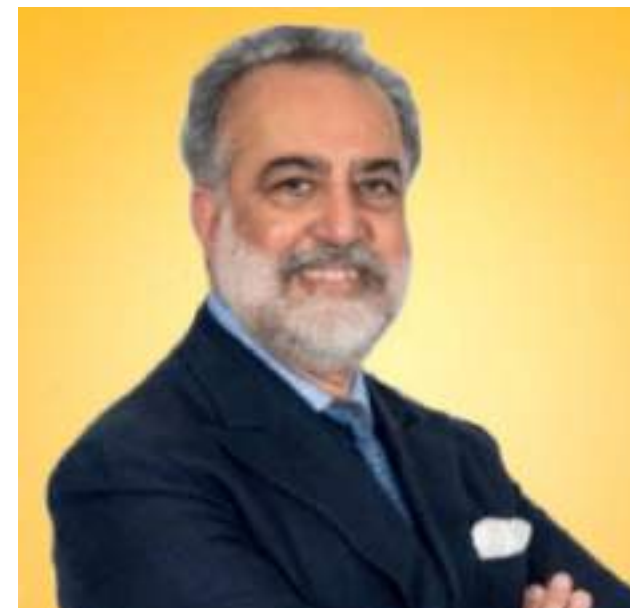
## Mr. Adam Fahy Majeed

Executive Director

He graduated from the University of Leeds in 2019, receiving a first class Joint Honours BA in History of Art and Italian. Adam has been involved in a wide variety of artistic projects relating to his field of academic expertise, including: the first Karachi Biennale in 2017 (curatorial team member); Amin Gulgee's 7 and 7.7 solo-exhibitions, Rome, 2018 (assistant curator); He was the curator of Amin Gulgee's most recent solo-exhibitions. The Spider Speaketh in Tongues, at the South Asia Institute, Chicago, 2022 and Spooky Action at a Distance at Canvas Gallery, Karachi, 2023. His writing has been included in numerous publications, as well as in the form of feature-length articles for The Friday Times.

Adam is the Chief Growth Officer of ATC Holdings, a role which allows him to traverse all aspects of the group in the endeavour of maximising growth opportunities and expanding the business internationally. This includes innovations, expansion into the international mainstream, and the pursual of new business ventures.

**Adam Fahy-Majeed received his Master's degree in Modern and Contemporary Art History, from the School of the Art Institute of Chicago in 2021.**



## Mr. Zouhair Abdul Khaliq

Independent Director

He currently serves on the Advisory Board of Pakistan Development Group, Kings Trust International and Field Force LLC, a US based software analytics company. He serves as Non Exec Director at Friesland Campina Engro, a Non Exec Director at National Foods and a Member of the Board of Regents, Harris Manchester College, Oxford University. He has held Advisory & Non-Executive Director positions at Ding.com in Ireland, Boloro in USA, Voltaire Capital UK, Coda Payments in Asia Pac, Senior Advisor to the Better Than Cash Alliance, UN Capital Development Fund, Non Exec Director at Du Telecom (Emirates Integrated Telecom Investment) Holdings Limited, Non Exec Director at Mobinil in Egypt, Fastlink in Jordan, Tunisiana in Tunisia, Djezzy in Algeria, Banglalink in Bangladesh, Transworld and Mobilink in Pakistan and as Non Exec Director on the Board of the Pakistan Society for Training & Development, Board of Islamabad Stock Exchange and founding Board Member of the Ignite Technology Fund. He was previously a member of the Management Committee of the Overseas Chamber of Commerce and Industry (OICCI) and a Member of the Pakistan Prime Minister's Task Force on IT & Telecom.

He is currently the Managing Partner at Teamup Ventures, a venture builder in the telecom and technology space. He has held leadership positions with Orascom Telecom Holdings, the GSMA, Gemini Holdings, Motorola UK, the Dhab Group, Millicom International, the ICI Group and PWC. He was the CEO of Mobilink between 2003-2008, and grew the company from 1 million to 31 million customers and revenues of US\$ 1.5 billion and set the foundations for its current dominant market position. He has also served on the boards of mobile operators in Algeria, Tunisia, Egypt, Pakistan, Bangladesh and Jordan.

He is also a member of the Board of Regents of Harris Manchester College, Oxford University UK, a member of the Institute of Chartered Accountants in England and Wales, and an alumni of INSEAD, France.

**Zouhair is a business executive with global experience in advisory and consultative roles in financial restructuring, business turnarounds, exponential scale ups, M&A, project management, stake holder management, startups, venture building, telecom & technology, mobile financial services, micro-finance, FMCG and stake holder management. He also specialises in Board Strategy, executive leadership and executive coaching.**



# Board Meetings

The Board has established a corporate governance framework with clearly defined responsibilities and accountabilities, designed to safeguard and enhance long-term shareholder value. To support effective decision-making and oversight, the Board has constituted Committees as specified below. An annual Board calendar is approved, scheduling meetings of the Board, Audit Committee, and Human Resource and Remuneration Committee for the

upcoming year. Meeting notices are issued within statutory timelines, and the Board pack—comprising relevant, material, and concise information—is circulated to members at least seven (7) days prior to each meeting, in compliance with applicable laws. The attendance of Board members at Board and Committee meetings held during 2024–25 is provided below:

## ATTENDANCE AT THE BOARD OF DIRECTORS MEETINGS 2024-2025

Sr No	Name of Board Director	Board of Directors	Audit Committee	HR and Remuneration Committee
01	Mr. Zahid Majeed	6/6	-	-
02	Mr. Abrar Hasan	6/6	-	-
03	Ms. Noreen Hasan	6/6	4/4	3/3
04	Mr. Adam Fahy Majeed	6/6	1/4	-
05	Mr. Ali H. Shirazi	5/6	-	3/3
06	Mr. Zouhair Abdul Khaliq	4/6	2/4	2/3
07	Ms. Saadia Naveed	6/6	3/4	2/3
08	Mr. Ehsan A. Malik*	2/6	2/4	1/3

\* Mr. Ehsan Ali Malik’s term as Director concluded during the year. He did not offer himself for re-election and accordingly ceased to be a member of the Board.

## MEETINGS HELD DURING THE YEAR 2024-2025

Board of Directors	Audit Committee	HR and Remuneration Committee
September 05, 2024 October 15, 2024 October 21, 2024 February 24, 2025 April 23, 2025 June 19, 2025	September 05, 2024 October 15, 2024 February 24, 2025 April 22, 2025	August 27, 2024 January 14, 2025 June 12, 2025

OTHER DIRECTORSHIPS		
Sr No.	Director Name	Directorships Held
01	Mr. Zahid Majeed	I. ATC Holdings (Private) Limited. II. ATC Technology Consultants (Private) Limited III. Associated Environment & Energy Solutions (Pvt) Ltd. IV. Epicure DMCC V. MUNGWOW (PRIVATE) LIMITED
02	Mr. Abrar Hasan	I. Cherat Cement Company Limited – Director II. National Food DMCC (NFDMCC), a wholly owned subsidiary of National Foods Limited III. National Epicure Inc. Canada (NEI) and National Foods Pakistan UK Ltd., both subsidiaries IV. A-1 Bags & Supplies Inc. Canada a subsidiary of NEI V. National Foods Pakistan (UK Limited) - UK VI. ATC Holdings (Pvt) Ltd VII. ATC Technology Consultants (Pvt) VIII. Associated Environment & Energy Solution (Pvt.) Ltd IX. Naymat Collateral Management Company Limited X. Epicure DMCCs XI. National Epicure USA Inc. XII. MUNGWOW (PRIVATE) LIMITED XIII. National Epicure Ltd.
03	Mr. Zouhair Abdul Khaliq	I. Friesland Campina Engro Foods



OTHER DIRECTORSHIPS		
Sr No.	Director Name	Directorships Held
04	Mr. Ali H. Shirazi	I. Atlas Battery Limited (President & CEO)- Listed II. Atlas Insurance Limited – Listed III. Cherat Packaging Limited- Listed IV. Pakistan Cables Limited- Listed V. National Foods Limited – Listed VI. Shirazi Investments (Private) Limited – Unlisted VII. Shirazi Trading Company (Private) Limited – Unlisted VIII. Atlas Asset Management Limited – Unlisted IX. Atlas Solar Limited – Unlisted X. Atlas Venture Limited, UAE – Unlisted XI. Atlas Global FZE, UAE – Unlisted XII. Oyster re brokers Limited, UAE XIII. SF Global Holdings Limited, UAE – Unlisted XIV. SFM Investment DMCC, UAE XV. Atlas Global General Trading FZE, UAE – Unlisted XVI. Atlas Foundation XVII. Atlas Vocational Training Institute XVIII. National Management Foundation (Sponsoring body of LUMS) XIX. Pakistan Society for Training & Development
05	Mr. Adam Fahy Majeed	I. Director – ATC Holdings (Private) Limited.
06	Ms. Saadia Naveed	I. English Biscuit Manufacturers (Pvt.) Ltd. II. Hoechst Pakistan Ltd. (Formerly Sanofi-Aventis Pakistan Ltd.) III. Shield Corporation Limited IV. Management Association of Pakistan V. Employers Federation of Pakistan VI. Education Fund for Sindh
07	Ms. Noreen Hasan	I. Director – ATC Holdings (Private) Limited

# Board Committees

The Board has formed the following Committees in line with best practices and requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019:

## Audit Committee

The Audit Committee assists the Board in the effective discharge of its responsibilities relating to corporate governance, financial reporting, and internal controls. The Committee comprises four (4) members, including one (1) Independent Director, two

(2) Non-Executive Directors, and one (1) Executive Director. Mr. Zouhair Abdul Khaliq, an Independent Non-Executive Director, serves as the Chairman of the Audit Committee. The composition of the Committee is in compliance with the requirements of the Code of Corporate Governance.

Name of Director	Status in Audit Committee	Status as a Director
Mr. Zouhair Abdul Khaliq	Chairman	Independent Director (Non-Executive)
Ms. Saadia Naveed	Member	Non-Executive Director
Ms. Noreen Hasan	Member	Non-Executive Director
Mr. Adam Fahy Majeed	Member	Executive Director

### The brief terms of reference of the audit committee are as follows:

- 1) Determination of appropriate measures to safeguard the Company’s assets;

2) Review of annual and interim financial statements of the Company, prior to their approval by the Board of Directors.

3) Review of preliminary announcements of results prior to external communication and publications;

4) Facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of Management, where necessary).

5) Review of Management letter issued by the external auditors and Management’s response thereto;

6) Review of the scope and extent of internal audit, audit plan, reporting framework and procedures
- and ensuring that the Internal Audit function has adequate resources and is appropriately placed within the Company.

7) Consideration of major findings of internal investigations of activities characterised by fraud or corruption and Management’s response thereto;

8) Determining compliance with relevant statutory requirements;

9) Recommend to the Board of Directors the appointment of external auditors, their removal, audit fee, and the provision of any service permissible to be rendered to the Company by the external auditors in addition to audit of its financial statements.

10) Consideration any other issue or matter as may be assigned by the Board of Directors.



## Human Resource & Remuneration Committee

The Human Resource and Remuneration Committee (HRRC) has been established in accordance with the requirements of the Code of Corporate Governance. The Committee assists the Board in fulfilling its responsibilities related to the formulation, recommendation, implementation, and review of human resource policies, as well as the appointment and remuneration of the Global Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary, and Chief Internal Auditor.

Sr.No.	Name of Committee Member	Designation	Status as a Director
1	Mr. Ali H. Shirazi	Chairman	Independent Director (Non-Executive)
2	Mr. Zouhair Abdul Khaliq	Member	Independent Director (Non-Executive)
3	Ms. Noreen Hasan	Member	Non-Executive Director
4	Ms. Saadia Naveed	Member	Non-Executive Director

The meeting of this committee has been held three times a year.

## Terms of Reference of the Human Resource & Remuneration Committee

- Comprising of at least three members; consisting of Non-Executive Directors, including two Independent Director; a. Global CEO can be a member, but not the Chairman of this committee. The Global CEO cannot participate in the proceedings of the committee on matters related directly to his performance and compensation.
- Recommend HR Management Policies to the Board
- Recommend to the Board for consideration and approval of a policy framework for determination of remuneration of Directors (both executive and non-executive directors and members of senior management).
- Recommend selection, evaluation, development, compensation (including retirement benefits) and succession planning of the Global CEO, COO, CFO, Company Secretary and Head of Internal Audit.
- Consider and approve recommendations of Global CEO on matters related to key management positions who report directly to Global CEO or COO.
- To approve and ensure dissemination of Company's Code of Conduct across the company.
- Undertake annually a formal process of evaluation of the performance of the Board as a whole and its committees.

It also reviews and approves the Global CEO’s recommendations on succession planning for key management positions and ensures appropriate compensation practices across the organisation. The Committee comprises four (4) Non-Executive Directors, including two (2) Independent Directors. The Chairman of the Committee is an Independent Director.

# Corporate Governance

## Conflict Of Interest Among Board Members

In compliance with Section 207 of the Companies Act, 2017, every Director of National Foods Limited is required to disclose any direct or indirect interest in a contract or arrangement at a meeting of the Board. Directors with such interests abstain from both discussion and voting on the relevant matters. Additionally, under Regulation 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019, all related party transactions are first reviewed and recommended by the Audit Committee, and then submitted to the Board for approval. These transactions are disclosed in the annual financial statements in accordance with applicable financial reporting standards. Directors are also regularly reminded of their obligations under insider trading regulations and strictly refrain from trading in the Company’s shares during officially notified closed periods.

## Exceeding Legal Requirements

The Company strives to operate transparently, consistently, and in a timely manner, complying with all prevailing laws and regulations of Pakistan. We take pride in proactively complying with several additional legal requirements that are not mandatory. In addition to the mandatory requirements of Pakistani laws and regulations, some examples are as follows:

a. The Listed Companies (Code of Corporate Governance) Regulations, 2019 encourage all directors to obtain Directors’ Training Certifications. A majority of the directors of the Company have already acquired certifications. The training of the remaining directors is due within this financial year.

b. The Company has defined standards and guidance, to the best of its ability, that serve as security measures to protect employees, operations, property, and information against threats such as attacks, intrusions, loss, injury, damage, or abuse—including unauthorised disclosure or access to information. Furthermore, in line with OHSAS 18000, the Company is committed to preventing injury and ill health and to the continual improvement of its Occupational Health & Safety (OH&S) management and performance.

c. The Board of Directors of the Company includes two female directors.

## Safeguarding Records

The Company ensures the secure retention and management of both physical and digital records in compliance with legal, regulatory, administrative, and operational requirements. Appropriate controls are in place to safeguard the confidentiality, integrity, and availability of records throughout their required retention periods.

## Compliance With Best Corporate Practices

The Company is fully compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019. The Review Report issued by the Company’s External Auditors, confirming compliance with the said Regulations, is reproduced on page 134 of this Annual Report.

## Inside Information Register

In compliance with regulatory requirements, the Company maintains an Inside Information Register, which is regularly updated. For efficiency and accessibility, the Register is managed digitally and is also maintained in hardcopy format.

## Whistleblowing Policy

The Company is committed to conducting business with honesty and integrity. All members of staff are expected to uphold high standards in accordance with applicable laws, regulations, and the Company Code of Conduct. Employees are encouraged to promptly raise concerns about possible misconduct, potential conflicts of interest, or breaches of the Company’s Code of Conduct and other Company policies and procedures. Concerns may be reported through respective HRBPs or Line Managers. In certain cases, they may also be reported directly through the Whistleblowing Portal, which is accessible on the Company website under the Code of Business Conduct section. All reports are treated seriously, reviewed thoroughly, and acted upon appropriately. The policy ensures anonymity and provides protection to whistleblowers, reinforcing the Company’s commitment to a culture of integrity, accountability, and trust.

### Protection for Whistleblower

The Company does not tolerate retaliation against whistleblowers in any way and concerns can be reported without fear of detrimental treatment. If the whistleblower raises concerns in good faith, he or she will not be subject to any detrimental treatment



including dismissal, disciplinary action, threats or other unfavorable treatment. The Company treats all questions and issues confidentially, where possible, while investigating fairly, cooperating with governments, and complying with legal obligations.

### Reporting and investigating concerns

We encourage people to speak up if they have any concerns relating to illegal or unethical conduct or behavior that is inconsistent with our values. Anyone within the Company can raise concerns or speak to the Whistleblowing Officer confidentially. We take every reported concern seriously and review each one to understand whether a formal investigation is warranted. If our investigations show that an employee has breached our policies, we take appropriate disciplinary action. The Dignity at NFL portal also helps in anonymous reporting in case of a breach of code of conduct.

## Corporate Briefing Session 2024

The Company held the corporate briefing session on 22 October 2024 virtually. Syed Farhan Ali Rizvi (Ex-CFO), and Mr. Fazal ur Rehman Hajano (Company Secretary) presented and briefed investors on the Company's financial performance and operational overview.

The presentation was followed by a Q&A session, where questions were put forward to the management of the Company, which were addressed to the satisfaction of the attendees.

The presentation from the corporate briefing session can be viewed on the Company's website under the "Investors Relations" section i.e. <https://www.nfoods.com/investor-relations/#briefing1>.

## Redressal Of Investors' Complaints

The Company aims to provide its shareholders, potential shareholders, and other stakeholders with all relevant financial and similar information as effectively and as timely as possible, in order to offer greater insight into the Company and the sector. Further, the Company is committed to ensuring that grievances notified by shareholders are handled and resolved efficiently at the appropriate level.

Any complaints or reservations received from investors are duly considered, discussed, resolved, and communicated in due course by the relevant authority within the Company. Shareholders can submit a complaint through email at [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com), which is also

available on the Company's website in line with the directives of SECP. Grievances may also be notified via phone call or post to the Company.

The Company adheres to the practice of responding to shareholders' complaints within the prescribed time from the date of receipt. A letter or email in this regard is sent to the shareholders, with intimation to the Shares Registrar, SECP, and the Stock Exchange, duly signed by the Company Secretary.

## Investors' Section On Website

In order to provide ease of access to shareholders and stakeholders, the Company's latest information for investors is available on its website under the "Investor Relations" section (<http://nfoods.com/>). This page is updated regularly to ensure transparent, adequate, and up-to-date information is available at all times.

## Role And Responsibilities Of The Chairman

The Board of Directors has appointed a Chairman from among its non-executive directors, in accordance with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019. The roles of the Chairman and the Chief Executive Officer are separate and distinct, as defined by the Board. The Chairman presides over all meetings of the Board and is entrusted with the overall leadership of the Board's functioning.

The primary responsibility of the Chairman is to ensure that the Board remains effective in setting the Company's strategic direction and overseeing its implementation. The Chairman has the authority to set the agenda for Board meetings, guide discussions, and sign the minutes of meetings. Furthermore, the Chairman ensures that the Board and its committees discharge their duties efficiently, and that all directors actively contribute to the Board's deliberations, while avoiding conflicts of interest. The Chairman also facilitates objective assessment of the performance of the Board, its committees, and individual directors.

## Global CEO Performance Review

The Global Chief Executive Officer regularly presents an overview of the Company's performance to the Board of Directors and addresses any specific queries raised by Board members. The Global CEO's performance is evaluated annually through a structured evaluation framework established by

National Foods Limited. Key evaluation criteria include financial performance, operational efficiency, regulatory compliance, strategic execution, and leadership in people and organizational development.

## Role And Responsibilities Of The Global Chief Executive Officer

The Global Chief Executive Officer of National Foods Limited is entrusted with overall responsibility for managing the operations of the Company and implementing the strategic objectives approved by the Board of Directors. The Global CEO performs duties in accordance with the powers vested under applicable laws, the Code of Corporate Governance, and policies approved by the Board.

The key responsibilities of the Global CEO include:

- Providing leadership in the development and execution of the Company's long-term strategy, in alignment with the vision and direction set by the Board of Directors.
- Managing the day-to-day operations of the Company, ensuring effective implementation of policies and achievement of strategic objectives.
- Developing and recommending business plans, operational strategies, and annual budgets for Board review and approval.
- Ensuring effective risk management, internal control systems, and compliance with applicable laws, rules, and regulatory frameworks.
- Reporting significant matters to the Board, including financial performance, operational activities, governance, risk management, and regulatory compliance.
- Implementing decisions and directives of the Board, and ensuring proper coordination between management and the Board.
- Supporting succession planning for key management positions, and ensuring that a competent team is in place.
- Acting as the Company's principal spokesperson, and representing the Company before regulatory bodies, shareholders, stakeholders, and the public, as appropriate.



# Management Committee



**Mr. Abrar Hasan**  
Global Chief Executive Officer



**Mr. Ali Rashid Khan**  
Senior Director Marketing



**Ms. Asma Yusuf**  
Senior Director People & Workplace Services



**Mr. Faraz Khan**  
Senior Director Supply Chain



**Mr. Mian Mudasser Farooq**  
Senior Director Data, Digital, and Technology



**Mr. Naveed Zaffar**  
Senior Director Sales



**Mr. Saleem Rafi Khilji**  
Senior Director Manufacturing



**Mr. Hasan Sarwat**  
Chief Operating Officer – Pakistan Operations



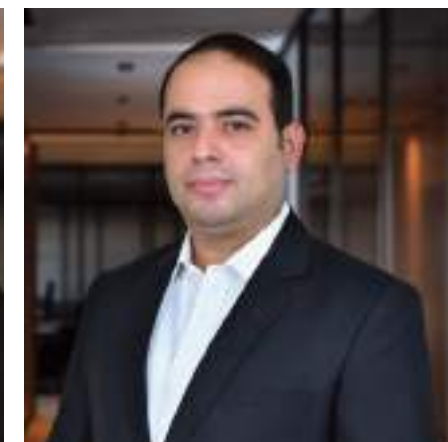
**Ms. Ivana Bajamic**  
Global Chief People & Corporate Reputation Officer



**Mr. Badar Yousuf**  
Chief Financial Officer



**Mr. Adnan Naseer Warsi**  
Director QAQC



**Mr. Fazal ur Rehman Hajano**  
Legal Counsel



# Conscience Beyond Borders

National Foods advances CSR and sustainability through award-winning environmental stewardship, school nutrition programs, women's literacy and entrepreneurship initiatives, and community partnerships that empower people and enrich lives with purpose.





# CSR and Sustainability

National Foods' Leadership and our people are committed to enriching lives by promoting sustainable development through its business practices and partnerships with stakeholders. The purpose is to fulfill Corporate Social Responsibility (CSR) commitments while fostering a culture firmly rooted in Environmental, Social, and Governance (ESG) principles. Building awareness and pushing for change across our people, partners, and operations, including supporting Climate Action as well as Gender Equity to drive impact in letter and spirit.

## 14th Annual Corporate Social Responsibility Summit and Awards

Green Environmental Stewardship Award for the Effluent Treatment Plant at Port Qasim, as well as the Responsible Investment Award for Sustainability initiatives.



## Contributing to ESG Sustain by SECP

National Foods proudly contributed to ESG Sustain as well as appreciated the launch of the portal. The Effluent Treatment Plant at Port Qasim was showcased as a success story on ESG Sustain.



## Education with Nutrition: School Khana Program

National Foods, in partnership with Allah Walay Trust, provides daily meals to two underserved schools since January 2023. 332 students are enrolled at GPS Girls Bhatta Pind, and 431 students at Government Girls Primary School Faisalabad.

The external party data shows attendance rose from 75% to 98% at GPS Girls Bhatta Pind and from 78% to 98% at Government Girls Primary School Faisalabad, highlighting the impact of consistent nutrition on student engagement.

## Aagahi - Women Empowerment Through Literacy

National Foods, in partnership with The Citizens Foundation (TCF), drives empowerment of women through this adult literacy program. National Foods supported 220 learning centers, enabling 3,520 women with essential literacy skills, driving community and social upliftment.



## Empowering Women in Sports

Kashmaila, a national Women's Hockey umpire in Pakistan, selected from Asia, was supported to participate in the prestigious FIH/AHF Level 3 Umpiring Course in Malaysia.

## Investing in Youth Development

National Foods supports male and female students from underprivileged backgrounds, as well as remote areas, to get exposure at Youth Leadership Conferences and trainings.

## Lighting the Way: Powering Inclusion & Education

In FY 2024, National Foods supported the Ida Rieu Welfare Association—a school for individuals with visual and hearing impairments—by installing solar panels to provide clean, reliable energy. By combining renewable energy with inclusive education, this initiative contributes to a brighter, more sustainable future for underserved communities in Pakistan.





National Foodpreneur - Driving Food Excellence

National Foodpreneur reflects National Foods’ vision of enriching lives through good, healthy food while preserving our culinary heritage. Anchored in nutrition, hygiene, and empowering aspiring chefs, especially women, the pilot program with MasterClass Pakistan delivered a strong impact: 86% female participation, with 43% launching businesses and 57% securing jobs in the food and hospitality sector, advancing both community development and socioeconomic uplift.

The second cohort of National Foodpreneur in 2025 will be a 6-month program culminating in the Certificate in Culinary Artistry (CICA) - an internationally recognised qualification, executed by MasterClass Pakistan.



Books for Children - Creating Awareness & Literacy

National Foods supported the printing of **One Plastic Bag - A plogre Story by GoRead.pk**. 4,000 copies were printed and distributed in English and Urdu across underserved communities. In 2025, National Foods will support the printing of a second book focused on Pakistan’s water.



Enriching Young Minds

Twenty-one students (ages 11 to 13) from Rahnuma Public School visited National Foods’ Port Qasim facility for an interactive learning session on food safety, processing, and packaging, offering valuable exposure. National Foods also sponsored the education of five students from the school.



Supporting Community Well-Being

National Foods remains committed to community well-being through continued support of charitable organisations that champion inclusivity, empowerment, and compassion. In FY 2024-25, in-kind donations were extended to the Al-Khidmat Foundation, Panah Shelter, Edhi Trust, Allah Walay Trust, Saylani Welfare, Rizq Foundation, Hunar Foundation, Karwan-e-Hayat, and MALC as part of ongoing efforts to assist organisations providing essential services to those in need.

ESG Awareness in our People

Driving Impact is an awareness campaign launched in January 2025. The objective of the campaign is to showcase various initiatives and team members from across National Foods business to internally and externally create awareness about all the different areas and aspects of Environmental, Social, and Governance principles.

To know more about CSR and Sustainability initiatives





# Virtues Beyond Borders

National Foods continues to expand its culinary footprint through innovative product launches, robust distribution networks, and strong international presence.





# Chairman's Review

## Fellow Shareholders,

**In FY25, National Foods entered a phase of accelerated growth and for the first time Group revenue reached the milestone of PKR 125 billion, alongside a record 58% growth in profit after tax.**

These outcomes reflect not only resilient demand, but also the compound effect of choices your Board and Management have made over several years, on portfolio focus, operating discipline, and capital allocation.

## Board focus: value creation beyond the cycle

This year, the Board concentrated on three levers that matter most to long-term value:

- 1) Margin quality, not just scale. Gross margins improved across the Group, supporting the Management's revenue transformation to enhance mix and resilience across categories and channels.
- 2) Asset productivity and productivity quality. With the Faisalabad facility now in its second year, our priority shifted from commissioning to extracting efficiencies, incremental capacity, and flexibility. The plant is doing what it was built to do, lower unit costs, improve service levels, and create headroom for growth.
- 3) Disciplined growth. In North America, our core business achieved exceptional results, driving 39% year-on-year revenue growth and reinforcing the brand's position with distribution partners and consumers. At the Group level, growth remained broad-based, with the core business recording a 19% revenue increase. A1 Bags & Supplies Inc. also sustained its strong performance, posting CAD 21% growth, while successfully expanding into new retail and warehousing channels. Here, I would like to acknowledge the contributions of our former CFO, Mr. Syed Farhan Ali Rizvi, whose efforts were instrumental in advancing the success of National Foods Group and A1 Bags & Supplies Inc.



## People & Culture: Capability Compounding

The Board's Human Resource and Remuneration Committee (HRRC), under the engaged guidance of its Chairman Mr. Ali H. Shirazi, oversaw progress on building a high-performance, inclusive organisation. A core priority in 2025 has been succession planning at the leadership level. We recognise that sustainable growth is not only about today's performance but about ensuring that the organisation has capable, prepared leaders for tomorrow.

This ensures continuity of vision and governance, even as leadership transition occurs. It also reflects our belief that leadership is not confined to titles, but embedded in talent, values, and readiness to serve.

In parallel, we have designed a long-term incentive plan (LTIP) that will be launched in the next fiscal year, designed to align the ambitions of our leadership with the long-term interests of shareholders and the sustainable success of the business. The LTIP focuses on enterprise value creation, revenue growth, and profitability, but equally on strategic priorities such as innovation, culture, and sustainability.

By linking rewards to outcomes that matter over multiple years, we encourage leaders to take a disciplined, future-oriented approach rather than short-term decisions. Succession planning and the LTIP are not two isolated initiatives, they are interdependent

levers of growth. Both initiatives are deeply rooted in our culture. We have always believed that culture drives strategy, and that values must guide leadership. As we look to the future, our commitment is clear: to nurture leaders who embody our values, to incentivize performance that builds long-term prosperity, and to ensure that culture remains our strongest competitive advantage. With these pillars, we are not only securing the future of our organisation, but we are also building a legacy of resilience, responsibility, and growth.

For our people, focus remains on building capability, deepening inclusion, and cultivating leaders to shape the next chapter of National Foods' growth across all geographies. Guided by these priorities, we advanced our People Strategy across the pillars of Talent, Leadership, Culture, and Diversity.

## Establishment of Group M&A Function

During the past year, we have continued to build on the foundations of growth, governance, and shareholder value creation that have long defined National Foods Limited. As part of this journey, an important strategic milestone has been the establishment of a dedicated Mergers & Acquisitions (M&A) function at the Holding Company level.

The rationale for this development is clear. As a Group, we are entering a stage where scale, market leadership, and global reach will increasingly be shaped not only by organic growth but also by carefully selected inorganic opportunities. To ensure we approach such opportunities with the rigor and foresight they demand, we have created an institutionalised capability within the holding company that centralises the assessment, execution, and integration of all potential acquisitions, joint ventures, and partnerships.

This M&A function provides a structured framework that enhances the Board's ability to evaluate opportunities against our long-term vision and financial objectives. By consolidating this expertise at the Group level, we are embedding stronger governance, sharper risk management, and enhanced strategic alignment across all businesses under the National Foods umbrella. In doing so, we are reaffirming our commitment to disciplined growth and to creating lasting value for our shareholders.

We recognise that governance alone is not sufficient to

capture the full potential of M&A. Beyond the discipline of execution lies the art of vision — the ability to see how partnerships and acquisitions can reshape the trajectory of our company. Here, the experience and counsel of our Independent Director, Mr. Zouhair Abdul Khaliq, also Chairman of the Audit Committee, have been invaluable. With his deep expertise in global expansion, strategic partnerships, and technology-led transformation, Mr. Khaliq provides the Board and the management team with practical insights into how M&A can serve as a catalyst for innovation and international growth.

By blending this corporate discipline with strategic vision, we believe that the M&A function will become a cornerstone of our Group's next phase of evolution. It reflects our conviction that the future of National Foods Limited lies not only in strengthening our leadership at home but also in positioning ourselves as a pioneering Pakistani multinational on the global stage.

## Outlook

We will carry FY25 momentum into FY26 with three priorities:

- Accelerated growth across all geographies.
- Organisational transformation and excellence, a catalyst for growth.
- Economic Patriotism driving National Foods' Investment and Growth Plans.

With deep appreciation, I congratulate Mr. Abrar Hasan, Global CEO, on leading National Foods to its highest-ever growth in revenue and profit, alongside the outstanding performance of the International Division. This is a testament to his and the Management's efforts at driving operational excellence and portfolio optimisation.

Management has my full confidence as we enter the next chapter of growth and value creation. I am grateful to our consumers for their trust, to our teams for their dedication, and to my fellow Directors for their stewardship. I remain confident that together we will achieve our ambitious Vision 2030.

With thanks,

**Zahid Majeed**  
Chairman, Board of Directors



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# Directors’ Report

## Fellow Shareholders,

The Directors of National Foods Limited (the ‘Company’) are pleased to present the Annual Report along with the financial results, which include both stand-alone and consolidated audited financial statements, for the year ended June 30, 2025.

## Company’s Principal Activities

The Company manufactures, markets, and sells food products under the brand name “National.” During FY25, the company has also launched a sub-brand name “Drizzl”.

## Economic Overview

Pakistan’s economy maintained its recovery momentum in FY25, supported by stable macroeconomic indicators. GDP grew by 2.7%, while headline inflation eased significantly to 4.5% from over 23% last year, supported by a lower policy rate, exchange rate stability, and prudent macroeconomic management. The current account recorded a surplus of USD 2.1 billion, and foreign exchange reserves increased to USD 16.6 billion with a stable exchange parity vs USD, providing consistency. Urban food inflation averaged 5.3% compared to 3.3% in rural areas, highlighting higher cost pressures in cities. While structural challenges remain, improving macroeconomic stability, easing inflation, and stronger external balances provide a comparatively favorable environment for growth in the FMCG sector.

## Business Performance Overview

### Operating and Financial Performance

#### The Group

The group witnessed strong top-line and bottom-line growth of 17% and 58% respectively, for the

outgoing year. Despite the food inflation challenges, the top line continued its momentum, which was supplemented by cost and revenue transformation measures, enabling healthy Gross and Net Profit margins of 29% and 4%, respectively.

#### Core Business

Core business performance in FY25 was marked by solid growth in both domestic and international markets, driven by strategic investments, operational efficiencies, and focused category initiatives.

The local business posted a top-line growth of 17% with strong volume impetus, supported by strategic pack-size launches and price-point activations in key categories. Volume growth was enabled by marketing expenditure focused on strengthening brand visibility and consumer engagement. Operating profit rose by 39% on the back of top-line momentum and effective overhead management. The Faisalabad facility, inaugurated in FY24, continued to deliver efficiency gains and capacity enhancements, positioning the Company to capture future growth opportunities in the domestic market.

The international business also delivered a strong year, with net sales up by 33% to PKR 5 billion. Growth was driven by continued optimisation of the distribution footprint and market penetration, mainly in North America, Europe, and Afghanistan. Margin transformation measures have been activated during the year to enable a sustainable growth momentum during the later part of the year, to the full extent expected to materialize in the coming year.

#### A1 Bags & Supplies Inc.

The business has achieved a healthy topline growth of 16% driven by network expansion and the recent opening of a new store in Burlington. Our profitability has seen a significant improvement, with operating and net profitability increasing by 17% and 8%, respectively.

Key financial numbers of the group for the fiscal year are summarised below:

Amounts in PKR Million

	Group			Core Business			A1 Bags & Supplies Inc.		
	FY25	FY24	Change	FY25	FY24	Change	FY25	FY24	Change
Net sales	101,307	86,375	17%	44,944	37,961	18%	56,363	48,414	16%
Gross profit	29,140	23,570	24%	16,368	12,563	30%	12,772	11,007	16%
Operating profit*	8,504	6,223	37%	3,857	2,256	71%	4,647	3,967	17%
Net profit after tax**	4,419	2,795	58%	2,002	560	258%	2,416	2,235	8%
Earnings per share (PKR)	14.8	8.2		8.6	2.4				
Gross profit %	28.8%	27.3%	1.5%	36.4%	33.1%	3.3%	22.7%	22.7%	0%
Operating profit %	8.4%	7.2%	1.2%	8.6%	5.9%	2.7%	8.2%	8.2%	0%
Profit after tax %	4.4%	3.2%	1.2%	4.5%	1.5%	3.0%	4.3%	4.6%	-0.3%

\* Excludes other income and other expenses.

\*\* This includes amortisation of PKR 22M (FY24: PKR 23M) on intangible recognised on consolidation of A1 Bags & Supplies Inc.

\*\*\* Group PAT includes A1 at 100% (PAT excluding NCI - FY25: PKR 3,462M | FY24: PKR 1,910M)  
Group PAT eliminates intercompany dividends (FY25: PKR 660M | FY24: PKR 522M)

## Sales and Marketing

Key highlights of FY25 on the brand side are as follows:

### Recipe Mixes:

This year marked a landmark achievement as National Recipe Mixes scaled new heights, fueled by strong double-digit growth. Leadership in the category was reinforced by strengthening the core portfolio, introducing **12 new seasonal variants**, and sustaining a strong shelf presence across Modern Trade. The launch of the **“Kya Khayal Hai”** campaign brought to life through high-impact commercials, deepened brand connection, and drove top-of-mind recall nationwide.

The **Karachi Khaas** range continued as a key growth driver with targeted consumer promotions, door-to-door activations, and community-driven experiential events. Shopper interventions in major retail chains, coupled with cross-category bundling and sampling, further accelerated trials and conversion. Reinforced by continuous consumer testing to ensure superior product quality, Recipe Mixes strengthened its leadership and loyalty, firmly positioning the brand for sustained growth.

## Sauces (Ketchup)

National Ketchup delivered another outstanding performance, achieving double-digit growth and cementing its status as a Category Leader. Ramadan remained the brand’s biggest growth moment, powered by a high-impact mix of emotional storytelling, in-store activations, and nationwide affordability programs. Regional outreach expanded penetration, while Food Services’ partnerships with restaurants extended brand relevance to out-of-home occasions. With the investment in automation within the Ketchup working process and the transfer to the State-of-the-art Production facility in Faisalabad, the Category witnessed capacity enhancement and quality improvement.

Digitally, National Ketchup launched standout campaigns, including the **‘Zaiqa Mil Bethnay Ka’** Ramzan series, a co-branded animated show with Chiragh engaging children, and the **Ketchup Champs IMC campaign** with school contests and celebrity tie-ins. With reinforcement through community-driven initiatives such as NGO iftar programs and loyalty-building platforms like Khatoon-e-Khaas, the brand combined purpose with performance to deepen consumer trust.



## Novelty Sauces (Drizz'l)

This year also marked the launch of the sub-brand “Drizz'l”, aimed at elevating the sauce experience of consumers. Designed for Gen-Z and young millennials, Drizz'l adopted the vibrant positioning of **#NotYourBasicSauce**, supported by a digital-first campaign that showcased versatility and cultural relevance.

Drizz'l was activated across lifestyle-led events, festivals, and mega platforms with extensive samplings, alongside strong retail visibility across Modern Trade. An ambassador program, impactful shelf framing, and on-ground digital partnerships helped the brand connect meaningfully with its target audience. With this successful launch, Drizz'l established strong early momentum and redefined National Foods’ approach to entering new categories. We aim to continue this momentum and invest in this category to gain market share.

## Savory Condiments (Pickle)

NFL sustained its position as a market leader as the category witnessed 10% volumetric growth through a dual strategy of scaling Crushed Pickle trials and fortifying the core range. The “Crush It Sohneya” digital campaign targeted younger audiences with contemporary storytelling, while influencer partnerships and innovative recipe integrations highlighted product versatility.

Aggressive sampling across restaurants, breakfast spots, and cultural festivals, complemented by cross-category bundling in Modern Trade and promotions in key cities, expanded household penetration. Consumer promotions, including Ramadan bundles and price-offs, helped reinforce affordability and repeat purchase. With these efforts, Pickle continued to grow across both traditional and modern formats, cementing its dominance in the category.

## Spreads (Mayonnaise)

National Foods continued investing in R&D to refine the product, providing the experience to consumers. A decanting facility for soybeans has been established to ensure sustainability and product quality. National Mayonnaise amplified its footprint with the **‘Spread it, Dip it, Love it!’** IMC campaign, leveraging major sporting events as high-visibility media moments. Digital campaigns gained strong traction, reinforced by premium placements nationwide. In-store visibility

was scaled through dedicated brand zones and Brand Ambassadors across Modern Trade, boosting awareness and reinforcing Mayo’s role as a go-to snack partner across Pakistan’s major cities.

## Desserts

National Custard capitalised on key consumption seasons through a mix of sampling, digital influence, and in-store activations. Custard bundles were distributed across top retailers and e-commerce platforms, while festive campaigns with top-tier influencers expanded reach and trial. Interactive in-store activations rewarded purchases and created memorable brand moments, driving higher conversion during peak seasons.

## Immerse – Consumer Centricity at Scale

This year also marked the rollout of **Immerse**, National Foods’ pioneering consumer-connect program designed to bring the voice of the consumer directly into decision-making. Through large-scale surveys and immersive interactions from in-home visits to digital conversations, the program enabled cross-functional teams to capture lived experiences and build empathy at scale. AI-driven analytics uncovered emerging trends and unmet needs, ensuring sharper, faster, and more relevant business decisions. With Immerse, National Foods is cultivating a future-ready mindset, embedding consumer centricity into every touchpoint, and strengthening its long-term ability to innovate and lead.

## International:

### Market Expansion

- Expanded presence across Europe, the Middle East, and APAC through new market entries and distribution transitions, and creation of Canada Hub.
- Strengthened mainstream retail footprint to improve access and in-market responsiveness.

### Operational Simplification

- Executed SKU rationalisation across regions, reducing complexity and focusing on high-performing products.
- Launched centralised ordering portal to streamline distributor operations and enhance supply chain connectivity.
- Standardised packaging and supply processes, improving fulfilment speed and cost efficiency.

### Portfolio Development

- Relaunched sauces range with improved recipes and packaging; received Superior Taste Award from the International Taste Institute.
- Upgraded formulations across core categories to ensure consistency and quality across geographies.

### Brand & Stakeholder Engagement

- Enhanced brand visibility through Gulfood 2025, U.S. food exhibitions, and Harvard’s Pakistan Conference 2025.
- Strengthened buyer engagement and international brand positioning.

### Capability Building

- Invested in teams, systems, and structures to support a growing global footprint.
- Laid the foundation for a more agile and scalable international operating model.

## People & Culture

At National Foods, our people remain at the heart of everything we do. FY25 was a year of meaningful progress in creating an environment where employees can thrive, grow, and feel deeply connected to our purpose.

## Inclusion & Belonging

FY25 saw meaningful strides in building a more inclusive workplace. The Ibtida apprenticeship program integrated women into manufacturing, supported by gender-sensitization workshops. A women-in-leadership initiative, held with the Pakistan Business Council, empowered female professionals across industries. Celebrations of cultural and social moments further reinforced a diverse, people-first culture.

## Wellbeing & Care

Insights from the engagement survey drove initiatives to strengthen wellbeing. A company-wide Mental Health Awareness campaign, family-friendly policies with added flexibility, and childcare assistance helped build a culture of empathy and recognition where employees feel supported at work and at home.

## Learning & Development

Through the My Learning Journey framework, employees accessed blended learning — from digital platforms to on-the-job experiences. New programs such as Leadership Advantage, Navigating Difficult Conversations, and Speed of Trust built empathetic,

agile leaders. Sales Basecamp strengthened frontline capability, while employees were upskilled in AI, communication, safety, and DEI.

## Talent Development

Career Frameworks were launched to map growth pathways, supported by structured Talent Reviews covering the entire workforce. The First Steps Forum gave new joiners a voice early in their journey, ensuring stronger onboarding and engagement.

## Sustainability & Corporate Social Responsibility

In FY25, National Foods reinforced its commitment to responsible growth by advancing initiatives in environmental stewardship, social impact, and ethical governance. Our Effluent Treatment Plant at Port Qasim earned the Green Environmental Stewardship Award, while our Seed to Table program was recognised with the Responsible Investment Award — both showcased as benchmarks in ESG best practice.

On the social front, our School Khana Program ensured daily nutrition for young learners, driving attendance to new highs, while the Aagahi Adult Literacy initiative empowered thousands of women through education. The National Foodpreneur program successfully enabled women entrepreneurs to launch ventures or secure employment in the food and hospitality sector, with the next cohort already underway.

We also invested in youth and community development, supporting women’s representation in sports, sponsoring underprivileged students, and enabling platforms like the Markhor youth leadership conference. Environmental awareness was further strengthened through initiatives such as publishing children’s books on sustainability and installing solar energy solutions at social welfare institutions. Partnerships with leading charities extended our reach to vulnerable communities nationwide.

Through these efforts, National Foods continues to embed sustainability at the core of its strategy —



shaping a future where business success goes hand in hand with positive impact for people, communities, and the planet.

Contribution to the National Exchequer

During the year, the contribution to the National Exchequer has further increased, and the Company paid over PKR 11,759 million (2024: PKR 9,583 million) to the government and its various agencies on account of different government levies, including customs duty, sales tax, and income tax. Moreover, foreign exchange of PKR 4,698 million (2024: PKR 3,178 million) was also generated through the export of products, which further reflects our participation in the national economy.

Dividend

The Board of Directors has recommended a final cash dividend of PKR 5 per share. This is an addition to the interim dividend of PKR 4 per share. Total standalone profit distributed by way of dividend amounts to 66% (2024: 120%)

Corporate & Financial Reporting Framework

The managerial objective of the Company is good corporate governance and compliance with best practices. As required under Listed Companies (Code of Corporate Governance) Regulations, 2019 (the ‘Code’), the Company has adopted the Code in letter and spirit as follows.

- The financial statements present fairly the state of affairs of the Company, the results of its operations, cash flows, and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies as stated in the notes to the financial statements have been consistently applied in preparation of financial statements, and accounting estimates are based on reasonable and prudent judgment.

- International Financial Reporting Standards have been followed in the preparation of financial statements, and any departure therefrom has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored. The Board has constituted a Board Audit Committee consisting of four members, including the chairman of the committee. The chairman of the Board Audit Committee is an independent director, and the committee regularly meets as per the requirements of the Code.
- There has been no material departure from the best practices of corporate governance, as detailed in the listing regulations.
- There are no significant doubts about the Company’s ability to continue as a going concern.
- The outstanding duties, statutory charges, and taxes, if any, have been duly disclosed in the financial statements.
- A statement regarding key financial data for the last six years is annexed to this report.

Board of Directors and its Committees

The total number of Directors is 7 as per the following:  
Male **05**                      Female **02**

Category	Names
Independent Directors	Mr. Ali H. Shirazi Mr. Zouhair Abdul Khaliq
Executive Director	Mr. Abrar Hasan (CEO) Mr. Adam Fahy Majeed
Female Directors	Ms. Saadia Naveed Ms. Noreen Hasan
Non-Executive Directors	Mr. Zahid Majeed (Chairman of the Board)

Board Committees

The Board has formed Committees comprising of members given below:

a) Audit Committee

Mr. Zouhair Abdul Khaliq	Chairman
Ms. Saadia Naveed	Member
Ms. Noreen Hasan	Member
Mr. Adam Fahy Majeed	Member

b) Human Resource and Remuneration Committee

Mr. Ali H. Shirazi	Chairman
Mr. Zouhair Abdul Khaliq	Member
Ms. Noreen Hasan	Member
Ms. Saadia Naveed	Member

As required by the Code of Corporate Governance, extensive details related to the Board of Directors, including but not limited to, the profile of directors, board committees, training, diversity, and changes in the Board are covered under the Corporate Governance Section on Page 57 to 76.

Director Retired During the Year

Mr. Ehsan Ali Malik also served as a Director of the Company during the year. His tenure concluded upon completion of his term at the election of directors held at the Annual General Meeting on October 21, 2024. The Board places on record its appreciation for his valuable contributions during his tenure.

Board of Directors Meetings and Attendance

The Board of Directors met Six times during the year, and all these meetings were held in Pakistan. Further details are covered under our Governance Section on page 67.



Pattern of Shareholding

The pattern of shareholding of the Company and other related information is set out on pages 279 to 286. Trading of shares by the Chief Executive, Directors, Chief Financial Officer, Company Secretary, executives, their spouses and minor children, and substantial shareholders was timely reported to the Pakistan Stock Exchange during the year.

Directors	Mr. Zahid Majeed	Buy	53,070
	Ms. Noreen Hasan	Buy	12,000
Substantial Shareholder	ATC HOLDINGS (PRIVATE) LIMITED	Buy	8,271,878
	ATC HOLDINGS (PRIVATE) LIMITED	Sell	3,785,878
	MILLVILLE OPPORTUNITIES MASTER FUND, LP	Sell	4,555,000
Executive	Shahzad Mukhtar Deshmukh	Sell	1,300
		Buy	1,300
Associated Company	Epicure DMCC	Buy	6,993,633
Senior Management Officer	Syed Farhan Ali Rizvi	Buy	1,800

Other Directors, CEO, CFO, Company Secretary and their associates and minor children did not carry out any transaction in the shares of the Company during the year.

Remuneration Policy of Non-Executive and Independent Directors

Through the Articles of the Company, the Board of Directors is authorised to fix the remuneration of Non-Executive and Independent Directors from time to time. In this regard, the Board of Directors has developed a Remuneration policy for Non-executive and Independent Directors of the Company. The details of Directors’ Remuneration are disclosed in Note 39 of the Financial Statements for the year ending June 30, 2025.

Performance Evaluation of the Board of Directors and its Committees

Complying with the Listed Companies (Code of Corporate Governance) Regulations, 2019 the Board has adopted a comprehensive mechanism for evaluating its performance. The Company has introduced a questionnaire on the Board’s composition, leadership, effectiveness, planning, and overall, the Company’s strategy, performance, and monitoring. The Board evaluates all factors based on input received from every director annually.

Trading in shares of the Company during the year by the Chairman, Executive, Director’s spouse, Substantial Shareholder, and Associated Company is as follows:

Related Party Transactions

The related party transactions entered by the Company during the year are disclosed in Note 40 of the Financial Statements for the year ending June 30, 2025.

Statement of Compliance with Code of Corporate Governance

The Company has fully complied with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019. The Statement of Compliance is provided under the relevant section of the report.

External Auditors

The present auditors, M/S. KPMG Taseer Hadi & Co (Chartered Accountants), retired and being eligible, have offered themselves for re-appointment. The Board of Directors endorses the recommendation of the Board Audit Committee for their re-appointment as auditors of the Company for the fiscal year ending June 30, 2026.

Internal Auditors

The Company’s internal Audit function is being looked after by the Head of Internal Audit, who is assisted by the internal auditor M/s EY Ford Rhodes. The Head of Internal Audit reports directly to the Chairman of the

Board Audit Committee. The primary responsibility of the Internal Audit Function is to assess the effectiveness of internal controls and recommend any necessary improvements. The Audit Committee receives regular periodic audit reports from the internal audit function, enabling it to review and consider the findings and recommendations for the betterment of the Company’s internal controls and processes.

Adequacy of Internal Financial Control

The Board of Directors has established a comprehensive system of internal financial controls, aimed at ensuring the smooth and efficient operation of the Company. These controls encompass fraud prevention, asset protection, legal compliance, accurate financial record-keeping, and the timely generation of reliable financial information. Regular reviews and updates are conducted to maintain their effectiveness in accordance with evolving laws and regulations, reflecting our commitment to stringent financial governance and accountability.

Subsequent Events

Post the closure of the year, the Board of Directors of NFL in their meeting in August 2025 have approved the intention of the management to restructure and resultant divestment in relation to A-1 Bags & Supplies held by NFDMCC via NEI Canada. A notice in this regard has also been issued to the stock exchange. This decision does not have any implication on the financial statements reported as of June 30, 2025. No material changes or commitments affecting the financial position of the Company have occurred between the end of the fiscal year of the Company and the date of this report.

On behalf of Board of Directors

Ahmed  
Global Chief Executive Officer

Provident & Retirement Funds

The Company maintains a contributory Provident Fund for all employees and a defined Benefit Pension & Pensioners Medical Plan for the Chief Executive and spouses of late Founding Directors of the Company. Details of the assets and contributions of the funds are provided in Note 21 of Consolidated and Note 20 of Unconsolidated Financial Statements for the year ended June 30, 2025.

Forward-Looking Statement and Outlook

We enter FY26 with a balanced outlook, recognizing both the opportunities and challenges ahead. While the macroeconomic environment in Pakistan shows signs of relative stability, structural vulnerabilities and policy uncertainties continue to warrant caution. In this context, our focus remains on strengthening business fundamentals, driving operational efficiencies, and making prudent investments to support long-term growth. Guided by our Founder’s Philosophy and “Our Values,” we are committed to sustaining our market leadership across key categories, while innovating responsibly to create lasting value for our stakeholders.

Acknowledgment

The Board would like to convey its earnest gratitude to all the people involved with the Company for enabling it to flourish and deliver a constant performance over the last five years. Our people are steadfast in the welfare of the Company and have shown their potential by overcoming the numerous difficulties posed by the operating environment. We treasure their dedication and feel highly obliged.

Zain Majeed  
Director



## شیر ہولڈنگ کا پیٹرن

کمپنی کے شیر ہولڈنگ پیٹرن اور اس سے متعلق دیگر معلومات صفحات 279 تا 286 پر درج ہیں۔

چیف ایگزیکٹو، ڈائریکٹرز، چیف فنانشل آفیسر، کمپنی سیکریٹری، ایگزیکٹوز، ان کے شریک حیات اور نابالغ بچوں نیز بڑے حصص داران کی جانب سے حصص کی خرید و فروخت سال کے دوران بروقت پاکستان اسٹاک ایکسچینج کورپورٹ کی گئی۔

سال کے دوران کمپنی کے شیرز کی خرید و فروحت کا خلاصہ درج ذیل ہے۔

ڈائریکٹرز	زاہد مجید نورین حسن	خرید خرید	53,070 12,000
بڑے حامل حصص افراد	ATC ہولڈنگز (پرائیوٹ) لمیٹڈ خرید ATC ہولڈنگز (پرائیوٹ) لمیٹڈ فروخت مل ول اپورچونیٹیز ماسٹر فنڈ، ایل پی	خرید فروخت فروخت	8,271,878 3,785,878 4,555,000
ایگزیکٹو	شہزاد مختار دیشکھ شہزاد مختار دیشکھ	فروخت خرید	1,300 1,300
ایگزیکٹو	اپنی کیورڈی ایم سی سی	خرید	6,993,633
سینیئر مینجمنٹ آفیسر	سیدفرحان علی رضوی	خرید	1,800

دیگر ڈائریکٹرز ، چیف ایگزیکٹو آفیسر، چیف فنانشل آفیسر کمپنی سیکریٹری ، ان کے ایسوسی ایٹس اور نابالغ بچوں کی جانب سے سال کے دوران کمپنی کے شیرز میں کوئی لین دین نہیں کیا گیا۔

## نان ایگزیکٹو اور خود مختار ڈائریکٹرز کے لیے معاوضہ پالیسی

کمپنی کے آرٹیکلز کے تحت بورڈ آف ڈائریکٹرز کو یہ اختیار حاصل ہے کہ وہ وقتاً فوقتاً

نان ایگزیکٹو اور خود مختار ڈائریکٹرز کا معاوضہ مقرر کریں۔ اس سلسلے میں بورڈ آف

ڈائریکٹرز نے کمپنی کے نان ایگزیکٹو اور خود مختار ڈائریکٹرز کے لیے ایک باقاعدہ

معاوضہ پالیسی مرتب کی ہے۔ ڈائریکٹرز کے معاوضے کی تفصیلات مالی سال 30 جون 2025 کو ختم ہونے والے مالی بیانات کے نوٹ 39 میں شامل کی گئی ہیں۔

## بورڈ آف ڈائریکٹرز اور اس کی کمیٹیوں کی کارکردگی کا جائزہ

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی تعمیل کرتے ہوئے بورڈ نے اپنی کارکردگی کے جائزے کے لیے ایک جامع طریقہ کار اختیار کیا ہے۔ کمپنی نے بورڈ کی تشکیل، قیادت، افادیت، منصوبہ بندی، اور مجموعی طور پر کمپنی کی حکمت عملی، کارکردگی اور مائیزنگ کے حوالے سے ایک سوالنامہ متعارف کروایا ہے۔ بورڈ سالانہ بنیاد پر ہر ڈائریکٹر سے موصولہ رائے کی بنیاد پر تمام پہلوؤں کا جائزہ لیتا ہے۔

## متعلقہ فریقوں کے ساتھ لین دین

سال کے دوران کمپنی کی جانب سے کیے گئے متعلقہ فریقوں کے لین دین 30 جون 2025

## انٹرئل فنانشل کنٹرولز کی کارکردگی

بورڈ آف ڈائریکٹرز نے انٹرئل فنانشل کنٹرولز کا ایک جامع نظام قائم کیا ہے جس کا مقصد کمپنی کے آپریشنز کو ہموار اور مؤثر بنانا ہے۔ ان کنٹرولز میں فراڈ سے بچاؤ، اثاثوں کا تحفظ، قانونی تقاضوں کی پاسداری، درست مالی ریکارڈ کی تیاری اور بروقت درست مالی معلومات کی فراہمی شامل ہے۔ قوانین اور ضوابط میں تبدیلی کے ساتھ ہم آہنگ رہنے کے لیے ان کنٹرول کا باقاعدہ جائزہ اور اپ ڈیٹ کیا جاتا ہے، جو ہماری سخت مالی نظم و نسق اور احتساب کے عزم کی عکاسی کرتا ہے۔

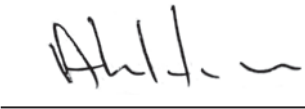
## بعد از اختتام سال کے امور

مالی سال کے اختتام کے بعد، اگست 2025 میں بورڈ آف ڈائریکٹرز نے اپنی میٹنگ میں انتظامیہ کے اس ارادے کی منظوری دی کہ NFDMCC کے زیر ملکیت A-1 Bags & Supplies کو Canada NEI کے ذریعے ری اسٹرکچر کر کے ڈائیوسٹمنٹ کی جائے۔ اس حوالے سے اسٹاک ایکسچینج کو نوٹس بھی جاری کیا گیا ہے۔ یہ فیصلہ 30 جون 2025 کو ختم ہونے والے مالی بیانات پر کسی قسم کا اثر نہیں ڈالتا۔ کمپنی کی مالی حیثیت پر اثر انداز ہونے والی کوئی بھی اہم تبدیلی یا عہد و پیمان مالی سال کے اختتام اور اس رپورٹ کی تاریخ کے درمیان پیش نہیں آیا۔

### پراویڈنٹ اور ریٹائرمنٹ فنڈز

کمپنی اپنے تمام ملازمین کے لیے کنٹری بیوٹی پراویڈنٹ فنڈ اور چیف ایگزیکٹو مرحوم بانی ڈائریکٹرز کی بہوؤں کے لیے ایک ڈیفائنڈ پینینٹ پنشن اور پنشنرز میڈیکل پلان برقرار رکھتی ہے۔ ان فنڈز کے اثاثوں اور ادائیگیوں کی تفصیلات 30 جون 2025 کو ختم ہونے والے مالی بیانات کے کنسولیدریڈ نوٹ 21 اور ان کنسولیدریڈ نوٹ 20 میں فراہم کی گئی ہیں۔

از طرف بورڈ آف ڈائریکٹرز



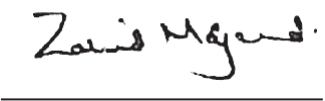
گلوبل چیف ایگزیکٹو آفیسر

## مستقبل کی حکمت عملی اور امکانات

مالی سال 2026 کا آغاز ہم ایک متوازن نقطہ نظر سے کر رہے ہیں، اس یقین کے ساتھ کہ آگے ہمیں نئے مواقع بھی ملیں گے اور چیلنجز کا سامنا بھی کرنا پڑے گا۔ پاکستان کا مجموعی معاشی منظر نامہ اگرچہ نسبتاً بہتر دکھائی دیتا ہے، لیکن بنیادی کمزوریاں اور پالیسی سے متعلق غیر یقینی صورتحال محتاط رویے کا تقاضا کرتی ہے۔ ایسی صورتحال میں ہم اپنی حکمت عملی کو بنیادی اصولوں کے استحکام عملی افادیت میں بہتری اور مستقبل کی ترقی کے لیے سوچ سمجھ کر کی جانے والی سرمایہ کاری پر مرکوز رکھے ہوئے ہیں۔ اپنے بانی کے وژن اور ادارے کی اقدار کے ساتھ ہم وعدہ کرتے ہیں کہ ذمہ دارانہ جدت کے ذریعے مارکیٹ میں اپنی قیادت کو قائم رکھتے ہوئے اسٹیک ہولڈرز کے لیے مستقل ویلیو تخلیق کریں گے۔

## اظہار تشکر

بورڈ کمپنی سے وابستہ تمام افراد کا دل سے شکر گزار ہے جنہوں نے گزشتہ پانچ برسوں کے دوران کمپنی کو ترقی دینے اور مسلسل کارکردگی دکھانے میں اہم کردار ادا کیا۔ ہمارے لوگ کمپنی کی بھلائی کے لیے پُر عزم رہے ہیں اور انہوں نے مشکل کاروباری ماحول کے باوجود اپنی صلاحیتوں کا بھرپور مظاہرہ کیا ہے۔ ہم ان کی لگن کو نہایت قیمتی اثاثہ سمجھتے ہیں اور ان کے شکر گزار ہیں۔



ڈائریکٹر



مستقل طور پر اپنائی گئی ہیں اور اکاؤنٹنگ تخمینے معقول اور محتاط فیصلوں پر مبنی ہیں۔

• مالی بیانات کی تیاری میں بین الاقوامی مالیاتی رپورٹنگ معیارات (IFRS) کی پیروی کی

گئی ہے اور جہاں کہیں بھی مختلف طریقہ کار اپنایا گیا، اسے واضح طور پر بیان کیا گیا ہے۔

• اندرونی کنٹرول کا نظام مضبوط بنیادوں پر تیار کیا گیا ہے اور اس کا مؤثر نفاذ اور نگرانی

یقینی بنائی گئی ہے۔ بورڈ نے چار ممبران پر مشتمل بورڈ آڈٹ کمیٹی تشکیل دی ہے، جس

میں کمیٹی کے چیئر مین بھی شامل ہیں۔ بورڈ آڈٹ کمیٹی کے چیئر مین ایک آزاد ڈائریکٹر

ہیں اور کمیٹی کوڈ کے تقاضوں کے مطابق باقاعدگی سے اجلاس منعقد کرتی ہے۔

• لسٹنگ ریگولیشنز میں بیان کردہ کارپوریٹ گورنس کے اصولوں کی کسی قسم کی بھی

خلاف ورزی نہیں کی گئی ہے۔

• کمپنی کے بطور جاری کاروبار جاری رہنے کی صلاحیت پر کوئی نمایاں شکوک و شبہات نہیں ہیں۔

• تمام واجبات، قانونی چار جز اور ٹیکس، اگر کوئی ہیں، تو انہیں مالی بیانات میں

واضح طور پر ظاہر کیا گیا ہے۔

• گزشتہ چھ سالوں کے کلیدی مالیاتی اعداد و شمار سے متعلق ڈیٹا اس رپورٹ کے

ساتھ منسلک کیا گیا ہے۔

### بورڈ آف ڈائریکٹرز اور اس کی کمیٹیاں

ڈائریکٹرز کی کل تعداد 7 ہے جیسا کہ درج ذیل ہے:

مرد05 خاتون02

نام	زمرہ
علی ایچ شیرازی زوبیر عبدالحق	آزاد ڈائریکٹرز
ابرار حسن (چیف ایگزیکٹو آفیسر) آدم فانی مجید	ایگزیکٹو ڈائریکٹر
سعدیہ نوید نورین حسن	خواتین ڈائریکٹرز
زاہد مجید (چیئر مین بورڈ)	نان ایگزیکٹو ڈائریکٹر

### بورڈ کمیٹیاں

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

### ا) آڈٹ کمیٹی

زوبیر عبدالحق (چیئر مین)	سعدیہ نوید (ممبر)
سعدیہ نوید (ممبر)	آدم فانی مجید (ممبر)

#### ب) ہیومن ریسورس وریموزیشن کمیٹی

علی ایچ شیرازی (چیئر مین)	زوبیر عبدالحق (ممبر)
نورین حسن (ممبر)	سادیہ نوید (ممبر)

بطور تقاضہ برائے کوڈ آف کارپوریٹ گورنس، بورڈ آف ڈائریکٹرز سے متعلق تفصیلی معلومات جن میں ڈائریکٹرز کے پروفائلز، بورڈ کمیٹیاں، تربیت، وسعت اور بورڈ میں ہونے والی تبدیلیاں شامل ہیں لیکن انہیں تک محدود نہیں کارپوریٹ گورننس سیکشن میں صفحات 57 تا 76 پر درج ہیں۔

### دوران سال ریٹائر ہونے والے ڈائریکٹر

جناب احسان علی ملک نے بھی دوران سال کمپنی کے ڈائریکٹر کے طور پر خدمات انجام دیں۔ ان کی مدت ملازمت 21 اکتوبر 2024 کو منعقدہ سالانہ اجلاس عام میں ڈائریکٹرز کے انتخاب کے موقع پر مکمل ہو گئی۔ بورڈ ان کی قیمتی خدمات اور مدت کار کے دوران دی گئی شاندار شراکت کو تسلیم کرتے ہوئے ان کا شکریہ ادا کرتا ہے۔

### بورڈ آف ڈائریکٹرز کی میٹنگز اور حاضری

سال کے دوران بورڈ آف ڈائریکٹرز کے چھ اجلاس منعقد ہوئے اور یہ تمام اجلاس پاکستان میں ہوئے۔ مزید تفصیلات ہمارے گورننس سیکشن میں صفحہ نمبر 67 پر درج ہیں۔



Drizzl کو لائف اسٹاکل ایونٹس، فینٹیو لز اور بڑے پلیٹ فارمز پر نمایاں طور پر پیش کیا گیا، جہاں بھرپور سپلنگ کے ساتھ جدید ٹریڈر بھی مضبوط ریٹیل کو یقینی بنایا گیا۔ اسپیسڈر پروگرام، اسٹور ڈپلے اور ڈیجیٹل پارٹنرشپس نے برانڈ کو اپنے ٹارگٹ صارفین سے مؤثر طریقے سے جوڑا۔ اس کامیاب لانچ نے نیشل فوڈز کی نئی کیٹگریز میں داخلے کی حکمت عملی نئی سمت دی۔

### سیوری کنڈ منٹس (اچار)

نیشل فوڈز لمیٹڈ نے 10% وایو میٹرک گرو تھ حاصل کی، جس کے لیے کرشڈ پکل کے ڈائلز بڑھائے گئے اور کوریج کو مزید مضبوط کیا گیا۔ "Crush It Sohneya" ڈیجیٹل کمپین نوجوان صارفین کو مد نظر رکھ کر بنائی گئی، جس میں انفلوئسرز اور نئی ترائیکب کے ذریعے پروڈکٹ کی افادیت دکھائی گئی۔ ریٹورنٹس، ناشتے کے مقامات اور کلچرل فیسٹیولز میں بہترین سپلنگ، کراس کیٹگری بنڈلنگ اور رمضان بنڈلز کے ذریعے گھریلو استعمال میں اضافہ کیا گیا۔ اس طرح نیشل اچار نے اپنی مارکیٹ لیڈر شپ مزید مستحکم کی۔

### اسپرڈز (میونیز)

نیشل فوڈز نے مصنوعات کی بہتری کے لیے تحقیق و ترقی (R&D) میں سرمایہ کاری کی تاکہ صارفین کو بہترین تجربہ فراہم کیا جاسکے۔ سویا بین کے لیے ڈیٹا ٹنگ فیسلٹی قائم کی گئی تاکہ پائیداری اور معیار کو یقینی بنایا جائے! Spread it, Dip it, Love it! آئی ایم سی ٹیمپسین نے بڑے اسپورٹس ایونٹس کے ساتھ برانڈ کی موجودگی کو بڑھایا، جبکہ ڈیجیٹل کیپسینز کو بھرپور مقبولی ملی جسے ملک بھر میں خاص مقامات پر اشتہارات سے مزید مقبول کیا گیا۔ اور اسٹور ڈپلے نے میونیز کو پاکستان کے اہم شہروں میں اسٹیکس کے اہم پارنٹر کے طور پر پیش کیا۔

### ڈیزرٹس (کسٹرڈ)

نیشل کسٹرڈ نے مصنوعات کے استعمال کے اہم مواقع پر حکمت عملی کے ساتھ توجہ دی۔ سیماگ، افلوئس کیپسینز اور ان اسٹور ایکٹیویشنز کے ذریعے فروخت بڑھائی گئی۔ ٹاپ ریٹیلرز اور ای کامرس پلیٹ فارمز پر کسٹرڈ کے بنڈل بانٹے گئے۔ معروف انفلوئرسرز کے ساتھ فینٹو کیپسینز سے صارفین تک رسائی اور ٹرائل میں اضافہ ہوا۔ ان اسٹور ایکٹیویشنز میں خریداری پر انعامات سے صارفین کے لیے یادگار لمحات پیدا کیے گئے اور خریداری کے رجحان کو بڑھایا گیا۔

### Immerse-وسیع پیمانے پر صارفین سے جڑنے کا ماڈل

اس سال نیشل فوڈز نے Immerse پروگرام متعارف کروایا، جس کا مقصد صارفین کی آواز کو براہ راست فیصلہ سازی میں شامل کرنا ہے۔ گھریلو ورنس، ڈیجیٹل چینلز کے ذریعے گفتگو اور بڑے پیمانے پر سروے کے ذریعے صارفین کے تجربات کو سمجھا گیا۔ اس پروگرام نے کروس فکشنل ٹیموں کو صارفین کے اصل تجربات سمجھنے کا اور جذباتی طور پر صارفین سے جڑنے کا موقع فراہم کیا۔ AI اپنی تجربات نے ابھرتے ہوئے رجحانات اور

نئی ضروریات کو نمایاں کیا، جس سے کاروباری فیصلے مزید تیز اور مؤثر ہوئے۔ Immerse کے ذریعے نیشل فوڈز مستقبل پر مرکوز سوچ کو پروان چڑھا رہا ہے۔ ہر سطح پر صارفین کو مرکز بناتے ہوئے طویل مدتی جدت اور قیادت کو مستحکم کر رہا ہے۔

### انٹر نیشنل

### مارکیٹ میں توسیع

یورپ، مشرق وسطیٰ اور ایشیا پیسیفک میں نئی مارکیٹوں میں موجودگی کو مزید مستحکم کیا اور کینیڈا حب قائم کیا۔ مین اسٹریم ریٹیل میں موجودگی میں اضافہ اور رسائی میں بہتری۔

### آپریشنز میں سادگی

ریجزز میں SKU Rationalization کے ذریعے مشکلات کم کر کے کامیاب مصنوعات پر توجہ دی گئی۔ مرکزی پورٹل کا آغاز کیا گیا تاکہ ڈسٹری بیوٹرز کے کام کو آسان بنا کر سپلائی چین اور آرڈرز میں اضافہ کیا جائے۔ پیکنگ اور سپلائی کے عمل کو معیاری بنایا گیا، جس سے سپلائی کی رفتار اور لاگت میں بہتری آئی۔

### پورٹ فولیو میں توسیع

سائزر پنچ کا نیا ورژن بہتر ترائیکب اور پیکنگ کے ساتھ متعارف کروایا گیا، جسے انٹر نیشنل ٹیسٹ انسٹیٹیوٹ نے Superior Taste Award دیا۔ اہم حصوں میں ترائیکب کو اپ گریڈ کیا گیا تاکہ دنیا بھر میں معیار کو قائم رکھا جائے۔

### برانڈ اور اسٹیک ہولڈرز کی شرکت

عالمی نمائشوں کے ذریعے برانڈ کی نمایاں موجودگی میں اضافہ ہوا۔ (Harvard Conference اور Gulfood 2025, U.S. Food Exhibitions) خریداروں کے ساتھ تعلق کو مضبوط بنایا گیا اور عالمی مارکیٹ میں برانڈ کی حیثیت کو مزید بہتر بنایا گیا۔

### صلاحیت میں اضافہ

ٹیمر، سسٹمز اور اسٹریکچرز میں سرمایہ کاری کر کے عالمی آپریشنز کو مزید مستحکم کیا گیا۔ بین الاقوامی سطح پر ایک مضبوط اور متحرک ترقی پذیر ماڈل کی بنیاد رکھی گئی۔

### لوگ اور ثقافت

نیشل فوڈز میں، ہمارے لوگ ہماری اصل طاقت ہیں۔ مالی سال 2025 میں ہم نے ایک ایسا مثبت کاروباری ماحول قائم کرنے میں ترقی حاصل کی جس میں ملازمین نہ صرف ترقی کر سکیں

بلکہ ہمارے مقاصد کے ساتھ گہرا تعلق محسوس کر سکیں۔

### شمولیت اور وابستگی

مالی سال 2025 میں زیادہ جامع ماحول بنانے میں اہم پیش رفت حاصل کی۔ ابتدائی پرنٹس شپ پروگرام کے تحت خواتین کو مینوفیکچرنگ میں شامل کیا گیا، جسے صنفی آگاہی سے متعلق ورکشاپس نے مزید مستحکم کیا۔ پاکستان بزنس کونسل کے تعاون سے منعقدہ ویمن ان لیڈر شپ پروگرام نے مختلف صنعتوں میں خواتین پیشہ ور افراد کو بااختیار بنایا۔ اس کے علاوہ ثقافتی اور سماجی مواقع کی تقریبات نے ایک متنوع اور عوام کو ترجیح دینے کے ماحول (پیپلز فرسٹ کلچر) کو مزید مضبوط کیا۔

### بہبود اور تحفظ

انگیجمنٹ سروے سے حاصل شدہ نتائج کی بنیاد پر ملازمین کی بہبود کے لیے اقدامات کیے گئے کمپنی میں ہنی صحت سے متعلق آگاہی کی کیپین چلائی گئی خاندانی دوستانہ پالیسیوں میں آسانی پیدا کی گئی اور بچوں کی دیکھ بھال کی سہولت فراہم کی گئی۔ ان اقدامات نے ہمدردی اور قدر پر یعنی ایسا ماحول تشکیل دیا جہاں ملازمین خود کو دفتر اور گھر دونوں میں باسہارا محسوس کریں۔

### تعلیم اور ترقی

My Learning Journey فریم ورک کے ذریعے ملازمین کو ہر طرح سے تربیت فراہم کی گئی جس میں ڈیجیٹل پلیٹ فارمز اور عملی تجربات شامل تھے۔ نئے پروگرامز جیسے لیڈر شپ ایڈوانسج مشکل بات چیت کو سنبھالنا، اور جلد اعتماد حاصل کرنے کی صلاحیت نے ہمدرد اور متحرک رہنماتار کیے گئے۔ سیکرٹریس کیپ نے فرنٹ لائن صلاحیت کو مزید مستحکم کیا جبکہ ملازمین کو AI ، کیونیکیشن سیفٹی اور ڈی ای ای آئی کے شعبوں میں مہارت حاصل کرنے کے مواقع دیے گئے۔

### ٹیلنٹ ڈویلپمنٹ

کیریئر فریم ورک متعارف کروایا گیا تاکہ ملازمین کے ترقی کے راستے واضح کیے جاسکیں، جسے پوری ورک فورس پر محیط منظم ٹیلنٹ ریویوز نے مستحکم بنایا۔ اس کے ساتھ ساتھ فرسٹ اسٹپس فورم نے نئے ملازمین کو آغاز میں ہی اپنی رائے دینے کا موقع فراہم کیا، جس سے آن بورڈنگ اور انیچمنٹ کو مزید مضبوط بنایا گیا۔

### پائیداری اور کارپوریٹ سماجی ذمہ داری

مالی سال 2025 میں نیشل فوڈز نے ماحولیات کی نگہداشت ، سماجی اثرات اور اخلاقی گورنس میں اقدامات کے ذریعے ذمہ دارانہ ترقی کے عزم کو مزید تقویت دی۔ پورٹ قاسم میں اینٹلوئنٹ ٹریڈنٹ پلانٹ کو گرین انوائرنمنٹل اسٹیوارڈ شپ ایوارڈ ملا، جبکہ سیڈٹو ٹیبل پروگرام کو ریپا نسل انویسٹمنٹ ایوارڈ سے نوازا گیا۔ یہ دونوں اقدامات ESG کی بہترین عالمی مثالوں کے طور پر اجاگر ہوئے۔

سماجی شعبے میں، اسکول کھانا پروگرام نے بچوں کو روزانہ غذائیت فراہم کرنے والی غذا

فراہم کی جس سے حاضری میں نمایاں اضافہ ہوا، جبکہ آگاہی اڈٹ لٹریری پروگرام کے تحت ہزاروں خواتین تعلیم کے ذریعے بااختیار بنیں۔ نیشنل فوڈ پرینیور پروگرام نے خواتین انٹر پرینیور کو فوڈ اور مہمان نوازی کے شعبے میں کاروبار شروع کرنے یا روزگار حاصل کرنے میں کامیاب بنایا اور اس جیسے اگلے کئی پروگرامز پہلے ہی شروع ہو چکے ہیں۔ ہم نے نوجوانوں اور کمیونٹی ڈویلپمنٹ میں بھی سرمایہ کاری کی خواتین کی نمائندگی کو کھیلوں میں سپورٹ کیا، مستحق طلباء کو اسپانسر کیا، اور نوجوان قیادت کے پلیٹ فارم جیسے مارخوریو تھ کانفرنس کو منعقد کیا۔ پائیداری سے متعلق شعور کو مزید اجاگر کرنے کے لیے بچوں کی کتب شائع کی گئیں اور فلاحی اداروں میں سولر انرجی کے نظام لگائے گئے۔ مستند فلاحی اداروں کے ساتھ شراکت داری نے ہماری رسائی کو کمزور طبقات تک پورے ملک میں بڑھایا۔ ان اقدامات کے ذریعے نیشل فوڈز اپنی حکمت عملی میں پائیداری کو مرکزی حیثیت دے رہا ہے۔ ایک ایسا مستقبل جہاں کاروباری کامیابی عوام، کمیونیز اور ماحول پر مثبت اثرات پر مشتمل ہے۔

### قومی خزانے میں شرکت

سال کے دوران کمپنی کی قومی خزانے میں شرکت مزید بڑھی مختلف سرکاری محصولات جیسے کسٹمز ڈیوٹی سیلز ٹیکس اور انکم ٹیکس کی مد میں حکومت اور اس کے اداروں کو 11,759 ملین روپے (2024: 9,583 ملین روپے کی ادائیگی کی گئی۔ مزید برآں، مصنوعات کی برآمدات سے 4,698 ملین روپے (2024: 3,178 ملین روپے) کا زر مبادلہ حاصل کیا گیا، جو ملکی معیشت میں ہماری شمولیت کی عکاسی کرتا ہے۔

### ڈیویڈنڈ

بورڈ آف ڈائریکٹرز نے فائل کیش ڈیویڈنڈ کی رقم فی حصص 5 روپے تجویز کی ہے۔ یہ فی حصص 4 روپے کے عبوری ڈیویڈنڈ کے علاوہ ہے۔ منافع کے طور پر تقسیم کیا گیا کل اسٹینڈ الون منافع 66% (2024 : 120%) ہے۔

### کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک

کمپنی کا انتظامی مقصد اچھی کارپوریٹ گورنس اور بہترین عملی طریقہ کار (Best Practices) پر عمل درآمد کرنا ہے۔ اسی کمپنیز (کوڈ آف کارپوریٹ گورنس) کی ریگولیشن، 2019 (کوڈ)، کے تحت درکار تقاضوں کے مطابق کمپنی نے درج ذیل طریقوں سے ظاہری اور عملی دونوں معنوں میں اس کوڈ کو اپنایا ہے۔

- مالی بیانات کمپنی کی مالی حالت، اس کے آپریشنز کے نتائج کیش فلو اور کمپنی کے اثاثوں میں ہونے والی تبدیلیوں کو درست طور پر پیش کرتے ہیں۔
- کمپنی کے اکاؤنٹ کی کتابوں کو درست اور باقاعدہ طور پر برقرار رکھا گیا ہے۔
- مالی بیانات کی تیاری میں، مالی بیانات کے نوٹس میں بیان کردہ مناسب اکاؤنٹنگ پالیسیز



# ڈائریکٹرز رپورٹ

## معزز حصص داران

نیشنل فوڈ لمیٹڈ کے ڈائریکٹرز باسرت 30 جون 2025 کو ختم ہونے والے سال کے جانچ شدہ نتائج پیش کر رہے ہیں جس میں دونوں یعنی علیحدہ اور مشترکہ مالیاتی بیانات شامل ہیں۔

## کمپنی کی بنیادی سرگرمیاں

کمپنی نیشنل برانڈ کے تحت غذائی مصنوعات تیار کرتی ہے، مارکیٹ کرتی ہے اور فروخت کرتی ہے۔ مالی سال 2025 کے دوران کمپنی نے ایک ڈیلی برانڈ Drizzl بھی متعارف کروایا ہے۔

## معاشی جائزہ

پاکستان کی معیشت مالی سال 2025 میں مسلسل بہتری کی طرف گامزن رہی، جو کہ محکمہ اقتصادی اشاریوں کی بدولت ممکن ہوا۔ جی ڈی پی (GDP) کی شرح میں 2.7% اضافہ ہوا جبکہ مہنگائی کی شرح نمایاں طور پر کم ہو کر گزشتہ سال کے 23% سے گھٹ کر 4.5% پر آگئی، اس کی بنیادی وجہ کم شرح سود، زرمبادلہ کا استحکام اور محتاط معاشی نظام ہے۔ کرنٹ اکاؤنٹ میں 2.1 ارب امریکی ڈالر کا سرپلس ریکارڈ کیا گیا اور زرمبادلہ کے ذخائر بڑھ کر 16.6 ارب امریکی ڈالر تک پہنچ گئے جبکہ ڈالر کے مقابلے میں ایکسچ ریٹ مستحکم رہا، جس کی بدولت پالیسی میں تسلسل ممکن ہوا۔ شہری علاقوں میں اشیائے خوردونوش میں مہنگائی کی شرح اوسطاً 5.3% رہی جبکہ دیہی علاقوں میں یہ شرح 3.3% رہی، جو شہروں میں زیادہ لاگت کے دباؤ کو ظاہر کرتا ہے۔ اگرچہ ساختی چیلنجز برقرار ہیں، تاہم معاشی استحکام میں بہتری، مہنگائی میں کمی اور بیرونی کھاتوں میں بہتری نے فاسٹ مووئنگ کنزیومر گوڈز (FMCG) کے شعبے میں ترقی کے لیے نسبتاً سازگار ماحول فراہم کیا۔

## کاروباری کارکردگی کا جائزہ

## آپریٹنگ اور مالی کارکردگی

## گروپ

گروپ نے اختتامی سال کے دوران 17% کی ٹاپ لائن اور 58% کی بائم لائن نمو حاصل کی۔ اشیائے خوردونوش میں مہنگائی کے چیلنجز کے باوجود بھی ٹاپ لائن نے تسلسل برقرار رکھا، جسے اخراجات اور آمدنی میں تبدیلی کے اقدامات نے مزید سہارا دیا، اور اس طرح مجموعی اور خالص منافع کے مارجن بالترتیب 29% اور 4% تک پہنچے۔

### بنیادی کاروبار

مالی سال 2025 میں بنیادی کاروبار نے اسٹریٹجک سرمایہ کاری، آپریشنل کارکردگی اور منتخب زمروں میں توجہ کی وجہ سے مقامی اور بین الاقوامی دونوں منڈیوں میں مضبوط ترقی حاصل کی۔ مقامی کاروبار نے مضبوط حجم کی بدولت 17% کی ٹاپ لائن نمو ریکارڈ کی، جسے اسٹریٹجک بیک سائز لانچ اور اہم زمروں میں قیمتوں کی حکمت عملی سے سپورٹ ملا۔ مارکیٹنگ اخراجات جو

برانڈ کی شناخت کو مضبوط کرنے اور صارفین کی شمولیت کو فروغ دینے پر خرچ ہوئے ان کی بدولت والیوم میں اضافہ ہوا۔ ٹاپ لائن کی رفتار اور موثر اور ہائیڈریجنٹ کے باعث آپریٹنگ منافع کی شرح میں 39% اضافہ ہوا۔ مالی سال 2024 میں شروع ہونے والی فیصل آباد فیمیلیٹی، کارکردگی اور گنجائش میں مزید بہتری کا باعث بنی جس نے کمپنی کو مستقبل میں مقامی مارکیٹ میں ترقی کے مواقع حاصل کرنے کے قابل بنایا۔

بین الاقوامی کاروبار میں بھی اس سال بہترین کارکردگی دیکھنے میں آئی، جس میں خالص فروخت کی شرح 33% سے بڑھ کر 5 ارب روپے تک پہنچ گئی۔ یہ ترقی بالخصوص شمالی امریکہ، یورپ اور افغانستان میں سپلائی نیٹ ورک اور مارکیٹ میں رسائی بڑھانے سے ممکن ہوئی۔ سال کے دوران مارجن میں بہتری کے لیے اقدامات شروع کیے گئے تاکہ پائیدار ترقی کو مزید بڑھایا جاسکے، اور اس کے مکمل نتائج آنے والے سال میں ظاہر ہونے کی توقع ہے۔

## اے ون بیگز اینڈ سپلائیز انکارپوریٹڈ

نیٹ ورک کے پھیلاؤ اور برلنگٹن میں نئے اسٹور کے افتتاح کے باعث کاروبار نے 16% کی بہترین ٹاپ لائن نمو حاصل کی۔ آپریٹنگ اور خالص منافع کی شرح میں بالترتیب 17% اور 18% اضافہ ریکارڈ ہونے کے ساتھ ساتھ ہمارے منافع میں بھی نمایاں بہتری دیکھنے میں آئی۔

گروپ کے مالیاتی سال کے اہم مالیاتی اعداد و شمار کا خلاصہ ذیل میں درج ہے:

رقومات پاکستانی روپے ملین میں

گروپ			بنیادی کاروبار			اے ون بیگز اینڈ سپلائیز انکارپوریٹڈ		
مالی سال 25	مالی سال 24	تبدیلی	مالی سال 25	مالی سال 24	تبدیلی	مالی سال 25	مالی سال 24	تبدیلی
خالص فروخت	101,307	86,375	17%	44,944	37,961	56,363	48,414	16%
مجموعی منافع	29,140	23,570	24%	16,368	12,563	12,772	11,007	16%
عملی منافع*	8,504	6,223	37%	3,857	2,256	4,647	3,967	17%
خالص منافع بعد از ٹیکس**	4,419	2,795	58%	2,002	560	2,416	2,235	8%
آمدنی فی حصص (روپے)	14.8	8.2		8.6	2.4			
مجموعی منافع%	28.8%	27.3%	1.5%	36.4%	33.1%	22.7%	22.7%	0%
عملی منافع%	8.4%	7.2%	1.2%	8.6%	5.9%	8.2%	8.2%	0%
منافع بعد از ٹیکس%	4.4%	3.2%	1.2%	4.5%	1.5%	4.3%	4.6%	-0.3%

\* دیگر آمدنی اور دیگر اخراجات شامل نہیں ہیں۔

\*\* اس میں اے ون بیگز اینڈ سپلائیز انکارپوریٹڈ کے انضمام پر تسلیم شدہ غیر مادی اثاثوں کی 22 ملین روپے (2023: 23 ملین روپے) کی اثاثوں کی مالیاتی فرسودگی شامل ہے۔

\*\*\*گروپ منافع بعد از ٹیکس میں اے ون کو 100% شامل کیا گیا ہے (NCI کو چھوڑ کر منافع بعد از ٹیکس: 2025، 3,462 ملین پاکستانی روپے: 2024، 1,910 ملین پاکستانی روپے) گروپ منافع بعد از ٹیکس انٹرکمپنی ڈیویڈنڈز کو ختم کرتا ہے ( مالی سال 2025: 660 ملین روپے مالی سال 2024: 522 ملین روپے ) ۔

## سائز (کچپ)

نیشنل کچپ نے ایک اور شاندار کارکردگی کا مظاہرہ کرتے ہوئے ڈبل ہندسوں کی نمو حاصل کی اور بطور قائد زمرہ اپنی حیثیت مزید مستحکم کی۔ رمضان برانڈ کے لیے سب سے بڑا ترقیاتی موقع ثابت ہوا، جسے جذباتی کہانی گوئی، اسٹور میں کی جانے والی سرگرمیوں اور ملک گیر افورڈیبلٹی پروگرامز نے تقویت بخشی۔ علاقائی سطح پر رسائی نے صارفین میں پھیلاؤ بڑھایا جبکہ فوڈ سروسز کی ریسٹورانوں کے ساتھ شراکت داری نے برانڈ کی افادیت کو گھریلو استعمال سے باہر کے مواقع تک وسعت دی۔ کچپ کے پیداواری عمل میں آٹومیشن میں سرمایہ کاری اور فیصل آباد کی جدید ترین پیداواری سہولت میں منتقلی کے نتیجے میں گنجائش میں اضافہ اور معیار میں بہتری سامنے آئی۔

ڈیجیٹل سطح پر نیشنل کچپ نے نمایاں مہمات کا آغاز کیا، جن میں ڈائنامک مل ہینڈل کا رمضان سپریم، بچوں کے لیے چراغ کے ساتھ مشترکہ ایبلی میئنڈ شو، اور کچپ چیمپس آئی ایم سی مہم شامل تھی جس میں اسکول مقابلے اور سیلیبیریٹی شمولیت رہی۔ کمیونٹی پر مبنی اقدامات جیسے این جی اوافٹار پروگرامز اور صارفین کی وفاداری بڑھانے کے پلیٹ فارمز مثلاً خاتون خاص، نے برانڈ کو مقصد اور کارکردگی کو یکجا کرنے کا موقع دیا، جس سے صارفین کا اعتماد مزید گہرا ہوا۔

## نو ویلٹی سائز (Drizzl)

اس سال سب برانڈ Drizzl متعارف کروایا گیا تاکہ صارفین کو ایک بہتر ساس کا تجربہ فراہم کیا جاسکے۔ یہ خاص طور پر Gen-Z اور نوجوان صارفین کے لیے ڈیزائن کیا گیا ہے، جس کی پہچان رہی:

Not Your Basic Sauce#۔ اس کے لیے ڈیجیٹل۔ فرسٹ کیמپین چلائی گئی جس میں اس کی ویسٹیلٹی اور ثقافتی اہمیت کو اجاگر کیا گیا۔

## سٹیز اور مارکیٹنگ

ماہ مارچ 2025 میں برانڈ کو فروغ دینے کے لیے اہم اقدامات درج ذیل ہیں:

## ریسیپی مکسر

یہ سال نیشنل ریسیپی مکسر کے لیے ایک سنگ میل ثابت ہوا کیونکہ اس نے دوہندی زیادہ ترقی حاصل کرنے کے ساتھ ساتھ نئی بلندیوں کو چھوا۔ اس سلسلے میں بنیادی پورٹ فولیو مزید مضبوط بنا کر، 12 نئے موسمی ورپینٹس متعارف کرواکے، اور ماڈرن ٹریڈ میں شیلف پر مضبوط موجودگی برقرار رکھ کر قیادت کو مزید مستحکم کیا گیا۔ "کیا خیال ہے" کیپسین کی لانچ، جسے موڈ اشتہارات کے ذریعے عملی شکل دی گئی، اس کیپسین نے صارفین کی برانڈ سے وابستگی کو بڑھایا اور عوام کے ذہنوں میں نمایاں مقام حاصل کیا۔

کراچی خاص رہنچ نے ترقی کا ایک اہم محرک کے طور پر اپنا کردار جاری رکھا، جسے ہدفی صارفین کے لیے خصوصی پروموشنز، گھر گھر رابطہ مہمات اور کمیونٹی پر مبنی تجرباتی سرگرمیوں نے مزید تقویت دی۔ بڑی ریٹیل چینز میں صارفین کے ساتھ براہ راست شمولیت، کراس کیٹیگری ہنڈلنگ اور سیمپلنگ نے آزمائش اور خریداری کے رجحان کو تیز تر کیا۔ مصنوعات کے معیار کو یقینی بنانے کے لیے مسلسل صارفین کی جانچ کے نتیجے میں ریسیپی مکسر نے اپنی قائدانہ حیثیت اور صارفین کا اعتماد مزید مضبوط کیا اور برانڈ کو پائیدار ترقی کے لیے مستحکم بنیاد فراہم کی۔



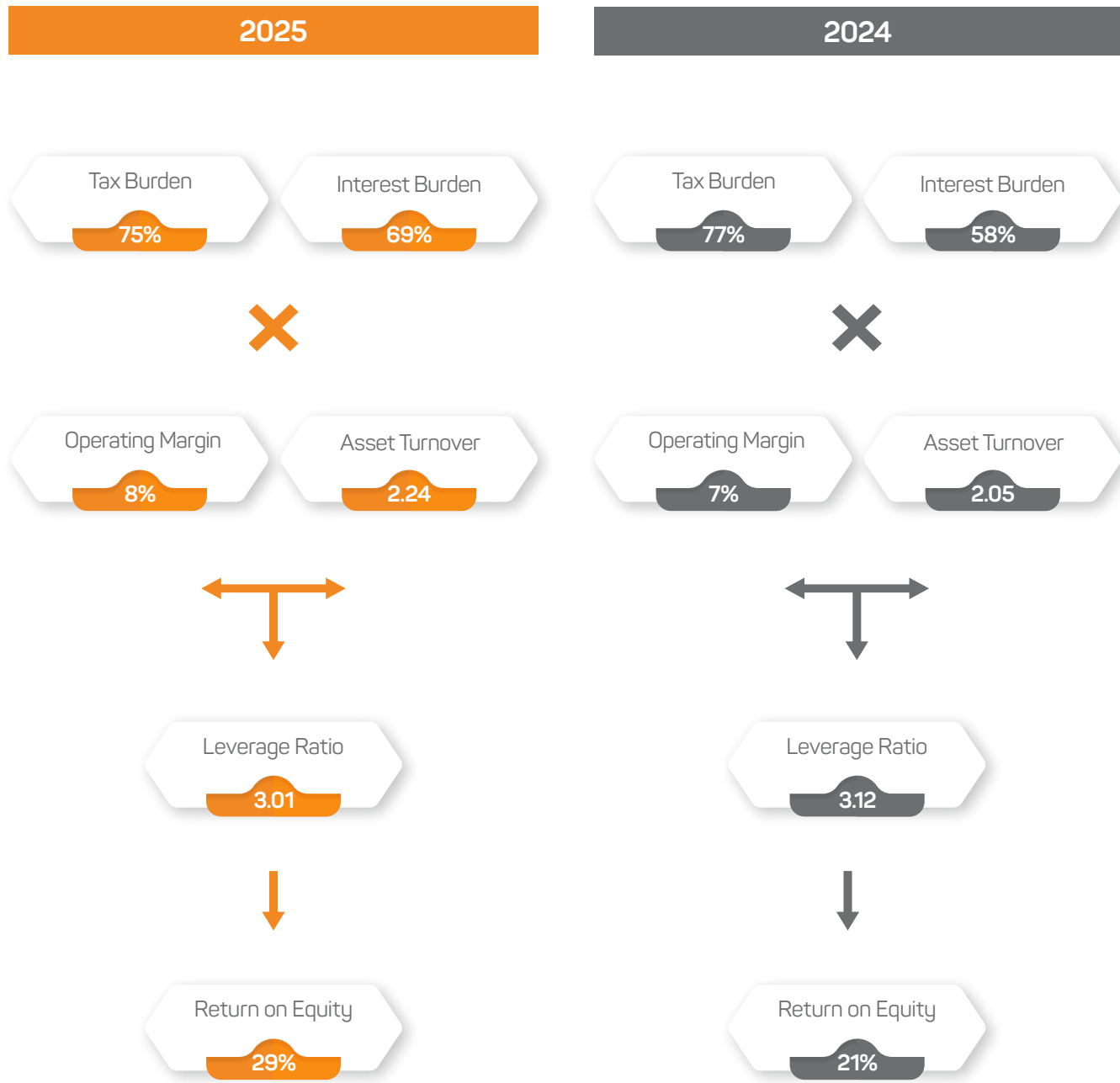
# Transparency Beyond Borders

National Foods demonstrates resilience through disciplined financial management, steady revenue growth, and prudent investments that reinforce long-term value creation for shareholders and stakeholders alike.





# DuPont Analysis



### Formula

Tax Burden	Net Profit / Profit before tax
Interest Burden	Profit before tax / Profit before interest & tax
Operating Margin	Profit before interest & tax / Net Sales
Asset Turnover	Net Sales / Average Total Assets
Leverage Ratio	Average Total Assets / Average Equity
Return on Equity	Profit after tax / Average Shareholder Equity

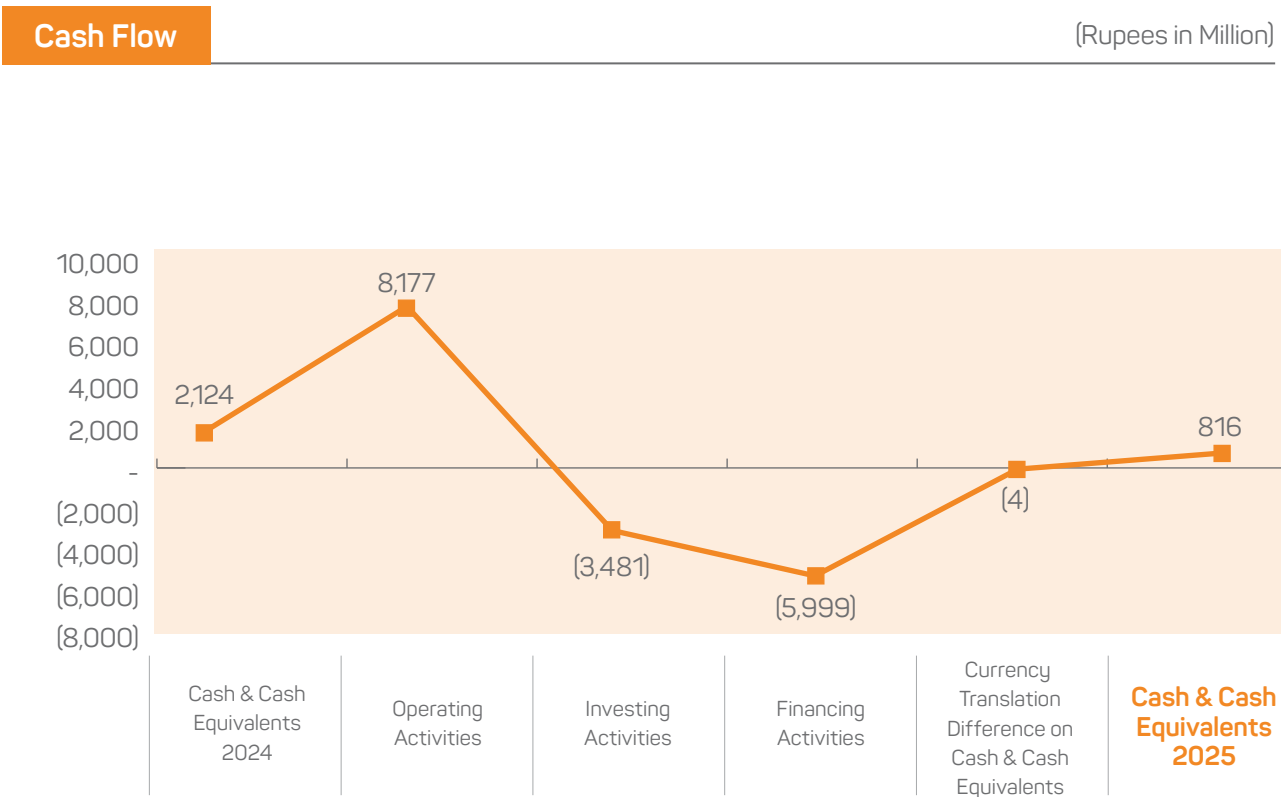
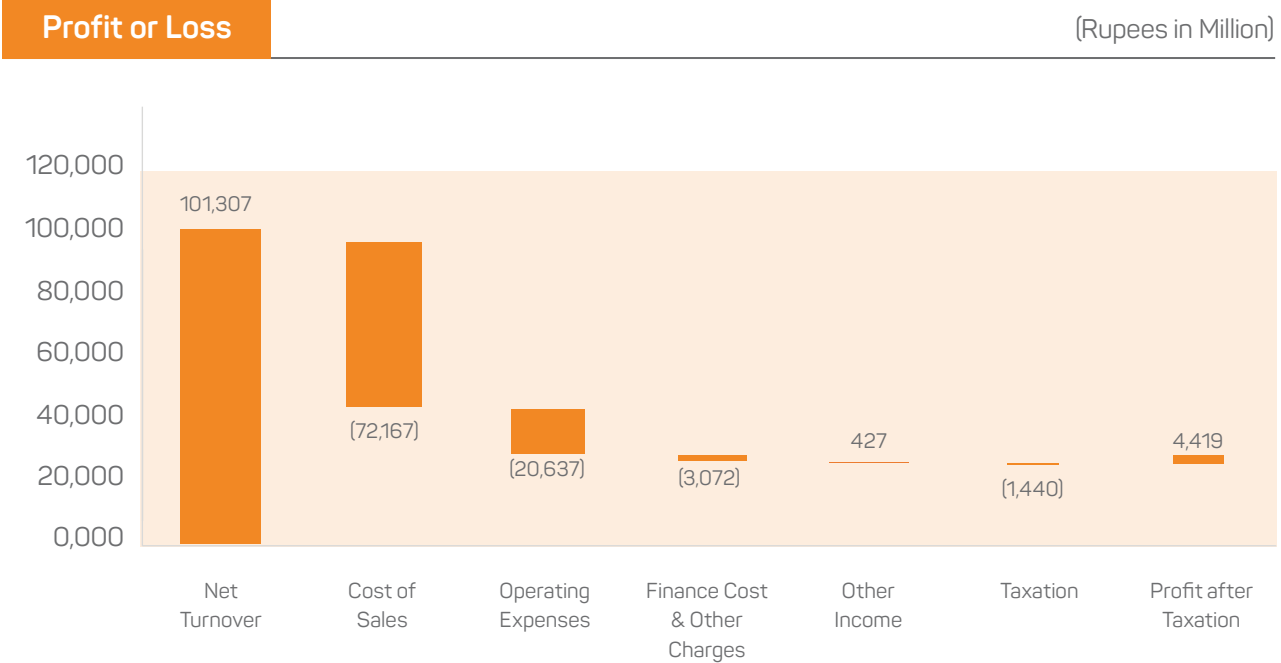
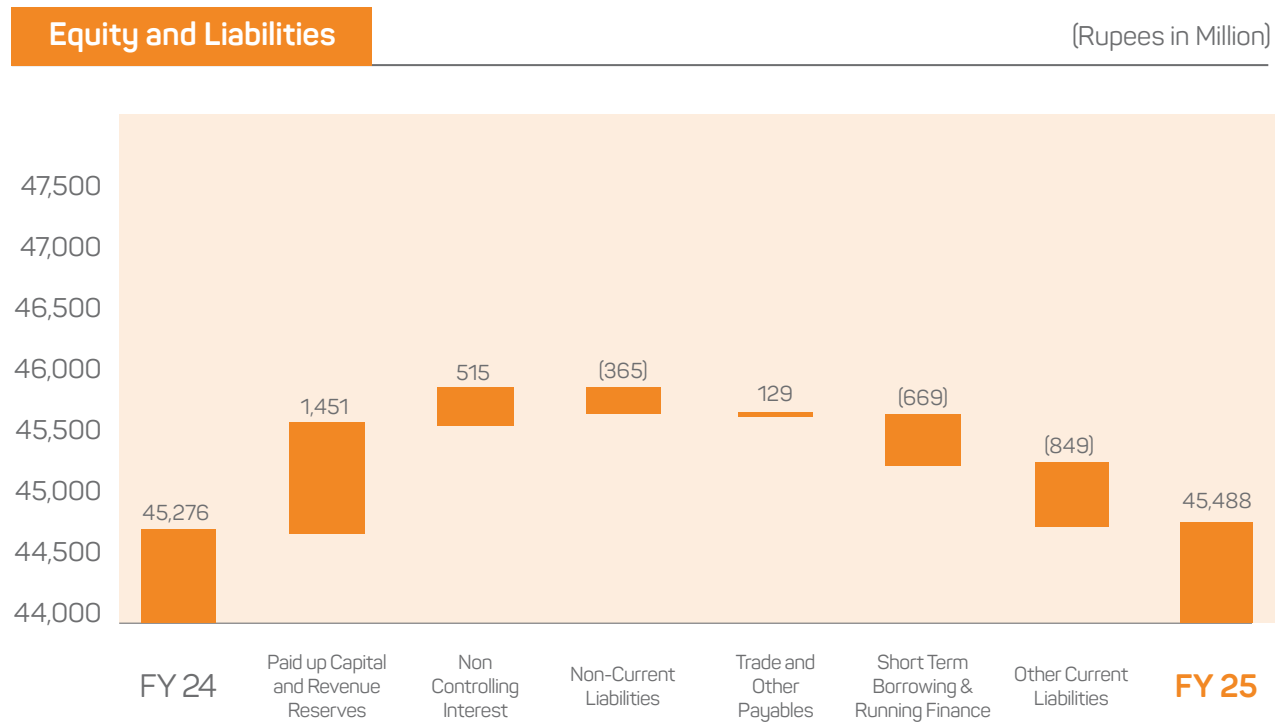
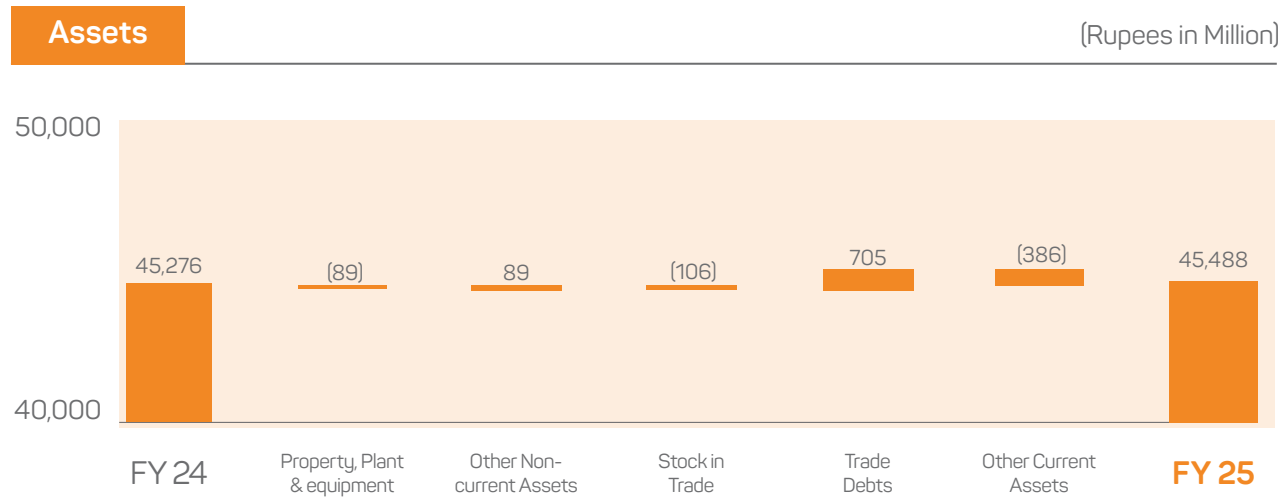
# Financial Ratios

	Unit	2025	2024	2023	2022	2021	2020
<b>Profitability Ratios</b>							
Gross Profit Ratio	%	28.8	27.3	28.3	28.5	28.2	29.1
Operating Profit to Sale	%	8.4	7.2	8.6	9.0	8.5	9.2
Net Profit before Tax to Sales	%	5.8	4.2	7.7	7.9	7.6	8.0
Net Profit after Tax to Sales	%	4.4	3.2	5.9	6.0	5.7	5.7
EBITDA Margin to Sales	%	11.4	9.9	11.0	11.5	11.0	12.1
Operating Leverage Ratio	%	203.2	61.0	85.3	118.1	48.6	193.1
Return on Equity N1	%	26.1	16.1	28.4	28.5	26.5	26.6
Return on Capital Employed	%	31.1	24.2	27.6	34.4	31.4	32.0
Return on Assets	%	9.7	6.2	9.7	10.0	9.9	10.9
<b>Liquidity Ratios</b>							
Current Ratio	Times	1.4	1.3	1.2	1.1	1.2	1.2
Quick / Acid Test Ratio	Times	0.6	0.5	0.4	0.4	0.6	0.5
Cash to Current Liabilities	Times	0.05	0.1	(0.1)	(0.1)	0.1	0.2
Cash Flow from Operations to Sales	%	8.1	8.0	4.6	3.2	7.3	10.4
Working Capital Turnover	Times	17.70	19.08	25.49	32.79	21.10	30.8
<b>Efficiency Ratios</b>							
No. of Days in Inventory	Days	69.5	83.1	96.0	89.3	85.3	90.4
No. of Days in Receivables	Days	12.9	13.7	16.9	14.8	12.4	15.7
No. of Days in Payables	Days	23.2	26.8	24.3	20.9	22.7	24.5
Operating Cycle	Days	59.3	70.0	88.6	83.2	75.0	81.7
Asset Turnover	Times	2.2	2.0	1.9	1.9	2.0	2.0
Inventory Turnover	Times	5.2	4.4	3.8	4.1	4.3	4.0
Receivables Turnover	Times	28.2	26.7	21.6	24.6	29.4	23.2
Payables Turnover	Times	15.7	13.6	15.0	17.5	16.1	14.9
Revenue / Employee	Rs.	126,137	111,088	85,524	68,526	59,126	54,422
Net Income / Employee	Rs.	4,468	2,933	4,085	3,163	2,506	2,286
No. of Employees	No.	989	953	929	859	788	722
<b>Investment / Market Ratios</b>							
Earnings Per Share N1 & N2	Rs.	14.8	8.2	13.6	10.4	7.5	6.3
Price Earning Ratio	Times	22.0	21.3	7.2	13.9	24.3	25.4
Dividend Yield Ratio	%	2.8	3.7	2.5	3.5	2.2	2.0
Dividend Payout Ratio N1	%	60.6	79.3	18.4	48.1	53.0	50.7
Dividend Cover Ratio N1	Times	1.6	1.3	5.4	2.1	1.9	2.0
Cash Dividend Per Share	Rs.	9.0	6.5	2.5	5.0	5.0	5.0
Cash Dividend	%	180	130	50	100	100	100
Stock Dividend Per Share	Rs.	-	-	-	-	1.3	1.3
Stock Dividend	%	-	-	-	-	25.0	25.0
Market Value Per Share at the end of the year	Rs.	327.2	174.7	98.4	144.8	229.0	250.5
Low during the year	Rs.	164.0	97.0	89.9	141.9	188.6	133.0
High during the year	Rs.	335.8	186.1	164.8	230.6	304.0	267.5
"Breakup Value Per Share without Surplus on Revaluation of Fixed Assets N2"	Rs.	68.7	60.3	55.6	39.7	31.2	26.0
Market Capitalisation (in millions)	Rs.	76,282.4	40,727.6	22,938.6	33,750.5	42,710.5	37,365.6
<b>Capital Structure Ratios</b>							
Financial Leverage Ratio	%	98.8	120.3	98.6	87.7	77.9	49.9
Weighted Average Cost of Debt	%	15.6	16.7	10.8	6.7	7.2	10.9
Gearing Ratio (Total debt / Total debt + Shareholders Equity)	%	38.7	44.1	42.9	39.4	38.2	27.1
Interest Coverage Ratio	Times	3.2	2.4	4.7	8.8	9.4	7.7
No. of Ordinary Shares (in millions)	EA	233	233	233	233	186	149

N1 - Calculated on Parent's share.  
N2 - Calculated on shares as at 30 June 2025



# Financial Statements at a Glance

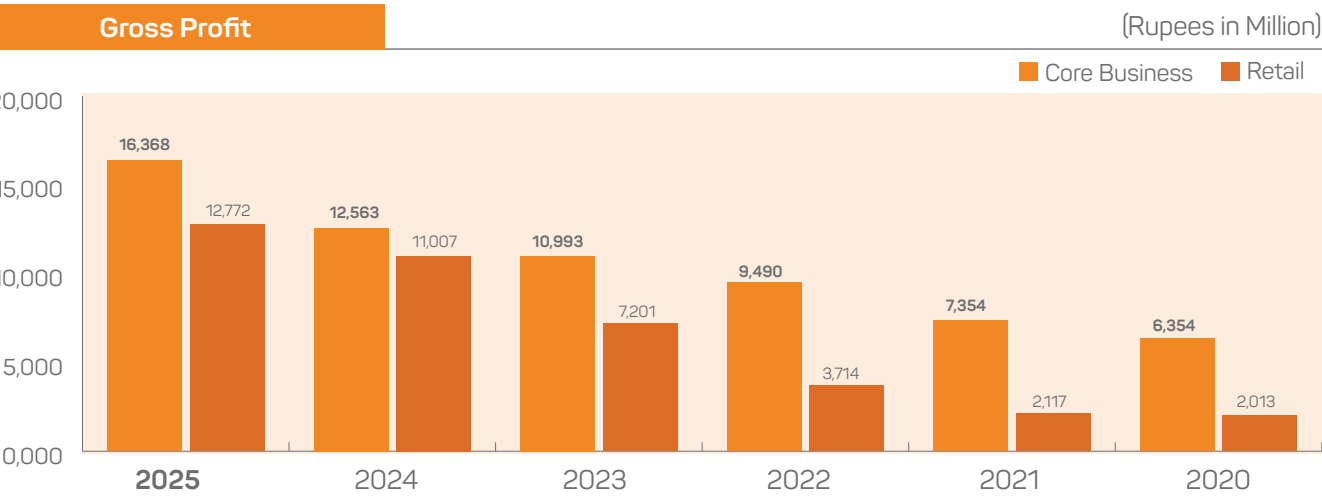
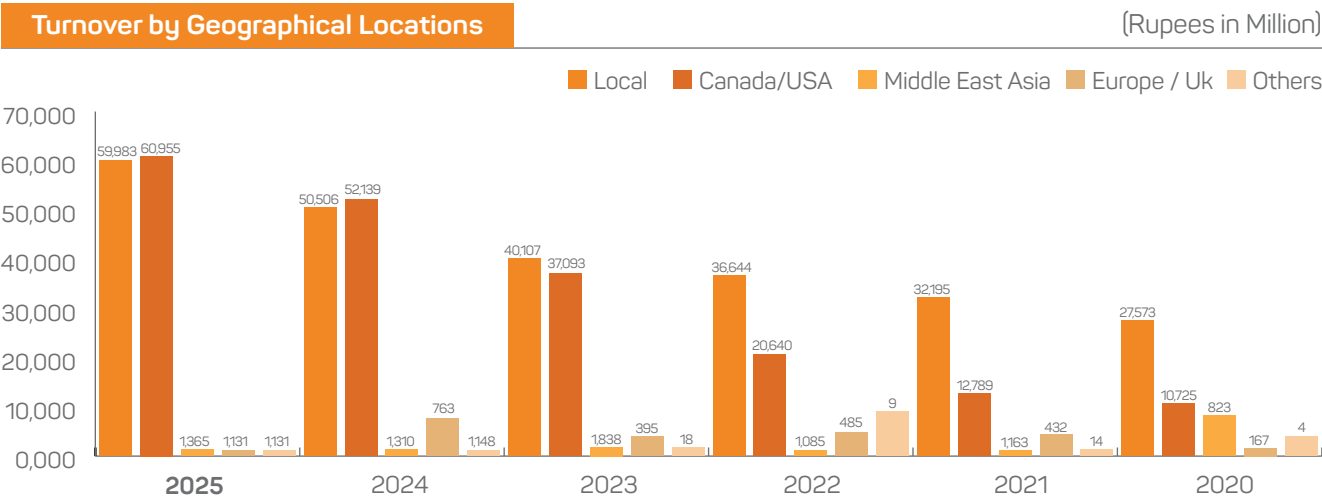
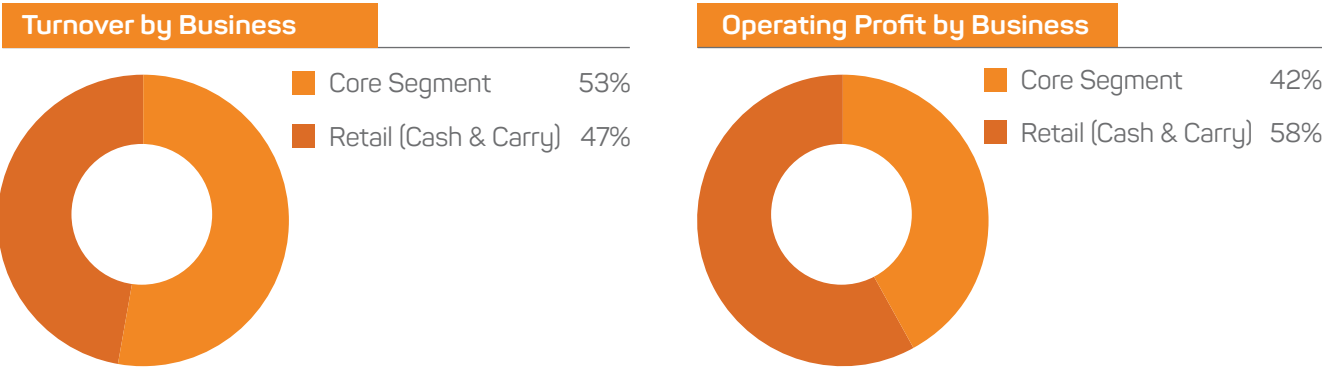




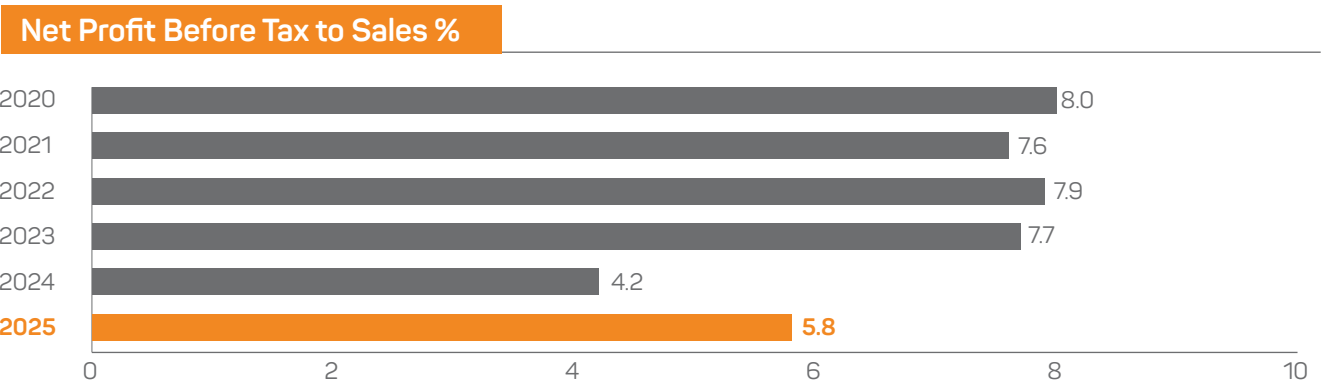
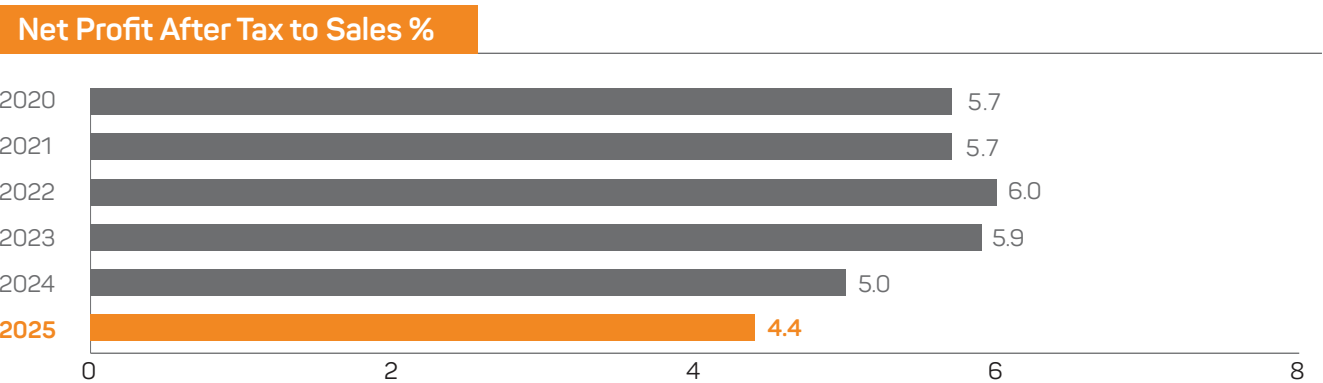
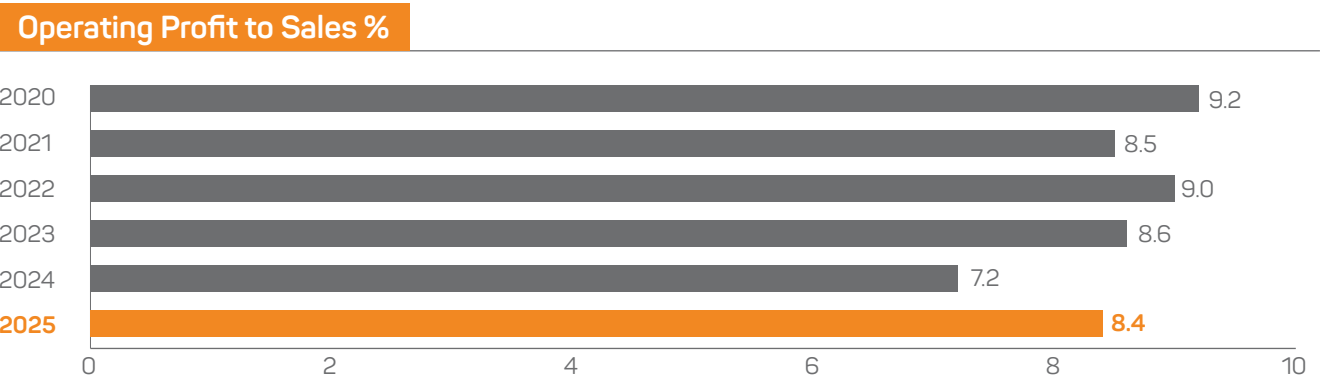
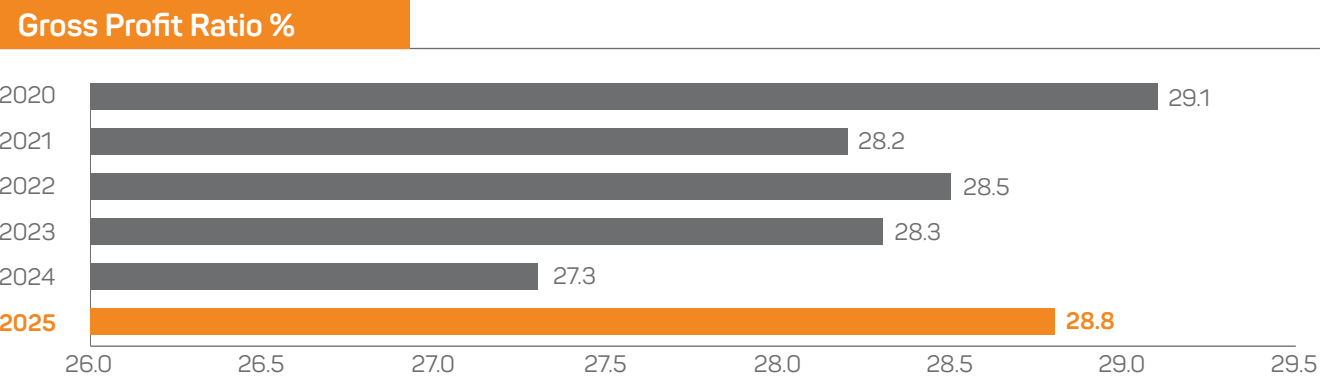
# Financial Highlights

Our results compared to same period Last year at a Glance

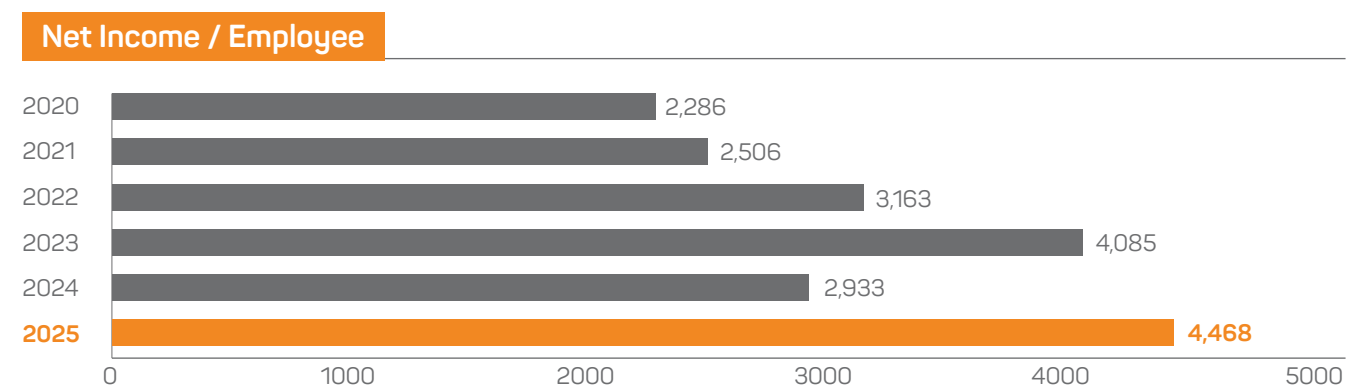
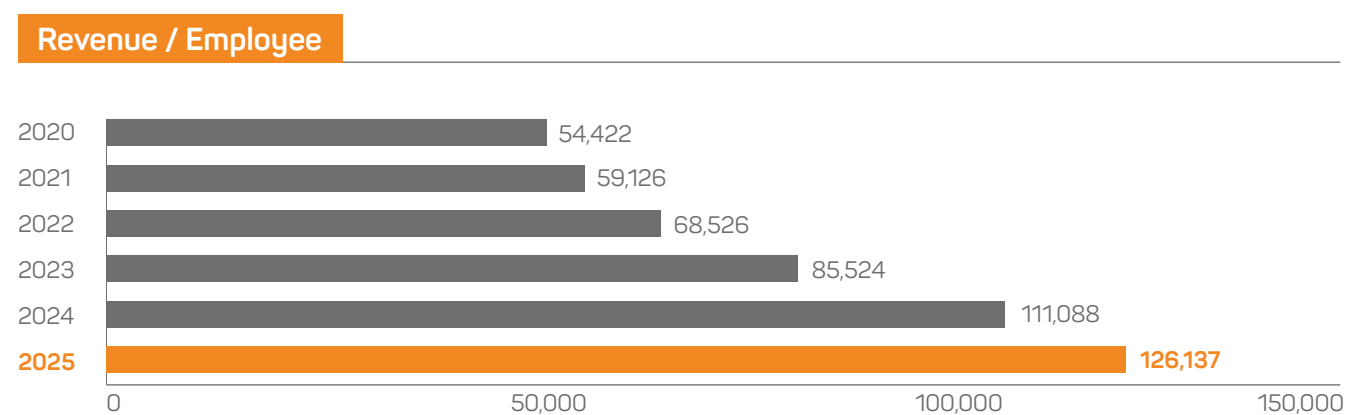
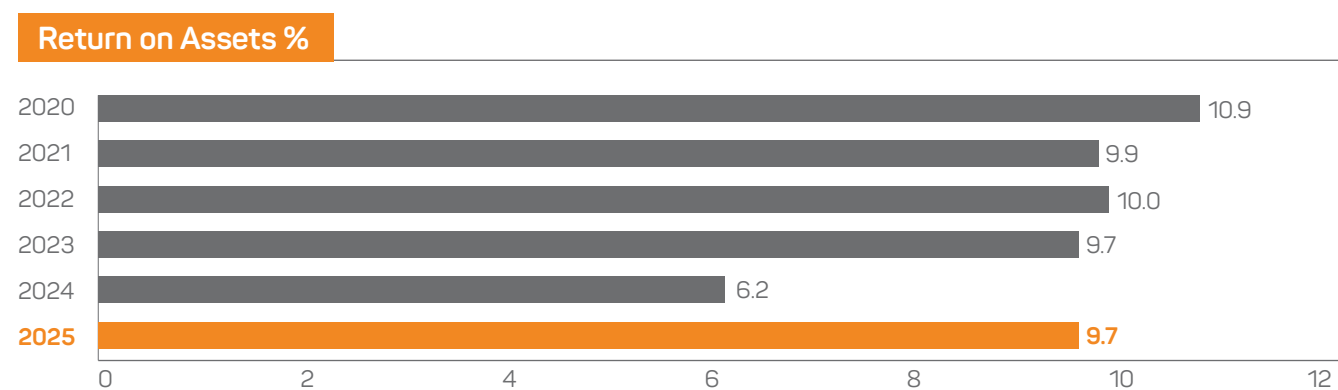
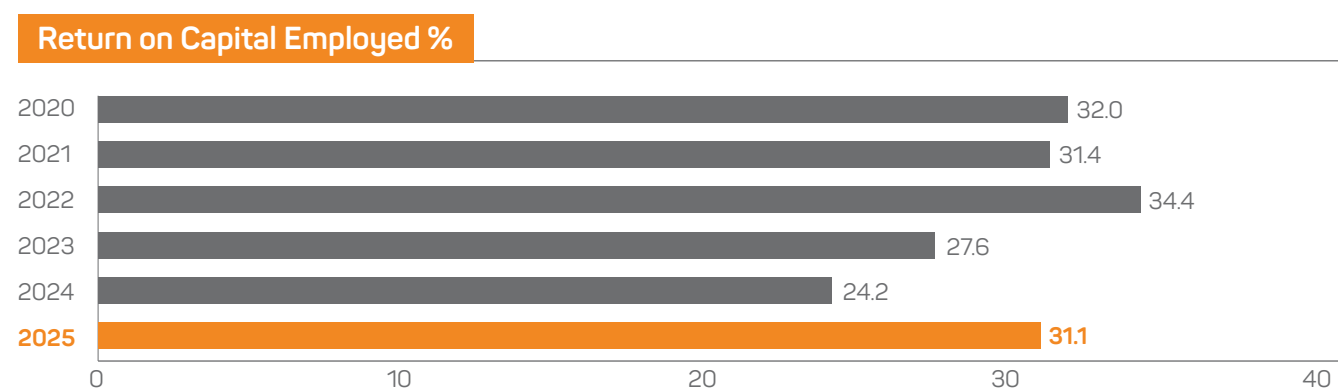
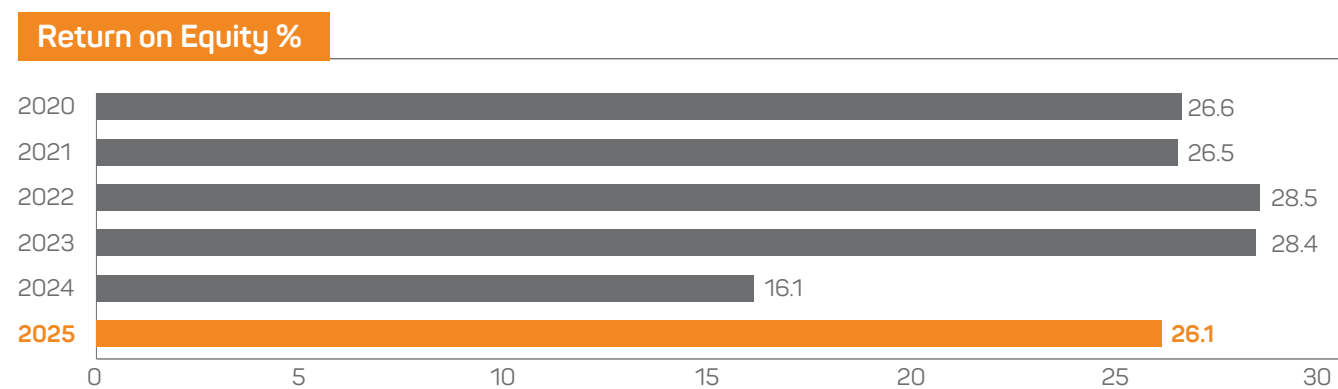
2024-25 Turnover up by 18 %  
2024-25 Gross profit up by 24 %  
2024-25 Profit after Taxation up by 58%  
2024-25 Earning per Share PKR 14.85 (June 30 2024 8.19)



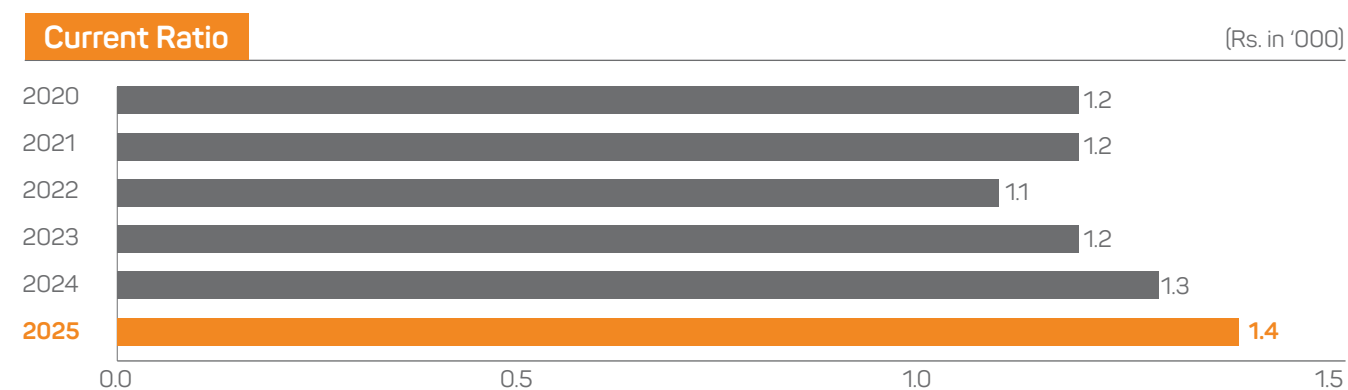
## A. Profitability Ratios



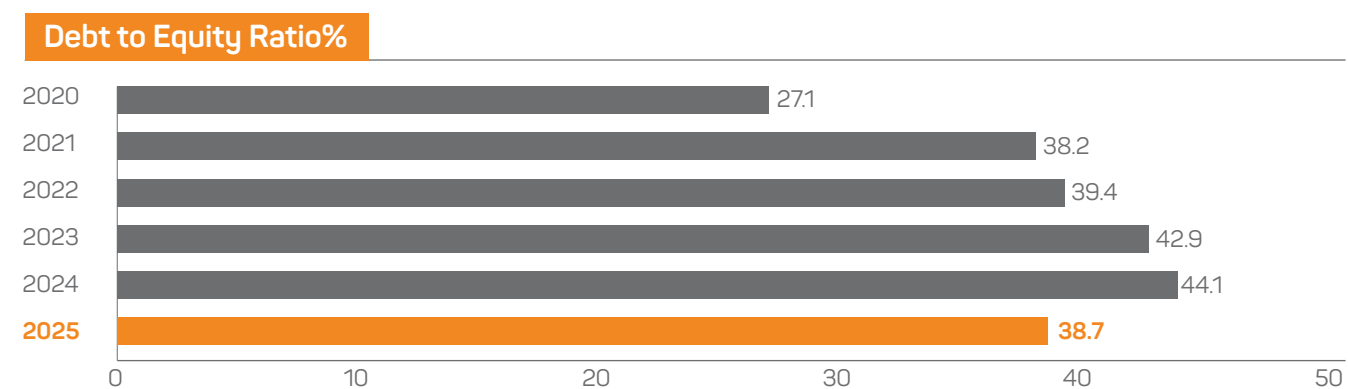




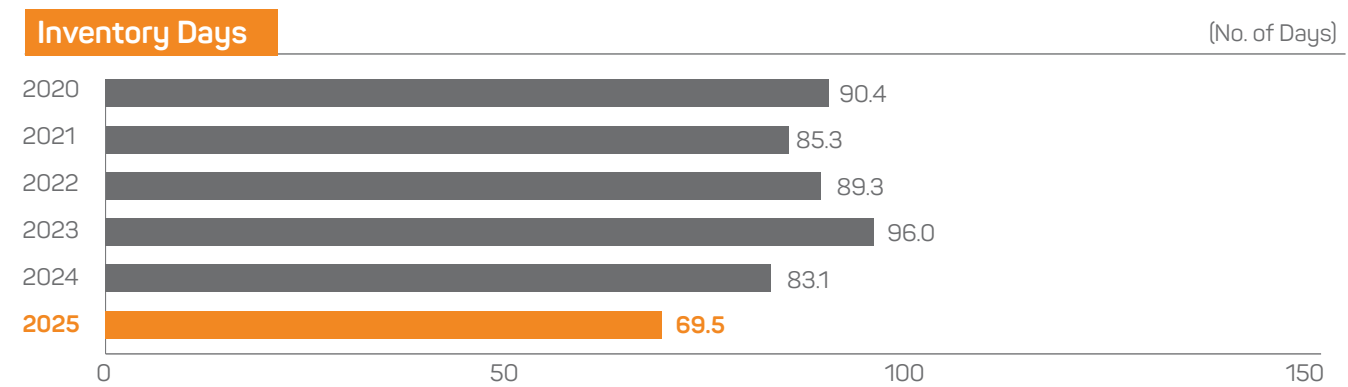
## B. Liquidity Ratios



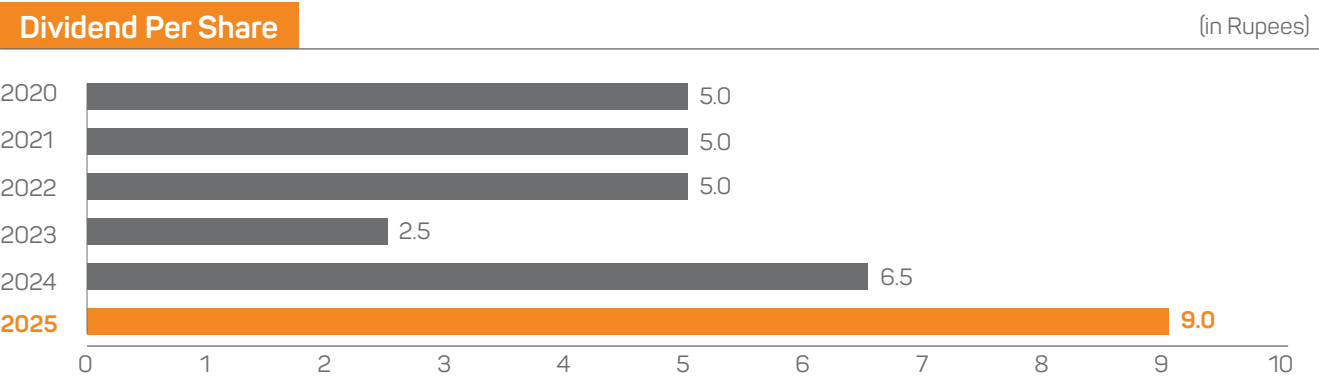
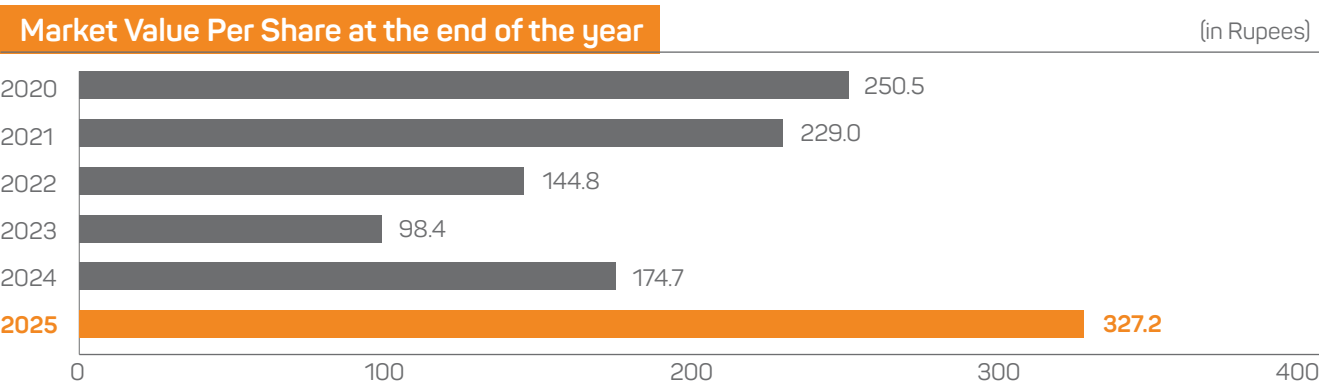
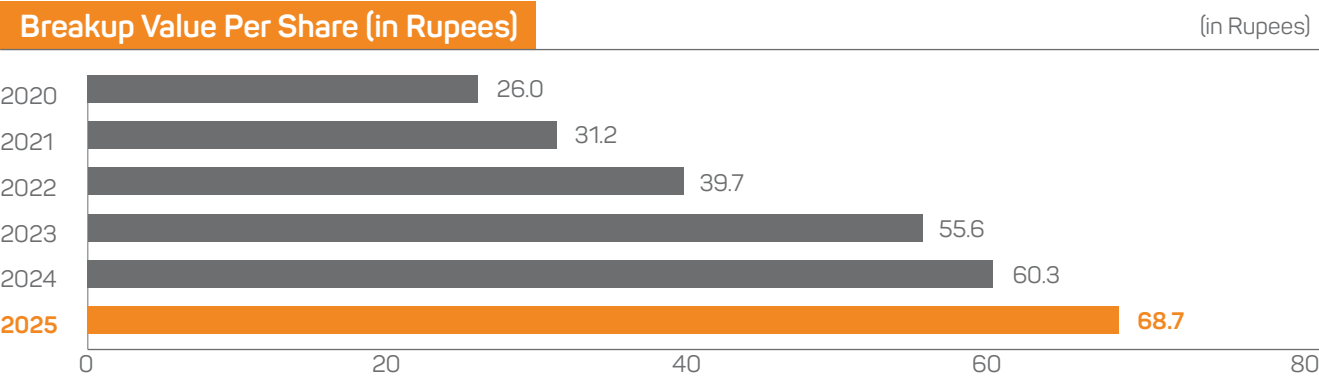
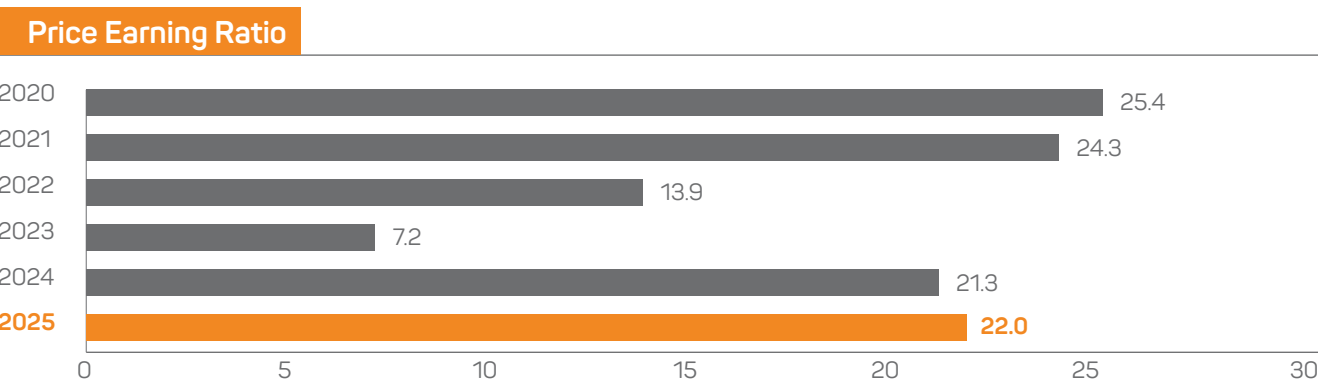
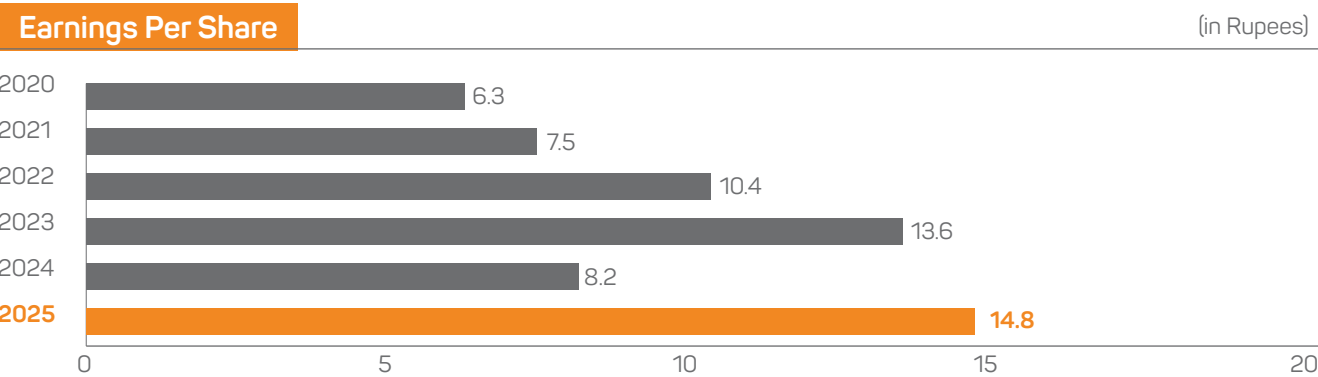
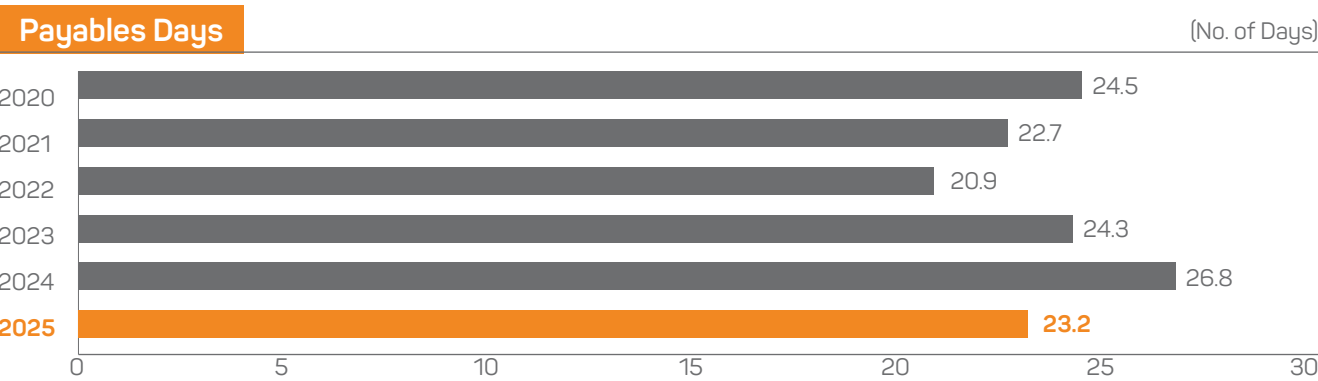
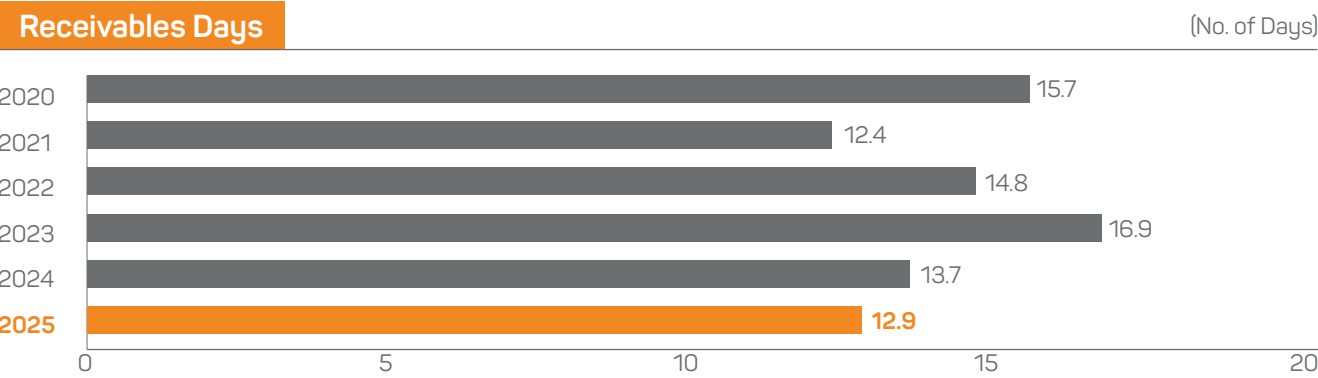
## C. Gearing Ratios



## D. Efficiency Ratios





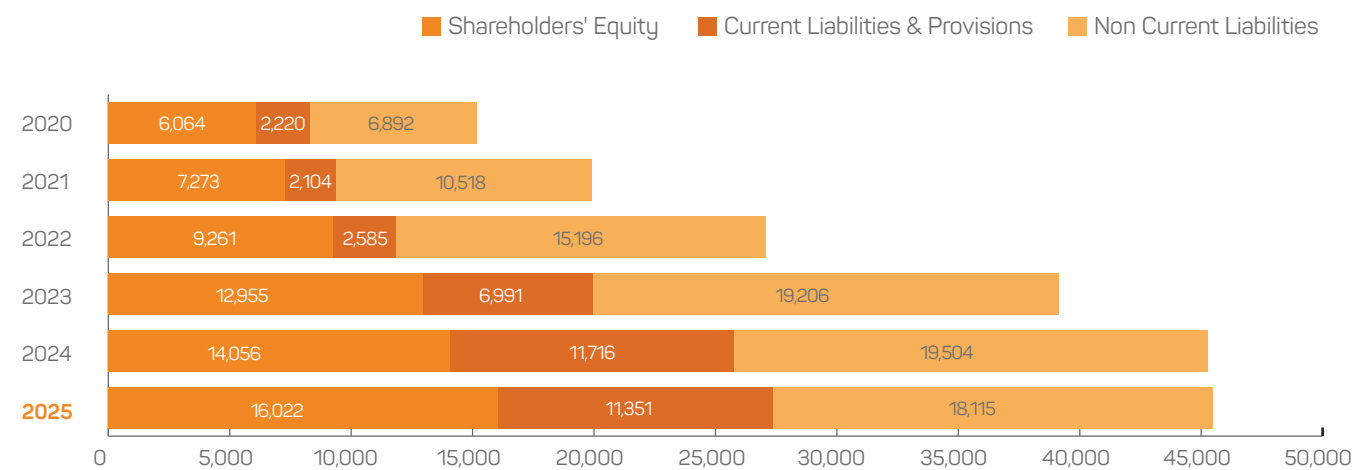




# Horizontal Analysis

	2025	2024	2023	2022	2021	2020
	Percent (%)					
INCOME STATEMENT						
Sales - Net	17.3%	34.3%	41.3%	31.6%	20.5%	18.4%
Cost of Sales	14.9%	36.2%	41.7%	31.0%	22.1%	17.8%
Gross Profit	23.6%	29.5%	40.2%	33.1%	16.6%	19.8%
Distribution costs	19.4%	31.8%	33.4%	39.7%	16.8%	16.2%
Impairment loss on trade debts	-85.6%	150.2%	-78.8%	45.5%	0.2%	(2.8%)
Administrative expenses	18.2%	53.9%	56.8%	22.2%	16.3%	8.8%
Other expense	64.1%	-9.4%	-2.1%	112.6%	3.1%	5.8%
Administrative, Distribution & Other Operating Expenses and Impairment	20.9%	47.8%	48.1%	30.3%	15.0%	8.5%
Other income	54.5%	-69.7%	41.2%	387.2%	(47.1%)	0.9%
Financial charges	1.2%	124.1%	149.9%	47.3%	(8.1%)	20.9%
Profit before Taxation	61.3%	-26.8%	37.2%	37.4%	14.0%	34.0%
Taxation - net	71.9%	-28.1%	29.8%	36.8%	(0.2%)	86.6%
Profit after taxation	58.1%	-26.3%	39.7%	37.6%	19.6%	20.4%
BALANCE SHEET						
Issued, subscribed and paid up capital	0.0%	0.0%	0.0%	25.0%	25.0%	20.0%
Unappropriated Profit	12.3%	11.1%	29.5%	18.4%	17.7%	21.3%
Non controlling interest	23.2%	24.8%	131.9%	20.9%	20.9%	93.5%
Exchange revaluation reserve	26.6%	-24.7%	120.0%	20849.4%	(105.4%)	(136.0%)
Total Equity	14.0%	8.5%	39.9%	27.3%	20.0%	20.5%
Long Term Obligations	-3.1%	67.6%	170.5%	22.9%	(5.2%)	71.1%
Total Long-term Liabilities and shareholder equities	6.2%	29.2%	68.4%	26.3%	13.2%	30.9%
Fixed Assets, CWIP & Intangibles	-0.4%	31.5%	45.2%	46.9%	9.1%	15.9%
Other Non current assets	80.4%	148.3%	-26.5%	-56.4%	61.7%	90.1%
Current Assets	0.9%	4.7%	44.7%	30.3%	48.7%	12.5%
Total Assets	0.5%	15.6%	44.8%	35.9%	31.1%	14.2%
Current Liabilities & Provisions	-7.1%	1.5%	26.4%	44.5%	52.6%	(0.9%)
Net Assets	6.2%	29.2%	68.4%	26.3%	13.2%	30.9%

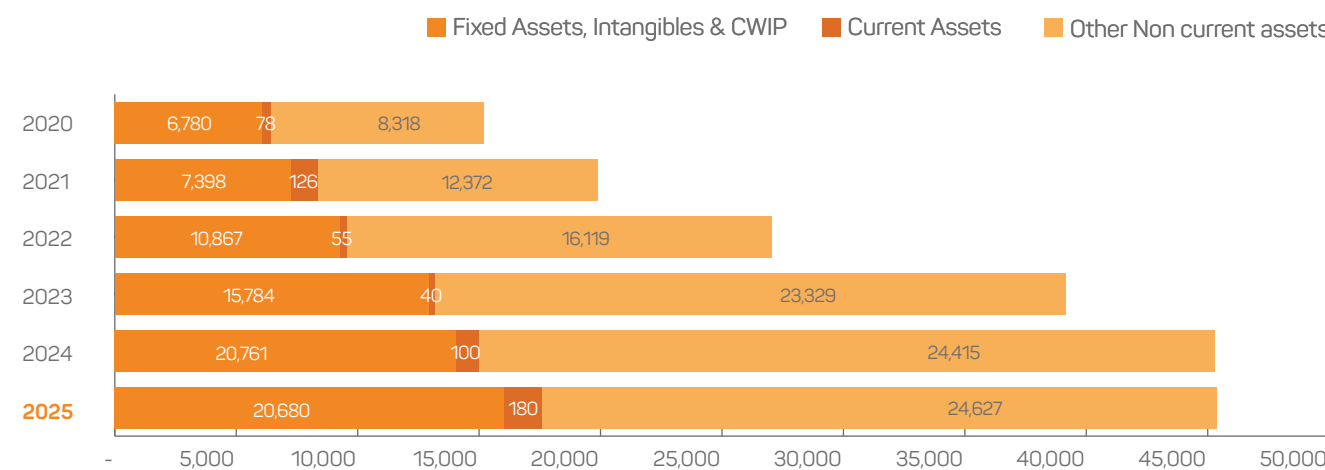
## Financial Position Analysis - Equity & Liabilities



# Vertical Analysis

	2025	2024	2023	2022	2021	2020
	Percent [%]					
INCOME STATEMENT						
Sales - Net	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Cost of Sales	71.2%	72.7%	71.7%	71.5%	71.8%	70.9%
Gross Profit	28.8%	27.3%	28.3%	28.5%	28.2%	29.1%
Distribution cost	15.4%	15.1%	15.4%	16.3%	15.4%	15.9%
Impairment loss on trade debts	0.0%	0.0%	0.0%	0.1%	0.1%	0.1%
Administrative Expense	5.0%	4.9%	4.3%	3.9%	4.2%	4.3%
Other expense	0.4%	0.3%	0.5%	0.7%	0.4%	0.5%
Other Income	0.4%	0.3%	1.4%	1.4%	0.4%	0.9%
Financial Charges	2.6%	3.0%	1.8%	1.0%	0.9%	1.2%
Profit before Taxation	5.8%	4.2%	7.7%	7.9%	7.6%	8.0%
Taxation - Net	1.4%	1.0%	1.8%	2.0%	1.9%	2.3%
Profit after taxation	4.4%	3.2%	5.9%	6.0%	5.7%	5.7%
BALANCE SHEET						
Issued, subscribed and paid up capital	4.3%	4.5%	5.8%	9.8%	9.9%	5.2%
Unappropriated Profit	39.9%	37.7%	43.8%	57.0%	60.8%	33.8%
Non Controlling Interest	10.0%	8.6%	8.9%	6.5%	6.8%	3.7%
Exchange revaluation reserve	4.4%	3.7%	6.4%	4.9%	0.0%	-0.4%
Total Equity	58.5%	54.5%	64.9%	78.2%	77.6%	42.3%
Long Term Obligations	41.5%	45.5%	35.1%	21.8%	22.4%	15.5%
Total Long-term Liabilities and shareholder equities	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Fixed Assets, CWIP & Intangibles	75.6%	80.6%	79.1%	91.7%	78.9%	81.8%
Other Non current assets	0.7%	0.4%	0.2%	0.5%	1.3%	0.9%
Current Assets	90%	94.7%	117.0%	136.1%	131.9%	100.4%
Total Assets	166.2%	175.7%	196.3%	228.3%	212.2%	183.2%
Current Liabilities & Provisions	66.2%	75.7%	96.3%	128.3%	112.2%	83.2%
Net Assets	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

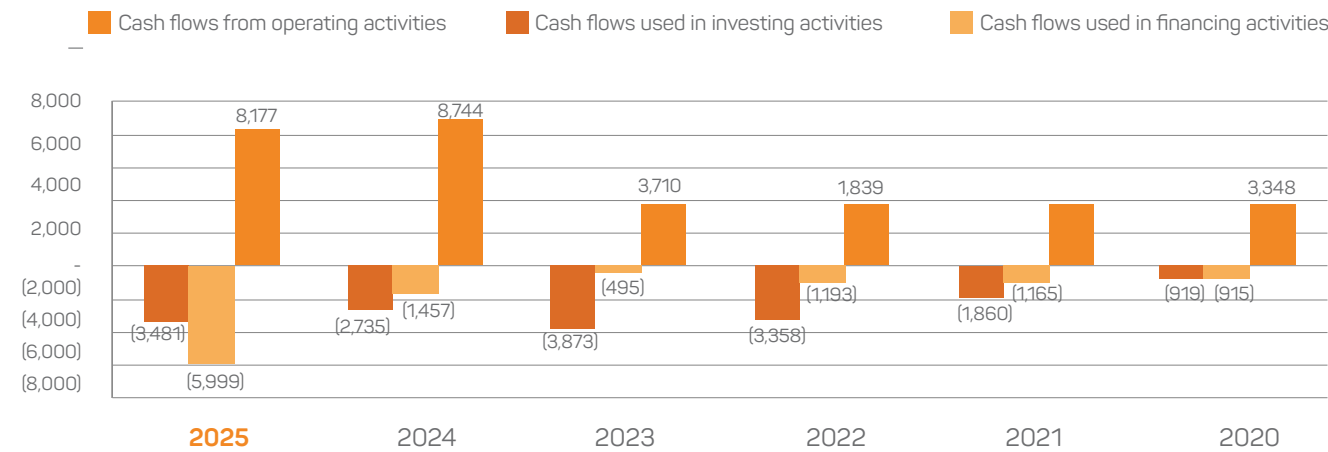
## Financial Position Analysis - Assets





# Summary of Cash Flow Statement

	2025	2024	2023	2022	2021	2020
	(Rupees in Mln)					
Cash flows from operating activities	8,177	8,744	3,710	1,839	2,847	3,348
Cash flows used in investing activities	(3,481)	(2,735)	(3,873)	(3,358)	(1,860)	(919)
Cash flows used in financing activities	(5,999)	(1,457)	(495)	(1,193)	(1,165)	(915)
Net (decrease) / increase in cash and cash equivalents	(1,304)	4,551	(658)	(2,711)	(178)	1,514
Cash and cash equivalents at the beginning of the year	2,124	(2,393)	(1,890)	852	1,196	(225)
Currency translation difference on cash and cash equivalents	(4)	(35)	156	(31)	(166)	(93)
Cash and cash equivalents at the end of the year	816	2,124	(2,393)	(1,890)	852	1,196



## Operating activities

The Company's operating cash flow has increased at a CAGR of 24% over the past 6 years due to improved business performance.

## Investing activities

Cash used in investing activities has increased at a CAGR of 17% over the past 6 years and mainly comprises investment in capital expenditure on Faisalabad project.

## Financing activities

Financing activities mainly comprise long-term loans obtained for Faisalabad project. The Company has financed its expansion needs by obtaining long-term loans which were partially offset by dividend payments.

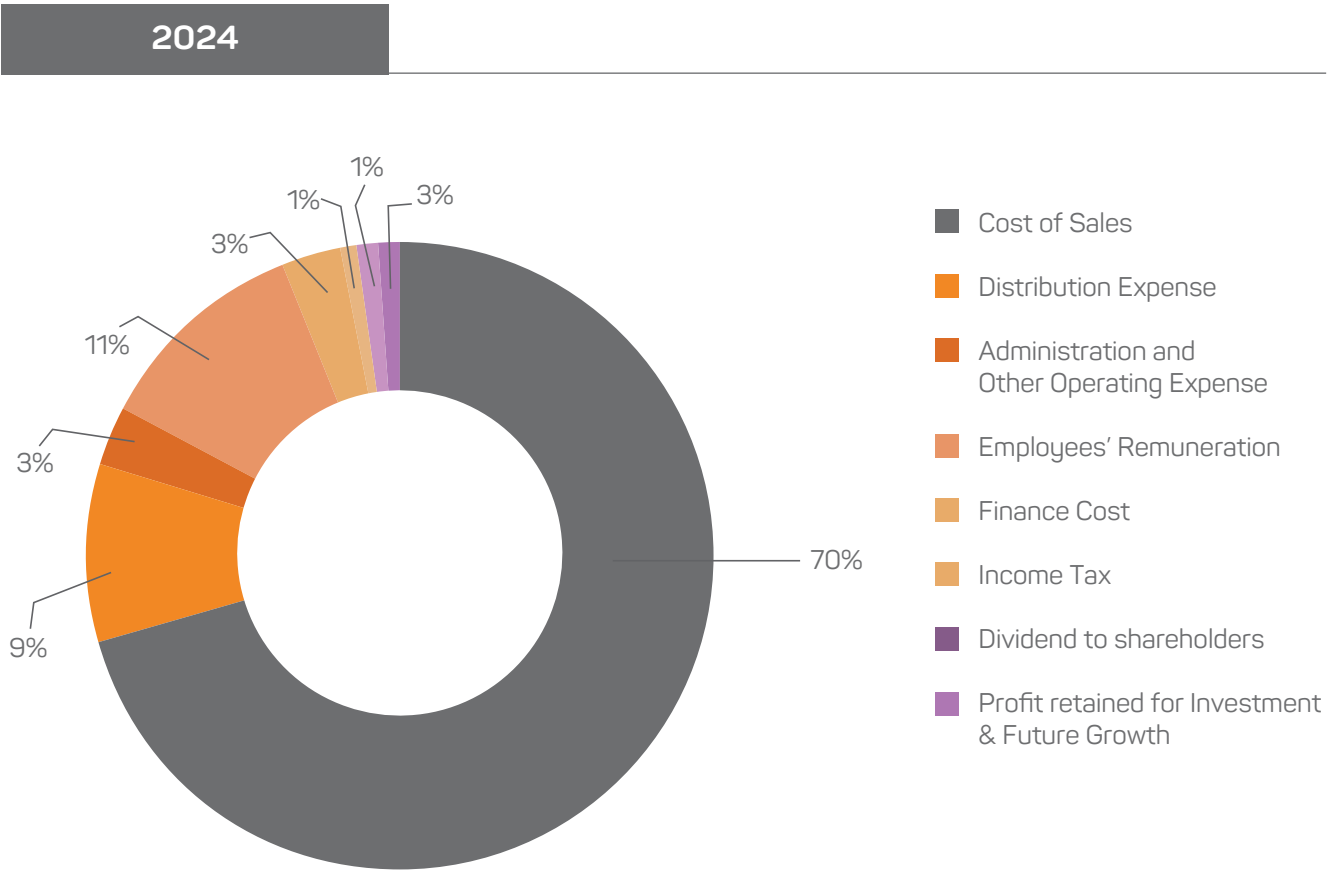
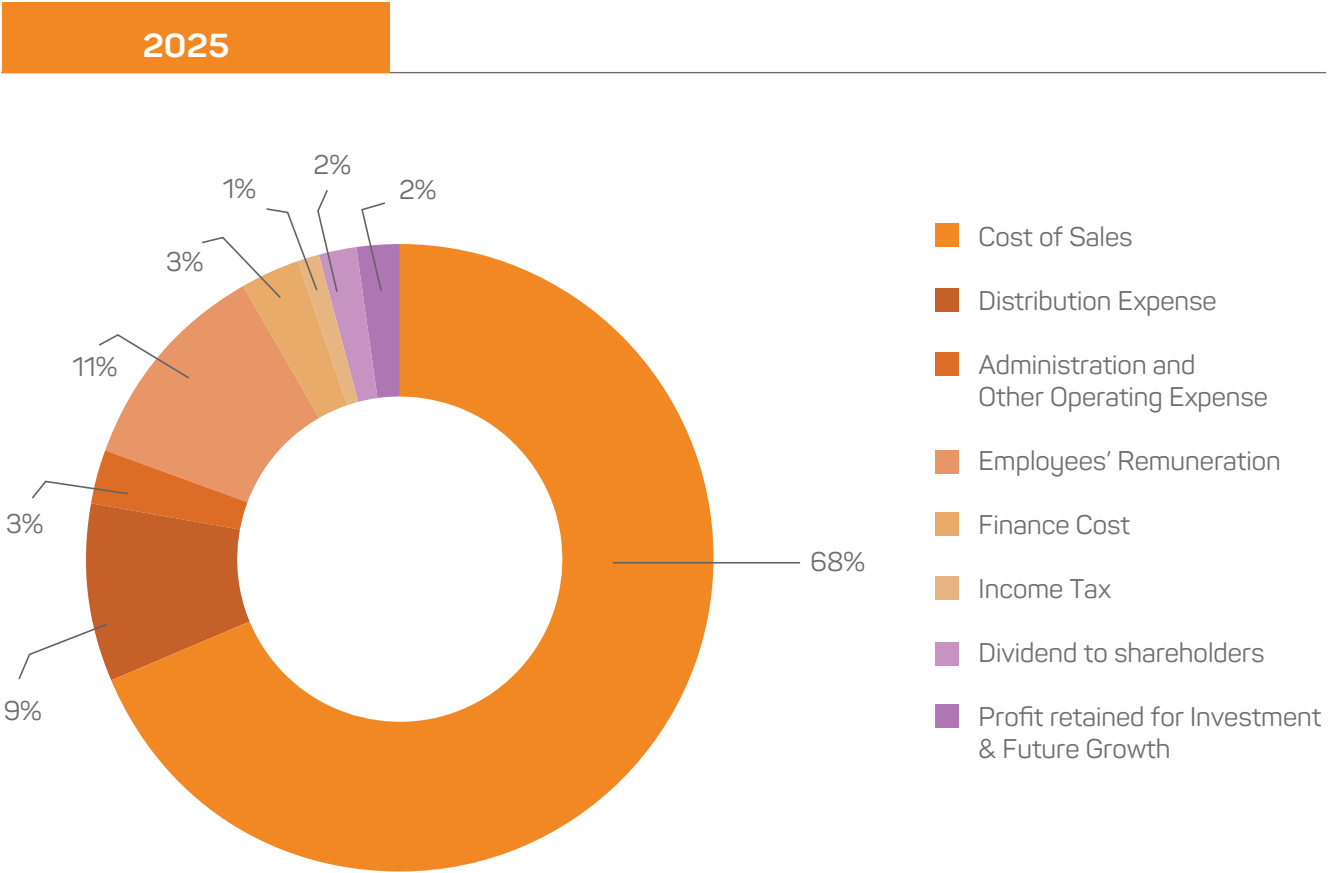
# Six Year Cash Flow Using Direct Method

	Source	2025	2024	2023	2022	2021	2020
		(Rupees in '000)					
Cash received from customers		101,409,493	75,776,241	63,807,696	43,725,791	34,968,163	28,392,384
Cash paid for goods & services		(91,382,246)	(65,393,497)	(58,858,758)	(41,143,051)	(31,505,586)	(24,729,935)
<b>Cash generated from operations</b>		<b>10,027,247</b>	<b>10,382,744</b>	<b>4,948,938</b>	<b>2,582,740</b>	<b>3,462,577</b>	<b>3,662,449</b>
Net increase in long term deposits	CF	(2,367)	3,209	751	(5,677)	(1,144)	(6,767)
Deferred rent	CF	-	-	-	-	-	(34,980)
Retirement benefit obligation	CF	(420,905)	(29,134)	-	(15,621)	(154,587)	(34,912)
Income tax refund / (paid)	CF	(1,427,139)	(1,612,794)	(1,239,634)	(722,146)	(460,272)	(238,190)
<b>Net cash flow from operating activities</b>		<b>8,176,836</b>	<b>8,744,025</b>	<b>3,710,055</b>	<b>1,839,296</b>	<b>2,846,574</b>	<b>3,347,600</b>
Purchase of property, plant & equipment	CF	(1,885,806)	(3,630,897)	(3,693,722)	(3,113,174)	(873,205)	(900,450)
Business acquisition	CF	-	-	(577,872)	-	-	-
Purchase of intangible assets	CF	(138,155)	(185,756)	(79,733)	(32,311)	(51,842)	(8,240)
Sale proceeds from disposal of property, plant and equipment	CF	33,452	135,859	78,921	111,224	65,516	20,146
Purchase of equity investment	CF	-	-	-	-	-	(30,000)
Purchase of debt investment	CF	(1,490,799)	945,344	399,392	(323,596)	(1,000,000)	-
Sale proceeds of open ended mutual fund units	CF	-	-	-	-	-	-
Purchased of open ended mutual fund units	CF	-	-	-	-	-	-
Deferred consideration paid	CF	-	-	-	-	-	-
Investment in National Foods DMCC, Dubai UAE		-	-	-	-	-	-
Acquisition of subsidiary	CF	-	-	-	-	-	-
Purchase of treasury bills	CF	-	-	-	-	-	-
Proceeds from sale of treasury bills	CF	-	-	-	-	-	-
<b>Net cash flow from investing activities</b>		<b>(3,481,309)</b>	<b>(2,735,451)</b>	<b>(3,873,014)</b>	<b>(3,357,858)</b>	<b>(1,859,531)</b>	<b>(918,544)</b>
Proceeds from short term borrowings	CF	591,062	71,809	(726,439)	1,107,483	169,733	-
Proceeds from long term finance	CF	(290,146)	2,796,916	2,959,608	(576,323)	(6,425)	582,348
Repayment of short term borrowings	CF	-	-	-	-	-	(459,690)
Decrease in long term financing - net		-	-	-	-	-	-
Deferred consideration paid		-	-	-	-	-	-
Repayment of lease obligations	CF	(1,557,956)	(1,201,014)	(560,991)	(294,494)	(148,149)	(150,693)
Financial cost paid	CF	(2,196,051)	(1,814,843)	(779,254)	(392,876)	(320,124)	(356,062)
Dividend paid	CF	(2,546,286)	(1,310,299)	(1,387,850)	(1,036,422)	(860,323)	(530,852)
<b>Net cash flows from financing activities</b>		<b>(5,999,377)</b>	<b>(1,457,431)</b>	<b>(494,926)</b>	<b>(1,192,631)</b>	<b>(1,165,288)</b>	<b>(914,949)</b>
<b>Net cash flows</b>		<b>(1,303,849)</b>	<b>4,551,144</b>	<b>(657,885)</b>	<b>(2,711,192)</b>	<b>(178,245)</b>	<b>1,514,107</b>



# Statement of Value Added and its Distribution

Value Addition	2025		2024	
	(Rupees in '000)	%	(Rupees in '000)	%
Revenue	101,306,925		86,375,106	
Other Income	426,902		276,399	
	<u>101,733,827</u>		<u>86,651,505</u>	
Cost of Sales	69,441,480	68%	60,388,991	70%
Distribution Expense	9,397,531	9%	7,720,500	9%
Administration and Other Operating Expense	3,130,755	3%	2,509,854	3%
Employees' Remuneration	11,276,219	11%	9,802,348	11%
Finance Cost	2,629,262	3%	2,597,265	3%
Income Tax	1,440,052	1%	837,637	1%
Dividend to shareholders	2,098,039	2%	1,515,250	1%
Profit retained for Investment & Future Growth	2,320,489	2%	1,279,660	1%
	<u>101,733,827</u>	<u>100%</u>	<u>86,651,505</u>	<u>100%</u>





# Consolidated Statement of Profit or Loss and Other Comprehensive Income

	2025	2024	2023	2022	2021	2020
	(Rupees in Mln)					
Sales	101,306,925	86,375,106	64,322,287	45,525,608	34,588,433	28,713,146
Cost of sales	(72,166,572)	(62,805,113)	(46,128,408)	(32,546,204)	(24,836,018)	(20,345,845)
Gross profit	29,140,353	23,569,993	18,193,879	12,979,405	9,752,415	8,367,301
Distribution costs	(15,600,826)	(13,064,582)	(9,913,356)	(7,430,644)	(5,319,701)	(4,554,322)
Impairment loss on trade debts	(3,601)	(25,081)	(10,024)	(47,365)	(32,551)	(32,478)
Administrative expenses	(5,032,385)	(4,257,182)	(2,766,106)	(1,764,506)	(1,443,960)	(1,241,483)
Other expenses	(442,601)	(269,735)	(297,779)	(304,133)	(143,055)	(138,766)
Other income	426,902	276,399	912,120	646,054	132,609	250,585
Operating profit	8,487,842	6,229,812	6,118,734	4,078,810	2,945,756	2,650,837
Finance costs	(2,629,262)	(2,597,265)	(1,158,889)	(463,810)	(314,768)	(342,688)
Profit before taxation	5,858,580	3,632,547	4,959,845	3,615,000	2,630,988	2,308,149
Taxation - net	(1,440,052)	(837,637)	(1,165,121)	(897,925)	(656,314)	(657,625)
Profit after tax	4,418,528	2,794,910	3,794,724	2,717,075	1,974,674	1,650,524
Other comprehensive income						
Items that will not be reclassified to profit and loss account:						
Remeasurements of retirement benefit liability	(166,556)	(5,807)	(25,390)	394	47,007	(1,212)
Related tax thereon	-	1,132	4,951	(114)	(13,632)	351
	(166,556)	(4,675)	(20,439)	280	33,375	(861)
Items that are or may be reclassified subsequently to profit and loss account:						
Foreign operations - foreign currency translation differences	264,814	(376,460)	1,305,273	574,665	61,609	(83,386)
	98,258	(381,135)	1,284,834	574,945	94,984	(84,247)
Total comprehensive income for the year	4,516,786	2,413,775	5,079,558	3,292,020	2,069,658	1,566,277
Profit attributable to:						
Owners of the Parent Company	3,461,578	1,910,182	3,174,768	2,424,148	1,758,592	1,472,614
Non-controlling interest	956,950	884,728	619,956	292,928	216,086	177,910
	4,418,528	2,794,910	3,794,724	2,717,076	1,974,678	1,650,524
Total comprehensive income attributable to:						
Owners of the Parent Company	3,549,457	1,591,740	3,847,424	3,013,643	1,846,221	1,277,034
Non-controlling interest	967,329	822,035	1,232,134	278,378	223,437	289,243
	4,516,786	2,413,775	5,079,558	3,292,021	2,069,658	1,566,277
Earnings per share (basic and diluted)	14.85	8.19	13.62	10.40	7.54	9.87

# Consolidated Statement of Financial Position

	2025	2024	2023	2022	2021	2020
	(Rupees in '000)					
ASSETS						
Non - current assets						
Property, plant and equipment	19,128,186	19,217,642	14,267,716	9,894,748	5,482,954	5,252,873
Right-of-use assets					1,118,423	760,105
Intangibles and goodwill	1,552,200	1,543,624	1,515,889	972,164	796,903	767,259
Long-term investment	-	-	-	14,216	30,000	30,000
Long term deposits	-	37,050	40,259	40,563	48,741	47,650
Deferred assets	39,417	-	-	-	46,816	
Deferred tax asset	140,915	62,909	-	-		
	20,860,718	20,861,225	15,823,864	10,921,691	7,523,837	6,857,887
Current assets						
Stores, spare parts and loose tools	441,909	294,897	260,967	168,050	150,339	139,284
Stock-in-trade	13,696,032	13,802,201	14,805,197	9,459,719	6,463,684	5,142,062
Trade debts	3,945,371	3,240,433	3,228,417	2,723,850	971,398	1,383,679
Advances	262,267	575,375	1,236,168	806,235	278,046	141,861
Deposits and prepayments	1,525,937	1,612,568	1,010,881	499,110	344,097	224,582
Other receivables	667,380	55,961	136,866	273	30,316	35,862
Sales tax refundable	-	-	-	-	90,076	-
Short-term investments at FVTPL	1,521,717	738	937,047	1,324,793	1,001,199	
Advance tax - net	160,822					
Cash and bank balances	2,239,627	4,832,346	1,713,226	1,137,334	3,042,473	1,250,547
	24,461,062	24,414,519	23,328,769	16,119,364	12,371,628	8,317,877
Assets classified as held for sale	166,101	-				
	45,487,881	45,275,744	39,152,633	27,041,055	19,895,465	15,175,764
TOTAL ASSETS						
EQUITY AND LIABILITIES						
Shareholders' equity						
Share capital and reserves						
Authorised capital						
1,000,000,000 (30 June 2023: 1,000,000,000)						
ordinary shares of Rs. 5 each	5,000,000	5,000,000	5,000,000	5,000,000	5,000,000	5,000,000
Issued, subscribed and paid-up capital	1,165,576	1,165,576	1,165,576	1,165,576	932,461	745,969
Unappropriated profit	10,908,597	9,711,611	8,738,565	6,749,812	5,703,120	4,843,618
Foreign exchange translation reserve	1,211,184	956,749	1,270,516	577,421	2,756	(51,502)
Equity attributable to owners of the Company	13,285,357	11,833,936	11,174,657	8,492,809	6,638,337	5,538,085
Non-controlling interest	2,736,876	2,222,085	1,780,155	767,772	635,103	525,431
Total equity	16,022,233	14,056,021	12,954,812	9,260,581	7,273,440	6,063,516
Non - current liabilities						
Long term finance - secured						
Long term deposits	5,965,228	6,717,423	3,961,219	511,586	883,076	1,206,165
Deferred consideration	-	-	5,444	4,350	4,221	
Deferred liabilities	-	-	-	-	-	
Deferred rent	196,011	370,606	295,869	220,313	10,667	86,814
Liabilities against assets subject to finance lease	-	-	-	-	-	-
Long term Provisions	-	-	4,626	22,461	39,441	
Lease liabilities	4,428,103	4,598,366	2,381,605	1,680,976	958,104	628,958
Deferred taxation - net	761,218	29,537	348,027	144,039	208,106	294,088
	11,350,560	11,715,932	6,991,346	2,584,819	2,103,744	2,220,246
Current liabilities						
Trade and other payables	12,078,441	11,949,269	10,849,772	7,781,880	5,390,663	4,438,574
Unclaimed dividend	27,243	22,906	20,639	23,161	21,206	21,791
Contract Liability	239,473	308,907	355,136	109,100	195,391	432,827
Mark-up accrued	116,687	937,824	459,706	80,882	10,453	15,928
Short-term borrowings - secured	3,386,761	4,055,513	5,407,269	4,883,090	2,861,444	554,404
Long-term finance classified as current - secured						
Current maturity of long term finance - secured	764,633	293,616	372,404	613,650	744,559	489,085
Current maturity of deferred consideration						-
Current portion of liabilities against assets subject to finance lease						-
Current portion of lease liabilities	1,282,481	1,239,268	644,680	433,964	218,022	149,059
Taxation - net	219,369	696,488	1,096,869	1,269,928	1,076,543	11,586
Sales tax payable						778,748
Taxation - net						
	18,115,088	19,503,791	19,206,475	15,195,655	10,518,281	6,892,002
	29,465,648	31,219,723	26,197,821	17,780,474	12,622,025	9,112,248
Commitments						
TOTAL EQUITY AND LIABILITIES	45,487,881	45,275,744	39,152,633	27,041,055	19,895,465	15,175,764



# Consolidated Statement of Cash Flows

	2025	2024	2023	2022	2021	2020
	(Rupees in Mln)					
CASH FLOWS FROM OPERATING ACTIVITIES						
Cash generated from operations	10,027,247	10,382,744	4,948,938	2,582,740	3,462,580	3,662,446
Income tax paid	(1,427,139)	(1,612,794)	(1,239,634)	(722,146)	(460,272)	(238,190)
Deferred rent		-	-	-	-	(34,980)
Retirement benefits obligations paid	(420,905)	(29,134)	-	(15,621)	(154,587)	(34,912)
Long term deposits	(2,367)	3,209	751	(5,677)	(1,144)	(6,767)
Net cash generated from operating activities	8,176,836	8,744,025	3,710,055	1,839,296	2,846,577	3,347,597
CASH FLOWS FROM INVESTING ACTIVITIES						
Purchase of property, plant and equipment	(1,885,806)	(3,630,897)	(3,693,722)	(3,113,174)	(873,205)	(900,450)
Sale proceeds from disposal of property, plant and equipment	33,452	135,859	78,921	111,224	65,516	20,146
Business Acquisition		-	(577,872)			
Purchase of intangible assets	(138,155)	(185,756)	(79,733)	(32,311)	(51,842)	(8,240)
Purchase of open ended mutual fund units						-
Purchase of short term investment - Net	(1,490,799)	945,344	399,392	(323,596)	(1,000,000)	
Acquisition of subsidiary, net of cash acquired						-
Sale of open ended mutual fund units						-
Purchase of equity investment						(30,000)
Deferred consideration paid						-
Purchase of treasury bills						-
Sale proceeds of treasury bills						-
Net cash used in investing activities	(3,481,308)	(2,735,450)	(3,873,014)	(3,357,857)	(1,859,531)	(918,544)

	2025	2024	2023	2022	2021	2020
	(Rupees in Mln)					
CASH FLOWS FROM FINANCING ACTIVITIES						
Proceeds from short term borrowings				1,107,483	169,733	-
Repayment of short term borrowings	591,062	71,809	(726,439)			(459,690)
Proceeds from long term finance				-	-	582,348
Deferred consideration paid						-
Repayment of lease obligations	(1,557,956)	(1,201,014)	(560,991)	(294,493)	(148,149)	(150,693)
Finance cost paid	(2,196,051)	(1,814,843)	(779,254)	(392,876)	(320,124)	(356,062)
Proceeds from long term finance - net	(290,146)	2,796,916	2,959,608	(576,323)	(6,425)	-
Dividend paid	(2,546,286)	(1,310,299)	(1,387,850)	(1,036,422)	(860,323)	(530,852)
Net cash from / (used in) financing activities	(5,999,377)	(1,457,431)	(494,926)	(1,192,631)	(1,165,288)	(914,949)
Net increase / (decrease) in cash and cash equivalents	(1,303,849)	4,551,143	(657,886)	(2,711,192)	(178,242)	1,514,104
Cash and cash equivalents at beginning of the year	2,123,751	(2,392,534)	(1,890,231)	851,678	1,196,143	(225,388)
Currency translation difference on cash and cash equivalents	(3,815)	(34,874)	155,582	(30,717)	(166,223)	(92,573)
Cash and cash equivalents at end of the year	816,087	2,123,735	(2,392,535)	(1,890,231)	851,678	1,196,143



# Excellence Beyond Borders

National Foods' unconsolidated financial statements provide a transparent view of the parent company's standalone performance, reflecting revenues, profitability, and capital allocation that underpin sustainable growth and long-term shareholder value.





# Unconsolidated Financial Statements 2025





# Statement of Compliance

with Listed Companies (Code of Corporate Governance) Regulations, 2019  
National Foods Limited  
Year ended 30 June 2025

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

1.

The total number of directors is seven (07) as per the following:

a.

Male: Five (05)

b.

Female: Two (02)
2.

The composition of the Board is as follows:

a)

**Independent Directors \***

Mr. Zouhair Abdul Khaliq

Mr. Ali H. Shirazi

b)

**Non-Executive Directors**

Mr. Zahid Majeed

Ms. Noreen Hasan

Ms. Saadia Naveed

c)

**Executive Directors**

Mr. Abrar Hasan

Mr. Adam Fahy Majeed

d)

**Female Directors**

Ms. Noreen Hasan

Ms. Saadia Naveed

\*For the purpose of clause 6(1), the Company has not rounded up the fraction as one since the Board has adequate Independent Directors i.e., 02 Independent Directors out of the Board of 07 Directors. The Company has duly complied with the minimum requirement of Independent Directors and the maximum requirement of Executive Directors. The additional number out of 07 is assigned to the Non-Executive Director.
3.

The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company.
4.

The Company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
5.

The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the Company.
6.

All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by Board/ shareholders as empowered by the relevant provisions of the Act and these Regulations.

7.

The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of the Companies Act, 2017 [‘Act’] and the Regulations with respect to frequency, recording and circulating minutes of meetings of Board.
8.

The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
9.

The Following Five (05) Directors have completed their Directors’ Training Program within the timelines prescribed under the applicable Code of Corporate Governance. Mr. Zouhair Khaliq is exempt from the Directors’ Training Program requirement as he possesses over 15 years of relevant experience, in line with the exemption provided under the Code of Corporate Governance.

1.

Mr. Zahid Majeed

2.

Mr. Abrar Hasan

3.

Ms. Noreen Hasan

4.

Mr. Ali Shirazi

5.

Ms. Saadia Naveed
10.

The Board has 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.
11.

Chief Financial Officer and Global Chief Executive Officer duly endorsed the financial statements before approval of the Board.
12.

The Board has formed committees comprising of members given below:

a)

**Audit Committee**

Mr. Zouhair Abdul Khaliq

Chairman

Ms. Noreen Hasan

Member

Ms. Saadia Naveed

Member

Mr. Adam Fahy Majeed

Member

b)

**HR and Remuneration Committee**

Mr. Ali H. Shirazi

Chairman

Mr. Zouhair Abdul Khaliq

Member

Ms. Noreen Hasan

Member

Ms. Saadia Naveed

Member
13.

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



# Independent Auditor's Review Report

To The Members of National Foods 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 National Foods Limited (the Company) for the year ended 30 June 2025 in accordance with the requirements of Regulation No. 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 a 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 30 June 2025.

14. The frequency of meetings (quarterly/half yearly/ yearly) of the committee is as follows:
- a) Audit Committee – **Four (04)**
  - b) HR and Remuneration Committee – **Three (03)**
15. The Board has **co-sourced** the internal audit function to **EY Ford Rhodes Chartered Accountants**, who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or director of the Company.
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.

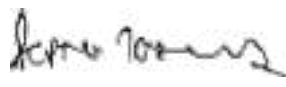
  
Global Chief Executive Officer

  
Director

Date: 28 September 2025

Karachi

UDIN: CR202510201N0EBaYJK

  
KPMG Taseer Hadi & Co.  
Chartered Accountants



# Independent Auditor’s Report

To The Members of National Foods Limited  
Report on the Audit of the Unconsolidated Financial Statements

## Opinion

We have audited the annexed unconsolidated financial statements of National Foods Limited (the Company), which comprise the unconsolidated statement of financial position as at 30 June 2025, and the unconsolidated statement of profit or loss and other comprehensive income, the unconsolidated statement of changes in equity, the unconsolidated statement of cash flows for the year then ended, and notes to the unconsolidated 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 unconsolidated statement of financial position, the unconsolidated statement of profit or loss and other comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated 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 30 June 2025 and of the profit and other comprehensive loss, the changes in equity and its cash flows for the year then ended.

## Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Unconsolidated 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 unconsolidated financial statements of the current period. These matters were addressed in the context of our audit of the unconsolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Following is the Key audit matter:

Key audit matter	How the matter was addressed in our audit
<p><b>Provision for write-down of inventory to net realisable value</b></p> <p>Refer notes 4.14 and 8 to the unconsolidated financial statements for the accounting policy and particulars of stock-in-trade and provision for write-down of inventory to net realisable value.</p> <p>Stock-in-trade represents 25.45% of the Company's total assets at year-end. Stock-in-trade comprises raw materials, packing materials, semi-finished goods and finished goods which are stated at the lower of cost and estimated net realisable value.</p> <p>We have identified the provision for write-down of inventory to net realisable value as a key audit matter, as stock-in-trade represents a significant proportion of the Company's total assets and determination of an appropriate provision for write-down of inventory to net realisable value involves considerable management judgment and estimation which are subjective in nature.</p>	<p>Our audit procedures to assess the provision for write-down of inventory to net realisable value, among others, included the following:</p> <ul style="list-style-type: none"><li>obtained an understanding of, and assessed the design and testing the implementation of management's controls over determination of provision for write-down of inventory to net realisable value;</li><li>assessed the reasonableness of the Company's method for determination of provision for write-down of inventory to net realisable value;</li><li>checked, on a sample basis, reasonableness of the management's determination of the provision for write-down of inventory to its net realisable value, including estimates for selling price, costs necessary to make the sale, cost of completion and provision for obsolescence, along with the basis of calculations, to ensure consistency of the application of the Company's accounting policy and mathematical accuracy of the underlying calculations; and</li><li>evaluated the adequacy of the disclosure as presented in Note 8 to the unconsolidated financial statements in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan.</li></ul>



Information Other than the Unconsolidated and Consolidated Financial Statements and Auditor's Reports Thereon

Management is responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2025 but does not include the unconsolidated and consolidated financial statements and our auditor's reports thereon.

Our opinion on the unconsolidated 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 unconsolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the unconsolidated 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 the Board of Directors for the Unconsolidated Financial Statements

Management is responsible for the preparation and fair presentation of the unconsolidated 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 unconsolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the unconsolidated 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.

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

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

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

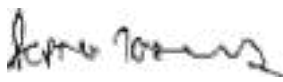
Report on Other Legal and Regulatory Requirements

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 unconsolidated statement of financial position, the unconsolidated statement of profit or loss and other comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated 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 Aryn Pirani.

Date: 28 September 2025  
Karachi  
UDIN: AR202510201sh5Vo7pSk

  
KPMG Taseer Hadi & Co.  
Chartered Accountants



# Unconsolidated Statement of

## Financial Position

As at 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
ASSETS			
Non-current assets			
Property, plant and equipment	5	11,745,872	11,802,722
Intangible assets	6	280,613	273,167
Long-term investments	7	31,719	31,719
Long-term deposits		39,417	37,050
		12,097,621	12,144,658
Current assets			
Stores and spare parts		441,909	294,897
Stock-in-trade	8	6,572,403	8,524,856
Trade receivables	9	1,908,989	1,237,991
Advances	10	246,064	484,684
Deposits and prepayments	11	79,554	99,972
Other receivables	12	606,852	-
Short-term investments - at fair value through profit or loss	13	1,521,717	738
Taxation - net		160,823	-
Cash and bank balances	14	2,022,377	4,358,974
		13,560,688	15,002,112
Assets classified as held for sale	15	166,101	-
TOTAL ASSETS		25,824,410	27,146,770
EQUITY AND LIABILITIES			
Share capital and reserves			
Authorized share capital			
1,000,000,000 (2024: 1,000,000,000) ordinary			
shares of Rs. 5 each		5,000,000	5,000,000
Share capital			
Issued, subscribed and paid-up capital	16	1,165,576	1,165,576
Revenue Reserve			
Unappropriated profit		7,345,103	6,428,295
		8,510,679	7,593,871
Non - current liabilities			
Long-term finance	17	5,620,638	6,141,638
Lease liabilities	18	56,861	38,655
Deferred taxation - net	19	761,218	29,537
Defined benefit obligation - net	20	163,054	324,352
		6,601,771	6,534,182
Current liabilities			
Trade and other payables	21	7,655,420	8,118,554
Contract liability	22	233,417	264,459
Short-term borrowings	23	2,129,353	3,079,997
Unclaimed dividend		27,243	22,906
Current portion of long-term finance	17	521,000	48,333
Current portion of lease liabilities	18	28,839	29,262
Mark-up accrued on bank borrowings		116,688	937,824
Taxation - net		-	517,382
		10,711,960	13,018,717
Contingencies and commitments	24		
TOTAL EQUITY AND LIABILITIES		25,824,410	27,146,770

The annexed notes 1 to 47 form an integral part of these unconsolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director

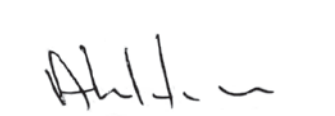
# Unconsolidated Statement of


## Profit or Loss and Other Comprehensive Income


For the year ended 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
Sales - net	25	44,587,462	37,377,245
Cost of sales	26	(28,751,644)	(25,541,297)
<b>Gross profit</b>		15,835,818	11,835,948
Selling and distribution expenses	27	(7,959,716)	(6,409,750)
Reversal of expected credit loss on trade receivables	9.2	15,611	3,289
Administrative expenses	28	(3,023,142)	(2,570,002)
<b>Operating profit</b>		4,868,571	2,859,485
Other expenses	29	(338,080)	(223,669)
Other income	30	468,977	319,295
Finance costs	31	(1,263,417)	(1,567,732)
<b>Profit before final taxes, minimum tax and income tax</b>		3,736,051	1,387,379
Final tax	32	(4,179)	(35,262)
Minimum Tax	33	(199,873)	(224,647)
		(204,052)	(259,909)
<b>Profit before income tax</b>		3,531,999	1,127,470
Income Tax	34	(350,599)	141,098
<b>Profit for the year</b>		3,181,400	1,268,568
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified to statement of profit or loss</b>			
Remeasurements of defined benefit obligation actuarial loss		(166,556)	(5,807)
Related deferred tax thereon		-	1,132
		(166,556)	(4,675)
<b>Total comprehensive income for the year</b>		3,014,844	1,263,893
<b>(Rupees)</b>			
Earnings per share - basic and diluted	35	13.65	5.44

The annexed notes 1 to 47 form an integral part of these unconsolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director



# Unconsolidated Statement of

## Cash Flows

For the year ended 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Cash generated from operations	36	6,574,786	6,783,664
Income taxes paid		(501,175)	(801,008)
Defined benefit obligation - benefits paid		(401,840)	(29,134)
Long term deposits - net		(2,367)	3,209
<b>Net cash flows from operating activities</b>		5,669,404	5,956,731
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant and equipment		(1,284,293)	(2,830,091)
Purchase of intangible assets		(121,350)	(177,357)
Purchase of short term investment		(4,539,604)	(344,719)
Proceeds from redemption of short term investment		3,048,804	1,290,063
Dividend received from subsidiary		27,862	-
Proceeds from disposal of operating fixed assets		33,452	131,267
<b>Net cash flows from investing activities</b>		(2,835,129)	(1,930,837)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds of short term borrowings		200,000	150,000
Lease rental paid		(42,382)	(29,176)
Repayment of long term finance		(48,333)	(93,334)
Proceeds from long term finance		-	3,100,000
Finance cost paid		(2,035,814)	(1,079,778)
Dividends paid		(2,093,699)	(930,194)
<b>Net cash flows from financing activities</b>		(4,020,228)	1,117,518
<b>Net increase / (decrease) in cash and cash equivalents</b>		(1,185,953)	5,143,412
Cash and cash equivalents at beginning of the year		2,228,977	(2,914,435)
<b>Cash and cash equivalents at end of the year</b>	37	1,043,024	2,228,977

The annexed notes 1 to 47 form an integral part of these unconsolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director

# Unconsolidated Statement of

## Changes in Equity

For the year ended 30 June 2025

	Issued, subscribed and paid-up capital	Revenue reserve - unappropriated profit	Total
(Rupees in '000)			
<b>Balance as at 1 July 2023</b>	1,165,576	6,096,863	7,262,439
<b>Total comprehensive income for the year ended 30 June 2024</b>			
Profit for the year	-	1,268,568	1,268,568
Other comprehensive income for the period	-	(4,675)	(4,675)
	-	1,263,893	1,263,893
<b>Transactions with owners of the Company</b>			
Final cash dividend for the year ended 30 June 2023 @ Rs. 2.5 per share	-	(582,788)	(582,788)
Interim cash dividend for the period ended 31 December 2023 @ Rs. 1.5 per share	-	(349,673)	(349,673)
<b>Balance as at 30 June 2024</b>	1,165,576	6,428,295	7,593,871
<b>Balance as at 1 July 2024</b>	1,165,576	6,428,295	7,593,871
<b>Total comprehensive income for the year ended 30 June 2025</b>			
Profit for the year	-	3,181,400	3,181,400
Other comprehensive income for the period	-	(166,556)	(166,556)
	-	3,014,844	3,014,844
<b>Transactions with the owners of the Company</b>			
Final cash dividend for the year ended 30 June 2024 @ Rs. 5 per share	-	(1,165,576)	(1,165,576)
Interim dividend for the period ended 31 December 2024 @ Rs. 2 per share	-	(466,230)	(466,230)
Interim dividend for the period ended 31 March 2025 @ Rs. 2 per share	-	(466,230)	(466,230)
<b>Balance as at 30 June 2025</b>	1,165,576	7,345,103	8,510,679

The annexed notes 1 to 47 form an integral part of these unconsolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 1. THE COMPANY AND ITS OPERATIONS Reporting Entity

- 1.1
- National Foods Limited ("the Company") was incorporated in Pakistan on 19 February 1970 as a private limited company under the Companies Act, 1913 and subsequently converted into a public limited company under the repealed Companies Ordinance, 1984 (now Companies Act, 2017) by a special resolution passed in the extra ordinary general meeting held on 30 March 1988. The Company is principally engaged in the manufacturing and sale of convenience based food products. The Company is listed on Pakistan Stock Exchange. The registered office of the Company is situated at 12 / CL - 6, Claremont Road, Civil Lines, Karachi.
- 1.2
- The ultimate parent entity of the Company is ATC Holdings (Private) Limited based on control model as provided under IFRS 10 - 'Consolidated Financial Statements
- 1.3
- These financial statements are separate financial statements of the Company in which investment in subsidiary is accounted for on the basis of cost rather than on the basis of reported results. Consolidated financial statements of the Company are prepared separately. Details of Company's investments in subsidiary companies are given in note 7 to these unconsolidated financial statements.
- 1.4
- The manufacturing facilities and sales offices of the Company are situated at the following locations:

Manufacturing facilities:

- Plot No. 346 & 347 Phase - 2, M-3 Industrial City, Faisalabad.
- Office A-13 & A-14, North Western Industrial Zone, Bin Qasim, Karachi;
- A-393, Nooriabad Industrial Estate, Nooriabad; and
- Unit F-160/ C, F- 133, S.I.T.E., Karachi (Non Operational)

Sales offices:

- Office No.107, 1st Floor Parsa Tower, Sharah-e-Faisal, Karachi;
- Office No.309, 3rd Floor Parsa Tower, Sharah-e-Faisal, Karachi;
- Office No. 27, 3rd Floor Bomanji Square, Multan;
- 18-CCA (Commercial Area), Phase VIII, DHA Lahore, Cantt;
- Sixteenth Avenue Mall, 16-A Grand Trunk Road, Small Industrial Estate-1 Gujranwala;
- 1st Floor, Bilal Complex, Main PWD Road Rawalpindi;
- Babu Iqbal Village, near Civil Hospital, Nabisar Road Kunri, Sindh;
- 20-C, Main Khayaban-e-Nishat, Ittehad Commercial Line 6, D.H.A Phase 6, Karachi; and
- Office # 506, Block-C, 5th floor, City Towers, Jahangirabad University Road, Peshawar, Pakistan.

### 2. BASIS OF PREPARATION

#### 2.1 Statement of compliance

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards as applicable in Pakistan comprise of:

- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as notified under the Companies Act, 2017; and

- Provisions of and directives issued under the Companies Act, 2017.

Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS Standards or IFAS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

#### 2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except as stated otherwise.

#### 2.3 Functional and presentation currency

These financial statements are presented in Pakistani Rupees which is also the Company's functional currency. All financial information presented in Pakistani Rupees has been rounded to the nearest thousand of rupees, unless stated otherwise.

#### 2.4 Use of significant estimates and judgments

The preparation of financial statements in conformity with the approved accounting and reporting standards as applicable in Pakistan, requires management to make judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. In the process of applying the Company's accounting policies, the management has made the following estimates and judgments which are significant to the financial statements:

	Note
Depreciation of Property, plant and equipment	4.1
Amortisation of Intangible assets	4.2
Lease liability and depreciation of right of use asset	4.3
Measurement of Refund liability	4.9
Taxation	4.11
Valuation of defined benefit obligations	4.12
Valuation of compensated absences	4.12
Provision for write-down of inventory to net realisable value	4.14
Expected credit loss allowance for trade receivables	4.15



### 3. ACCOUNTING STANDARDS, INTERPRETATIONS AND AMENDMENTS TO PUBLISHED APPROVED ACCOUNTING STANDARDS

#### 3.1 Standards, interpretations and amendments to published approved accounting standards that have become effective in the current year

There are certain new standards, interpretations and amendments to published approved accounting standards that are mandatory for accounting periods beginning on or after 1 July 2024. However these do not have any significant impact on the company's financial statements and therefore have not been detailed in these financial statements.

#### 3.2 Standards, interpretations and amendments to published approved accounting standards that are not yet effective

The following accounting and reporting standards as applicable in Pakistan and the amendments and interpretations thereto will be effective for accounting periods beginning on or after 1 July 2025:

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) amend accounting treatment on loss of control of business or assets. The amendments also introduce new accounting for less frequent transaction that involves neither cost nor full step-up of certain retained interests in assets that are not businesses. The effective date for these changes has been deferred indefinitely until the completion of a broader review. Early adoption continues to be permitted.

Lack of Exchangeability (amendments to IAS 21) clarify:

- when a currency is exchangeable into another currency; and
- how a company estimates a spot rate when a currency lacks exchangeability.

Further, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on the financial statements. These disclosures might include:

- the nature and financial impacts of the currency not being exchangeable;
- the spot exchange rate used;
- the estimation process; and
- risks to the company because the currency is not exchangeable.

The amendments apply for annual reporting periods beginning on or after 1 July 2025. Earlier application is permitted

- Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures:

Financial Assets with ESG-Linked features:

Under IFRS 9, it was unclear whether the contractual cash flows of some financial assets with ESG-linked features represented SPPI. This could have resulted in financial assets with ESG-linked features being measured at fair value through profit or loss.

Although the new amendments are more permissive, they apply to all contingent features, not just ESG-linked features. While the amendments may allow certain financial assets with contingent features to meet the SPPI criterion, companies may need to perform additional work to prove this. Judgement will be required in determining whether the new test is met. The amendments introduce an additional SPPI test for financial assets with contingent features that are not related directly to a change in basic lending risks or costs – e.g., where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract.

The amendments also include additional disclosures for all financial assets and financial liabilities that have certain contingent features that are:

- not related directly to a change in basic lending risks or costs;
- and are not measured at fair value through profit or loss.

The amendments apply for reporting periods beginning on or after 1 January 2026. Companies can choose to early-adopt these amendments (including the associated disclosure requirements), separately from the amendments for the recognition and derecognition of financial assets and financial liabilities.

Recognition / Derecognition requirements of Financial Assets / liabilities by Electronic Payments:

The amendments to IFRS 9 clarify when a financial asset or a financial liability is recognized and derecognized and provide an exception for certain financial liabilities settled using an electronic payment system. Companies generally derecognise their trade payables on the settlement date (i.e., when the payment is completed). However, the amendments provide an exception for the derecognition of financial liabilities. The exception allows the company to derecognize its trade payable before the settlement date, when it uses an electronic payment system that meets all of the following criteria:

- no practical ability to withdraw, stop or cancel the payment instruction;
- no practical ability to access the cash to be used for settlement as a result of the payment instruction; and
- The settlement risk associated with the electronic payment system is insignificant.

The amendments apply for reporting periods beginning on or after 1 January 2026. Earlier application is permitted.

The above are not likely to have a material impact on the financial statements of the Company based on the current balance.

### 4. MATERIAL ACCOUNTING POLICY INFORMATION

Except for the adoption of accounting policies as described below, the accounting policies set out below have been applied consistently to all periods presented in the financial statements.

#### IFRS 5, 'Non-current Assets Held for Sale and Discontinued Operations'

The Company has adopted IFRS 5, 'Non-current Assets Held for Sale and Discontinued Operations' as stated in Note 15. Non-current assets are classified as held for sale if it is highly probable that they will be recovered principally through a sale transaction rather than through continuing use. Such assets are measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale, being the difference between the carrying value and the fair value less costs to sell, are recognised in profit or loss. Once classified as held for sale, non-current assets are no longer depreciated.

#### Capital Spares

Spares that are expected to be used over more than one period are classified as capital spares. Transfers are made to relevant operating assets category as and when such items are available for intended use.



4.1 Property, plant and equipment

Initial recognition

The cost of an item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the entity and the cost of such item can be measured reliably.

Recognition of the cost in the carrying amount of an item of property, plant and equipment ceases when the item is in the location and condition necessary for it to be capable of operating in the manner intended by the management.

Measurement

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment includes:

- (a) its purchase price including import duties, non refundable purchase taxes after deducting trade discounts and rebates;
- (b) any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management; and
- (c) Borrowing costs, if any.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure (including normal repairs and maintenance)

Expenditure incurred to replace a significant component of an item of property, plant and equipment is capitalised and the asset so replaced is retired. Other subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the items can be measured reliably. All other expenditure (including normal repairs and maintenance) is recognised in the profit or loss as an expense when it is incurred.

Depreciation

Depreciation on all items except land is charged on a straight line method. The useful lives for depreciation are indicated in note 5.1 to the financial statements. Depreciation on additions to property, plant and equipment is charged from the month the asset is available for use up to the month of disposal. Depreciation methods, useful lives and residual values of each part of property, plant and equipment that is significant in relation to the total cost of the asset are reviewed, and adjusted if appropriate, at each reporting date.

Gains and losses on disposal

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment, and is recognized in the profit or loss.

Capital work in progress

Capital work in progress is stated at cost less impairment loss, if any, and consists of all expenditures incurred and advances made in the course of their construction and installation. Transfers are made to relevant asset category of property, plant and equipment as and when the assets are available for intended use.

4.2 Intangible assets

An intangible asset is recognised if it is probable that future economic benefits attributable to the asset will flow to the Company and the cost of such asset can be measured reliably. Intangibles acquired by the Company are initially recognised at cost and are subsequently carried at cost less accumulated amortisation and any provision for impairment loss. Amortisation of intangible assets is charged to statement of profit or loss and other comprehensive income from the month in which an intangible asset is acquired, applying the straight line method at the rates specified in note 6.1 to the financial statements after taking into account residual value, if any.

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

4.3 Leases

The Company assesses whether a contract is or contains a lease at the inception of the contract. This assessment involves the exercise of judgement about whether it depends on a specified asset, whether the Company obtains substantially all the economic benefits from the use of that asset, and whether the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use (ROU) asset and a lease liability at the lease commencement date, except for short term leases of 12 months or less and leases of low value items, which are expensed in the statement of profit or loss and other comprehensive income on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease. If this rate cannot be readily determined, the Company uses the incremental borrowing rate applicable to the Company.

The lease liability is subsequently measured at amortised cost using the effective interest rate method and remeasured (with a corresponding adjustment to the related ROU asset) when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessment of options.

At inception, the ROU asset comprises the initial lease liability, initial direct costs and the obligations to refurbish the asset, less any incentives granted by the lessors. The ROU asset is depreciated over the shorter of the lease term or the useful life of the underlying asset. The ROU asset is subject to testing for impairment if there is an indicator for impairment, in the same manner as owned assets.

4.4 Long term investment - subsidiary

Subsidiary is an entity over which the Company has control. Investment in subsidiary is carried at cost less accumulated impairment losses, if any. The carrying amount of investment in subsidiaries is reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the investment’s recoverable amount is estimated at higher of its value in use and its fair value less cost to sell. An impairment loss is recognized if the carrying amount exceeds its recoverable amount. Impairment losses are recognized in unconsolidated statement of profit or loss.

4.5 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and balances with banks on current and savings accounts. Running musharakah under profit arrangements and running finance under mark-up arrangements that are repayable on demand and form an integral part of the Company's cash management are included as component of cash and cash equivalents for the purpose of statement of cash flows.

4.6 Financial Instruments

4.6.1 Recognition, classification and measurement - Financial Assets

Classification

The Company currently classifies its financial assets in the following measurement categories:

- fair value through profit or loss (FVTPL); and
- measured at amortised cost.

The classification depends on the entity’s business model for managing the financial assets and the contractual terms of the cash flows.

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

- it is held within business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income. However the Company may make an irrevocable election at initial recognition for particular investments in equity instruments that would otherwise be measured at FVTPL to present subsequent changes in fair value in other comprehensive income.

On initial recognition, the Company may, irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency ('accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Initial measurement

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

Subsequent measurement

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest / markup or dividend income, are recognised in the statement of profit or loss and other comprehensive income.  Investments in mutual funds are measured at fair value based on net asset value of the fund on each balance sheet date (as per the redemption prices quoted by each mutual fund) and the unrealized gain / (loss) is recognized in the statement of profit or loss and other comprehensive income.
Financial assets measured at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest / markup income, foreign exchange gains and losses and impairment are recognised in the statement of profit or loss.

4.6.2 Financial liabilities - Classification, subsequent measurement and gains and losses

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as FVTPL if it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the statement of profit or loss. Any gain or loss on derecognition is also recognised in the statement of profit or loss.

4.6.3 Derecognition of financial instruments

Financial assets

The Company derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

If the modification of a financial liability is not accounted for as derecognition, then the amortized cost of the liability is recalculated by discounting the modified cash flows at the original effective interest rate and the resulting gain or loss is recognized in profit or loss.



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

**4.7 Trade and other payables**

Trade and other payables are recognised initially at fair value, and subsequently measured at amortised cost.

**4.8 Offsetting**

"Financial assets and financial liabilities are offset and the net amount is reported in the financial statements only when the Company has currently legally enforceable right to set-off the recognised amounts and the Company intends either to settle on a net basis or to realise the assets and to settle the liabilities simultaneously.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority."

**4.9 Refund Liability**

Refund liability is initially measured at the amount of consideration received or receivable to which the entity does not expect to be entitled. The Company updates the measurement of the refund liability at each reporting date for changes in expectations about the amount of the refunds and recognises adjustments to the refund liability as revenue. No asset is recognised for returns as they are not anticipated to be resold.

**4.10 Contract Liability**

Contract liability represents the Company's obligation to transfer goods to a customer for which consideration has been received in advance of performance. These amounts are recognised as revenue when the related performance obligations are satisfied by transferring control of the promised goods or services to the customer.

**4.11 Taxation**

Income tax expense comprises current tax and deferred tax. It is recognised in profit or loss except to the extent that it relates to the items recognised directly in equity or in other comprehensive income, in which case the tax amounts are recognized directly in equity or other comprehensive income, as the case may be.

i) Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year; calculated using tax rates enacted or substantively enacted by the end of the reporting period. The calculation of current tax takes into account tax credit and tax rebates, if any, in accordance with the Income Tax Ordinance 2001.

The Company recognises provision for income tax based on best current estimates. However, where the finalized tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax provision in the period in which such determination is made.

ii) Deferred tax

Deferred tax is accounted for using the balance sheet method on all temporary differences arising between tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax liability is recognised for all taxable temporary differences and deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilised. However, tax holiday period is also considered for the purposes of determination of deductible / taxable temporary differences. Deferred tax is charged or credited in the profit or loss (except to the extent that it relates to items recognized directly in equity or other comprehensive income in which cases these are recognized directly in equity or other comprehensive income as the case may be).

**4.11.1 Levy of income tax**

Final taxes and minimum taxes, designated as such under various provisions of Income Tax Ordinance, 2001, charged/ withheld / paid on various income streams and calculated on basis other than the taxable income are recognized as a levy in accordance with the IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes issued by the Institute of Chartered Accountants of Pakistan vide Circular No 7 of 2024 dated 15 May 2024.

**4.12 Employee benefits**

*Defined benefit plans*

The Company operates a funded pension scheme and post retirement medical benefit for the individuals mentioned in note 20 to these financial statements. The liability recognised in the statement of financial position in respect of the defined benefit plans is the present value of the defined benefit obligations at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. Remeasurements which comprise actuarial gains and losses are recognised immediately in other comprehensive income. The latest actuarial valuation of the defined benefit plans was conducted at 30 June 2025.

The current and past-service costs and interest income / expenses are recognized immediately in the statement of profit or loss.

Surplus arising on the actuarial valuation is recognized to the extent these are available under the applicable trust deed at the present value of economic benefits available in the form of refund or reductions in future contribution to the fund.

*Defined contribution plan*

The Company operates an approved contributory provident fund for eligible employees. Equal monthly contributions are made, both by the Company and the employees, to the fund at the rate of 10% per annum of the basic salary.

*Compensated Absences*

The Company accounts for compensated absences in accordance with IAS 19, where the liability is measured using the projected unit credit method on the basis of unused leave balances of eligible employees at the end of the reporting period.

**4.13 Stores and spare parts**

These are valued at cost less provision for slow moving and obsolete items (if any). Items in transit are valued at cost comprising invoice value plus other charges incurred thereon.

# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 4.14 Stock in trade

All stocks are stated at the lower of cost and estimated net realisable value. Cost is determined by weighted average method except for those in transit where it represents invoice value and other charges incurred thereon. Net realisable value signifies the estimated selling price in the ordinary course of business less cost necessary to be incurred in order to make the sale. Cost of semi-finished goods and finished goods includes direct cost of materials, direct cost of labour and production overheads. Provisions and write-offs for damaged and obsolete stock in trade are made based on the policy and specific identification of items of stock in trade by the management.

### 4.15 Impairment losses

#### 4.15.1 Financial assets

The Company recognises allowances for Expected Credit Losses (ECLs) in respect of financial assets measured at amortised cost. The Company measures allowances at an amount equal to lifetime Expected Credit Losses (ECLs) for trade receivables.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than past due for a reasonable period of time. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering of a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

### 4.15.2 Non-financial assets

At the end of each reporting period, the Company reviews the carrying amount of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the Company estimates the recoverable amount of the asset and when the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the statement of profit or loss and other comprehensive income.

At the end of each reporting period, the Company also assesses whether there is an indication that an impairment loss recognised in prior periods for an asset may no longer exist or may have decreased. If any such indication exists, the Company estimates the recoverable amount of the asset and reverses the impairment loss recognized in previous period such that the increased carrying amount of the asset does not exceed the carrying amount that would have been determined (net of amortisation and depreciation) had no impairment loss been recognized for the asset in prior years. Reversal of impairment loss is recognized in statement of profit or loss. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs and accordingly recognizes impairment loss or reverses the impairment loss recognized in prior periods.

Recoverable amount of an asset or cash-generating unit is the higher of its fair value less cost of disposal and its value in use.

Value in use is estimated as the present value of estimated future cash flows from the continuing use of an asset / cash generating unit and from its disposal at the end of its useful life. A pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which the estimates of future cash flows have not been adjusted.

### 4.16 Ijarah

In ijarah transactions significant portion of the risks and rewards of ownership are retained by the lessor. Islamic Financial Accounting Standard 2 – 'Ijarah', issued by the Institute of Chartered Accountants of Pakistan, requires the recognition of 'ujrah payments' (lease rentals) against ijarah financing as an expense in the statement of profit or loss and other comprehensive income on a straight-line basis over the ijarah term.

### 4.17 Provisions

Provisions are recognized when the Company has present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the outflow of resources embodying economic benefits is not probable, a contingent liability is disclosed, unless the possibility of outflow is remote. Provisions are reviewed at each reporting date and adjusted to reflect current best estimate.



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 4.18 Foreign currency transactions and translation

Foreign currency transactions are translated into Pakistani Rupee using the exchange rates approximating those prevailing at the dates of the transactions. All monetary assets and liabilities in foreign currencies are translated into Pakistani Rupee at the rates of exchange approximating those prevailing at the reporting date. Exchange gains / losses on translation are included in profit and loss.

### 4.19 Revenue from contracts with customers

The consideration which the Company receives in exchange for its goods or services may be fixed or variable. Variable consideration is only recognized when it is highly probable that a significant reversal will not occur. Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes, etc.), pricing allowances, other trade discounts, and volume rebates. Sales return provisions are recognized as deduction from revenue based on terms of the arrangements with the customer.

Revenue from contracts with customers is recognized at the point in time when a contractual promise to a customer (performance obligation) has been fulfilled by transferring control over the promised goods and services to the customer. Accordingly:

- Local sales are recognized when the products are delivered to the customer's designated location.
- Export sales are recognized at the point of shipment, as evidenced by the issuance of the bill of lading.

Discounts, rebates and allowances are recognized, on estimated basis using historical experience and the specific terms of the arrangement, as a deduction from revenue at the time that the related sales are recognized or when such incentives are offered to the customer.

### 4.20 Interest / Mark up income

Interest / Mark up income is recognised at the rate of return implicit in the arrangement.

### 4.21 Dividend income

Dividend income is recognised in profit or loss as other income, when:

- the Company's right to receive payment has been established;
- it is probable that the economic benefits associated with the dividend will flow to the Company; and
- the amount of the dividend can be measured reliably.

### 4.22 Dividends and appropriations

Final dividend distributions to the Company's shareholders are recognized as a liability in the unconsolidated financial statements in the period in which the dividends are approved by the Company's shareholders at the Annual General Meeting, while the interim dividend distributions are recognized in the period in which the dividends are declared by the Board of Directors. Appropriations of profit are reflected in the unconsolidated statement of changes in equity in the period in which such appropriations are approved.

### 4.23 Earnings per share

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

### 4.24 Unclaimed dividend

The Company recognizes unclaimed dividend which was declared and remained unclaimed by the shareholder from the date it was due and payable.

5. PROPERTY, PLANT AND EQUIPMENT	Note	2025	2024
		(Rupees in '000)	
Operating fixed assets	5.1	11,452,873	11,315,472
Capital work-in-progress	5.6	178,749	403,577
Right-of-use assets	5.8	74,009	62,375
Capital Spares		40,241	21,298
		11,745,872	11,802,722

# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 5.1 Operating fixed assets

2025											
	Freehold land	Leasehold land	Buildings on freehold land	Building on leasehold land	Plant and machinery	Furniture and fittings	Office and other equipments	Computers	Laboratory equipments	Vehicles	Total
(Rupees in '000)											
At 1 July 2024											
Cost	207,335	179,442	4,100,340	3,101,090	6,285,871	241,729	908,269	407,667	98,075	49,286	15,579,104
Accumulated depreciation	-	-	(61,316)	(786,129)	(2,700,417)	(149,100)	(248,118)	(234,690)	(54,637)	(29,225)	(4,263,632)
Net book value	207,335	179,442	4,039,024	2,314,961	3,585,454	92,629	660,151	172,977	43,438	20,061	11,315,472
Additions / transfer - note 5.6.1	-	-	551,324	82,922	478,821	26,732	134,503	176,703	35,329	3,872	1,490,206
Assets classified as held for sale - note 15											
Cost	-	(2,255)	-	(306,356)	-	-	-	-	-	-	(308,611)
Accumulated depreciation	-	-	-	142,510	-	-	-	-	-	-	142,510
	-	(2,255)	-	(163,846)	-	-	-	-	-	-	(166,101)
Disposals											
Cost	-	-	-	-	(67,118)	(7,205)	(7,329)	(28,860)	-	(4,720)	(115,232)
Accumulated depreciation	-	-	-	-	44,427	3,299	6,812	28,096	-	2,614	85,248
	-	-	-	-	(22,691)	(3,906)	(517)	(764)	-	(2,106)	(29,984)
Depreciation charge for the year	-	-	(120,490)	(115,627)	(615,957)	(26,002)	(174,055)	(80,862)	(17,100)	(6,627)	(1,156,720)
Closing net book value	207,335	177,187	4,469,858	2,118,410	3,425,627	89,453	620,082	268,054	61,667	15,200	11,452,873
At 30 June 2025											
Cost	207,335	177,187	4,651,664	2,877,656	6,697,574	261,256	1,035,443	555,510	133,404	48,438	16,645,467
Accumulated depreciation	-	-	(181,806)	(759,246)	(3,271,947)	(171,803)	(415,361)	(287,456)	(71,737)	(33,238)	(5,192,594)
Net book value	207,335	177,187	4,469,858	2,118,410	3,425,627	89,453	620,082	268,054	61,667	15,200	11,452,873
Useful life in years	-	-	4 - 48	2 - 49	2 - 23	5	2 - 13	3 - 6	2 - 10	4 - 5	
2024											
	Freehold land	Leasehold land	Buildings on freehold land	Building on leasehold land	Plant and machinery	Furniture and fittings	Office and other equipments	Computers	Laboratory equipments	Vehicles	Total
(Rupees in '000)											
At 1 July 2023											
Cost	207,335	179,992	-	3,189,588	4,179,216	197,587	269,257	364,788	84,922	37,750	8,710,435
Accumulated depreciation	-	-	-	(727,880)	(2,333,956)	(161,440)	(232,615)	(270,595)	(47,047)	(21,472)	(3,795,005)
Net book value	207,335	179,992	-	2,461,708	1,845,260	36,147	36,642	94,193	37,875	16,278	4,915,430
Additions / transfer - note 5.6.1	-	-	4,100,340	16,455	2,241,960	79,876	688,545	110,514	18,070	12,020	7,267,780
Disposals											
Cost -	-	(550)	-	(104,953)	(135,305)	(35,734)	(49,533)	(67,635)	(4,917)	(484)	(399,111)
Accumulated depreciation	-	-	-	51,662	115,499	31,061	48,585	67,414	4,305	428	318,954
	-	(550)	-	(53,291)	(19,806)	(4,673)	(948)	(221)	(612)	(56)	(80,157)
Depreciation charge for the year	-	-	(61,316)	(109,911)	(481,960)	(18,721)	(64,088)	(31,509)	(11,895)	(8,181)	(787,581)
Closing net book value	207,335	179,442	4,039,024	2,314,961	3,585,454	92,629	660,151	172,977	43,438	20,061	11,315,472
At 30 June 2024											
Cost	207,335	179,442	4,100,340	3,101,090	6,285,871	241,729	908,269	407,667	98,075	49,286	15,579,104
Accumulated depreciation	-	-	(61,316)	(786,129)	(2,700,417)	(149,100)	(248,118)	(234,690)	(54,637)	(29,225)	(4,263,632)
Net book value	207,335	179,442	4,039,024	2,314,961	3,585,454	92,629	660,151	172,977	43,438	20,061	11,315,472
Useful life in years	-	-	4 - 48	2 - 49	2 - 23	5	2 - 10	3 - 6	2 - 10	4 - 5	

5.2 Above assets include fully depreciated assets having cost of Rs.1,363 million (2024: Rs. 1,454 million).

5.3 At 30 June 2025, plant and equipments with a carrying amount of Rs. 96.6 million (2024: Rs. 124 million) are temporarily idle. Fair value of these assets exceeds their carrying value.

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

	Note	2025	2024
(Rupees in '000)			
Cost of sales	26	993,678	692,879
Selling and distribution expenses	27	35,543	18,935
Administrative expenses	28	127,499	75,767
		1,156,720	787,581

5.5 The details of property, plant and equipment having net book value of Rs. 500,000 and above, sold / disposed off during the year are as follows:

Description	Cost	Accumulated depreciation	Net book value	Sale proceeds	Gain / (loss) on disposal	Mode of disposal	Particulars of purchaser	Relationship with the purchaser
(Rupees in '000)								
Plant and Machinery	11,900	6,269	5,631	5,306	(325)	Auction	Iqbal & Co.	Third party
Plant and Machinery	8,484	4,347	4,137	3,907	(230)	Auction	Iqbal & Co.	Third party
Plant and Machinery	6,000	5,100	900	928	28	Auction	Iqbal & Co.	Third party
Plant and Machinery	4,032	2,419	1,613	1,528	(85)	Auction	Iqbal & Co.	Third party
Plant and Machinery	3,729	1,056	2,673	2,509	(164)	Auction	Iqbal & Co.	Third party
Plant and Machinery	2,721	771	1,950	1,831	(119)	Auction	Iqbal & Co.	Third party
Plant and Machinery	2,396	659	1,737	3,341	1,604	Auction	Iqbal & Co.	Third party
Plant and Machinery	1,596	958	638	617	(21)	Auction	Iqbal & Co.	Third party
Plant and Machinery	1,359	464	895	841	(54)	Auction	Iqbal & Co.	Third party
Furniture and Fittings	6,912	3,110	3,802	3,505	(297)	Negotiation	UBL Fund Managers Limited	Third party
	49,129	25,153	23,976	24,313	337			

### 5.6 Capital work-in-progress

	2025	2024
(Rupees in '000)		
Civil works	4,377	32,439
Advance against civil work	-	7,664
Plant and machinery	135,511	228,849
Advance against Plant & Machinery and Office Equipment	17,989	122,283
Office equipments Office equipment	15,888	-
Furniture and fittings	4,984	12,342
	178,749	403,577



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

5.6.1 During the year the additions to capital work-in-progress and transfer of respective assets to operating fixed assets amounted to Rs. 154 million (2024: Rs. 3,314 million) and Rs. 267 million (2024: Rs. 7,256 million) respectively.

5.7 Particulars of immovable property (i.e. land and building) in the name of the Company are as follows:

Location	Usage of immovable property	Geographical Location	Total Area (In Sq. Ft.)	Covered Area (In Sq. Ft.)
Corporate office	Office Building	12/CL-6 Claremount Road, Civil Lines, Karachi	45,099	16,301
S.I.T.E.	Manufacturing plant (Non-operational)	Unit F-160/ C, F- 133, S.I.T.E., Karachi	76,491	50,786
Port Qasim	Manufacturing plant	Office A-13, & A-14, North Western Industrial Zone, Bin Qasim, Karachi	435,602	283,132
Nooriabad	Manufacturing plant	A-393, Nooriabad Industrial Estate, Nooriabad	602,942	147,045
Faisalabad	Manufacturing plant	Plot No. 346 & 347 Phase - 2, M-3 Industrial City, Faisalabad	1,086,456	412,862

5.8 Right-of-use assets	2025			
	Office Premises	Storage Tank	Warehouse	Total
(Rupees in '000)				
At 1 July 2024				
Cost	45,564	37,059	18,351	100,974
Accumulated depreciation	(17,595)	(17,946)	(3,058)	(38,599)
Opening net book value	27,969	19,113	15,293	62,375
Additions	81,290	-	-	81,290
Derecognition				
Cost	(15,321)	(28,669)	(18,351)	(62,341)
Accumulated depreciation	12,071	9,556	4,587	26,214
Depreciation charge	(32,000)	-	(1,529)	(33,529)
Net book value at 30 June 2025	74,009	-	-	74,009
Lease term in years	3 - 4	-	-	
2024				
(Rupees in '000)				
At 1 July 2023				
Cost	21,999	8,390	-	30,389
Accumulated depreciation	(7,928)	(8,390)	-	(16,318)
Opening net book value	14,071	-	-	14,071
Additions	23,565	28,669	18,351	70,585
Derecognition				
Cost	-	-	-	-
Accumulated depreciation	-	-	-	-
Depreciation charge	(9,667)	(9,556)	(3,058)	(22,281)
Net book value at 30 June 2024	27,969	19,113	15,293	62,375
Lease term in years	3 - 4	3	3	

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

	Note	2025	2024
		(Rupees in '000)	
Cost of sales	26	10,255	12,615
Selling and distribution expenses	27	21,649	4,793
Administrative expenses	28	1,625	4,875
		33,529	22,283

## 6. INTANGIBLE ASSETS

		2025	2024
		(Rupees in '000)	
Computer software and ERP System	6.1	280,613	249,729
Systems under development - Capital work-in-progress		-	23,438
		280,613	273,167

### 6.1 Computer software and ERP System

Net carrying value basis			
Opening net book value		249,729	39,069
Additions (at cost) / transfer		144,788	250,212
Amortization		(113,904)	(39,552)
Closing net book value		280,613	249,729
Gross carrying value basis			
Cost		747,826	603,038
Accumulated amortisation		(467,213)	(353,309)
Net book value		280,613	249,729
Useful life in years		3	3

6.2 The amortization charge for the year has been allocated as follows:

		2025	2024
Cost of sales	26	2,100	1,220
Administrative expenses	28	111,804	38,332
		113,904	39,552

6.3 The above intangible assets consist of purchased intangible assets.

6.4 Above intangible assets includes fully amortised assets having cost of Rs.327.52 million (2024: Ps. 306.59 million).

	Note	2025	2024
		(Rupees in '000)	
Investment in subsidiary - at cost			
National Foods DMCC	7.1	31,719	31,719
Investment at fair value through profit or loss			
Naimat Collateral Management Company Limited	7.2	-	-
		31,719	31,719

# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

**7.1** The Company has a wholly owned subsidiary (National Foods DMCC ) which was set up in United Arab Emirates in 2012 and is carried at cost. National Foods DMCC was registered on 7 November 2012 in the Dubai Multi Commodities Centre (“DMCC”) pursuant to Dubai (DMCC) Law No. 4 of 2001 under the license number DMCC-32683 issued by DMCC. The registered address of the Company is Unit No. 2404-19, Reef Tower, Plot No. JLT-Ph 2-01A, Jumeirah Lake Towers, Dubai, United Arab Emirates. National Foods DMCC is principally engaged in the trading of food products.

National Foods DMCC also has following three wholly owned direct subsidiaries and three indirect subsidiaries as follows:

**National Foods Pakistan (UK) Limited**

National Foods Pakistan (UK) Limited was incorporated in the United Kingdom on 29 May 2013 as a private company under the UK Companies Act 2006. National Foods Pakistan (UK) Limited is not operational. The registered office of National Foods Pakistan (UK) Limited is situated at 2nd Floor, 27 Gloucester Place, London. National Foods Pakistan (UK) Limited is a wholly owned subsidiary of National Foods DMCC.

**National Epicure Inc.**

National Epicure Inc. ("NEI") was incorporated in Canada on 16 October 2013 under the Canada Business Corporations Act. NEI is a wholly owned subsidiary of National Foods DMCC and is principally engaged in the trading of food products. The registered office of NEI is situated at 193 Maxome Avenue, Toronto, Ontario, Canada. NEI is the holding company of A-1 Bags & Supplies Inc.

**National Epicure Limited**

National Epicure Limited (NEL) was incorporated in Canada on 19 December 2024 under the Canada Business Corporations Act. NEL is a wholly owned subsidiary of National Foods DMCC. NEL is principally engaged in the trading of food products. The registered office of NEL is situated at 100 King Street West, 1 First Canadian Place, Suite 3400, Toronto, Ontario, M5X 1A4, Canada. NEL is the holding company of National Epicure USA Inc.

**A-1 Bags & Supplies Inc.**

A-1 Bags & Supplies Inc. was incorporated under the Business Corporations Act of Ontario on 14 March 2001 and is domiciled in Canada. A-1 Bags & Supplies Inc. is a distributor and wholesaler of food service, disposables, janitorial and kitchen equipment products. National Epicure Inc. holds 60% equity interest in A-1 Bags and Supplies Inc. in the year 2017. The head office, principal address and registered and record office of the Company are at 6400 Kennedy Road, Mississauga, Ontario L5T 2Z5. Also refer to note 46.2 of these unconsolidated financial statements.

**Ontario Ltd.**

Ontario Ltd. was incorporated under the Business Corporations Act of Ontario on 16 January 2025 and is domiciled in Canada. The Company is engaged in manufacturing of aluminium steam tables pan and catering aluminium foil rolls. The registered office of the Company is situated at Unit No 6 - 6540 Kestrel road - Mississauga L5T 1Z9- Ontario - Canada Toronto Ontario L5M 2C8. A-1 Bags & Supplies Inc. holds 90% equity interest in Ontario Ltd.

**National Epicure USA Inc.**

National Epicure USA Inc. was incorporated in USA on 1 December 2021 under the General Corporation Law of the State of Delaware, USA with an authorized share capital of 500 shares with a par value of \$0.0001 per share. Shares have not yet been issued by this entity and has not commenced its operations. National Epicure USA Inc. is a wholly owned subsidiary NEL.

**7.2** On 25 February 2020, the Company subscribed 3,000,000 ordinary shares of Rs.10 each in Naymat Collateral Management Company Limited (NCMCL). The Company's shareholding gives it ownership interest and voting power of 10% in it. NCMCL is an unlisted public company that was incorporated under Companies Act, 2017 on 21 January 2020 and has its registered office at C-25/B, Block 4, Clifton, Karachi Saddar Town, Sindh, Pakistan. It is engaged in the business of providing storage and preservation services for a range of agricultural commodities as well as issuing credible warehouse receipts for agricultural commodity financing.

The Company has classified the investment at fair value through profit or loss, which was initially recognized at Rs. 30 million and is subsequently carried at fair value of Rs. Nil (2024: Rs. Nil).

**8. STOCK-IN-TRADE**

		Note	2025	2024
			(Rupees in ‘000)	
Raw materials	8.1 & 8.2		2,494,039	3,239,970
Provision for write-down of inventory to net realisable value	8.4		(77,036)	(96,628)
			2,417,003	3,143,342
Packing materials	8.1		690,154	850,265
Provision for write-down of inventory to net realisable value	8.4		(128,925)	(43,416)
			561,229	806,849
Semi finished goods	8.1		2,714,118	3,264,881
Provision for write-down of inventory to net realisable value	8.4		(144,108)	(252,042)
			2,570,010	3,012,839
Finished goods	8.1 & 8.3		1,083,475	1,663,243
Provision for write-down of inventory to net realisable value	8.4		(59,314)	(101,417)
			1,024,161	1,561,826
			6,572,403	8,524,856

- 8.1** Stock in trade includes Rs. 3,536 million (2024: Rs. 5,410 million) held with third parties.
- 8.2** This include goods in transit pertaining to raw materials amounting to Rs. 20.48 million (2024: Rs. 97.2 million).
- 8.3** Above balances include items costing Rs. 138.46 million (2024: Rs. 295.68 million) valued at net realisable value of Rs. 105.12 million (2024: Rs. 257.14 million).
- 8.4** During the year, the Company recorded reversal of provision (2024: charge) for write-down of inventory to net realisable value of Rs. 84.12 million (2024: Rs. 236.64 million) and has written off stocks against provision amounting to Rs. 525.96 million (2024: Rs.205.69 million).

The net reversal of stock write-downs is primarily due to the write-off of inventory previously provided, and a lower proportion of closing stock requiring provisioning based on current net realisable value assessments.



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

9. TRADE RECEIVABLES	Note	2025	2024
		(Rupees in '000)	
Related party	9.1	1,265,859	679,480
Others		648,783	610,254
		1,914,642	1,289,734
Allowance for expected credit loss	9.2	(5,653)	(51,743)
		1,908,989	1,237,991
<b>9.1 Receivable from a related party</b>		<b>2025</b>	<b>2024</b>
National Foods DMCC		1,265,859	679,480
These amounts are not past due.			
<b>9.1.1</b>	The maximum aggregate amount due from the related party at the end of any month during the year are as follows:		
National Foods DMCC		1,710,306	1,547,268
<b>9.2</b>	The movement in the allowance for expected credit loss on trade receivables is as follows:		
	Note	2025	2024
		(Rupees in '000)	
Opening expected credit loss		51,743	55,032
Reversal for the year	9.2.1	(15,611)	(3,289)
Write-off during the year		(30,479)	-
Closing expected credit loss		5,653	51,743
<b>9.2.1</b>	The Company recognised a reversal of expected credit losses amounting to Rs. 15.61 million (2024: Rs. 3.29 million), primarily due to a shift in the ageing profile of trade receivables, with a reduced proportion of past due balances that attract higher ECL rates under the model, favourable macroeconomic adjustments.		
<b>10. ADVANCES</b>		<b>2025</b>	<b>2024</b>
	Note	(Rupees in '000)	
Suppliers & others	10.1 & 10.2	267,459	536,511
Provision against advances to suppliers		(21,395)	(51,827)
		246,064	484,684
<b>10.1</b>	Advances include cash margin of Rs. 95.63 million (2024: Rs. 79.33) million.		
<b>10.2</b>	Advances also include Rs. 55 million (2024: Rs. Nil) that has been paid to Verdora Ventures (Private) Limited, an associated company, for the purchase of raw materials. The remaining balance includes Rs. 95.43 million (2024: Rs. 496.04 million) that has been paid to the suppliers for the purchase of raw materials, packing materials, stores and spare parts and for marketing services.		

11. DEPOSITS AND PREPAYMENTS	Note	2025	2024
		(Rupees in '000)	
Deposits	11.1	11,513	16,598
Prepayments		68,041	83,374
		79,554	99,972
<b>11.1</b>	These deposits and prepayments are mainly against rent, insurance and IT utilities. Deposit are unsecured. These do not carry any mark up arrangement.		
<b>12. OTHER RECEIVABLE</b>		<b>2025</b>	<b>2024</b>
		(Rupees in '000)	
Sales tax refundable		596,303	-
Export rebate receivable		10,549	-
		606,852	-

## 13. SHORT-TERM INVESTMENTS - AT FAIR VALUE THROUGH PROFIT OR LOSS

Name of the Mutual Fund	As at 1 July 2024	Invested during the year	Redeemed during the year	As at 30 June 2025
	(Number of units)			
ABL Cash fund	-	92,070,876	42,990,882	49,079,994
ABL Money Market Plan - I	-	50,273,910	50,273,910	-
Faysal Money Market Fund	914	-	914	-
Faysal Islamic Cash Fund	-	3,704	3,704	-
Alfalah Financial Sector Opportunity Fund	-	249	-	249
Alfalah Cash Fund-II	-	18,657,890	8,730,536	9,927,354
Alfalah Money Market Fund-II	-	9,854,448	9,854,448	-
Alfalah GHP Stock Fund	6,840	3,813	10,633	20
Total	7,754	170,864,890	111,865,027	59,007,617

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Name of the Mutual Fund	As at 1 July 2024	Invested during the year	Redeemed during the year	As at 30 June 2025
(Rupees in '000)				
ABL Cash fund	-	1,008,015	504,690	503,325
ABL Money Market Plan - I	-	503,242	503,242	-
Faysal Money Market Fund	94	1	95	-
Faysal Islamic Cash Fund	-	409	409	-
Alfalah Financial Sector Opportunity Fund	-	29	-	29
Alfalah Cash Fund-II	-	2,040,461	1,022,101	1,018,360
Alfalah Money Market Fund-IIt	-	1,016,855	1,016,855	-
Alfalah GHP Stock Fund	644	14	655	3
<b>Total</b>	<b>738</b>	<b>4,569,026</b>	<b>3,048,047</b>	<b>1,521,717</b>

### 14. CASH AND BANK BALANCES

	Note	2025	2024
(Rupees in '000)			
Cash in hand		351	3,515
Cash at bank - current accounts			
- local currency	14.1	332,465	2,940,464
- foreign currency		1,689,535	1,413,326
		2,022,000	4,353,790
Cash at bank - savings accounts			
- local currency	14.2	26	1,669
		2,022,377	4,358,974

14.1 The current accounts are placed with banks under conventional and islamic banking arrangements.

14.2 These carry markup rates of 9.5% per annum (2024: 20.5% per annum).

### 15. ASSETS CLASSIFIED AS HELD FOR SALE

	Note	2025	2024
(Rupees in '000)			
-Leasehold Land	15.1	2,255	-
Buildings on leasehold land		163,846	-
		166,101	-

15.1 The Company has stopped its manufacturing operations at the SITE plant. The Company is committed to a plan to sell the leasehold land and the buildings situated on the leasehold land at the SITE plant. As a result, these assets have been classified as "Assets Held for Sale" in accordance with IFRS 5 - Non-current Assets Held for Sale and Discontinued Operations.

On the date of classification as held for sale, the leasehold land and buildings were measured at their carrying values, which were lower than their fair value less costs to sell. Efforts to sell these assets have started, and the sale is expected to be completed within one year from the date of classification. As of 30 June 2025, the assets classified as held for sale continue to be measured at their carrying values, being lower than their fair value less costs to sell.

### 16. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

2025	2024		2025	2024
(Number of shares)			(Rupees in '000)	
3,139,975	3,139,975	Ordinary shares of Rs. 5 (2024: Rs. 5) each issued for consideration paid in cash	15,700	15,700
229,975,450	229,975,450	Ordinary shares of Rs. 5 (2024: Rs. 5) each as fully paid bonus shares	1,149,876	1,149,876
233,115,425	233,115,425		1,165,576	1,165,576

16.1 As at 30 June 2025, ATC Holdings (Private) Limited (ultimate parent company) held 83,797,413 (2024: 79,311,413) ordinary shares of the Company.

### 17. LONG TERM FINANCE

	Note	2025	2024
(Rupees in '000)			
Secured long-term finances utilised under mark-up arrangements	17.1	6,141,638	6,189,971
Classified under current liability		(521,000)	(48,333)
		5,620,638	6,141,638

17.1 This represents ongoing long-term finance facilities of Rs. 6,300 million obtained from commercial and Islamic banks. These finances carry a markup ranging from 3-month KIBOR + 0.2% to 3-month KIBOR + 0.4%. The loans are secured through hypothecation of the Company's present and future fixed assets. Loan tenures range from 5 to 10 years, with repayments being made through quarterly installments. One loan is being repaid through quarterly installments of Rs. 8.33 million until September 2029. Another loan carries varying quarterly installments of Rs. 112.5 million, Rs. 150 million, Rs. 225 million, and Rs. 262.5 million, and is repayable until October 2029. A separate long-term loan comprises three tranches: one tranche is being repaid through quarterly installments of Rs. 87.5 million until September 2029, while the remaining two tranches are being repaid through combined quarterly installments of Rs. 100 million, fully repayable by September 2030.



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### 18. LEASE LIABILITIES

	2025	2024
	(Rupees in '000)	
Opening balance	67,917	16,672
Additions	85,449	70,585
Interest expense	14,534	9,836
Derecognition	(39,818)	-
Rentals paid	(42,382)	(29,176)
Closing balance	85,700	67,917
Current portion of lease liabilities	(28,839)	(29,262)
	56,861	38,655

The following table presents the contractual undiscounted cash flows for the lease liabilities:

	2025			2024		
	Future Minimum lease payments	Interest expense	Present value of Minimum lease payments	Future Minimum lease payments	Interest expense	Present value of Minimum lease payments
	(Rupees in '000)					
Not later than one year	39,707	10,868	28,839	39,082	9,820	29,262
Later than one year but not later than three years	64,412	7,551	56,861	38,698	7,326	31,372
Later than three years but not later than five years	-	-	-	7,556	273	7,283
	104,119	18,419	85,700	85,336	17,419	67,917

The future minimum lease payments have been discounted at rates ranging between 11.24% to 23.16% per annum (2024: 11.22% to 23.16% per annum).

### 19. DEFERRED TAXATION - NET

*Credit / (debit) balance arising in respect of:*

	2025	2024
	(Rupees in '000)	
Accelerated tax depreciation	761,218	611,126
Right-of-use assets	-	24,325
	761,218	635,451
Provision for write-down of inventory to net realized value	-	(192,467)
Minimum tax under section 113 under income tax ordinance 2001	-	(224,647)
Allowance for expected credit loss	-	(20,180)
Lease liabilities	-	(26,488)
Defined benefit obligation - net	-	(63,248)
Provisions for GIDC and others	-	(78,884)
	-	(605,914)
	761,218	29,537

### 19.1. Movement in deferred taxation

#### Taxable temporary differences arising on:

Accelerated tax depreciation  
Right-of-use assets

#### Deductible temporary differences arising on:

Provision for write-down of inventory to net realized value  
Minimum tax under section 113 under income tax ordinance 2001  
Allowance for expected credit loss  
Lease Liabilities  
Defined benefit obligation - net  
Provision for GIDC & other provisions

	2025		
	Balance as at 1 July 2024	Recognized in statement of profit or loss (Note 34)	Recognized in other comprehensive income
	(Rupees in '000)		
	611,126	150,092	-
	24,325	(24,325)	-
	635,451	125,767	-
	(192,467)	192,467	-
	(224,647)	224,647	-
	(20,180)	20,180	-
	(26,488)	26,488	-
	(63,248)	63,248	-
	(78,884)	78,884	-
	(605,914)	605,914	-
	29,537	731,681	-

#### 2024

	2024		
	Balance as at 1 July 2023	Recognized in statement of profit or loss (Note 34)	Recognized in other comprehensive income
	(Rupees in '000)		
	493,723	117,403	-
	5,062	19,263	-
	498,785	136,666	-
	(92,434)	(100,033)	-
	-	(224,647)	-
	(19,800)	(380)	-
	(5,998)	(20,490)	-
	(55,053)	(7,063)	(1,132)
	(46,848)	(32,036)	-
	(220,133)	(384,649)	(1,132)
	278,652	(247,983)	(1,132)

19.2 The Company has not recognized deferred tax asset in the unconsolidated statement of financial position for minimum tax amounting to Rs. 152.9 million (2024: Rs. Nil) and deductible temporary differences amounting to Rs. 774.97 million (2024: Rs. Nil). The Company has not recorded deferred tax asset on the above amounts in view of the uncertainty of its realization.

# Notes to the Unconsolidated

## Financial Statements

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### 20. DEFINED BENEFIT OBLIGATION - NET

	2025	2024
	(Rupees in '000)	
Pension Plan	153,311	342,483
Pensioners' Medical Plan	9,743	(18,131)
	163,054	324,352

**20.1** The Company currently operates a funded pension scheme and post retirement medical benefit for the Executive Directors of the Company admitted into the fund. In addition, payments are also being made from the pension scheme for the spouses of the two late Directors. Actuarial valuation of these plans is carried out every year and the latest actuarial valuation was carried out as at 30 June 2025.

**20.2** Plan assets held in trust are governed by local regulations which mainly include the Trust Act, 1882, the Companies Act, 2017, the Income Tax Rules, 2002 and Rules under the Trust Deed of the Plans. Responsibility for governance of the Plans, including investment decisions and contribution schedules, lies with the Board of Trustees. The Company appoints the Trustees and all Trustees are employees of the Company.

**20.3** The latest actuarial valuation of the Fund as at 30 June 2025 was carried out using the Projected Unit Credit Method (for earlier years also same method has been used). Details of the Fund as per the actuarial valuation are as follows:

#### 20.4 Balance sheet reconciliation

	Note	Pension Plan		Pensioners' Medical Plan	
		2025	2024	2025	2024
		(Rupees in '000)			
Present value of defined benefit obligations	20.8	994,610	706,351	120,429	67,039
Fair value of plan assets	20.9 & 20.10	(841,299)	(363,868)	(110,686)	(85,170)
		153,311	342,483	9,743	(18,131)

#### 20.5 Movement in the net liability recognised in the balance sheet

Opening balance		342,483	267,293	(18,131)	15,029
Remeasurements recognised in other comprehensive income	20.6	134,326	42,124	32,230	(36,317)
Charge / (reversal) for the year	20.7	74,840	62,201	(854)	4,468
Contribution made		(398,338)	(29,135)	-	-
Payments made to members (beneficiaries) by the Company		-	-	(3,502)	(1,311)
Closing balance		153,311	342,483	9,743	(18,131)

### 20.6 Remeasurements recognised in other comprehensive income

	Note	Pension Plan		Pensioners' Medical Plan	
		2025	2024	2025	2024
		(Rupees in '000)			
Re-measurements: actuarial loss / (gain) on obligation					
- (Gain) / loss due to change in financial assumptions		(14,748)	(4,047)	(106)	139
- (Gain) / loss due to change in experience adjustments		203,905	50,032	45,752	(35,059)
Actuarial (gain) / loss on defined benefit obligation - net		189,157	45,985	45,646	(34,920)
<b>Re-measurements: Return on plan assets</b>					
Actuarial gain		(54,831)	(3,861)	(13,416)	(1,397)
Total remeasurement loss / (gain) recognised in other comprehensive income		134,326	42,124	32,230	(36,317)

**20.6.1** Net actuarial loss recognized in other comprehensive income for the above two plans is Rs. 166.556 million (2024: Rs. 5.807 million).

#### 20.7 Expense recognised in profit and loss account

	Note	Pension Plan		Pensioners' Medical Plan	
		2025	2024	2025	2024
		(Rupees in '000)			
Component of defined benefit costs recognized in profit and loss account					
Current service cost		23,377	18,868	1,643	2,203
Net interest cost					
- Interest cost on defined benefit obligation		105,640	90,962	9,603	13,908
- Interest income on plan assets		(54,177)	(47,629)	(12,100)	(11,643)
		51,463	43,333	(2,497)	2,265
		74,840	62,201	(854)	4,468

#### 20.8 Movement in the present value of defined benefit obligations

Obligation as at 1 July		706,351	552,106	67,039	87,159
Current service cost		23,377	18,868	1,643	2,203
Interest cost		105,640	90,962	9,603	13,908
Benefits paid		(29,915)	(1,570)	(3,502)	(1,311)
Actuarial loss / (gain)	20.6	189,157	45,985	45,646	(34,920)
Obligation as at 30 June		994,610	706,351	120,429	67,039



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## Financial Statements

For the year ended 30 June 2025

### 20.9 Movement in the fair value of plan assets

Note	Pension Plan		Pensioners' Medical Plan	
	2025	2024	2025	2024
	(Rupees in '000)			
As at 1 July	363,868	284,813	85,170	72,130
Expected return on plan assets	54,177	47,629	12,100	11,643
Contribution made	398,338	29,135	-	-
Benefits paid	(29,915)	(1,570)	-	-
Actuarial gain on plan assets	54,831	3,861	13,416	1,397
As at 30 June	841,299	363,868	110,686	85,170

### 20.10 Components of Plan assets

Cash at bank - savings account	20.10.1	2,587	94,548	340	22,131
Investment in mutual funds		838,712	269,320	110,346	63,039
		841,299	363,868	110,686	85,170

**20.10.1** This represents 321,120 units, 94,988 units, 1,328,061 units, 1,322,030 units, 286,627 units, 247 units, 254,998 units, 1,400,498 units, 1,377,454 units, 13,084,566 units, 1,300,190 units and 2,285,410 units invested in UBL Stock Advantage Fund, Al-Ameen Shariah Stock Fund, UBL Liquidity Plus Fund, UBL Money Market Fund, Al-Ameen Islamic Cash Fund, UBL Asset Allocation Fund, Alfalah GHP Stock Fund, Alfalah GHP Money Market Fund, Alfalah Islamic Money Market Fund, ABL Cash Fund, ABL Islamic Stock Fund and ABL Stock Fund respectively with the fair value of Rs. 66.27 million, Rs. 37.15 million, Rs. 134.78 million, Rs. 133.70 million, Rs. 29.12 million, Rs. 0.06 million, Rs. 37.50 million, Rs. 138.67 million, Rs. 138.19 million, Rs. 134.18 million, Rs. 34.80 million and Rs. 64.70 million respectively.

### 20.11 Principal actuarial assumptions

	2025	2024
Expected rate of increase in salaries	11.75%	14.75%
Expected rate of increase in pension	4.75%	7.75%
Expected rate of increase in medical benefits	9.75%	12.75%
Discount factor used	11.75%	14.75%
Mortality rate	SLIC (2001-05)	SLIC (2001-05)
Rates of employee turnover	Light	Light

### 20.12 Cost for the next financial year

As per the actuarial valuation report charge for the next financial year is as follows:

	2026	
	Pension Plan	Pensioners' Medical Plan
	(Rupees in '000)	
Service cost	14,988	1,441
Interest cost / (income) - net	17,919	1,083
Pension cost to be recognized in profit and loss for the next financial year	32,907	2,524

### 20.13 Sensitivity analysis for actuarial assumptions

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	2025		
	Change in assumption	Defined benefit obligation - Increase in liability	Defined benefit obligation - Decrease in liability
	(Rupees in '000)		
Discount rate at 30 June	1.00%	1,020,066	702,933
Future salary increases	1.00%	999,742	717,151
Future pension increases	1.00%	1,091,507	771,784
Medical cost increases	1.00%	133,980	74,436

	2024		
	Change in assumption	Defined benefit obligation - Increase in liability	Defined benefit obligation - Decrease in liability
	(Rupees in '000)		
Discount rate at 30 June	1.00%	702,933	855,684
Future salary increases	1.00%	717,151	695,638
Future pension increases	1.00%	771,784	649,235
Medical cost increases	1.00%	74,436	60,709

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied when calculating the pension liability recognised within the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 21. TRADE AND OTHER PAYABLES

	Note	2025	2024
		(Rupees in '000)	
Trade Creditors		1,176,071	2,531,780
Accrued expenses and liabilities	21.1	5,714,597	4,668,923
Workers' Profit Participation Fund	21.2	1,053	73,184
Workers' Welfare Fund	21.3	306,116	229,064
Payable to Provident Fund	21.4	36,231	-
Refund liabilities	21.5	33,702	21,355
Tax deducted at source		135,894	113,361
Provision for GIDC	21.6	76,014	76,014
Sales tax payable		-	191,218
Custom duties payable		14,753	72,546
Other liabilities		62,501	23,220
Due to a related party	21.7	98,488	117,889
		7,655,420	8,118,554

**21.1** This includes an amount of Rs. 9730 million (2024: Rs. 76.71 million) pertaining to liability of compensated absences.

The liability for compensated absences represents the present value of obligations in respect of annual and sick leave entitlements, as determined through an actuarial valuation using the projected unit credit method. Unutilized annual leave may be carried forward for one year and is payable upon leaving if not availed. Sick leave may be carried forward for up to five years but lapses if not utilized. The valuation incorporates assumptions concerning expected salary increases, employee turnover, leave utilization patterns and discount rates.

Actuarial gains and losses arising from changes in assumptions and experience adjustments are recognized immediately in the statement of profit or loss.

**21.2** Workers' Profit Participation Fund

	2025	2024
	(Rupees in '000)	
Opening payable	73,184	145,266
Allocation for the year	200,863	73,184
Amount paid during the year	(272,994)	(145,266)
Closing payable	1,053	73,184

**21.3** The Finance Act 2008 introduced amendments to the Workers' Welfare Fund (WWF) Ordinance, 1971 whereby the definition of industrial establishment was extended. The amendments were challenged at various levels and conflicting judgments were rendered by the Lahore High Court, Sindh High Court and Peshawar High Court. The Company is of the view that it is not liable to pay this liability. However, the management has made provision for WWF for the years from 2015 to 2025 amounting to Rs. 303 million as a matter of abundant caution.

The Honourable Supreme Court of Pakistan vide its judgment dated 10 November 2016, has upheld the view of Lahore High Court and decided that WWF is not a tax and hence the amendments introduced through Finance Act 2008 are ultra-vires to the Constitution. The Federal Board of Revenue has filed Civil Review Petitions in respect of above judgment with the prayer that the judgment dated 10 November 2016 passed in the Civil Appeal may kindly be reviewed in the interest of justice.

The management, as a matter of abundant caution, has decided to maintain the provision of WWF till the decision of Supreme Court in respect of Civil Review Petition.

**21.4** All investments out of provident fund have been made in accordance with the provisions of Section 218 of the Companies Act 2017 and the conditions specified thereunder. Balance as disclosed above relates to June 2025.

**21.5** This relates to amount of consideration expected to be refunded to customers based on the estimated level of returns.

**21.6** This represents liability against Gas Infrastructure Development Cess (GIDC) amounting to Rs. 76.01 million (2024: Rs. 76.01 million). The liability has been measured in accordance with the ICAP technical service guidelines 'Accounting for Gas Infrastructure Development Cess (GIDC)' dated 19 January 2021. As per the court order, the liability was payable in monthly instalments, however the Company has obtained a stay order from the Honourable Sindh High Court against the payment of these instalments. The case is still pending before Honourable Sindh High Court for adjudication.

**21.7** This represents amount payable to the subsidiary Company in respect of expenses paid on behalf of the Company.

### 22. CONTRACT LIABILITY

	Note	2025	2024
		(Rupees in '000)	
Advances from customers	22.1	233,417	264,459

**22.1** Revenue recognised during the year that was included in the contract liability balance at the beginning of the year is Rs. 264 million (2024: Rs. 291 million).

### 23. SHORT-TERM BORROWINGS

	Note	2025	2024
		(Rupees in '000)	
Secured			
Conventional			
Running finance	23.1	885,512	1,245,302
Export re-finance	23.2	1,150,000	950,000
Islamic			
Running finance under Musharakah	23.3	93,841	884,695
		2,129,353	3,079,997

**23.1** The facilities for running finance available from various commercial banks are for the purpose of meeting working capital requirements. The effective rates of mark-up on these finances range from 11.34% to 20.84% (2024: 22.03% to 22.12%) per annum. The facilities are valid upto 30 April, 2026 and are generally renewable.

**23.2** The Company has short term running finance facility under Export Refinance Scheme of the State Bank of Pakistan from commercial banks. The effective rate of mark-up on this facility is 8.5% (2024: 18%) per annum. The facilities offer are valid upto 31 July, 2025 and are generally renewable.

**23.3** The Company has obtained facilities for short-term finance under Running Musharakah. The effective rate of profit is 15.25% (2024: 22.07%) per annum. This facility matures within twelve months and is renewable. The facilities offer are valid upto 31 January, 2026, 30 April, 2026 and 31 October, 2026 respectively and are generally renewable.

**23.4** The facilities available from various banks amount to Rs. 10,004 million (2024: Rs. 9,100 million). The arrangements are secured by way of pari-passu charge against hypothecation of Company's current and future movable assets having aggregate charge amounting to Rs. 12,190 million.

**23.5** As at 30 June 2025, the unavailed facilities from the above borrowings amounted to Rs. 7,900 million (2024: Rs. 6,090 million).



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 24. CONTINGENCIES AND COMMITMENTS

- 24.1** There are cases against the Company which are outstanding as at 30 June 2025. The management is confident that the decision will be in favor of the Company.
- 24.2** The facilities for opening letters of credit (LCs) amount to Rs. 4,400 million (2024: Rs. 4,200 million) and for letters of guarantee (LGs) amount to Rs. 1,100 million (2024: Rs. 1,100 million) as at 30 June 2025. The total amount unutilized at year end is Rs. 4,200 million (2024: Rs. 3,600 million) for LCs and Rs. 641 million (2024: Rs. 926 million) for LGs. The guarantees have mainly been given to utility companies, the Collector of Customs and an oil marketing company etc.
- 24.3** Aggregate commitments for capital expenditure of property, plant and equipment as at 30 June 2025 amount to Rs. 207 million (2024: Rs. 369 million).
- 24.4** Aggregate commitments in respect of ujarah payments for ijarah financing of motor vehicles from a Modaraba bearing profit rate at three month KIBOR + 0.90% (2024: three month KIBOR + 0.90%) per annum and from a commercial bank bearing markup rate at three month KIBOR + 1.25% (2024: three month KIBOR + 1.25%) per annum for rentals payable monthly as at 30 June 2025 amount to:

Note	2025	2024
	(Rupees in '000)	
Not later than one year	402,567	417,451
Later than one year but not later than five years	822,861	768,719
	1,225,428	1,186,170

Total sanctioned facilities amount to Rs. 1,900 million, out of which Rs. 1,225 million has been utilized by the company as of the year end.

### 25. SALES - NET

	Note	2025	2024
		(Rupees in '000)	
Local sales		59,983,393	50,506,049
Export sales	25.1	4,697,880	3,178,402
<b>Gross sales</b>		64,681,273	53,684,451
Less: Sales tax		(8,502,979)	(7,050,898)
		56,178,294	46,633,553
Less:			
- Discount, rebates and allowances		(11,370,246)	(8,426,188)
- Sales return		(220,586)	(830,120)
		(11,590,832)	(9,256,308)
		44,587,462	37,377,245

**25.1** Export sales includes sales made to National Foods DMCC - a wholly owned subsidiary of the Company.

**25.2** Net local sales, net of sales return is Rs. 51,272.13 million (2024: Rs. 42,625.03 million).

### 25.3 DISAGGREGATION OF REVENUE

- 25.3.1** These financial statements has been prepared on a single reporting segment.
- 25.3.2** The Company has disaggregated revenue recognised from contracts with customers into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

In the following table, revenue is disaggregated by primary geographical markets and major product lines:

Note	2025	2024
	(Rupees in '000)	
<b>Primary geographical markets:</b>		
Local	59,983,393	50,506,049
United Arab Emirates	4,167,497	2,906,954
Afghanistan	530,383	271,448
	64,681,273	53,684,451
<b>Product Lines:</b>		
Condiments	28,329,018	24,795,041
Culinary	36,352,255	28,889,410
	64,681,273	53,684,451

**25.3.3** The Company's customer base is diverse with no single customer accounting for more than 10% of net sales. Sales to customers in Pakistan are 92.74% (2024: 94.08%) and to customers outside Pakistan are 7.26% (2024: 5.92%) of the revenue.

# Notes to the Unconsolidated

## Financial Statements

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### 26. COST OF SALES

	Note	2025	2024
		(Rupees in '000)	
Material consumed and other variable expenses		21,083,823	19,113,155
Stores and spares consumed		635,917	487,169
(Reversal) / charge of provision for write-down of inventory to net realisable value		(84,120)	236,635
Salaries, wages and other benefits		2,676,855	2,384,286
Contribution to the provident fund		48,237	31,836
Depreciation	5.4	993,678	692,879
Depreciation - Right of use asset	5.8.1	10,255	12,615
Amortisation	6.2	2,100	1,220
Ujrah payments		47,201	55,088
Fuel and power		758,178	918,691
Insurance		33,479	33,298
Laboratory, research and development		10,649	29,909
Postage and communications		11,328	8,909
Printing and stationery		2,617	16,033
Rent, rates and taxes		562,013	502,108
Travelling		394,411	368,912
Repairs and maintenance		291,325	307,571
Security & janitorial charges		169,182	185,193
Inventory destruction charges		18,209	12,334
Others	26.1	105,813	96,707
		27,771,150	25,494,548
Opening stock of semi finished goods		3,012,839	2,474,424
Closing stock of semi finished goods		(2,570,010)	(3,012,839)
Cost of goods manufactured		28,213,979	24,956,133
Opening stock of finished goods		1,561,826	2,146,990
Closing stock of finished goods		(1,024,161)	(1,561,826)
		28,751,644	25,541,297

26.1 This includes service charges amounting to Rs. 39 million (2024: Rs. 34 million).

### 27. SELLING AND DISTRIBUTION COSTS

	Note	2025	2024
		(Rupees in '000)	
Salaries, wages and other benefits		2,074,600	1,806,586
Advertising and sales promotion		3,292,854	2,089,494
Outward freight and handling charges		1,576,305	1,433,355
Contribution to the provident fund		71,348	49,371
Depreciation	5.4	35,543	18,935
Depreciation - Right of use asset	5.8.1	21,649	4,793
Ujrah payments		206,241	231,721
Fuel and power		12,705	8,193
Forwarding charges		64,857	30,629
Insurance		24,024	41,505
Printing and stationery		1,196	4,783
Rent, rates and taxes		176,709	272,322
Travelling		220,075	249,675
Repairs and maintenance		56,317	62,375
Postage and communication		29,356	11,688
Others	27.1	95,937	94,325
		7,959,716	6,409,750

27.1 This includes expenses in relation to the business events amounting to Rs. 34 million (2024: Rs. 13 million).

### 28. ADMINISTRATIVE EXPENSES

	Note	2025	2024
		(Rupees in '000)	
Salaries, wages and other benefits		1,425,319	1,178,123
Contribution to the provident fund		43,337	29,827
Depreciation	5.4	127,499	75,767
Depreciation - Right of use asset	5.8.1	1,625	4,875
Amortisation	6.2	111,804	38,332
Ujrah payments		99,012	118,327
Fuel and power		63,970	57,573
Insurance		5,813	9,088
Legal and professional charges		199,573	95,591
Postage and communications		64,812	42,160
Printing and stationery		33,595	19,646
Rent, rates and taxes		12,438	12,758
Travelling		96,811	110,550
Repairs and maintenance		575,398	620,406
Security & janitorial charges		36,651	29,880
Others	28.1	125,485	127,099
		3,023,142	2,570,002

28.1 This includes expenses in relation to subscription fees amounting to Rs. 19.70 million (2024: Rs. 1.21 million) and business events amounting to Rs. 12.16 million (2024: Rs. 40.02 million).



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### 29. OTHER EXPENSES

	Note	2025	2024
		(Rupees in '000)	
Workers' Profits Participation Fund	21.2	200,863	73,184
Workers' Welfare Fund		80,345	3,114
Auditors' remuneration	29.1	8,520	6,837
Exchange loss - net		-	45,305
Provision on property, plant and equipment			71,000
Unrealized loss short term investments at fair value through profit or loss		-	198
Derecognition of right of use asset		467	-
Donations	29.2	47,885	24,031
		338,080	223,669

#### 29.1 Auditors' remuneration

	Note	2025	2024
		(Rupees in '000)	
Audit fee		4,858	3,475
Limited review, special reports and other certifications fee		2,162	2,162
Out of pocket expenses		1,500	1,200
		8,520	6,837

29.2 Donations to following Organizations and Trusts exceed 10% of the Company's total amount of donation or Rs. 1 million, whichever is higher:

	2025	2024
	(Rupees in '000)	
The Citizens Foundation	11,000	11,000
Allah Walay Trust	5,670	4,000
Saylani Welfare	5,327	-
Karachi Biennale Trust	3,636	-
Edhi Trust	3,485	-
IDA RIEU Schools'	3,342	-
MALC	2,606	-
Karwan e Hayat	2,453	-
Hunar Foundation	1,986	-
Al-Khidmat	1,699	-
Rizq Foundation	1,632	-
Jinnah Hosp	1,183	-
The Indus Hospital	-	2,200
Childlife Foundation	-	1,000
Go Read.pk	-	2,000

Donations did not include any amount paid to any person or organization or institution in which a director or his/her spouse had any interest.

### 30. OTHER INCOME

#### Income from financial instruments

Exchange gain - net	20,593	-
Return on profit and loss sharing account	131,254	65,711
Realized gain on short term investments at fair value through profit or loss	26,705	9,035
Liability written back	-	43,474
Unrealized loss short term investments at fair value through profit or loss	509	-
Dividend income from short term investments at fair value through profit or loss	2,965	23,188
	182,026	141,408

#### Income from non-financial instruments

Gain on disposal of property, plant and equipment	3,495	57,644
Export rebate	69,872	8,910
Rental income	2,986	3,638
Scrap sales	111,877	96,196
Dividend received from subsidiary	27,862	-
	60,000	-
	10,859	11,499
Reversal of provision on property, plant and equipment	286,951	177,887
Others	468,977	319,295

### 31. FINANCE COSTS

	2025	2024
	(Rupees in '000)	
Mark-up on:		
- Short-term borrowing - running finances	95,971	277,437
- Export refinance	157,858	138,118
- Short-term borrowing - running musharakah	34,760	358,364
- Long-term finance	926,089	744,806
- Interest expense on lease liabilities	14,534	9,836
Bank charges	34,205	39,171
	1,263,417	1,567,732

### 32. FINAL TAXES

This represents final tax payable under sections 150 of Income Tax Ordinance, 2001.

### 33. MINIMUM TAX

This represents portion of minimum tax payable under section 113 of Income Tax Ordinance, 2001.

# Notes to the Unconsolidated

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For the year ended 30 June 2025

### 34. INCOME TAX

	Note	2025	2024
		(Rupees in '000)	
Current		2,786	326,275
Deferred	19.1	731,681	(247,983)
Prior year		(383,868)	(219,390)
		350,599	(141,098)

**34.1** This represents current tax payable amounting to Rs. 2.79 million (2024: Rs. 326.28 million), computed in accordance with the relevant provisions of the Income Tax Ordinance, 2001.

**Reconciliation of Current Tax Charge charged as per tax laws for the year, with current tax recognised in the profit and loss account, is as follows:**

	Note	2025	2024
		(Rupees in '000)	
Current tax liability for the year as per applicable tax laws		206,838	586,184
Portion of current tax liability as per tax laws, representing income tax under IAS 12		(2,786)	(326,275)
Portion of current tax computed as per tax laws, representing levy	32&33	(204,052)	(259,909)
<b>Difference</b>		-	-

**34.2** Income Tax assessment for various tax and accounting years 2004, 2005, 2008, 2011, 2012 and 2014 to 2021, taken as deemed assessments under section 120 of the Income Tax Ordinance, 2001 were subsequently amended under section 122(5A) of the Income Tax Ordinance, 2001 in which the Tax authorities has raised several demands. The Company has filed appeals before various appellate forums and has maintained an adequate provision for any potential future liability.

**34.3** The Company has filed its income tax return up to the tax year 2024. Tax returns filed by the Company are deemed to be assessed under Section 120 of the Income Tax Ordinance, 2001 unless selected for an amendment / audit by the taxation authorities. Tax return may be selected for detailed audit within six years from the end of tax year to which it relates and the Income Tax Commissioner may amend the assessment.

### 34.4 Relationship between income tax expense and accounting profit

	2025	2024
	(Rupees in '000)	
Profit before taxation	3,736,051	1,387,379
Tax at applicable tax rate of 39% (2024: 39%)	1,457,060	541,078
Prior year income tax reversal	(383,868)	(219,390)
Tax effect of non-deductible expenses	731,681	(51,006)
Effect of amounts subject to fixed/ final tax	(3,901)	(56,821)
Tax effect of income that is exempt or taxable at reduced rates	(1,246,321)	(90,967)
Others	-	(4,083)
	554,651	118,811

### 35. EARNINGS PER SHARE - BASIC AND DILUTED

#### 35.1 Basic

	2025	2024
	(Rupees in '000)	
Profit after taxation attributable to ordinary shareholders	3,181,400	1,268,568

Weighted average number of ordinary shares outstanding during the year

(Number)	
233,115,425	233,115,425

Earnings per share

(Rupees)	
13.65	5.44

**35.2** A diluted earnings per share has not been presented as the Company did not have any convertible instruments in issue as at balance sheet date which would have any effect on the earnings per share if the option to convert is exercised.



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### 36. CASH GENERATED FROM OPERATIONS

	Note	2025	2024
		(Rupees in '000)	
Profit before taxation		3,736,051	1,387,379
<b>Adjustments for non-cash changes and other items</b>			
Depreciation		1,156,720	787,581
Amortisation		113,904	39,552
Depreciation - Right of use asset		33,529	22,283
Gain on disposal of property, plant and equipment		(3,495)	(57,644)
Loss on derecognition of Right of use asset		467	-
(Reversal)/ provision for write-down of inventory to net realizable value		(84,120)	236,594
Reversal of expected credit loss on trade receivable		(15,611)	(3,289)
Gain on remeasurement of investment at fair value through profit or loss		(27,214)	(9,035)
Dividend income from subsidiary		(27,862)	-
Income from short term investments at fair value through profit or loss		(2,965)	-
Interest expense on lease liability		14,534	9,836
Finance costs		1,214,678	1,557,896
Defined benefit obligation expense		73,986	65,357
		2,446,551	2,649,131
Profit before working capital changes		6,182,602	4,036,510
Working capital changes			
(Increase) / decrease in current assets			
Stores and spare parts		(147,012)	(55,229)
Stock in trade		2,036,573	1,007,834
Trade receivables		(655,387)	335,165
Advances		238,620	722,966
Deposits and prepayments		20,418	20,983
Other receivables		(606,852)	83,550
		886,360	2,115,269
Increase / (decrease) in current liabilities			
Trade and other payables		(463,134)	658,428
Contract liability		(31,042)	(26,543)
		(494,176)	631,885
		6,574,786	6,783,664

### 37. CASH AND CASH EQUIVALENTS

	Note	2025	2024
		(Rupees in '000)	
Cash and bank balances	14	2,022,377	4,358,974
Short term running finance and running musharakah	23.1 & 23.3	(979,353)	(2,129,997)
		1,043,024	2,228,977

### 38. REMUNERATION TO CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES

**38.1** The aggregate amounts charged in these financial statements in respect of remuneration including all benefits to chief executive, directors and executives of the Company are as follows:

	Chief Executive Officer		Directors		Executives	
	2025	2024	2025	2024	2025	2024
	(Rupees in '000)					
Managerial remuneration and allowances	80,752	71,120	-	-	1,334,742	907,286
Utilities	8,075	5,770	-	-	133,474	73,601
Bonus / variable pay	80,540	43,499	-	-	415,952	247,397
Housing	36,339	25,967	-	-	600,634	331,206
Retirement benefits	8,075	5,770	-	-	133,474	68,545
Meeting fee	-	-	17,600	5,100	-	-
Fuel allowance	952	-	-	-	273,209	174,700
Medical allowance	1,092	-	-	-	133,670	74,352
Travelling	-	-	-	-	7,866	7,580
Relocation allowance	-	-	-	-	43,031	34,937
Car maintainance allowance	-	-	-	-	72,844	35,747
Other expenses	35	4,292	-	-	183,172	183,445
	215,860	156,418	17,600	5,100	3,332,068	2,138,796
Number of persons	1	1	6	6	487	248

**38.2** The Chief Executive, two non-executive directors and certain executives of the Company are also provided with Company maintained cars, residence and mobile telephones.

### 39. RELATED PARTY DISCLOSURES

Related parties comprise the Holding Company, subsidiaries (direct and indirect), key management personnel, staff retirement funds, directors, major shareholders and key management personnel.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Company considers its Directors, Chief Executive Officer, Chief Financial Officer, Company Secretary and Departmental Heads to be its key management personnel. Transactions with key management personnel are in accordance with their terms of employment / entitlement. Contribution charged for retirement benefit plan are in accordance with the terms of the service rules / trust deed and actuarial valuation as relevant. Other transactions are in accordance with the agreed terms.

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## Financial Statements

For the year ended 30 June 2025

39.1 Balance outstanding with related parties

	2025	2024
	(Rupees in ‘000)	
Receivable from the parent company	3,210	5,160
Payable to the parent company	-	7,607
Receivable from the subsidiary company	1,265,859	679,480
Payable to the subsidiary company	98,488	117,889
Payable to associated companies - net	22,570	55,250
Payable to the defined contribution plan	36,231	-

39.2 Transaction with related parties other than those disclosed else where in the notes are disclosed below:

Relationship with the Company	Nature of transaction	2025	2024
		(Rupees in ‘000)	
Holding Company ATC Holdings (Private) Limited	Rental income	2,976	3,638
	Rental expense	-	5,014
	Reimbursement of expenses from parent	14,212	11,465
	Reimbursement of expenses to parent	-	2,239
	Dividend paid	732,002	317,246
Subsidiary Company National Foods DMCC	Sale of goods	4,167,497	2,906,954
	Purchase of goods	998,463	1,574,676
	Reimbursement of expenses	13,633	-
	Dividend Received	27,862	-
Associates Names as disclosed in Note 39.4	Purchases	237,551	215,865
	Annual subscription	2,520	2,500
	Dividend paid	55,786	-
Directors and their family members	Dividend paid	829,892	366,857
	Meeting fee	17,600	5,100
	Salaries and other short-term employee benefits	228,325	162,152
	Contribution to the Provident Fund	8,075	5,770
Staff retirement funds			
	Expense charged for defined contribution plan	162,922	111,034
	Payments to defined contribution plan	126,691	111,034
	Charge during the period to the defined benefit plan	73,986	66,669
	Contribution made during the period to the defined benefit plan	401,841	73,293
Key management personnel compensation			
	Salaries and other short-term employee benefits	855,479	742,969
	Reimbursement of expenses	33,345	45,451
	Contribution to the Provident Fund	36,025	24,299

39.3 Outstanding balances of related parties as at year end have been included in trade receivables, advances, trade and other payables and defined benefit obligation - net. These are settled in ordinary course of business.

9.4 The following are the related parties with whom the Company had entered into transaction during the year:

Name of the Related Party	Basis of association	Aggregate % of Shareholding
ATC Holdings (Private) Limited	Holding Company	35.95%
National Foods DMCC	Subsidiary Company	100%
A-1 Bags & Supplies Inc.	Subsidiary Company	60%
Epicure DMCC	Associate due to common directorship	3%
National Foods Limited Executive Directors		
Pension Fund	Funded defined benefit plan	0%
National Foods Limited Employees Provident Fund	Funded defined contribution plan	0%
Cherat Packaging Limited	Associate due to common directorship	0%
Pakistan Cables Limited	Associate due to common directorship	0%
Associated Environment and Energy	Associate due to common directorship	0%
The Pakistan Business Council	Associate due to common directorship	0%
Employers' Federation of Pakistan	Associate due to common directorship	0%
Pakistan Society for Training & Development	Associate due to common directorship	0%
English Biscuit Manufacturing	Associate due to common directorship	0%
Coronet Foods Pvt Ltd	Associate due to common directorship	0%
Mungwao Private Limited	Associate due to common directorship	0%

\*It is the ultimate parent company.

40. PLANT CAPACITY AND PRODUCTION

	2025	2024
	(Metric tons)	
Actual production of plants	92,285	84,046

The capacity and production of the Company's plants are indeterminable as these are multi-product and involve varying processes of manufacture.

41. NUMBER OF EMPLOYEES

	2025	2024
	(Number)	
The details of number of employees are as follows:		
Total employees of the Company at the year end	867	825
Average employees of the Company during the year	846	817



# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

### 42. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The Board of Directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's activities expose it to variety of financial risks namely credit risk, liquidity risk and market risk (including foreign exchange risk and interest rate risk). The Company's overall risk management programme focuses on having cost effective funding as well as managing financial risk to minimise earnings volatility and provide maximum return to shareholders.

#### 42.1.1 Credit risk

Credit risk represents the financial loss that would be recognised at the reporting date if counterparties failed to perform as contracted. The financial assets exposed to the credit risk amount to Rs. 5,503.66 million (2024: Rs. 5,647.84 million) appropriately.

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

	2025	2024
	(Rupees in '000)	
Financial assets:		
Deposits	50,930	53,648
Trade receivables	1,908,989	1,237,991
Short-term investments - at fair value through profit or loss	1,521,717	738
Bank balances	2,022,026	4,355,459
	5,503,662	5,647,836

The following table provides information about the exposure to credit risk on trade receivables from customers as at June 30, 2025:

	Gross Trade Receivables	Expected Credit Loss Allowance	Net Carrying Amount	Expected Credit Loss Rate %
	(Rupees in '000)			
Current (not past due)	1,648,802	1,423	1,647,379	0.09%
1 - 30 days	251,570	2,392	249,178	0.95%
31 - 60 days	8,144	139	8,005	1.71%
61 - 90 days	1,969	159	1,810	8.08%
91 - 120 days	3,564	948	2,616	26.60%
121 - 150 days	-	-	-	-
151 - 180 days	-	-	-	-
181 - 360 days	419	419	-	100.00%
More than 360 days	173	173	-	100.00%
	1,914,641	5,653	1,908,988	

The following table provides information about the exposure to credit risk on trade receivables from customers as at 30 June 2024:

	Gross Trade Receivables	Expected Credit Loss Allowance	Net Carrying Amount	Expected Credit Loss Rate %
	(Rupees in '000)			
Current (not past due)	1,056,384	7,507	1,048,877	0.71%
1 - 30 days	172,705	9,951	162,754	5.76%
31 - 60 days	24,970	3,292	21,678	13.18%
61 - 90 days	4,786	1,333	3,453	27.85%
91 - 120 days	3,554	2,325	1,229	65.42%
121 - 150 days	13,611	13,611	-	100.00%
151 - 180 days	3,521	3,521	-	100.00%
181 - 360	617	617	-	100.00%
More than 360 days	9,585	9,585	-	100.00%
	1,289,733	51,742	1,237,991	

Based on the past experience, consideration of financial position, past track records and recoveries, the Company believes that the expected credit loss on trade receivables past have been adequately accounted for in these financial statements.

The bank balances and investments in mutual funds represent low credit risk as major balances are placed at banks having long term credit ratings of AAA & AA+ and short term credit ratings of A1+, and mutual funds having credit ratings of AA+ & AA- as assigned by PACRA or JCR-VIS (credit rating agencies).

Other financial assets are neither material to the financial statements nor exposed to any significant credit risk. The management does not expect any losses from non-performance by these counterparties.

Concentration of credit risk

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, management focuses on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Management does not consider that it has any concentration of credit risk at reporting date. Following are the details:

	2025	2024
	(Rupees in '000)	
Trade receivables		
- Distributors	54,322	33,612
- Departmental stores	588,807	524,899
- Related party	1,265,859	679,480
Cash at banks	2,022,026	4,355,459
Short-term investments - at fair value through profit or loss	1,521,717	738
Deposits - utilities	50,930	53,648
	5,503,661	5,647,836

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### 42.1.2 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk reflects the Company's inability in raising funds to meet commitments. The Company manages liquidity risk by maintaining sufficient cash and bank balances and the availability of financing through banking arrangements. Management monitors rolling forecasts of the Company's liquidity reserve which comprises of undrawn borrowing facility and cash and cash equivalents on the basis of expected cash flows.

	2025			
	Contractual Cashflows			
	Carrying amount	Total Contractual Cash flows	Within one year	More than one year
	(Rupees in '000)			
<b>Non-derivative Financial Liabilities</b>				
Long-term finance	6,141,638	8,719,875	1,378,295	7,341,580
Trade and other payables	7,087,888	7,087,888	7,087,888	-
Lease liabilities	85,700	104,119	39,707	64,412
Short-term borrowings - principal amount	2,129,353	2,129,353	2,129,353	-
Mark-up accrued on bank borrowings	116,688	116,688	116,688	-
Unclaimed dividend	27,243	27,243	27,243	-
	<u>15,588,510</u>	<u>18,185,166</u>	<u>10,779,174</u>	<u>7,405,992</u>

	2024			
	Contractual Cashflows			
	Carrying amount	Total Contractual Cash flows	Within one year	More than one year
	(Rupees in '000)			
<b>Non-derivative Financial Liabilities</b>				
Long-term finance	6,189,971	10,483,946	1,309,461	9,174,485
Trade and other payables	7,341,812	7,341,812	7,341,812	-
Lease liabilities	67,917	85,356	39,102	46,254
Short-term borrowings - principal amount	3,079,997	3,079,997	3,079,997	-
Mark-up accrued on bank borrowings	937,824	937,824	937,824	-
Unclaimed dividend	22,906	22,906	22,906	-
	<u>17,640,427</u>	<u>21,951,841</u>	<u>12,731,102</u>	<u>9,220,739</u>

### 42.1.3 Market risks

#### Foreign exchange risk

Foreign exchange risk arises mainly where receivables and payables exist in foreign currency and from bank balances. As at 30 June 2025 net financial assets of Rs. 2,803.18 million (2024: Rs. 2,039.88 million) were denominated in foreign currency which were exposed to foreign currency risk.

As at 30 June 2025 if the Pakistani Rupee had strengthened/weaken by 5% against US Dollar with all other variables held constant, profit before tax for the year would have been lower / higher by Rs. 140.16 million (2024: Rs. 102.17 million).

The sensitivity of foreign exchange rate arises at the outstanding foreign exchange balances of the Company only as at the reporting date.

	2025				
	Rupees in (‘000)	Euro in (‘000)	GBP in (‘000)	USD in (‘000)	AUD in (‘000)
Trade receivables	1,265,859	-	-	4,461	-
Bank balance	1,689,535	-	-	5,954	-
Trade liabilities	(152,216)	-	-	(536)	-
	<u>2,803,178</u>	<u>-</u>	<u>-</u>	<u>9,879</u>	<u>-</u>
	2024				
	Rupees in (‘000)	Euro in (‘000)	GBP in (‘000)	USD in (‘000)	AUD in (‘000)
Trade receivables	679,480	-	-	2,441	-
Bank balance	1,413,326	-	-	5,078	-
Trade liabilities	(52,930)	(4)	(4)	(177)	(23.61)
	<u>2,039,876</u>	<u>(4)</u>	<u>(4)</u>	<u>7,342</u>	<u>(23.61)</u>

The following significant exchange rates were applied during the year:

	2025	
	Average rate	Reporting date rate
	279.33	283.76
	2024	
	Average rate	Reporting date rate
	283.25	278.34

#### Interest rate risk

At 30 June 2025 the Company had variable interest bearing financial liabilities of Rs. 8.27 billion (2024: Rs. 9.27 billion). Had the interest rates varied by 100 basis points (2024: 100 basis points) with all the other variables held constant, profit before tax for the year would have been lower / higher by approximately Rs. 82.71 million (2024: Rs. 92.7 million), mainly as a result of higher / lower interest expense on floating rate borrowings.



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Details of the financial instruments, exposed to interest rate risk, based on the earlier of re-pricing or contractual maturity dates are as follows:

	Exposure to Interest / Mark up rate risk		
	Upto 1 Month	Upto 3 Months	Total
	(Rupees in '000)		
<b>Financial assets</b>			
Bank balances	26	-	26
<b>30 June 2025</b>	26	-	26
30 June 2024	1,669	-	1,669
<b>Financial liabilities</b>			
Long term finance	-	6,141,638	6,141,638
Short term borrowings	2,129,353	-	2,129,353
<b>30 June 2025</b>	2,129,353	6,141,638	8,270,991
Long term finance	-	6,189,971	6,189,971
Short term borrowings	3,079,997	-	3,079,997
30 June 2024	3,079,997	6,189,971	9,269,968

Details of interest / markup rates are disclosed in the respective notes.

### 43. RECONCILIATION OF MOVEMENTS OF LIABILITIES AND RETAINED EARNINGS TO CASH FLOWS ARISING FROM FINANCING ACTIVITIES

	2025						
	Short term borrowings used for cash management purpose	Other short term borrowings	Long term borrowings	Accrued Markup	Lease liability	Retained earnings	Total
	(Rupees in '000)						
Balance as at 1 July 2024	2,129,997	950,000	6,189,971	937,824	67,917	6,428,295	16,704,004
Changes from financing cash flows							
Proceeds from long term finance - net	-	-	(48,333)	-	-	-	(48,333)
Lease rental paid	-	-	-	-	(42,382)	-	(42,382)
Finance cost paid	-	-	-	(2,035,814)	-	-	(2,035,814)
Proceeds from short term borrowings - net	-	200,000	-	-	-	-	200,000
Dividend paid	-	-	-	-	-	(2,093,699)	(2,093,699)
Total changes from financing activities	-	200,000	-	(2,035,814)	(42,382)	(2,093,699)	(4,020,228)
Other changes							
Interest expense	-	-	-	1,214,678	14,534	-	1,229,212
Additions in lease liabilities	-	-	-	-	85,449	-	85,449
Derecognition of lease liabilities	-	-	-	-	(39,818)	-	(39,818)
Changes in running finance and running musharakah	(1,150,644)	-	-	-	-	-	(1,150,644)
Total loan related other changes	(1,150,644)	-	-	1,214,678	60,165	-	124,199
Total equity related other changes	-	-	-	-	-	3,010,507	3,010,507
Balance as at 30 June 2025	979,353	1,150,000	6,189,971	116,688	85,700	7,345,103	15,818,482

	2024						
	Short term borrowings used for cash management purpose	Other short term borrowings	Long term borrowings	Accrued Markup	Lease liability	Retained earnings	Total
	(Rupees in '000)						
Balance as at 1 July 2024	4,105,760	800,000	3,183,305	459,706	16,672	6,096,863	14,662,306
Changes from financing cash flows							
Proceeds from long term finance - net	-	-	3,006,666	-	-	-	3,006,666
Lease rental paid	-	-	-	-	(29,176)	-	(29,176)
Finance cost paid	-	-	-	(1,079,778)	-	-	(1,079,778)
Proceeds from short term borrowings - net	-	150,000	-	-	-	-	150,000
Dividend paid	-	-	-	-	-	(930,194)	(930,194)
Total changes from financing activities	-	150,000	3,006,666	(1,079,778)	(29,176)	(930,194)	1,117,518
Other changes							
Interest expense	-	-	-	1,557,896	9,836	-	1,567,732
Additions in lease liabilities	-	-	-	-	-	-	-
Derecognition of lease liabilities	-	-	-	-	70,585	-	70,585
Changes in running finance and running musharakah	(1,975,763)	-	-	-	-	-	(1,975,763)
Total loan related other changes	(1,975,763)	-	-	1,557,896	80,421	-	(337,446)
Total equity related other changes	-	-	-	-	-	1,261,626	1,261,626
Balance as at 30 June 2025	2,129,997	950,000	6,189,971	937,824	67,917	6,428,295	16,704,004

### 43.1 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefit for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. During the year, the Company's strategy was to maintain leveraged gearing. The gearing ratio as at 30 June 2025 was as follows:

	Note	2025	2024
		(Rupees in '000)	
Total borrowings	14	8,387,679	10,207,792
Cash and bank balances		(2,022,377)	(4,358,974)
Net debt		6,365,302	5,848,818
Total equity		8,510,679	7,593,871
Total capital		14,875,981	13,442,689
Gearing ratio		43%	44%

The Company finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finance to minimise risk. The Company is not exposed to externally imposed capital requirement.

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### 43.2 Fair values of financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

The fair value of financial assets and liabilities traded in active markets i.e. listed equity shares are based on the quoted market prices at the close of trading on the period end date. The quoted market prices used for financial assets held by the Company is current bid price.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm’s length basis.

IFRS 13, 'Fair Value Measurements' requires the Company to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the 'measurement date (level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (level 2).
- Unobservable inputs for the asset or liability (level 3).

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

2025						
Carrying amount				Fair value		
	Financial Assets at Amortised cost	Fair Value assets at Fair Value	Financial Liabilities at amortised cost	Level 1	Level 2	Level 3
(Rupees in '000)						
<b>Financial assets not measured at fair value - note 43.2.1</b>						
Trade receivable	1,908,989	-	-	-	-	-
Bank balances	2,022,026	-	-	-	-	-
Deposits	50,930	-	-	-	-	-
Cash in hand	351	-	-	-	-	-
<b>Financial assets measured at fair value</b>						
Short-term investments at FVTPL	-	1,521,717	-	-	1,521,717	-
<b>Financial liabilities not measured at fair value - note 43.2.1</b>						
Long-term borrowings - principal amount	-	-	6,141,638	-	-	-
Trade and other payables	-	-	7,087,888	-	-	-
Short-term borrowings - principal amount	-	-	2,129,353	-	-	-
Lease liabilities	-	-	85,700	-	-	-
Mark-up accrued on bank borrowings	-	-	116,688	-	-	-
Unclaimed dividend	-	-	27,243	-	-	-
	<u>3,982,296</u>	<u>1,521,717</u>	<u>15,588,510</u>	<u>-</u>	<u>1,521,717</u>	<u>-</u>



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	2024					
	Carrying amount			Fair value		
	Financial Assets at Amortised cost	Fair Value assets at Fair Value	Financial Liabilities at amortised cost	Level 1	Level 2	Level 3
	(Rupees in '000)					
<b>Financial assets not measured at fair value - note 43.2.1</b>						
Trade receivable	1,237,991	-	-	-	-	-
Bank balances	4,355,459	-	-	-	-	-
Deposits	53,648	-	-	-	-	-
Cash in hand	3,515	-	-	-	-	-
Financial assets measured at fair value						
Short-term investments at FVTPL	-	738	-	-	738	-
<b>Financial liabilities not measured at fair value - note 43.2.1</b>						
Long-term borrowings - principal amount	-	-	6,189,971	-	-	-
Trade and other payables	-	-	7,341,812	-	-	-
Short-term borrowings - principal amount	-	-	3,079,997	-	-	-
Lease liabilities	-	-	67,917	-	-	-
Mark-up accrued on bank borrowings	-	-	937,824	-	-	-
Unclaimed dividend	-	-	22,906	-	-	-
	<u>5,650,613</u>	<u>738</u>	<u>17,640,427</u>	<u>-</u>	<u>738</u>	<u>-</u>

**43.2.1** The Company has not disclosed the fair values of the above financial assets and financial liabilities, as these are either short term in nature or repriced, periodically. Therefore, carrying amounts of financial instruments carried at amortised cost are reasonable approximation of their fair values.

**43.3 Valuation techniques used in determination of fair value of Short-term investments within level 2**

Fair values of short-term investments, consisting of units of mutual funds are determined based on Net Assets Values (NAV) disclosed at the Mutual Funds Association of Pakistan (MUFAP) as at the reporting date.

**44. DISCLOSURE REQUIREMENT FOR COMPANIES NOT ENGAGED IN SHARIAH NON-PERMISSIBLE BUSINESS ACTIVITIES**

Securities Exchange Commission of Pakistan (SECP) vide its S.R.O. 1278(1)/2024 dated 15 August 2024 has notified an amendment in the Fourth Schedule of Companies Act, 2017 requiring listed companies and their subsidiaries to disclose certain information if they are not engaged in Shariah non-permissible business activities. Following information is disclosed pursuant to the amendment:

Description	Explanation	Note	2025	2024
			(Rupees in '000)	
<b>Statement of financial Position</b>				
Long term financing - secured	Financing obtained as per Islamic mode	17	3,000,000	3,000,000
Short term financing - secured	Mark-up accrued on conventional loan		25,732	102,884
Short term financing - secured	Profit accrued on Islamic loan		290	36,388
Long term financing - secured	Mark-up accrued on conventional loan		89,735	168,710
Long term financing - secured	Profit accrued on Islamic loan		931	629,842
<b>Statement of profit or loss and other comprehensive income</b>				
Mark up/Profit (Expense):				
Short term financing - secured	Mark up on conventional mode of financing	31	253,829	415,555
Short term financing - secured	Profit on Islamic mode of financing	31	34,760	358,364
Long term financing - secured	Mark up on conventional mode of financing	31	488,394	260,093
Long term financing - secured	Profit on Islamic mode of financing	31	437,695	484,713
Mark up/Profit (Payment):				
Short term financing - secured	Mark up on conventional mode of financing		290,416	691,319
Short term financing - secured	Profit on Islamic mode of financing		114,290	389,727
Long term financing - secured	Mark up on conventional mode of financing		563,129	471,828
Long term financing - secured	Profit on Islamic mode of financing		1,067,979	-

# Notes to the Unconsolidated

## Financial Statements

For the year ended 30 June 2025

	Note	2025	2024
		(Rupees in '000)	
<b>Description</b>			
<b>Other Income</b>			
<b>Other income earned from Shariah Compliant avenues</b>			
Exchange gain - net	30	20,593	-
Gain on disposal of property, plant and equipment	30	3,495	57,644
Export rebate	30	69,872	8,910
Rental income	30	2,986	3,638
Scrap sales	30	111,877	96,196
Reversal of provision on property, plant and equipment	30	60,000	-
<b>Other income earned from non Shariah Compliant avenues</b>			
Dividend income from short term investments at fair value through profit or loss	30	2,965	23,188
Dividend received from subsidiary	30	27,862	-
Others	30	10,859	11,499
Return on profit and loss sharing account	30	131,254	65,711
"Realized gain on short term investments at fair value through profit or loss	30	26,705	9,035
Unrealized gain on short term investment at fair value through profit or loss	30	509	-

**44.1** During the year and as at reporting date, the Company has no relationship with Shariah compliant financial institutions other than in capacity of borrower or lender.

**44.2** Management considers that revenue from its ordinary activities are shariah compliant.

### 45. CORRESPONDING FIGURES

Certain corresponding figures for the prior year have been reclassified and/or rearranged to conform with the presentation adopted in the current year. The reclassifications have had no effect on previously reported profit or loss or total equity.

Following reclassifications have been made during the year:

Description	Reclassified from	Reclassified to	30 June 2024 (Rupees in '000)
Capital Spares	Stores and spare parts	Property, plant and equipment	21,298

### 46. EVENTS AFTER THE REPORTING PERIOD

**46.1** The Board of Directors of the Company in their meeting held on 9 September 2025 has proposed a final cash dividend of Rs. 5 per share (2024: Rs. 5 per share) amounting to Rs. 1,165.58 million (2024: 1,165.58 million) for the year ended 30 June 2025. The approval of the shareholders of the Company for the dividend shall be obtained at the upcoming Annual General Meeting for the year ended 30 June 2025. The financial statements for the year ended 30 June 2025, do not include the effect of the proposed final cash dividend which will be accounted for in the year ending 30 June 2026.

**46.2** The Board of Directors of the Company, in its meeting held on 19 August 2025, have given their in-principle approval of the management's plan / intention for the restructuring and disinvestment of a significant portion (40 to 50% of the Company's interest) of its investment (60% holding) in A-1 Bags & Supplies Inc., currently held through National Epicure Inc. by National Foods DMCC, a wholly owned subsidiary of the Company.

The execution is subject to approval by the shareholders at the Company's Extraordinary General Meeting planned for 15 September 2025. The Company expects the completion of the said transaction within 12 to 24 months of the date of the notice of the Extraordinary General Meeting (i.e. 25 August 2025).

Once approved by the shareholders, the Company shall take all the necessary steps that are required to give effect to the subject transaction including execution of the share purchase agreement and the ancillary documents.

The Assets and Liabilities of the above subsidiary as at 30 June 2025 are Rs. 17,806.02 million and Rs. 11,087.22 million respectively.

Original cost of the entire investment in the above subsidiary is CAD 5.8 million (Rs. 1,218.68 million at year end exchange rate), whereas the approximate fair value of the proposed disinvestment is expected to be CAD 100 - 110 million (Rs. 20,847 million to Rs. 22,932 million at year end exchange rate) subject to the market fluctuation and negotiations, thereby resulting in substantial one time earning on disinvestment to the Group.

### 47. DATE OF AUTHORISATION

These financial statements were approved and authorised for issue by the Board of Directors of the Company on 9 September 2025.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director



# Consolidated Financial Statements 2025



# Independent Auditor’s Report

## To The Members of National Foods Limited

Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the annexed consolidated financial statements of National Foods Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 30 June 2025, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

In our opinion, consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 30 June 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the accounting and reporting standards as applicable in Pakistan.

### 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 Consolidated Financial Statements section of our report. We are independent of the Group 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Following is the Key audit matter:

Key audit matter	How the matter was addressed in our audit
<p><b>Provision for write-down of inventory to net realisable value</b></p> <p>Refer notes 4.15 and 8 to the consolidated financial statements for the accounting policy and particulars of stock-in-trade and provision for write-down of inventory to net realisable value.</p> <p>Stock-in-trade represents 30.11% of the Group's total assets at year-end. Stock-in-trade comprises raw materials, packing materials, semi-finished goods and finished goods which are stated at the lower of cost and estimated net realisable value.</p> <p>We have identified the provision for write-down of inventory to net realisable value as a key audit matter, as stock-in-trade represents a significant proportion of the Group's total assets and determination of an appropriate provision for write-down of inventory to net realisable value involves considerable management judgment and estimation which are subjective in nature.</p>	<p>Our audit procedures to assess the provision for write-down of inventory to net realisable value, among others, included the following::</p> <ul style="list-style-type: none"><li>obtained an understanding of, and assessed the design and testing the implementation of management's controls over determination of provision for write-down of inventory to net realisable value;</li><li>assessed the reasonableness of the Group's method for determination of provision for write-down of inventory to net realisable value;</li><li>checked, on a sample basis, reasonableness of the management's determination of the provision for write-down of inventory to its net realisable value, including estimates for selling price, costs necessary to make the sale, cost of completion and provision for obsolescence, along with the basis of calculations, to ensure consistency of the application of the Group's accounting policy and mathematical accuracy of the underlying calculations; and</li><li>evaluated the adequacy of the disclosure as presented in Note 8 to the consolidated financial statements in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan.</li></ul> <p>We issued instructions to the auditors of those components which were scoped for audit, highlighting ‘provision for write-down of inventory to net realisable value’ as a significant risk. The auditors of those components performed audit procedures to respond to the significant risk and reported the results thereof to us. We, as auditor’s of the Group, also evaluated the work performed by the component auditors through their files review and discussions with them.</p>



# Independent Auditor’s Report

## To The Members of National Foods Limited

Report on the Audit of the Consolidated Financial Statements

### Information Other than the Consolidated and Unconsolidated Financial Statements and Auditor’s Reports Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report for the year ended 30 June 2025 but does not include the consolidated and unconsolidated financial statements and our auditor’s reports thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 the Board of Directors for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Group’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 Group or to cease operations, or has no realistic alternative but to do so.

The Board of directors is responsible for overseeing the Group’s financial reporting process.

### Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated 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 consolidated 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 Group’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 Group’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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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 consolidated 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.

The engagement partner on the audit resulting in this independent auditor’s report is Aryn Pirani.

Date: 28 September 2025  
Karachi

UDIN: AR202510201bIP79sf16

  
KPMG Taseer Hadi & Co.  
Chartered Accountants

# Consolidated Statement of Financial Position

As at 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
<b>ASSETS</b>			
<b>Non - current assets</b>			
Property, plant and equipment	5	19,128,186	19,217,642
Intangible assets and goodwill	6	1,552,200	1,543,624
Long term investments	7	-	-
Long-term deposit		39,417	37,050
Deferred tax assets	20	140,915	62,909
		20,860,718	20,861,225
<b>Current assets</b>			
Stores and spare parts		441,909	294,897
Stock-in-trade	8	13,696,032	13,802,201
Trade receivables	9	3,945,371	3,240,433
Advances	10	262,267	575,375
Deposits and prepayments	11	1,525,937	1,612,568
Other receivables	12	667,380	55,961
Short-term investments - at fair value through profit or loss	13	1,521,717	738
Taxation - net		160,822	-
Cash and bank balances	14	2,239,627	4,832,346
		24,461,062	24,414,519
Assets classified as held for sale	15	166,101	-
<b>TOTAL ASSETS</b>		45,487,881	45,275,744
<b>EQUITY AND LIABILITIES</b>			
<b>Share capital and reserves</b>			
Authorised share capital			
1,000,000,000 (30 June 2024: 1,000,000,000)			
ordinary shares of Rs. 5 each		5,000,000	5,000,000
<b>Share Capital</b>			
Issued, subscribed and paid-up capital	16	1,165,576	1,165,576
<b>Revenue Reserves</b>			
Unappropriated profit		10,908,597	9,711,611
<b>Other Reserves</b>			
Foreign exchange translation reserve		1,211,184	956,749
<b>Equity attributable to owners of the Parent Company</b>		13,285,357	11,833,936
Non-controlling interest	17	2,736,876	2,222,085
<b>Total equity</b>		16,022,233	14,056,021
<b>Non - current liabilities</b>			
Long-term finance	18	5,965,228	6,717,423
Lease liabilities	19	4,428,103	4,598,366
Deferred tax liabilities	20	761,218	29,537
Defined benefit obligation - net	21	196,011	370,606
		11,350,560	11,715,932
<b>Current liabilities</b>			
Trade and other payables	22	12,078,441	11,949,269
Contract liability	23	239,473	308,907
Short-term borrowings	24	3,386,761	4,055,513
Current portion of long-term finance	18	764,633	293,616
Current portion of lease liabilities	19	1,282,481	1,239,268
Mark-up accrued on bank borrowings		116,687	937,824
Unclaimed dividend		27,243	22,906
Taxation - net		219,369	696,488
		18,115,088	19,503,791
<b>Contingencies and commitments</b>	25		
<b>TOTAL EQUITY AND LIABILITIES</b>		45,487,881	45,275,744

The annexed notes 1 to 48 form an integral part of these consolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director

# Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
Sales - net	26	101,306,925	86,375,106
Cost of sales	27	(72,166,572)	(62,805,113)
<b>Gross profit</b>		29,140,353	23,569,993
Selling and distribution expenses	28	(15,600,826)	(13,064,582)
Expected credit loss on trade receivables	9.1	(3,601)	(25,081)
Administrative expenses	29	(5,032,385)	(4,257,182)
<b>Operating profit</b>		8,503,541	6,223,148
Other expenses	30	(442,601)	(269,735)
Other income	31	426,902	276,399
Finance costs	32	(2,629,262)	(2,597,265)
<b>Profit before final tax, minimum tax and income tax</b>		5,858,580	3,632,547
Final tax	33	(4,179)	(35,262)
Minimum tax	34	(199,873)	(224,647)
		(204,052)	(259,90)
Profit before income tax		5,654,528	3,372,638
Income tax expense	35	(1,236,000)	(577,728)
<b>Profit for the year</b>		4,418,528	2,794,910
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss account			
Remeasurement of defined benefit obligations - actuarial loss		(166,556)	(5,807)
Related deferred tax thereon		-	1,132
		(166,556)	(4,675)
Items that may be reclassified to profit and loss account:			
Exchange differences on translation of foreign operations		264,814	(376,460)
		98,258	(381,135)
<b>Total comprehensive income</b>		4,516,786	2,413,775
<b>Profit attributable to:</b>			
Owners of the Parent Company		3,461,578	1,910,182
Non-controlling interests		956,950	884,728
		4,418,528	2,794,910
<b>Other comprehensive income / (loss) attributable to:</b>			
Owners of the Parent Company		87,879	(318,442)
Non-controlling interests		10,379	(62,693)
		98,258	(381,135)
<b>Total comprehensive income attributable to:</b>			
Owners of the Parent Company		3,549,457	1,591,740
Non-controlling interests		967,329	822,035
		4,516,786	2,413,775
(Rupees)			
Earnings per share (basic and diluted)	36	14.85	8.19

The annexed notes 1 to 48 form an integral part of these consolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director



# Consolidated Statement of Cash Flow

For the year ended 30 June 2025

	Note	30 June 2025	30 June 2024
(Rupees in '000)			
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash generated from operating activities	37	10,027,247	10,382,744
Income tax paid		(1,427,139)	(1,612,794)
Defined benefit obligation - benefits paid		(420,905)	(29,134)
Long-term deposits - net		(2,367)	3,209
Net cash flows from operating activities		8,176,836	8,744,025
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment		(1,885,806)	(3,630,897)
Proceeds from disposal of operating fixed assets		33,452	135,859
Purchase of intangible assets		(138,155)	(185,756)
Purchase of short term investment		(4,539,604)	(344,719)
Proceeds from redemption of short term investment		3,048,804	1,290,063
Net cash used in investing activities		(3,481,309)	(2,735,450)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of short term borrowings		(306,660)	(917,581)
Proceeds from short term borrowings		897,723	989,390
Repayment of long term finance		(290,146)	(303,084)
Proceeds from long term finance		-	3,100,000
Payment of lease liability		(1,557,956)	(1,201,014)
Finance cost paid		(2,196,051)	(1,814,843)
Dividend paid		(2,546,286)	(1,310,299)
Net cash used in financing activities		(5,999,376)	(1,457,431)
Net (decrease) / increase in cash and cash equivalents		(1,303,849)	4,551,144
Cash and cash equivalents at beginning of the year		2,123,736	(2,392,534)
Effect of movements in exchange rates		(3,800)	(34,874)
Cash and cash equivalents at end of the year	38	816,087	2,123,736

The annexed notes 1 to 48 form an integral part of these consolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director

# Consolidated Statement of Changes in Equity

For the year ended 30 June 2025

	Attributable to owners of the Parent Company				Non controlling interest	Total Equity
	Share capital	Unappropriated profit	Foreign currency translation reserve	Sub-total		
(Rupees in '000)						
Balance as at 1 July 2023	1,165,576	8,738,565	1,270,516	11,174,657	1,780,155	12,954,812
Total comprehensive income for the year ended 30 June 2024						
Profit for the year	-	1,910,182	-	1,910,182	884,728	2,794,910
Other comprehensive income for the year	-	(4,675)	(313,767)	(318,442)	(62,693)	(381,135)
	-	1,905,507	(313,767)	1,591,740	822,035	2,413,775
Transactions with the owners of the Company						
Final cash dividend for the year ended 30 June 2023 @ Rs. 2.5 per ordinary share	-	(582,788)	-	(582,788)	-	(582,788)
Interim cash dividend for the period ended 31 December 2023 @ Rs. 1.5 per share	-	(349,673)	-	(349,673)	-	(349,673)
Dividend paid to NCI*	-	-	-	-	(380,105)	(380,105)
Balance as at 30 June 2024	1,165,576	9,711,611	956,749	11,833,936	2,222,085	14,056,021
Balance as at 1 July 2024	1,165,576	9,711,611	956,749	11,833,936	2,222,085	14,056,021
Total comprehensive income for the year ended 30 June 2025						
Profit for the year	-	3,461,578	-	3,461,578	956,950	4,418,528
Other comprehensive income for the year	-	(166,556)	254,435	87,879	10,379	98,258
	-	3,295,022	254,435	3,549,457	967,329	4,516,786
Transactions with the owners of the Company						
Final cash dividend for the year ended 30 June 2024 @ Rs. 5 per ordinary share	-	(1,165,576)	-	(1,165,576)	-	(1,165,576)
Interim cash dividend for the period ended 31 December 2024 @ Rs. 2 per ordinary share	-	(466,230)	-	(466,230)	-	(466,230)
Interim cash dividend for the period ended 31 March 2025 @ Rs. 2 per ordinary share	-	(466,230)	-	(466,230)	-	(466,230)
Dividend paid to NCI*	-	-	-	-	(452,538)	(452,538)
Balance as at 30 June 2025	1,165,576	10,908,597	1,211,184	13,285,357	2,736,876	16,022,233

The annexed notes 1 to 48 form an integral part of these consolidated financial statements.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

1. THE GROUP AND ITS OPERATIONS

1.1 The Group consists of National Foods Limited ("Parent Company") and the following direct and indirect subsidiaries:

- i) National Foods DMCC
- ii) National Foods Pakistan (UK) Limited
- iii) National Epicure Inc.
- iv) National Epicure Limited
- v) A-1 Bags & Supplies Inc.
- vi) Ontario Ltd.
- vii) National Epicure USA Inc.

National Foods Limited

National Foods Limited ("Parent Company") was incorporated in Pakistan on 19 February 1970 as a private limited company under the Companies Act, 1913 and subsequently converted into a public limited company under the repealed Companies Ordinance, 1984 (now Companies Act, 2017) by special resolution passed in the extra ordinary general meeting held on 30 March 1988. The Parent Company is principally engaged in the manufacturing and sale of convenience based food products. The Parent Company is listed on Pakistan Stock Exchange. The registered office of the Parent Company is situated at 12 / CL - 6, Claremont Road, Civil Lines, Karachi.

1.2 The ultimate parent company of the National Foods Limited is ATC Holdings (Private) Limited based on control model as provided under IFRS 10 - Consolidated Financial Statements.

1.3 Details of the subsidiary companies are as follows:

National Foods DMCC

The Parent Company has a wholly owned subsidiary (National Foods DMCC) which was set up in United Arab Emirates in 2012 and is carried at cost. National Foods DMCC was registered on 7 November 2012 in the Dubai Multi Commodities Centre ("DMCC") pursuant to Dubai (DMCC) Law No. 4 of 2001 under the license number DMCC-32683 issued by DMCC. The registered address of the subsidiary company is Unit No. 2404-19, Reef Tower, Plot No. JLT-Ph 2-O1A, Jumeirah Lake Towers, Dubai, United Arab Emirates. National Foods DMCC is principally engaged in the trading of food products.

The primary objective of National Foods DMCC is to boost export sales of its parent company through trading in food stuff.

National Foods DMCC also has following three wholly owned direct subsidiaries and three indirect subsidiaries as follows:

National Foods Pakistan (UK) Limited

National Foods Pakistan (UK) Limited was incorporated in the United Kingdom on 29 May 2013 as a private company under the UK Companies Act 2006. National Foods Pakistan (UK) Limited is not operational. The registered office of National Foods Pakistan (UK) Limited is situated at 2nd Floor, 27 Gloucester Place, London. National Foods Pakistan (UK) Limited is a wholly owned subsidiary of National Foods DMCC.

National Epicure Inc. ("NEI") was incorporated in Canada on 16 October 2013 under the Canada Business Corporations Act. NEI is a wholly owned subsidiary of National Foods DMCC and is principally engaged in the trading of food products. The registered office of NEI is situated at 193 Maxome Avenue, Toronto, Ontario, Canada. NEI is the holding company of A-1 Bags & Supplies Inc.

National Epicure Inc.

National Epicure Inc. ("NEI") was incorporated in Canada on 16 October 2013 under the Canada Business Corporations Act. NEI is a wholly owned subsidiary of National Foods DMCC and is principally engaged in the trading of food products. The registered office of NEI is situated at 193 Maxome Avenue, Toronto, Ontario, Canada. NEI is the holding company of A-1 Bags & Supplies Inc.

National Epicure Limited

National Epicure Limited (NEL) was incorporated in Canada on 19 December 2024 under the Canada Business Corporations Act. NEL is a wholly owned subsidiary of National Foods DMCC. NEL is principally engaged in the trading of food products. The registered office of NEL is situated at 100 King Street West, 1 First Canadian Place, Suite 3400, Toronto, Ontario, M5X 1A4, Canada. NEL is the holding company of National Epicure USA Inc.

A-1 Bags & Supplies Inc.

A-1 Bags & Supplies Inc. was incorporated under the Business Corporations Act of Ontario on 14 March 2001 and is domiciled in Canada. A-1 Bags & Supplies Inc. is a distributor and wholesaler of food service, disposables, janitorial and kitchen equipment products. National Epicure Inc. holds 60% equity interest in A-1 Bags and Supplies Inc. in the year 2017. The head office, principal address and registered and record office of the Company are at 6400 Kennedy Road, Mississauga, Ontario L5T 2Z5. Also refer to note 46.2 of these consolidated financial statements.

Ontario Ltd.

"Ontario Ltd. was incorporated under the Business Corporations Act of Ontario on 16 January 2025 and is domiciled in Canada. The Company is engaged in manufacturing of aluminium steam tables pan and catering aluminium foil rolls. The registered office of the Company is situated at Unit No 6 - 6540 Kestrel road - Mississauga L5T IZ9- Ontario - Canada Toronto Ontario L5M 2C8. A-1 Bags & Supplies Inc. holds 90% equity interest in Ontario Ltd.

National Epicure USA Inc.

National Epicure USA Inc. was incorporated in USA on 1 December 2021 under the General Corporation Law of the State of Delaware, USA with an authorized share capital of 500 shares with a par value of \$0.0001 per share. Shares have not yet been issued by this entity and has not commenced its operations. National Epicure USA Inc. is a wholly owned subsidiary of NEL.

1.4 The manufacturing facilities and sales offices of the Group are situated at the following locations:

Manufacturing facilities:

- Office A-13 & A-14, North Western Industrial Zone, Bin Qasim, Karachi, Pakistan;
- A-393, Nooriabad Industrial Estate, Nooriabad, Pakistan;
- Plot No. 346 & 347 Phase - 2, M-3 Industrial City, Faisalabad, Pakistan; and
- Unit F-160/ C, F- 133, S.I.T.E., Karachi, Pakistan (Non Operational).

Sales offices:

- Office No.107, 1st Floor Parsa Tower, Sharah-e-Faisal, Karachi, Pakistan;
- Office No.309, 3rd Floor Parsa Tower, Sharah-e-Faisal, Karachi, Pakistan;
- 18-CCA (Commercial Area), Phase VIII, DHA Lahore, Cantt, Pakistan;
- Babu Iqbal Village, near Civil Hospital, Nabisar Road Kunri, Sindh, Pakistan;
- 20 - C, Main Khayaban-e-Nishat, Ittehad Commercial Line 6, D.H.A Phase 6, Karachi, Pakistan;
- Office # 27, National Foods Limited, 3rd Floor, Bomanji Square, Multan Cantt, Multan City, Pakistan;
- Sixteenth Avenue Mall, 16-A Grand Trunk Road, Small Industrial Estate-1, Gujranwala, Pakistan;
- 1st Floor, Bilal Complex, Main PWD Road, Sector O-9, Islamabad, Pakistan;
- Office # 506, Block-C, 5th Floor, City Towers, Jahangir Abad University Road, Peshawar, Pakistan;



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

- Unit No. 2404-19, Reef Tower, Plot No. JLT-Ph 2-01A, Jumeirah Lake Towers, Dubai, United Arab Emirates;
- 193 Maxome Avenue, Toronto, Ontario, Canada;
- 27 Second Floor, Gloucester Place, London, United Kingdom;
- 6400 Kennedy Road, Mississauga, Ontario, Canada;
- 1110 Dearness Dr, Toronto, Ontario, Canada, and
- 7300 Torbram Road, Mississauga, Ontario, Canada.

## 2. BASIS OF PREPARATION

### 2.1 Statement of compliance

These consolidated financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards as applicable in Pakistan comprise of:

- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as are notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS Standards or IFAS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

### 2.2 Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis except as stated otherwise.

### 2.3 Functional and presentation currency

These consolidated financial statements are presented in Pakistani Rupees which is also the Group's functional currency. All financial information presented in Pakistani Rupees has been rounded to the nearest thousand of rupees, except as stated otherwise.

### 2.4. Basis of consolidation

These consolidated financial statements consists of financial statements of the Parent Company and its subsidiary companies as disclosed in note 1.1 to these consolidated financial statements (here in after referred as Group).

The financial statements of the Parent Company and its subsidiary companies are prepared up to the same reporting date and are combined on a line-by-line basis and investments held by the Parent Company is eliminated against corresponding share capital of subsidiary in these consolidated financial statements.

### 2.5. Use of significant estimates and judgments

The preparation of consolidated financial statements in conformity with the approved accounting and reporting standards as applicable in Pakistan requires management to make judgments, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. In the process of applying the Group's accounting policies, the management has made the following estimates and judgments which are significant to the financial statements:

	Note
Depreciation of property, plant and equipment	4.2
Amortisation of intangible assets	4.3
Expected credit loss allowance for trade receivables	4.16.1
Provision for write-down of inventory to net realisable value	4.15
Valuation of defined benefit obligations	4.13
Valuation of compensated absences	4.13
Measurement of refund liability	4.9
Taxation	4.1
Lease liability and depreciation of right of use asset	4.4

## ACCOUNTING STANDARDS, INTERPRETATIONS AND AMENDMENTS TO PUBLISHED APPROVED ACCOUNTING STANDARDS

### 3.1 Standards, interpretations and amendments to published approved accounting standards that have become effective in the current year

There are certain new standards, interpretations and amendments to published approved accounting standards that are mandatory for accounting periods beginning on or after 1 July 2024. However these do not have any significant impact on the group consolidated financial statements and therefore have not been detailed in these consolidated financial statements.

### 3.2 Standards, interpretations and amendments to published approved accounting standards that are not yet effective

The following accounting and reporting standards as applicable in Pakistan and the amendments and interpretations thereto will be effective for accounting periods beginning on or after 1 July 2025:

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) amend accounting treatment on loss of control of business or assets. The amendments also introduce new accounting for less frequent transaction that involves neither cost nor full step-up of certain retained interests in assets that are not businesses. The effective date for these changes has been deferred indefinitely until the completion of a broader review. Early adoption continues to be permitted.
- Lack of Exchangeability (amendments to IAS 21) clarify:
  - when a currency is exchangeable into another currency; and
  - how a entity estimates a spot rate when a currency lacks exchangeability.

Further, Group will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on the financial statements. These disclosures might include:

- the nature and financial impacts of the currency not being exchangeable;
- the spot exchange rate used;
- the estimation process; and
- risks to the company because the currency is not exchangeable.

The amendments apply for annual reporting periods beginning on or after 1 July 2025. Earlier application is permitted.

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

- Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS Financial Instruments and IFRS 7 Financial Instruments: Disclosures:
- Financial Assets with ESG-Linked features:

Under IFRS 9, it was unclear whether the contractual cash flows of some financial assets with ESG-linked features represented SPPI. This could have resulted in financial assets with ESG-linked features being measured at fair value through profit or loss.

Although the new amendments are more permissive, they apply to all contingent features, not just ESG-linked features. While the amendments may allow certain financial assets with contingent features to meet the SPPI criterion, companies may need to perform additional work to prove this. Judgement will be required in determining whether the new test is met. The amendments introduce an additional SPPI test for financial assets with contingent features that are not related directly to a change in basic lending risks or costs – e.g., where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract.

The amendments also include additional disclosures for all financial assets and financial liabilities that have certain contingent features that are:

- not related directly to a change in basic lending risks or costs;
- and are not measured at fair value through profit or loss.

The amendments apply for reporting periods beginning on or after 1 January 2026. Companies can choose to early-adopt these amendments (including the associated disclosure requirements), separately from the amendments for the recognition and derecognition of financial assets and financial liabilities.

- Recognition / Derecognition requirements of Financial Assets / liabilities by Electronic Payments:  
  
The amendments to IFRS 9 clarify when a financial asset or a financial liability is recognized and derecognized and provide an exception for certain financial liabilities settled using an electronic payment system. Group generally derecognize their trade payables on the settlement date (i.e., when the payment is completed). However, the amendments provide an exception for the derecognition of financial liabilities. The exception allows the Group to derecognize its trade payable before the settlement date, when it uses an electronic payment system that meets all of the following criteria:
  - no practical ability to withdraw, stop or cancel the payment instruction;
  - no practical ability to access the cash to be used for settlement as a result of the payment instruction; andThe amendments apply for reporting periods beginning on or after 1 January 2026. Earlier application is permitted.  
  
The above are not likely to have a material impact on these consolidated financial statements of the Group based on the current balance.

## 4. MATERIAL ACCOUNTING POLICY INFORMATION

Except for the adoption of accounting policies as described below, the accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

### IFRS 5 - Non-current Assets Held for Sale and Discontinued Operations

The Group has adopted IFRS 5 - Non-current Assets Held for Sale and Discontinued Operations as stated in note 15. Non-current assets are classified as held for sale if it is highly probable that they will be recovered principally through a sale transaction rather than through continuing use. Such assets are measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale, being the difference between the carrying value and the fair value less costs to sell, are recognised in profit or loss. Once classified as held for sale, non-current assets are no longer depreciated.

### Capital Spares

Spares that are expected to be used over more than one period are classified as capital spares. Transfers are made to relevant operating assets category as and when such items are available for intended use.

## 4.1 Business Combination

The Group accounts for business combination using the acquisition method when control is transferred to the Group. The consideration transferred (including contingent consideration) in the year of acquisition is measured at fair value, as are the identifiable net assets acquired. Any goodwill acquired is not amortised but tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities. When the initial accounting for a business combination is incomplete at the end of a reporting period, provisional amounts are recognised. During the measurement period, the provisional amounts are retrospectively adjusted and additional assets and liabilities are recognised, to reflect new information obtained about the facts and circumstances that existed at the acquisition date which would have affected the measurement of the amounts recognised at that date, had they been known. The measurement period does not exceed twelve months from the date of acquisition.

### Subsidiaries

Subsidiaries are entities controlled by the Group. The Group ‘controls’ an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in these consolidated financial statements from the date on which control commences until the date on which control ceases.

### Non-controlling interest (NCI)

Non-controlling interest is that portion of equity in a subsidiary that is not attributable, directly or indirectly, to the Parent Company. Non-controlling interests are measured at their proportionate share of the acquiree's identifiable net assets at the date of acquisition. Non-controlling interests are presented as a separate item in the consolidated financial statements.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

### Loss of control

When the Group lose control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost. Subsequently, it is accounted for as an equity-accounted investee or as a financial asset depending on the level of influence retained.

### Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gain or losses) arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

## 4.2 Property, plant and equipment

### Initial recognition

The cost of an item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Group and the cost of such item can be measured reliably.

Recognition of the cost in the carrying amount of an item of property, plant and equipment ceases when the items is in the location and condition necessary for it to be capable of operating in the manner intended by the management.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

<i>Measurement</i>	
Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment includes:	
(a) The purchase price including import duties and non refundable purchase taxes after deducting trade discounts and rebates;	
(b) Any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management; and	
(c) Borrowing costs, if any.	
When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.	

Subsequent expenditure (including normal repairs and maintenance)	
Expenditures incurred to replace a significant component of an item of property, plant and equipment is capitalised and the asset so replaced is retired. Other subsequent expenditure is capitalised only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the items can be measured reliably. All other expenditures (including normal repairs and maintenance) is recognised in the profit or loss as an expense when it is incurred.	

<i>Depreciation</i>	
Depreciation on all items of the Group, except land is charged on a straight line method (except for the property and equipment of A-1 Bags & Supplies Inc). The useful lives for depreciation are disclosed in note 5.1 of these consolidated financial statements. Depreciation on additions to property, plant and equipment is charged from the month the asset is available for use up to the month of disposal. Depreciation methods, useful lives and residual values of each component of property, plant and equipment that is significant in relation to the total cost of the asset are reviewed, and adjusted if appropriate, at each reporting date.	

<i>Gain and loss on disposal</i>	
The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment, and is recognised in the profit or loss account.	

<i>Capital work in progress</i>	
Capital work in progress is stated at cost less impairment loss, if any and consists of all expenditures incurred and advances made in the course of their construction and installation. Transfers are made to relevant operating asset category of property, plant and equipment as and when assets are available for intended use.	

<b>4.3 Intangible assets and goodwill</b>	
An intangible asset is recognised if it is probable that future economic benefits attributable to the asset will flow to the Group and cost of such asset can be measured reliably. Intangibles acquired by the Group are initially recognised at cost and are subsequently carried at cost less accumulated amortisation and any provision for impairment loss. Amortisation of intangible assets is charged to profit or loss account from the month in which an intangible asset is acquired applying the straight line method at the useful life specified in note 6.1 to these consolidated financial statements after taking into account residual value, if any.	

Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses. Other intangible assets, including customer relationships that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Trademark have indefinite useful life and are not amortised, therefore, these are measured at cost less any accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is recognised in profit or loss. Goodwill is not amortised.

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

**4.4 Leases**

The Group assesses whether a contract is or contains a lease at inception of the contract. This assessment involves the exercise of judgement about whether it depends on a specified asset, whether the Group obtains substantially all the economic benefits from the use of that asset, and whether the Group has the right to direct the use of the asset.

The Group recognizes a right-of-use (ROU) asset and a lease liability at the lease commencement date, except for short term leases of 12 months or less and leases of low value items, which are expensed in the statement of profit or loss and other comprehensive income on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payment that are not paid at the commencement date, discounted using the interest rate implicit in the lease. If this rate cannot be readily determined, the Group uses the incremental borrowing rate applicable in the market for such leases.

The lease liability is subsequently measured at amortised cost using the effective interest rate method and remeasured (with a corresponding adjustment to the related ROU asset) when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessment of options.

At inception, the ROU asset comprises the initial lease liability, initial direct costs and the obligations to refurbish the asset, less any incentive granted by the lessor. The ROU asset is depreciated over the lower of the lease term or the useful life of the underlying asset. The ROU asset is subject to testing for impairment if there is an indicator for impairment, as for owned assets.

**4.5 Cash and cash equivalents**

Cash and cash equivalents comprises cash in hand and balances with banks on current and savings accounts. Running musharakah under profit arrangements and running finance under mark-up arrangements that are repayable on demand and form an integral part of the Group's cash management are included as component of cash and cash equivalents for the purpose of consolidated statement of cash flows.

**4.6 Financial Instruments**

**4.6.1 Recognition, classification and measurement - Financial Assets**

*Classification*

The Group currently classifies its financial assets in the following measurement categories:

- fair value through profit or loss (FVTPL); and
- measured at amortised cost.

The classification depends on the Group business model for managing the financial assets and the contractual terms of the cash flows.

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

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

- it is held within business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income. However the Group may make an irrevocable election at initial recognition for particular investments in equity instruments that would otherwise be measured at FVTPL to present subsequent changes in fair value in other comprehensive income.

On initial recognition, the Group may, irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency ('accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

*Initial measurement*

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

*Subsequent measurement*

Financial assets at FVTPL	<p>These assets are subsequently measured at fair value. Net gains and losses, including any interest / markup or dividend income, are recognised in profit or loss.</p> <p>Investments in mutual funds are measured at fair value based on net asset value of the fund on each balance sheet date (as per the redemption prices quoted by each mutual fund) and the unrealized gain / (loss) is recognised in the profit or loss.</p>
Financial assets measured at amortised cost	<p>These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest / markup income, foreign exchange gains and losses and impairment are recognised in the profit or loss.</p>

**4.6.2 Financial liabilities - Classification, subsequent measurement and gains and losses**

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as FVTPL if it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses is recognised in statement of profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**4.6.3 Derecognition**

*Financial assets*

*Financial assets*The Group derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
  - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
  - the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

*Financial liabilities*

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

If the modification of a financial liability is not accounted for as derecognition, then the amortized cost of the liability is recalculated by discounting the modified cash flows at the original effective interest rate and the resulting gain or loss is recognized in profit or loss..

**4.7 Trade and other payables**

*Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost.*

**4.8 Offsetting**

Financial assets and financial liabilities are offset and the net amount is reported in the financial statements only when the Group has currently legally enforceable right to set-off the recognised amounts and the Group intends either to settle on a net basis or to realise the assets and to settle the liabilities simultaneously.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

**4.9 Refund Liability**

A refund liability is initially measured at the amount of consideration received or receivable to which the Group does not expect to be entitled. The Group updates the measurement of the refund liability at each reporting date for changes in expectations about the amount of the refunds and recognises adjustments to the refund liability as revenue. No asset is recognised for returns as they are not anticipated to be resold.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

**4.10 Contract Liability**

Contract liability represents the Group obligation to transfer goods or services to a customer for which consideration has been received in advance of performance. These amounts are recognised as revenue when the related performance obligations are satisfied by transferring control of the promised goods or services to the customer.

**4.11 Taxation**

Income tax expense comprises current tax and deferred tax. It is recognised in profit or loss except to the extent that it relates to, or items recognised directly in equity or in other comprehensive income, in whichcase the tax amounts are recognized directly in other comprehensive income or equity, as the case may be.

i) Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year; calculated using tax rates enacted or substantively enacted by the end of the reporting period. The calculation of current tax takes into account tax credit and tax rebates, if any, and is inclusive of any adjustments to income tax payable or recoverable in respect of previous years.

The Group recognises provision for income tax based on best current estimates. However, where the finalised tax outcome is different from the amounts that were initially recorded, such differences will impact the income tax provision in the period in which such determination is made.

ii) Deferred tax

Deferred tax is accounted for using the balance sheet method on all temporary differences arising between tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax liability is recognised for all taxable temporary differences and deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilised. However, tax holiday period is also considered for the purposes of determination of deductible / taxable temporary differences. Deferred tax is charged or credited in the profit or loss (except to the extent that it relates to items recognized directly in equity or other comprehensive income in which cases these are recognized directly in equity or other comprehensive income as the case may be).

**4.12 Levy of income tax**

The Group operates in a number of countries in which it is subject to government levies. Charges levied / taxes withheld / paid on various income streams are calculated on basis other than the taxable income are recognized as a levy in accordance with IAS 12 - Income Taxes.

**4.13 Employee benefits**

*Defined benefit plans*

The Group operates a funded pension scheme and post retirement medical benefit for the individuals mentioned in note 21 to these consolidated financial statements. The liability recognised in the consolidated statement of financial position in respect of the defined benefit plans is the present value of the defined benefit obligations at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. Remeasurements which comprise actuarial gains and losses are recognised immediately in other comprehensive income. The latest actuarial valuation of the defined benefit plans was conducted at 30 June 2025.

The current and past-service costs and interest income / expenses are recognized immediately in the statement of profit or loss.

Surplus arising on the actuarial valuation is recognized to the extent these are available under the applicable trust deed at the present value of economic benefits available in the form of refund or reductions in future contribution to the fund.

*Defined contribution plan*

The Group operates an approved contributory provident fund for eligible employees. Equal monthly contributions are made, both by the Group and the employees, to the fund at the rate of 10% per annum of the basic salary.

*Compensated Absences*

The Group accounts for compensated absences in accordance with IAS 19 - Employee Benefits, where the liability is measured using the projected unit credit method on the basis of unused leave balances of eligible employees at the end of the reporting period.

*Staff Terminal Benefits*

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

**4.14 Stores and spare parts**

These are valued at cost less provision for slow moving and obsolete items (if any). Items in transit are valued at cost comprising invoice value plus other charges incurred thereon.

**4.15 Stock-in-trade**

All stocks are stated at the lower of cost and estimated net realisable value. Cost is determined by weighted average method except for those in transit where it represents invoice value and other charges incurred thereon. Net realisable value signifies the estimated selling price in the ordinary course of business less cost necessary to be incurred in order to make the sale. Cost of semi-finished goods and finished goods includes direct cost of materials, direct cost of labour and production overheads. Provisions and write-offs for damaged and obsolete stock in trade are made based on the policy and specific identification of items of stock in trade by the management.

**4.16 Impairment losses**

**4.16.1 Financial assets**

The Group recognises allowances for Expected Credit Losses (ECLs) in respect of financial assets measured at amortised cost. The Group measures allowances at an amount equal to lifetime Expected Credit Losses (ECLs) for trade receivables.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

	<p>The Group assumes that the credit risk on a financial asset has increased significantly if it is more than past due for a reasonable period of time. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.</p> <p>Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.</p> <p>The gross carrying amount of a financial asset is written-off when the Group has no reasonable expectations of recovering of a financial asset in its entirety or a portion thereof. The Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written-off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.</p>
4.16.2	<p><b>Non-financial assets</b></p> <p>At the end of each reporting period, the Group reviews the carrying amount of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the Group estimates the recoverable amount of the asset and when the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in consolidated statement of profit or loss.</p> <p>For impairment testing, assets 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 Cash Generating Units (CGUs).</p> <p>Irrespective of whether there is any indication of impairment, the Group shall also test an intangible asset and goodwill with an indefinite useful life for impairment annually by comparing its carrying amount with its recoverable amount.</p> <p>Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.</p> <p>The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.</p> <p>An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.</p> <p>Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.</p> <p>An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. A reversal of impairment loss for a cash generating unit is allocated to the assets of the unit, except for goodwill, pro rata with the carrying amounts of those assets. The increase in the carrying amounts shall be treated as reversals of impairment losses for individual assets and recognized in profit or loss unless the asset is measured at revalued amount. Any reversal of impairment loss of a revalued asset shall be treated as a revaluation increase.</p> <p>At the end of each reporting period, the Group also assesses whether there is an indication that an impairment loss recognised in prior periods for an asset may no longer exist or may have decreased. If any such indication exists, the Group estimates the recoverable amount of the asset and reverses the impairment loss recognised in previous period such that the increased carrying amount of the asset does</p>

	<p>not exceed the carrying amount that would have been determined (net of amortisation and depreciation) had no impairment loss been recognised for the asset in prior years. Reversal of impairment loss is recognised in consolidated statement of profit or loss and other comprehensive income. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs and accordingly recognises impairment loss or reverses the impairment loss recognised in prior periods.</p> <p>Recoverable amount of an asset or cash-generating unit is the higher of its fair value less cost of disposal and its value in use.</p> <p>Value in use is estimated as the present value of estimated future cash flows from the continuing use of an asset / cash generating unit and from its disposal at the end of its useful life. A pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset for which the estimates of future cash flows have not been adjusted.</p>
4.17	<p><b>Ijarah</b></p> <p>In ijarah transactions' significant portion of the risks and rewards of ownership are retained by the lessor. IFAS 2 - Ijarah, issued by the Institute of Chartered Accountants of Pakistan, requires the recognition of 'ujrah payments' (lease rentals) against ijarah financing as an expense in the statement of profit or loss on a straight-line basis over the ijarah term.</p>
4.18	<p><b>Provisions</b></p> <p>Provisions are recognised when the Group has present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the outflow of resources embodying economic benefits is not probable, a contingent liability is disclosed, unless the possibility of outflow is remote. Provisions are reviewed at each reporting date and adjusted to reflect current best estimate.</p>
4.19	<p><b>Foreign currency</b></p>
4.19.1	<p><b>Foreign currency transactions and translation</b></p> <p>Foreign currency transactions are translated into Pakistani Rupee using the exchange rates approximating those prevailing at the dates of the transactions. All monetary assets and liabilities in foreign currencies are translated into Pakistani Rupee at the rates of exchange approximating those prevailing at the reporting date. Exchange gains / losses on translation are included in profit and loss.</p>
4.19.2	<p><b>Foreign operations</b></p> <p>The assets and liabilities of foreign operations are translated to Pakistani rupees at exchange rates prevailing at the reporting date. The income and expenses of foreign operations are translated to Pakistani Rupees at average rates of exchange prevailing during the reporting period.</p> <p>Goodwill arising on the acquisition of an entity by an overseas subsidiary is treated as an asset of the overseas subsidiary and is translated at foreign exchange rates prevailing as at the date of the reporting date.</p>
4.19.3	<p><b>Translation gains and losses</b></p> <p>Gains and losses arising from foreign currency translations are recognised in the profit and loss account, except those arising from the translation of the net investment in foreign subsidiaries, which are recognized in other comprehensive income as an foreign exchange translation reserve. Balances in the foreign exchange translation reserve are only taken to the profit and loss account on the disposal of the investment.</p>



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

4.20 Revenue from contracts with customers

The consideration which the Group receives in exchange for its goods or services may be fixed or variable. Variable consideration is only recognized when it is highly probable that a significant reversal will not occur. Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes etc), pricing allowances, other trade discounts, volume rebates. Sales return provisions are recognized as deduction from revenue based on terms of the arrangements with the customer.

Revenue from contracts with customers is recognized at the point in time when a contractual promise to a customer (performance obligation) has been fulfilled by transferring control over the promised goods and services to the customer. Accordingly:

- Local sales are recognized when the products are delivered to the customer's designated location.
- Export sales are recognized at the point of shipment, as evidenced by the issuance of the bill of lading.

Discounts, rebates and allowances are recognized, on estimated basis using historical experience and the specific terms of the arrangement, as a deduction from revenue at the time that the related sales are recognized or when such incentives are offered to the customer.

In case of retail business, the majority of revenue from merchandise sales is recognized at the point of sale. Revenue generated through orders delivered to the customers is recognized upon acceptance of delivery by the customer.

4.21 Interest / Mark-up income

Income on Interest / Mark up income is recognised at the rate of return implicit in the arrangement.

4.22 Dividend income

Dividend income is recognised in profit or loss as other income, when:

- the Group's right to receive payment has been established;
- it is probable that the economic benefits associated with the dividend will flow to the Group; and
- the amount of the dividend can be measured reliably.

4.23 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Group that makes strategic decisions.

4.24 Research and development

Research and development expenditure is charged to profit or loss in the period in which it is incurred.

4.25 Dividends and appropriations

Final dividend distributions to the Group's shareholders are recognized as a liability in the consolidated financial statements in the period in which the dividends are approved by the Group's shareholders at the Annual General Meeting, while the interim dividend distributions are recognized in the period in which the dividends are declared by the Board of Directors. Appropriations of profit are reflected in the consolidated statement of changes in equity in the period in which such appropriations are approved.

4.26 Earnings per share

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

5. PROPERTY, PLANT AND EQUIPMENT

Note	2025	2024
	(Rupees in '000)	
Operating fixed assets	13,557,594	13,138,271
Capital work-in-progress	178,749	403,577
Right-of-use assets	5,351,602	5,654,496
Capital spares	40,241	21,298
	19,128,186	19,217,642

5.1 Operating fixed assets:

	2025											
	Freehold land	Leasehold land	Leasehold improvements	Building on freehold land	Building on leasehold land	Plant and machinery	Furniture and fittings	Office and other equipments	Computers	Laboratory equipments	Vehicles	Total
	(Rupees in '000)											
At 1 July 2024												
Cost	207,335	179,442	557,245	4,100,340	3,101,090	6,285,871	1,048,898	1,306,769	681,907	98,075	314,630	17,881,602
Accumulated depreciation	-	-	(165,176)	(61,316)	(786,129)	(2,700,417)	(592,515)	(438,991)	(382,761)	(54,637)	(163,582)	(5,345,524)
Effect of movements in exchange rates	-	-	109,520	-	-	-	260,328	99,025	81,401	-	51,919	602,193
Net book value	207,335	179,442	501,589	4,039,024	2,314,961	3,585,454	716,711	966,803	380,547	43,438	202,967	13,138,271
Additions / transfer	-	-	359,488	551,324	82,922	478,821	76,579	231,623	234,595	35,329	24,869	2,075,550
Assets Classified as held for sale - note 15												
Cost	-	(2,255)	-	-	(306,356)	-	-	-	-	-	-	(308,611)
Accumulated depreciation	-	-	-	-	142,510	-	-	-	-	-	-	142,510
	-	(2,255)	-	-	(163,846)	-	-	-	-	-	-	(166,101)
Disposals												
Cost	-	-	-	-	-	(67,118)	(7,205)	(7,329)	(28,860)	-	(4,720)	(115,232)
Accumulated depreciation	-	-	-	-	-	44,427	3,299	6,812	28,096	-	2,614	85,248
	-	-	-	-	-	(22,691)	(3,906)	(517)	(764)	-	(2,106)	(29,984)
Effect of movements in exchange rates	-	-	20,975	-	-	-	11,019	7,859	5,006	-	3,042	47,901
Depreciation charge for the year	-	-	(81,259)	(120,490)	(115,627)	(615,957)	(144,136)	(237,527)	(123,168)	(17,100)	(52,779)	(1,508,043)
Closing net book value	207,335	177,187	800,793	4,469,858	2,118,410	3,425,627	656,267	968,241	496,216	61,667	175,993	13,557,594
At 30 June 2025												
Cost	207,335	177,187	916,733	4,651,664	2,877,656	6,697,574	1,118,272	1,531,063	887,642	133,404	334,779	19,533,309
Accumulated depreciation	-	-	(246,435)	(181,806)	(759,246)	(3,271,947)	(733,352)	(669,706)	(477,833)	(71,737)	(213,747)	(6,625,809)
Effect of movements in exchange rates	-	-	130,495	-	-	-	271,347	106,884	86,407	-	54,961	650,094
Net book value	207,335	177,187	800,793	4,469,858	2,118,410	3,425,627	656,267	968,241	496,216	61,667	175,993	13,557,594
Useful life in years	-	-	5 - 10	4 - 48	2 - 49	2 - 23	5	2 - 13	3 - 6	2 - 10	3 - 5	

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For the year ended 30 June 2025

2024												
	Freehold land	Leasehold land	Leasehold improvements	Building on freehold land	Building on leasehold land	Plant and machinery	Furniture and fittings	Office and other equipments	Computers	Laboratory equipments	Vehicles	Total
	(Rupees in '000)											
At 1 July 2023												
Cost	207,335	179,992	252,292	-	3,189,588	4,179,216	797,557	562,423	586,270	84,922	178,155	10,217,750
Accumulated depreciation	-	-	(109,151)	-	(727,880)	(2,333,956)	(479,978)	(363,960)	(376,278)	(47,047)	(115,574)	(4,553,824)
Effect of movements in exchange rates	-	-	133,173	-	-	-	297,423	117,071	94,312	-	60,748	702,727
Net book value	207,335	179,992	276,314	-	2,461,708	1,845,260	615,002	315,534	304,304	37,875	123,329	6,366,653
Additions / transfer	-	-	305,857	4,100,340	16,455	2,241,960	287,075	793,879	163,272	18,070	141,676	8,068,584
	-	-	305,857	4,100,340	16,455	2,241,960	287,075	793,879	163,272	18,070	141,676	8,068,584
Disposals												
Cost	-	(550)	(904)	-	(104,953)	(135,305)	(35,734)	(49,533)	(67,635)	(4,917)	(5,201)	(404,732)
Accumulated depreciation	-	-	-	-	51,662	115,499	31,061	48,585	67,414	4,305	2,035	320,561
	-	(550)	(904)	-	(53,291)	(19,806)	(4,673)	(948)	(221)	(612)	(3,166)	(84,171)
Effect of movement in exchange rate	-	-	(23,653)	-	-	-	(37,095)	(18,046)	(12,911)	-	(8,829)	(100,534)
Depreciation charge for the year	-	-	(56,025)	(61,316)	(109,911)	(481,960)	(143,598)	(123,616)	(73,897)	(11,895)	(50,043)	(1,112,261)
Closing net book value	207,335	179,442	501,589	4,039,024	2,314,961	3,585,454	716,711	966,803	380,547	43,438	202,967	13,138,271
At 30 June 2024												
Cost	207,335	179,442	557,245	4,100,340	3,101,090	6,285,871	1,048,898	1,306,769	681,907	98,075	314,630	17,881,602
Accumulated depreciation	-	-	(165,176)	(61,316)	(786,129)	(2,700,417)	(592,515)	(438,991)	(382,761)	(54,637)	(163,582)	(5,345,524)
Effect of movements in exchange rates	-	-	109,520	-	-	-	260,328	99,025	81,401	-	51,919	602,193
Net book value	207,335	179,442	501,589	4,039,024	2,314,961	3,585,454	716,711	966,803	380,547	43,438	202,967	13,138,271
Useful life years	-	-	5 - 10	4 - 48	2 - 49	2 - 23	5	2 - 13	3 - 6	2 - 10	3 - 5	

5.2 Above assets includes fully depreciated assets having cost of Rs.1,363 million (2024: Rs. 1,454 million).

5.3 At 30 June 2025, plant and equipment with a carrying amout of Rs. 96.6 million (2024: Rs. 124 million) are temporarily idle. Fair value of these assets exceeds their carrying values.

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

	Note	2025	2024
		(Rupees in ‘000)	
Cost of sales	27	993,678	692,880
Selling and distribution costs	28	364,324	288,628
Administrative expenses	29	150,041	130,753
		1,508,043	1,112,261

5.5 The details of property, plant and equipment having net book value of Rs. 500,000 and above sold / disposed of during the year by the Parent Company are as follows:

	Cost	Accumulated depreciation	Net book value	Sale proceeds	Gain / (loss) on disposal	Mode of disposal	Particulars of purchaser	Relationship with the purchaser
	(Rupees in ‘000)							
Plant and machinery	11,900	6,269	5,631	5,306	(325)	Auction	Iqbal & Co.	Third party
Plant and machinery	8,484	4,347	4,137	3,907	(230)	Auction	Iqbal & Co.	Third party
Plant and machinery	6,000	5,100	900	928	28	Auction	Iqbal & Co.	Third party
Plant and machinery	4,032	2,419	1,613	1,528	(85)	Auction	Iqbal & Co.	Third party
Plant and machinery	3,729	1,056	2,673	2,509	(164)	Auction	Iqbal & Co.	Third party
Plant and machinery	2,721	771	1,950	1,831	(119)	Auction	Iqbal & Co.	Third party
Plant and machinery	2,396	659	1,737	3,341	1,604	Auction	Iqbal & Co.	Third party
Plant and machinery	1,596	958	638	617	(21)	Auction	Iqbal & Co.	Third party
Plant and machinery	1,359	464	895	841	(54)	Auction	Iqbal & Co.	Third party
Furniture and fittings	6,912	3,110	3,802	3,505	(297)	Negotiation	UBL Fund Managers Limited	Third party
Total	49,129	25,153	23,976	24,313	337			

5.6 Capital work-in-progress (CWIP)

	Note	2025	2024
		(Rupees in ‘000)	
Civil works		4,377	32,439
Advance against civil work		-	7,664
Plant and machinery		135,511	228,849
Advance against plant and machinery, Office and other equipments		17,989	122,283
Office and other equipments		15,888	-
Furniture and fittings		4,984	12,342
		178,749	403,577

5.6.1 During the year the additions to CWIP and transfer of respective assets to operating fixed assets amounted to Rs. 154 million (2024: Rs. 3,314 million) and Rs. 267 million (2024: Rs. 7,256 million) respectively.

5.7 Particulars of immovable property (i.e. land and building) in the name of the Parent Company are as follows:

Location	Usage of immovable property	Geographical Location	Total Area (In Sq. Ft.)	Covered Area (In Sq. Ft.)
Corporate office	Office Building	12/CL-6 Claremount Road, Civil Lines, Karachi, Pakistan	45,099	16,301
S.I.T.E.	Manufacturing plant (Non-operational)	Unit F-160/ C, F- 133, S.I.T.E., Karachi, Pakistan	76,491	50,786
Port Qasim	Manufacturing plant	Office A-13 & A-14, North Western Industrial Zone Bin Qasim, Karachi, Pakistan	435,602	283,132
Nooriabad	Manufacturing plant	A-393, Nooriabad Industrial Estate, Nooriabad, Paksitan	602,942	147,045
Faisalabad	Manufacturing plant	Plot No. 346 & 347 Phase - 2, M-3 Industrial City, Faisalabad, Pakistan	1,086,456	412,862



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

5.8 Right-of-use assets

	2025			
	Properties	Equipments	Vehicles	Total
	(Rupees in '000)			
Balance at 1 July 2024				
Cost	7,043,607	48,698	135,916	7,228,221
Accumulated depreciation	(2,300,370)	(31,121)	(87,514)	(2,419,005)
Effect of movements in exchange rates	795,582	3,512	46,186	845,280
Net book value	5,538,819	21,089	94,588	5,654,496
Additions	1,187,933	-	-	1,187,933
Depreciation charge	(1,346,091)	(1,947)	(48,351)	(1,396,389)
Disposals	(243,550)	(28,669)	-	(272,219)
Accumulated depreciation	58,634	9,556	-	68,190
	(184,916)	(19,113)	-	(204,029)
Balance at 30 June 2025	5,195,745	29	46,237	5,242,011
Effect of movements in exchange rates	109,333	(29)	287	109,591
	5,305,078	-	46,524	5,351,602
Net book value - As at 30 June 2025	5,305,078	-	46,524	5,351,602
Lease term in years	3 - 10	4 - 5	4 - 6	

	2024			
	Properties	Equipments	Vehicles	Total
	(Rupees in '000)			
Balance at 1 July 2023				
Cost	3,097,823	20,029	119,439	3,237,291
Accumulated depreciation	(1,223,957)	(17,683)	(33,919)	(1,275,559)
Effect of movements in exchange rates	1,047,467	3,769	53,360	1,104,596
Net book value	2,921,333	6,115	138,880	3,066,328
Additions	3,945,784	28,669	16,477	3,990,930
Depreciation charge	(1,076,413)	(13,438)	(53,595)	(1,143,446)
Disposals	-	-	-	-
Accumulated depreciation	-	-	-	-
	-	-	-	-
Balance at 30 June 2024	5,790,704	21,346	101,762	5,913,812
Effect of movements in exchange rates	(251,885)	(257)	(7,174)	(259,316)
	5,538,819	21,089	94,588	5,654,496
Net book value - As at 30 June 2024	5,538,819	21,089	94,588	5,654,496
Lease term in years	3 - 10	4 - 5	4 - 6	

5.8.1 Derecognition includes the following: write-off of fully amortized right-of-use assets at the end of the lease term, transfer of right-of-use assets to property, plant, and equipment upon the exercise of the purchase option, and the return of right-of-use assets to the lessor prior to the lease term's conclusion

5.8.2 The depreciation of right-of-use assets for the year has been allocated as follows:

	Note	2025	2024
		(Rupees in '000)	
Cost of sales	27	10,255	12,615
Selling and distribution expenses	28	1,211,875	1,040,156
Administrative expenses	29	174,259	90,676
		1,396,389	1,143,446

6. INTANGIBLE ASSETS AND GOODWILL

	Note	2025	2024
		(Rupees in '000)	
Intangible assets and goodwill	6.1	1,552,200	1,520,186
Systems under development - Capital work-in-progress		-	23,438
		1,552,200	1,543,624

6.1 Intangible assets and goodwill

	2025				
	Computer softwares and ERP System	Goodwill	Customer relationships	Trademark	Total
	(Rupees in '000)				
Cost					
Balance as at 1 July 2024	614,426		334,080	466,209	2,051,541
Addition	161,551	636,8	-	-	161,551
Write off	(6,548)	26	-	-	(6,548)
Effect of movement in exchange rates	618	-	7,228	10,087	31,711
Balance as at 30 June 2025	770,047	-	341,308	476,296	2,238,255
		13,778			
		650,604			
Accumulated amortisation					
Balance as at 1 July 2024	356,519		174,836	-	531,355
Amortisation for the year	119,003		32,933	-	151,936
Write off	(2,365)	-	-	-	(2,365)
Effect of movement in exchange rates	148	-	4,981	-	5,129
Balance as at 30 June 2025	473,305	-	212,750	-	686,055
Net book value					
As at 30 June 2025	296,742	650,604	128,558	476,296	1,552,200
Useful life (years)	3 - 15	Indefinite	10	Indefinite	

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

	2024				
	Computer softwares and ERP System	Goodwill	Customer relationships	Trademark	Total
	(Rupees in '000)				
<b>Cost</b>					
Balance as at 1 July 2023	356,336	677,510	357,549	495,994	1,887,389
Addition	258,611	-	-	-	258,611
Write off	-	-	-	-	-
Effect of movement in exchange rates	(521)	(40,684)	(23,469)	(29,785)	(94,459)
Balance as at 30 June 2024	614,426	636,826	334,080	466,209	2,051,541
<b>Accumulated amortisation</b>					
Balance as at 1 July 2023	315,203	-	152,590	-	467,793
Amortisation for the year	41,531	-	34,383	-	75,914
Write off	-	-	-	-	-
Effect of movement in exchange rates	(215)	-	(12,137)	-	(12,352)
Balance as at 30 June 2024	356,519	-	174,836	-	531,355
<b>Net book value</b>					
As at 30 June 2024	257,907	636,826	159,244	466,209	1,520,186
Useful life (years)	3 - 15	Indefinite	10	Indefinite	

6.2 The amortization charge for the year has been allocated as follows:

	Note	2025	2024
		(Rupees in '000)	
Cost of sales	27	2,100	1,220
Administrative expenses	29	149,836	74,694
		151,936	75,914

6.3 Above intangible assets includes fully amortised assets having cost of Rs. 327.52 million (2024: Rs. 306.59 million).

6.4 Impairment testing of goodwill and trademarks having an indefinite useful life

For the purpose of the impairment testing, goodwill and trademarks having an indefinite useful lives are considered for impairment testing.

The recoverable amount of business operations of A-1 Bags & Suppliers Inc. (acquired entity) have been determined based on its value in use, determined by discounting the future cash flows to be generated from its continuing use. The cash flow projections are prepared covering period from 2026 to 2029 till terminal period. The calculations used for cash flow projections are based on financial budgets prepared by management.

The value in use determined for underlying cash generating unit is higher than its carrying amount.

The key assumptions used in the estimation of value in use were as follow:

	Percentage (%)
Sales (annual growth rate)	20.30%
Budgeted gross margin	23.10%
Other operating cost	19.20%
Long term growth rate	5.00%
Pre-tax discount rate	17.80%
Discount rate (%)	16.50%
- High	17.80%
- Low	1.30%
- Sensitivity	

Management has determined the values assigned to each of the above key assumptions as follows:

Assumptions	Approached used to determine values
Sales Volume	Average annual growth rate over the forecast period based on recent performance and management’s expectations of market development. Management does not anticipate material impact owing to change in the assumptions used for growth in sales volume.
Sales Price	Average annual growth rate over the forecast period based on current industry trend and including long term inflation forecast. Management does not anticipate material impact owing to change in the assumptions used for growth in sales price.
Budgeted gross margin	Based on recent performance and management’s expectation for the future.
Other operating cost	Fixed cost of the cash generating unit, which do not vary significantly with sales volume or price. Management forecast these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructuring or cost saving measures. The amounts disclosed above are the average operating costs for the forecast period. Management does not anticipate material impact owing to change in the assumptions used for growth in other operating cost.
Long term growth rate	This is the weighted average growth rate used to extrapolate cash flows beyond the budget period. Management does not anticipate material impact owing to change in the assumptions used for growth in the long term rate.
Pre-tax discount rates	Reflect specific risks relating to the business segment, and the country in which it operates.
Sensitivity to changes in other assumptions	Management have considered and assessed reasonably possible changes for other key assumptions and have not identified any instances that could cause the carrying amount to exceed its recoverable amount.

7. LONG TERM INVESTMENTS

7.1 On 25 February 2020, the Parent Company subscribed 3,000,000 ordinary shares of Rs.10 each in Naymat Collateral Management Company Limited (NCMCL). The Parent Company shareholding gives it ownership interest and voting power of 10% in it. NCMCL is an unlisted public company that was incorporated under Companies Act, 2017 on 21 January 2020 and has its registered office at C-25/B, Block 4, Clifton, Karachi Saddar Town, Sindh, Pakistan. It is engaged in the business of providing storage and preservation services for a range of agricultural commodities as well as issuing credible warehouse receipts for agricultural commodity financing.

The Parent Company has classified the investment at fair value through profit or loss, which was initially recognised at Rs. 30 million and is subsequently carried at fair value of Rs. nil (2024: Rs. nil).



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

## 8. STOCK-IN-TRADE

	Note	2025	2024
		(Rupees in '000)	
Raw materials	8.1 & 8.2	2,494,039	3,239,970
Provision for write-down of inventory to net realisable value	8.4	(77,036)	(96,628)
		2,417,003	3,143,342
Packing materials	8.1	690,154	850,265
Provision for write-down of inventory to net realisable value	8.4	(128,925)	(43,416)
		561,229	806,849
Semi finished goods	8.1	2,714,118	3,264,881
Provision for write-down of inventory to net realisable value	8.4	(144,108)	(252,042)
		2,570,010	3,012,839
Finished goods	8.1 & 8.3	8,390,837	7,135,730
Provision for write-down of inventory to net realisable value	8.4	(243,047)	(296,559)
		8,147,790	6,839,171
		13,696,032	13,802,201

- 8.1
- Stock in trade includes Rs. 3,536 million (2024: Rs. 5,410 million) held with third parties.
- 8.2
- This include goods in transit pertaining to raw materials amounting to Rs. 20.48 million (2024: Rs. 97.2 million).
- 8.3
- Above balances include items costing Rs. 138.46 million (2024: Rs. 295.68 million) valued at net realisable value of Rs. 105.12 million (2024: Rs. 257.14 million).
- 8.4
- During the year, the Group recorded a net reversal of provision (2024: charge) for write-down of inventory to net realisable value of Rs. 99.20 million (2024: Rs. 306.77 million) and has written off stocks against provision amounting to Rs. 525.96 million (2024: Rs.205.69 million).

The net reversal of stock write-downs is primarily due to the write-off of inventory previously provided, and a lower proportion of closing stock requiring provisioning based on current net realisable value assessments.

## 9. TRADE RECEIVABLES

	Note	2025	2024
		(Rupees in '000)	
Local		648,783	610,254
Foreign		3,433,976	2,805,319
		4,082,759	3,415,573
Allowance for expected credit loss	9.1	(137,388)	(175,140)
		3,945,371	3,240,433

- 9.1
- The movement in the allowance for expected credit loss for trade receivables is as follows:

	Note	2025	2024
		(Rupees in '000)	
Opening expected credit loss		175,140	186,664
Charge for the year - net		3,601	25,081
Write-off during the year		(44,449)	(29,435)
Effect of movements in exchange rates		3,096	(7,170)
Closing expected credit loss		137,388	175,140

## 10. ADVANCES

	Note	2025	2024
		(Rupees in '000)	
Suppliers and others	10.1 & 10.2	283,662	627,202
Provision against advances to suppliers		(21,395)	(51,827)
		262,267	575,375

- 10.1
- Advances include cash margin of Rs. 95.63 million (2024: Rs. 79.33 million).
- 10.2
- Advances also include Rs. 55 million (2024: Rs. Nil) that has been paid to Verdora Ventures (Private) Limited, an associated company, for the purchase of raw materials. The remaining balance includes Rs. 95.43 million (2024: Rs. 496.04 million) that has been paid to the suppliers for the purchase of raw materials, packing materials, stores and spare parts and for marketing services.

## 11. DEPOSITS AND PREPAYMENTS

	Note	2025	2024
		(Rupees in '000)	
Deposits	11.1	1,455,062	685,183
Prepayments		70,875	927,385
		1,525,937	1,612,568

- 11.1
- These deposits and prepayments are mainly against rent, insurance and IT utilities. Deposits are unsecured. These do not carry any mark up arrangement.

## 12. OTHER RECEIVABLES

	Note	2025	2024
		(Rupees in '000)	
Sales tax refundable	-	656,831	55,961
Export rebate receivable		10,549	-
		667,380	55,961

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

13. SHORT-TERM INVESTMENTS - AT FAIR VALUE THROUGH PROFIT OR LOSS

Name of the Mutual Fund	As at 1 July 2024	Invested during the year	Redeemed during the year	As at 30 June 2025
(Number of units)				
ABL Cash fund	-	92,070,876	42,990,882	49,079,994
ABL Money Market Plan - I	-	50,273,910	50,273,910	-
Faysal Money Market Fund	914	-	914	-
Faysal Islamic Cash Fund	-	3,704	3,704	-
Alfalah Financial Sector Opportunity Fund	-	249	-	249
Alfalah Cash Fund-II	-	18,657,890	8,730,536	9,927,354
Alfalah Money Market Fund-II	-	9,854,448	9,854,448	-
Alfalah GHP Stock Fund	6,840	3,813	10,633	20
Total	7,754	170,864,890	111,865,027	59,007,617

Name of the Mutual Fund	As at 1 July 2024	Invested during the year	Redeemed during the year	As at 30 June 2025
(Rupees in '000)				
ABL Cash fund	-	1,008,015	504,690	503,325
ABL Money Market Plan - I	-	503,242	503,242	-
Faysal Money Market Fund	94	1	95	-
Faysal Islamic Cash Fund	-	409	409	-
Alfalah Financial Sector Opportunity Fund	-	29	-	29
Alfalah Cash Fund-II	-	2,040,461	1,022,101	1,018,360
Alfalah Money Market Fund-II	-	1,016,855	1,016,855	-
Alfalah GHP Stock Fund	644	14	655	3
Total	738	4,569,026	3,048,047	1,521,717

14. CASH AND BANK BALANCES

	Note	2025	2024
(Rupees in '000)			
Cash in hand		2,398	17,366
Cash at bank - current account			
- local currency	14.1	547,668	2,963,981
- foreign currency		1,689,535	1,849,330
		2,237,203	4,813,311
Cash at bank - profit and loss sharing accounts			
- local currency	14.2	26	1,669
		2,239,627	4,832,346

14.1 The current accounts are placed with banks under conventional and islamic banking arrangements.

14.2 These carry markup rates of 9.5% per annum (2024: 20.5% per annum).

15. ASSETS CLASSIFIED AS HELD FOR SALE

Note	2025	2024
(Rupees in '000)		
Leasehold Land	2,255	-
Buildings on leasehold land	163,846	-
	166,101	-

15.1 The Group has stopped its manufacturing operations at the SITE plant. The Group is committed to a plan to sell the leasehold land and the buildings situated on the leasehold land at the SITE plant. As a result, these assets have been classified as "Assets Held for Sale" in accordance with IFRS 5 - Non-current Assets Held for Sale and Discontinued Operations.

On the date of classification as held for sale, the leasehold land and buildings were measured at their carrying values, which were lower than their fair value less costs to sell. Efforts to sell these assets have started, and the sale is expected to be completed within one year from the date of classification. As of 30 June 2025, the assets classified as held for sale continue to be measured at their carrying values, being lower than their fair value less costs to sell.

16. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

2025	2024		2025	2024
(Number of shares)			(Rupees in '000)	
3,139,975	3,139,975	Ordinary shares of Rs. 5 (2024: Rs. 5) each issued for consideration paid in cash	15,700	15,700
229,975,450	229,975,450	Ordinary shares of Rs. 5 (2024: Rs. 5) each as fully paid bonus shares	1,149,876	1,149,876
233,115,425	233,115,425		1,165,576	1,165,576

16.1 As at 30 June 2025, ATC Holdings (Private) Limited (ultimate parent company) held 83,797,413 (2024: 79,311,413) ordinary shares of the Parent Company.

17. NON-CONTROLLING INTEREST

Below is the summarised consolidated financial information of A-1 Bags & Supplies Inc. that has a non-controlling interest that is material to the Group. The amounts disclosed are before intra-group eliminations.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

Summarised balance sheet	Note	2025	2024
		(Rupees in '000)	
Non-current assets		7,500,798	7,310,242
Current assets		10,305,217	8,141,163
Non-current liabilities		(4,694,170)	(4,927,108)
Current liabilities		(6,393,049)	(5,297,873)
Net assets		6,718,796	5,226,424
Net assets attributable to NCI		2,686,604	2,127,545
Accumulated NCI		2,736,876	2,222,085
Summarised consolidated statement of profit or loss and other comprehensive income			
Sales		56,362,648	48,414,009
Profit for the year		2,416,305	2,234,503
Profit allocated to NCI		956,950	884,728
Other comprehensive income / (loss) for the year		10,379	(62,693)
Total comprehensive income for the year		967,329	822,035
Summarised consolidated statement of cash flows			
Cash flow from operating activities		2,527,756	3,035,351
Cash flow from investing activities		(616,585)	(794,625)
Cash flow from financing activities		(1,944,571)	(2,233,335)
Net (decrease) / increase in cash and cash equivalents		(33,400)	7,391
18. LONG-TERM FINANCE			
	Note	2025	2024
		(Rupees in '000)	
Local currency	18.1	6,141,638	6,189,971
Foreign currency	18.2	588,223	821,068
		6,729,861	7,011,039
Current portion of long-term finance		(764,633)	(293,616)
		5,965,228	6,717,423
18.1	This represents ongoing long-term finance facilities of Rs. 6,300 million obtained from commercial and Islamic banks. These finances carry a markup ranging from 3-month KIBOR + 0.2% to 3-month KIBOR + 0.4%. The loans are secured through hypothecation charge of the Group present and future fixed assets. Loan tenures range from 5 to 10 years, with repayments being made through quarterly instalments. One loan is being repaid through quarterly instalments of Rs. 8.33 million until September 2029. Another loan carries varying quarterly instalments of Rs. 112.5 million, Rs. 150 million, Rs. 225 million, and Rs. 262.5 million, and is repayable until October 2029. A separate long-term loan comprises three tranches: one tranche is being repaid through quarterly instalments of Rs. 87.5 million until September 2029, while the remaining two tranches are being repaid through combined quarterly instalments of Rs. 100 million, fully repayable by September 2030.		

18.2	A-1 Bags & Supplies Inc., obtained loan from a commercial bank, details of which are as follows:		
	Note	2025	2024
		(Rupees in '000)	
Bank loan (i)	18.2.1	-	10,501
Bank loan (ii)	18.2.2	15,049	31,798
Bank loan (iii)	18.2.3	58,495	-
Bank loan (iv)	18.2.4	7,501	98,048
Bank loan (v)	18.2.5	22,841	11,707
Bank loan (vi)	18.2.6	138,133	33,075
Vehicle loan (vii)	18.2.7	336,209	12,009
Bank loan (viii)	18.2.8	9,995	185,145
Bank loan (ix)	18.2.9	-	438,785
		588,223	821,068
18.2.1	The loan, secured by trade receivable, bears interest at a rate of 4.85% per annum and is repayable in 60 equal monthly payments of Rs. 2.7 million including interest, maturing in October 2024.		
18.2.2	The loan, to finance equipment purchase, secured by trade receivable, bears interest at a rate of 3.85% per annum and is repayable in 60 equal monthly payments of Rs. 1.3 million including interest, maturing in October 2026.		
18.2.3	The loan, to finance equipment purchase, secured by trade receivable, bears interest at a rate of 4.67% per annum and is repayable in 60 equal monthly payments of Rs. 0.36 million including interest, maturing in January 2027.		
18.2.4	The loan, to finance equipment purchase, secured by trade receivable, bears interest at a rate of 4.09% per annum and is repayable in 60 equal monthly payments of Rs. 3.3 million including interest, maturing in October 2026.		
18.2.5	The loan, to finance equipment purchase, secured by trade receivables , bears interest at a rate of 4.67% per annum and is repayble in 60 equal monthly payment of Rs. 0.36 million including interest, maturing in January 2027.		
18.2.6	The loan, to finance equipment purchase, secured by trade receivable, bears interest at a rate of 5.79% per annum and is repayable in 60 equal monthly payments of Rs. 0.93 million including interest, maturing in May 2027.		
18.2.7	The Vehicle loan payable, secured by a charge of the vehicle, bears interest at a rate of 3.65% per annum and is repayable in 96 equal monthly payments of Rs.0.19 million including interest, maturing in March 2030.		
18.2.8	The loan, to finance equipment purchase, secured by trade receivable, bears interest at a rate of 6.62% per annum and is repayable in 60 equal monthly payments of Rs. 4.5 million including interest, maturing in November 2027.		
18.2.9	The loan, secured by trade receivable, bears interest at a rate of prime + 0.5% per annum and is repayable in 60 equal monthly payments of Rs. 9.3 million including interest maturing in June 2028		
	Under the terms of the Bank's credit facility, A-1 Bags & Supplies Inc., is required to comply with certain financial and non-financial covenants. As at June 30 2025, the A-1 Bags & Supplies Inc., is in compliance of these covenants.		

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

## 19. LEASE LIABILITIES

	2025	2024
	(Rupees in '000)	
Opening balance	5,837,634	3,026,285
Additions	1,175,882	3,971,299
Interest expense	349,960	304,303
Derecognition	(213,921)	-
Rental paid	(1,557,956)	(1,201,014)
Effect of movements in exchange rates	118,985	(263,239)
	5,710,584	5,837,634
Closing balance	(1,282,481)	(1,239,268)
Current portion of lease liabilities	4,428,103	4,598,366

	2025		
	Future Minimum lease payments	Interest charge	Present value of Minimum lease payments
	(Rupees in '000)		
Not later than one year	1,593,453	318,560	1,274,893
Later than one year but not later than five years	4,202,777	670,869	3,531,908
Later than five years and above	991,383	87,600	903,783
	6,787,613	1,077,029	5,710,584

	2024		
	Future Minimum lease payments	Interest charge	Present value of Minimum lease payments
	(Rupees in '000)		
Not later than one year	1,566,374	327,106	1,239,268
Later than one year but not later than five years	4,677,437	280,469	4,396,968
Later than five years and above	256,056	54,658	201,398
	6,499,867	662,233	5,837,634

## 20. DEFERRED TAX ASSETS / DEFERRED TAX LIABILITIES

### 20.1 Deferred tax assets

#### 20.1.1 Credit / (debit) balance arising in respect of:

	2025	2024
	(Rupees in '000)	
Accelerated tax depreciation	41,300	33,112
Right-of-use assets	-	-
	41,300	33,112
Provision for write-down of inventory to net realisable value	(46,903)	(51,801)
Minimum tax under section 113 of Income Tax Ordinance 2001		
Unused tax losses	(135,312)	(44,220)
Allowance for expected credit loss	-	-
Lease liabilities	-	-
Defined benefit obligation - net	-	-
Provisions for GIDC and others	-	-
	(182,215)	(96,021)
	(140,915)	(62,909)

#### 20.1.2 Movement in deferred tax assets

	2025			
	Balance as at 1 July2024	Recognised in tatement of profit or loss	Effect of movements in exchange rates	Balance as at 30 June 2025
	(Rupees in '000)			
<b>Taxable temporary differences arising on:</b>				
Accelerated tax depreciation	33,112	7,209	979	41,300
Right-of-use assets	-	-	-	-
	33,112	7,209	979	41,300
<b>Deductible temporary differences arising on:</b>				
Provision for write-down of inventory to net realisable value	(51,801)	5,807	(909)	(46,903)
Minimum tax under section 113 of Income Tax Ordinance 2001	-	-	-	-
Unused tax losses	(44,220)	(88,686)	(2,406)	(135,312)
Allowance for expected credit loss	-	-	-	-
Lease Liabilities	-	-	-	-
Defined benefit obligation - net	-	-	-	-
Provision for GIDC and others	-	-	-	-
	(96,021)	(82,879)	(3,315)	(182,215)
	(62,909)	(75,670)	(2,336)	(140,915)



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

## 20.2 Deferred tax liabilities

### 20.2.1 Credit / (debit) balance arising in respect of:

	2025	2024
	(Rupees in '000)	
Accelerated tax depreciation	761,218	611,126
Right-of-use assets	-	24,325
	761,218	635,451
Provision for write-down of inventory to net realisable value	-	(192,467)
Minimum tax under section 113 of Income Tax Ordinance 2001	-	(224,647)
Unused tax losses	-	-
Allowance for expected credit loss	-	(20,180)
Lease liabilities	-	(26,488)
Defined benefit obligation - net	-	(63,248)
Provisions for GIDC and others	-	(78,884)
	-	(605,914)
	761,218	29,537

### 20.2.2 Movement in deferred tax liability

	2025			
	Balance as at 1 July2024	Recognised in statement of profit or loss	Recognised in other comprehensive income	Balance as at 30 June 2025
	(Rupees in '000)			
Taxable temporary differences arising on:				
Accelerated tax depreciation	611,126	150,092	-	761,218
Right-of-use assets	24,325	(24,325)	-	-
	635,451	125,767	-	761,218
Deductible temporary differences arising on:				
Provision for write-down of inventory to net realisable value	(192,467)	192,467	-	-
Minimum tax under section 113 of Income Tax Ordinance 2001	(224,647)	224,647	-	-
Unused tax losses	-	-	-	-
Allowance for expected credit loss	(20,180)	20,180	-	-
Lease Liabilities	(26,488)	26,488	-	-
Defined benefit obligation - net	(63,248)	63,248	-	-
Provision for GIDC and others	(78,884)	78,884	-	-
	(605,914)	605,914	-	-
	29,537	731,681	-	761,218

	2024			
	Balance as at 1 July2023	Recognised in tatement of profit or loss	Recognised in other comprehensive income	Balance as at 30 June 2024
	(Rupees in '000)			
Taxable temporary differences arising on:				
Accelerated tax depreciation	493,723	117,403	-	611,126
Right-of-use assets	5,062	19,263	-	24,325
	498,785	136,666	-	635,451
Deductible temporary differences arising on:				
Provision for write-down of inventory to net realisable value	(92,434)	(100,033)	-	(192,467)
Minimum tax under section 113 of Income Tax Ordinance 2001	-	(224,647)	-	(224,647)
Unused tax losses	-	-	-	-
Allowance for expected credit loss	(19,800)	(380)	-	(20,180)
Lease Liabilities	(5,998)	(20,490)	-	(26,488)
Defined benefit obligation - net	(55,053)	(7,063)	(1,132)	(63,248)
Provision for GIDC and others	(46,848)	(32,036)	-	(78,884)
	(220,133)	(384,649)	(1,132)	(605,914)
	278,652	(247,983)	(1,132)	29,537

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

**20.3** During the year tax effect of taxable (2024: deductible) temporary differences of Rs. 656.01 million (2024: Rs. 379.33 million) was recognized in profit or loss and Rs. nil (2024: Rs. 1.132 million) recognized in other comprehensive income.

**20.4** The Group has not recognised deferred tax asset in the consolidated statement of financial position for minimum tax amounting to Rs. 152.9 million (2024: Rs. nil) and deductible temporary differences amounting to Rs. 774.97 million (2024: Rs. nil). The Group has not recorded deferred tax asset on the above amounts in view of the uncertainty of its realisation.

21. DEFINED BENEFIT OBLIGATION - NET	Note	2025	2024
		(Rupees in '000)	
Pension Plan - Parent Company	21.4	153,311	342,483
Pensioners' Medical Plan - Parent Company	21.4	9,743	(18,131)
Employee benefits - Subsidiary Company	21.14	32,957	46,254
		196,011	370,606

**21.1** The Parent Company currently operates a funded pension scheme and post retirement medical benefit for the executive directors of the Parent Company admitted into the fund. In addition, payments are also being made from the pension scheme for the spouses of the two late Directors. Actuarial valuation of these plans is carried out every year and the latest actuarial valuation was carried out as at 30 June 2025.

**21.2** Plan assets held in trust are governed by local regulations which mainly include the Trust Act, 1882, the Companies Act, 2017, the Income Tax Rules, 2002 and Rules under the Trust Deed of the Plans. Responsibility for governance of the Plans, including investment decisions and contribution schedules, lies with the Board of Trustees. The Parent Company appoints the Trustees and all Trustees are employees of the Parent Company.

**21.3** The latest actuarial valuation of the Fund as at 30 June 2025 was carried out using the Projected Unit Credit Method. (For earlier years also same method has been used). Details of the fund as per the actuarial valuation of the plan assets of the parent company are as follows:

**21.4 Balance sheet reconciliation of the Parent Company**

		Pension Plan		Pensioners' Medical Plan	
	Note	2025	2024	2025	2024
		(Rupees in '000)			
Present value of defined benefit obligations	218	994,610	706,351	120,429	67,039
Fair value of plan assets	21.9 & 21.10	(841,299)	(363,868)	(110,686)	(85,170)
		153,311	342,483	9,743	(18,131)

**21.5 Movement in the net liability recognised in the balance sheet**

Opening balance		342,483	267,293	(18,131)	15,029
Remeasurements recognised in Other Comprehensive Income	21.6	134,326	42,124	32,230	(36,317)
Charge / (reversal) for the year	21.7	74,840	62,201	(854)	4,468
Contribution made		(398,338)	(29,135)	-	-
Payments made to members (beneficiaries) by the Parent Company		-	-	(3,502)	(1,311)
Closing balance		153,311	342,483	9,743	(18,131)

**21.6 Remeasurements recognised in other comprehensive income**

	Pension Plan		Pensioners' Medical Plan	
	2025	2024	2025	2024
	(Rupees in '000)			
Re-measurements: actuarial loss / (gain) on defined benefit obligation				
- Loss / (gain) due to change in financial assumptions	(14,748)	(4,047)	(106)	139
- Loss / (gain) due to change in experience adjustments	203,905	50,032	45,752	(35,059)
Actuarial loss / (gain) on defined benefit obligation - net	189,157	45,985	45,646	(34,920)
Re-measurements: Return on plan assets				
Actuarial gain on defined benefit obligation	(54,831)	(3,861)	(13,416)	(1,397)
Total remeasurement loss / (gain) recognised in other comprehensive income	134,326	42,124	32,230	(36,317)

**21.6.1** Net actuarial loss recognised in other comprehensive income for the above two plans is Rs. 166.556 million (2024 : Rs. 5.807 million).

**21.7 Expense recognised in statement of profit or loss**

Note	Pension Plan		Pensioners' Medical Plan	
	2025	2024	2025	2024
	(Rupees in '000)			
Component of defined benefit costs recognised in profit and loss account				
Current service cost	23,377	18,868	1,643	2,203
Net interest cost	-	-	-	-
- Interest cost on defined benefit obligation	105,640	90,962	9,603	13,908
- Interest income on plan assets	(54,177)	(47,629)	(12,100)	(11,643)
	51,463	43,333	(2,497)	2,265
	74,840	62,201	(854)	4,468



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

21.8 Movement in the present value of defined benefit

Note	Pension Plan		Pensioners' Medical Plan	
	2025	2024	2025	2024
(Rupees in '000)				
Obligation as at 1 July	706,351	552,106	67,039	87,159
Current service cost	23,377	18,868	1,643	2,203
Interest cost	105,640	90,962	9,603	13,908
Benefits paid	(29,915)	(1,570)	(3,502)	(1,311)
Actuarial loss / (gain)	189,157	45,985	45,646	(34,920)
Obligation as at 30 June	994,610	706,351	120,429	67,039

21.9 Movement in the fair value of plan assets

Note	Pension Plan		Pensioners' Medical Plan	
	2025	2024	2025	2024
(Rupees in '000)				
As at 1 July	363,868	284,813	85,170	72,130
Interest Income on plan assets	54,177	47,629	12,100	11,643
Contribution made	398,338	29,135	-	-
Benefits paid	(29,915)	(1,570)	-	-
Actuarial gain	54,831	3,861	13,416	1,397
As at 30 June	841,299	363,868	110,686	85,170

21.10 Components of Plan assets

Cash at bank	2,587	94,548	340	22,131
Investment in mutual fund	838,712	269,320	110,346	63,039
	841,299	363,868	110,686	85,170

21.10.1 This represents 321,120 units, 94,988 units, 1,328,061 units, 1,322,030 units, 286,627 units, 247 units, 254,998 units, 1,400,498 units, 1,377,454 units, 13,084,566 units, 1,300,190 units and 2,285,410 units invested in UBL Stock Advantage Fund, Al-Ameen Shariah Stock Fund, UBL Liquidity Plus Fund, UBL Money Market Fund, Al-Ameen Islamic Cash Fund, UBL Asset Allocation Fund, Alfalah GHP Stock Fund, Alfalah GHP Money Market Fund, Alfalah Islamic Money Market Fund, ABL Cash Fund, ABL Islamic Stock Fund and ABL Stock Fund respectively with the fair value of Rs. 66.27 million, Rs. 37.15 million, Rs. 134.78 million, Rs. 133.70 million, Rs. 29.12 million, Rs. 0.06 million, Rs. 37.50 million, Rs. 138.67 million, Rs. 138.19 million, Rs. 134.18 million, Rs. 34.80 million and Rs. 64.70 million respectively.

21.11 Principal actuarial assumptions

	2025	2024
Expected rate of increase in salaries	11.75%	14.75%
Expected rate of increase in pension	4.75%	7.75%
Expected rate of increase in medical benefits	9.75%	12.75%
Discount factor used	11.75%	14.75%
Mortality rate	SLIC (2001-05)	SLIC (2001-05)
Rates of employee turnover	Light	Light

21.12 Cost for the next financial year

	2026	
	Pension Plan	Pensioners' Medical Plan
(Rupees in '000)		
Service cost	14,988	1,441
Interest cost / (income) - net	17,919	1,083
Pension cost to be recognized in profit and loss for the next financial year	32,907	2,524

21.13 Sensitivity analysis for actuarial assumptions

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

	2025		
	Change in assumption	Defined benefit obligation - Increase / decrease in liability	Defined benefit obligation - decrease in liability
(Rupees in '000)			
Discount rate at 30 June	1.00%	1,020,066	702,933
Future salary increases	1.00%	999,742	717,151
Future pension increases	1.00%	1,091,507	771,784
Medical cost increases	1.00%	133,980	74,436
2024			
	Change in assumption	Defined benefit obligation - Increase / decrease in liability	Defined benefit obligation - decrease in liability
(Rupees in '000)			
Discount rate at 30 June	1.00%	702,933	855,684
Future salary increases	1.00%	717,151	695,638
Future pension increases	1.00%	771,784	649,235
Medical cost increases	1.00%	74,436	60,709

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

The sensitivity analysis is based on a change in an assumption while for holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied when calculating the pension liability recognised within the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

21.14 Employee benefits - Subsidiary Company

	2025	2024
	(Rupees in '000)	
Opening liability	46,254	13,547
Charge for the year	5,085	33,654
Payments made during the year	(19,065)	-
Effect of movements in exchange rates	683	(947)
Closing liability	32,957	46,254

This represent staff terminal benefits obligation relating to National Foods DMCC (subsidiary company) calculated in accordance with U.A.E. labour laws. Seven employees are covered under the above scheme.

22. TRADE AND OTHER PAYABLES

	Note	2025	2024
		(Rupees in '000)	
Creditors		4,117,357	5,060,053
Accrued expenses and liabilities	22.1	7,176,763	5,990,005
Workers' Profits Participation Fund	22.2	1,053	73,184
Workers' Welfare Fund	22.3	306,116	229,064
Payable to provident fund	22.4	36,231	-
Refund liabilities	22.5	33,702	21,355
Tax deducted at source		253,951	208,993
Provision for GIDC	22.6	76,014	76,014
Sales tax payable		-	191,218
Custom duties payable		14,753	72,546
Other liabilities		62,501	23,220
Due to a related party		-	3,617
		12,078,441	11,949,269

22.1 This includes an amount of Rs. 9730 million (2024: Rs. 76.71 million) pertaining to liability of compensated absences.

The liability for compensated absences represents the present value of obligations in respect of annual and sick leave entitlements, as determined through an actuarial valuation using the projected unit credit method. Unutilized annual leave may be carried forward for one year and is payable upon leaving if not availed. Sick leave may be carried forward for up to five years but lapses if not utilized. The valuation incorporates assumptions concerning expected salary increases, employee turnover, leave utilization patterns and discount rates.

Actuarial gains and losses arising from changes in assumptions and experience adjustments are recognised immediately in the statement of profit or loss.

22.2 Workers' Profit Participation Fund

	Note	2025	2024
		(Rupees in '000)	
Opening payable		73,184	145,266
Allocation for the year		200,863	73,184
Amount paid during the year		(272,994)	(145,266)
Closing payable		1,053	73,184

22.3 The Finance Act, 2008 introduced amendments to the Workers' Welfare Fund (WWF) Ordinance, 1971 whereby the definition of industrial establishment was extended. The amendments were challenged at various levels and conflicting judgments were rendered by the Lahore High Court, Sindh High Court and Peshawar High Court. The Company is of the view that it is not liable to pay this liability. However, the management has made provision for WWF for the years from 2015 to 2025 amounting to Rs. 306 million (2024: Rs 229 million) as a matter of abundant caution.

The Honourable Supreme Court of Pakistan vide its judgment dated 10 November 2016, has upheld the view of Lahore High Court and decided that WWF is not a tax and hence the amendments introduced through Finance Act 2008 are ultra-vires to the Constitution. The Federal Board of Revenue has filed Civil Review Petitions in respect of above judgment with the prayer that the judgment dated 10 November 2016 passed in the Civil Appeal may kindly be reviewed in the interest of justice.

The management, as a matter of abundant caution, has decided to maintain the provision of WWF till the decision of Supreme Court in respect of Civil Review Petition.

22.4 All investments out of provident fund have been made in accordance with the provisions of Section 218 of the Companies Act 2017 and the conditions specified thereunder. Balance as disclosed above relates to June 2025.

22.5 This relates to amount of consideration expected to be refunded to customers based on the estimated level of returns.

22.6 This represents liability against Gas Infrastructure Development Cess (GIDC) amounting to Rs. 76.01 million (2024: Rs. 76.01 million). The liability has been measured in accordance with the ICAP technical service guidelines 'Accounting for Gas Infrastructure Development Cess (GIDC)' dated 19 January 2021. As per the court order, the liability was payable in monthly instalments, however the Company has obtained a stay order from the Honourable Sindh High Court against the payment of these instalments. The case is still pending before Honourable Sindh High Court for adjudication.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

## 23. CONTRACT LIABILITIES

		2025	2024
		(Rupees in '000)	
		239,473	308,907
23.1	Revenue recognised during the year that was included in the contract liability balance at the beginning of the year is Rs. 308.91 million (2024: Rs. 355.14 million)		

## 24. SHORT-TERM BORROWINGS

	Note	2025	2024
		(Rupees in '000)	
<b>Conventional - local currency</b>			
Running finance under mark up arrangements	24.1	885,512	1,245,302
Export Refinance Facility	24.3	1,150,000	950,000
<b>Conventional - foreign currency</b>			
Demand operating loan	24.2	813,121	264,217
Running finance under mark up arrangements		444,187	578,613
Short term loan		100	132,686
<b>Islamic - local currency</b>			
Running finance under Musharakah	24.4	93,841	884,695
		3,386,761	4,055,513

**24.1** The facilities for running finance available from various commercial banks are for the purpose of meeting working capital requirements. The effective rates of mark-up on these finances range from 11.34% to 20.84% (2024: 22.03% to 22.12%) per annum. The facilities are valid up to 30 September 2025 and are generally renewable.

**24.2** A demand operating loan has been authorized by Toronto Dominion ("TD") bank to a maximum of Rs. 4,200 million (2024: Rs. 4,100 million) and bears interest at TD bank's prime lending rate plus 0.3% (2024: 0.25%) per annum and is secured by a general security agreement, an assignment of insurance and postponement of related party loans. The agreement was amended during the year to increase the maximum credit limit. The loan is guaranteed of the shareholders of the subsidiary company. As at 30 June 2025, A-1 Bags & Supplies Inc. (subsidiary company) has used Rs. 817 million (2024: Rs. 264 million) of the bank credit facility.

**24.3** The Parent Company has short term running finance facility under Export Refinance Scheme of the State Bank of Pakistan from commercial banks. The effective rate of mark-up on this facility is 8.5% (2024: 18%) per annum. The facilities offer are valid upto 20 October 2025 and are generally renewable.

**24.4** The Parent Company has obtained facilities for short-term finance under Running Musharakah. The effective rate of profit is 15.25% (2024: 22.07%) per annum. This facility matures within twelve months and is renewable. The facilities offer are valid upto 31 January 2026, 30 April 2026 and 31 October 2026 respectively and are generally renewable.

**24.5** The facilities available from various banks amount to Rs. 10,004 million (2024: Rs. 9,100 million). The arrangements are secured by way of pari-passu charge against hypothecation of Parent Company current and future movable assets having aggregate charge amounting to Rs. 12,190 million.

**23.6** As at 30 June 2025, the unavailed facilities from the above borrowings amounted to Rs. 7,900 million (2024: Rs. 6,090 million).

## 25. CONTINGENCIES AND COMMITMENTS

25.1	There are cases against the Group which are outstanding as at 30 June 2025. The management is confident that the decision will be in favor of the Group.		
25.2	The facilities for opening letters of credit (LCs) amount to Rs. 4,400 million (2024: Rs. 7,700 million) and for letters of guarantee (LGs) amount to Rs. 1,100 million (2024: Rs. 1,100 million) as at 30 June 2025. The total amount unutilized at year end is Rs. 4,200 million (2024: Rs. 6,800 million) for LCs and Rs. 641 million (2024: Rs. 926 million) for LGs. The guarantees have mainly been given to utility companies, the Collector of Customs and an oil marketing company etc.		
25.3	Aggregate commitments for capital expenditure of property, plant and equipment as at 30 June 2025 amount to Rs. 207 million (2024: Rs. 369 million).		
25.4	Aggregate commitments in respect of ujarah payments for ijarah financing of motor vehicles from a Modaraba bearing profit rate at three month KIBOR + 0.90% (2024: three month KIBOR + 0.90%) per annum and from a commercial bank bearing markup rate at three month KIBOR + 1.25% (2024: three month KIBOR + 1.25%) per annum for rentals payable monthly as at 30 June 2025 amount to:		

	2025	2024
	(Rupees in '000)	
Not later than one year	402,567	417,451
Later than one year but not later than five years	822,861	768,719
	1,225,428	1,186,170

Total sanctioned facilities amount to Rs. 1,900 million, out of which Rs. 1,225 million has been utilized by the Group as of the year end.

## 26. SALES - NET

	Note	2025	2024
		(Rupees in '000)	
- Local sales	26.11	59,983,393	50,506,049
- Export sales		64,766,223	55,360,575
Gross sales		124,749,616	105,866,624
Less: Sales tax		(11,138,545)	(9,377,521)
		113,611,071	96,489,103
Less:			
- Discount, rebates and allowances		(11,993,414)	(9,112,424)
- Sales return		(310,732)	(1,001,573)
		(12,304,146)	(10,113,997)
		101,306,925	86,375,106
26.1	DISAGGREGATION OF REVENUE		
26.1.1	Export sales comprise of sales made in the following regions:		
		2025	2024
		(Rupees in '000)	
	Middle East	1,365,488	1,310,021
	United States of America / Canada	60,954,525	52,138,717
	Kingdom of Saudi Arabia	428,330	585,804
	Europe / United Kingdom	1,131,489	763,485
	Others	886,391	562,548
		64,766,223	55,360,575

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

Above export sales includes sales made by the subsidiary companies.

26.1.2

Local sales are within Pakistan only. The Group has disaggregated revenue recognised from contracts with customers into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

2025

2024

(Rupees in '000)

Product Lines:

Condiments

28,735,350

25,328,439

Culinary

37,016,052

29,797,553

Retail business (departmental stores)

58,998,214

50,740,632

124,749,616

105,866,624

26.2

Sales, net of sales return is Rs. 113,300.34 million (2024: Rs. 95,487.53 million).

27.

COST OF SALES

Note

2025

2024

(Rupees in '000)

Material consumed and other variable expenses

20,903,785

18,969,962

Stores and spare parts consumed

635,917

487,169

(Reversal) / charge of provision for write-down of inventory to net realisable value

(77,783)

236,635

Salaries, wages and other benefits

2,676,855

2,384,286

Contribution to the provident fund

48,237

31,836

Depreciation

5.4

993,678

692,880

Depreciation - Right of use asset

5.8.2

10,255

12,615

Amortisation

6.2

2,100

1,220

Ujrah payments

47,201

55,088

Fuel and power

758,178

918,691

Insurance

33,479

33,298

Laboratory, research and development

10,649

29,909

Postage and communications

11,328

8,909

Printing and stationery

2,617

16,033

Rent, rates and taxes

562,013

502,108

Travelling

394,411

368,912

Repairs and maintenance

291,325

307,571

Security and janitorial charges

169,182

185,193

Inventory destruction charges

18,209

12,334

Others

27.1

105,813

96,706

27,597,449

25,351,355

Opening stock of semi finished goods

Closing stock of semi finished goods

3,012,839

2,474,424

Cost of goods manufactured

(2,570,010)

(3,012,839)

28,040,278

24,812,940

Opening stock of finished goods

Closing stock of finished goods

1,561,826

2,146,990

Cost of sales for manufacturing business

(1,024,161)

(1,561,826)

28,577,943

25,398,104

Cost of sales for retail business

43,588,629

37,407,009

72,166,572

62,805,113

27.1	This includes service charges amounting to Rs. 39 million (2024: Rs. 34 million).		
28.	SELLING AND DISTRIBUTION EXPENSES		
	Note	2025	2024
		(Rupees in '000)	
	Salaries, wages and other benefits	6,135,548	5,319,792
	Advertising and sales promotion	3,949,643	2,569,760
	Outward freight and handling charges	1,437,122	1,308,511
	Contribution to the provident fund	71,348	49,371
	Depreciation	364,324	288,628
	Depreciation - Right of use asset	1,211,875	1,040,156
	Ujrah payments	206,241	231,721
	Fuel and power	225,125	217,582
	Forwarding charges	64,857	30,629
	Insurance	125,383	144,117
	Legal and professional charges	269,906	218,509
	Postage and communications	52,009	24,935
	Printing and stationery	373,657	299,206
	Rent, rates and taxes	253,058	407,665
	Travelling	524,850	509,175
	Repairs and maintenance	80,632	280,915
	Others	255,248	123,910
		15,600,826	13,064,582
28.1	This includes expenses in relation to the business events amounting to Rs. 34 million (2024: Rs. 13 million).		
29.	ADMINISTRATIVE EXPENSES		
	Note	2025	2024
		(Rupees in '000)	
	Salaries, wages and other benefits	2,300,894	1,987,236
	Contribution to the provident fund	43,337	29,827
	Depreciation	150,041	130,753
	Depreciation - Right of use asset	174,259	90,676
	Amortisation	149,836	74,694
	Ujrah payments	99,012	118,327
	Fuel and power	99,838	82,009
	Insurance	47,782	35,495
	Legal and professional charges	645,100	585,498
	Postage and communications	76,787	62,876
	Printing and stationery	74,994	52,493
	Rent, rates and taxes	13,767	48,226
	Travelling	158,814	178,268
	Repairs and maintenance	812,914	620,406
	Security and janitorial charges	36,651	29,880
	Others	148,359	130,518
		5,032,385	4,257,182
29.1	This includes expenses in relation to subscription fees amounting to Rs. 19.70 million (2024: Rs. 1.21 million) and business events amounting to Rs. 12.16 million (2024: Rs. 40.02 million).		



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

## 30. OTHER EXPENSES

	Note	2025	2024
(Rupees in '000)			
Workers' Profits Participation Fund	22.3	200,863	73,184
Workers' Welfare Fund		80,345	3,114
Auditors' remuneration	30.1	48,584	33,296
Exchange loss - net		64,457	64,912
Provision on property, plant and equipment		-	71,000
Unrealised loss on short term investments classified at fair value thorough profit or loss		467	-
Loss on derecognition of right of use asset	30.2	47,885	24,031
Donations		442,601	269,735

### 30.1 Auditors' remuneration

2025		2024	
(Rupees in '000)			
KPMG Taseer Hadi & Co.	Other KPMG firms	KPMG Taseer Hadi & Co.	Other KPMG firms
4,858	40,064	3,475	26,459
2,162	-	2,162	-
1,500	-	1,200	-
8,520	40,064	6,837	26,459

### 30.2 Donations to following Organizations and Trusts exceed 10% of the Group's total amount of donation or Rs. 1 million, whichever is higher:

	2025	2024
(Rupees in '000)		
The Citizens Foundation	11,000	11,000
Allah Walay Trust	5,670	4,000
Saylani Welfare	5,327	-
Karachi Biennale Trust	3,636	-
Edhi Trust	3,485	-
IDA RIEU Schools	3,342	-
MALC	2,606	-
Karwan e Hayat	2,453	-
Hunar Foundation	1,986	-
Al-Khidmat	1,699	-
Rizq Foundation	1,632	-
Jinnah Hospital	1,183	-
The Indus Hospital	-	2,200
Childlife Foundation	-	1,000
Go Read.pk	-	2,000

Donations did not include any amount paid to any person or organization or institution in which a Director or his / her spouse had any interest.

## 31. OTHER INCOME

	2025	2024
(Rupees in '000)		
<b>Income from financial instruments</b>		
Return on cash at bank - saving account	131,254	65,711
Realized gain on short term investments at fair value through profit or loss	26,705	9,035
Unrealized gain on short term investments at fair value through profit or loss	509	-
Dividend income from short term investments at fair value through profit or loss	2,965	23,188
	161,433	97,934
<b>Income from non-financial instruments</b>		
Gain on disposal of property, plant and equipment		
Export rebate	3,495	58,222
Rental income	69,872	8,910
Scrap sales	2,986	3,638
Reversal of provision on property, plant and equipment	111,877	96,196
Derecognition of right of use asset	60,000	-
Others	6,201	-
	11,038	11,499
	265,469	178,465
	426,902	276,399

## 32. FINANCE COSTS

	2025	2024
(Rupees in '000)		
Mark-up on:		
- Short-term running finances	252,048	291,595
- Export refinance facility	157,858	138,118
- Short-term borrowing - running musharakah	34,760	358,364
- Long-term finance	926,089	906,665
- Interest expense on lease liabilities	349,960	304,303
Bank charges	908,547	598,220
	2,629,262	2,597,265

## 33. FINAL TAX

This represents final taxes payable under sections 150 of Income Tax Ordinance, 2001.

## 34. MINIMUM TAX

This represents portion of minimum tax payable under section 113 of Income Tax Ordinance, 2001.

## 35. INCOME TAX EXPENSE

	2025	2024
(Rupees in '000)		
Current	880,778	1,176,450
Deferred	739,090	(379,332)
Prior year	(383,868)	(219,390)
	1,236,000	577,728

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

**35.1** The aggregate of final tax, minimum tax and current tax, amounting to Rs. 1,084.83 million (2024: Rs. 1,436.36 million) represents tax liability of the Group calculated under the relevant provisions of Income Tax Ordinance, 2001.

Reconciliation of Current Tax Charge charged as per tax laws for the year, with current tax recognised in the profit and loss account, is as follows:	2025	2024
	(Rupees in ‘000)	
Current tax liability for the year as per applicable tax laws	1,084,830	1,436,359
Portion of current tax liability as per tax laws, representing income tax under IAS 12	(880,778)	(1,176,450)
Portion of current tax computed as per tax laws, representing levy	(204,052)	(259,909)
Difference	-	-

**35.2** Income tax assessment of the Parent Company for various tax and accounting years 2004, 2005, 2008, 2011, 2012 and 2014 to 2021, taken as deemed assessments under section 120 of the Income Tax Ordinance, 2001 were subsequently amended under section 122(5A) of the Income Tax Ordinance, 2001 in which the Tax authorities has raised several demands. The Parent Company has filed appeals before various appellate forums and has maintained an adequate provision for any potential future liability.

**35.3** The Parent Company has filed its income tax return up to the tax year 2024. Tax returns filed by the Parent Company are deemed to be assessed under Section 120 of the Income Tax Ordinance, 2001 unless selected for an amendment / audit by the taxation authorities. Tax return may be selected for detailed audit within six years from the end of tax year to which it relates and the Income Tax Commissioner may amend the assessment.

**35.4** On 9 December 2022, the UAE (Federal Tax Authority) released the Federal Decree-Law No. (47) of 2022 on the Taxation of Corporations and Businesses (CT Law). The CT Law was published in the Official Gazette on 10 October 2022 and became effective on 25 October 2022. The said law will be applicable to taxable persons for financial years commencing on or after 1 June 2023.

The Cabinet of Ministers Decision No. 116/2022 effective from January 2023, has confirmed the threshold of income over which the 9% tax rate would apply, the Law is considered to be substantively enacted. A rate of 9% will apply to taxable income exceeding AED 375,000. A rate of 0% will apply to taxable income not exceeding AED 375,000 and a rate of 0% on qualifying income of free zone entities.

**35.5 Relationship between income tax expense and accounting profit**

	2025	2024
	(Rupees in ‘000)	
Profit before tax	5,858,580	3,632,547
Tax using the Group's domestic rate of 39% (2024: 39%)	2,284,846	1,434,188
Effect of tax rates in foreign jurisdictions	(148,554)	(98,552)
Tax effect of income that is exempt or taxable at reduced rate	(1,192,627)	(90,967)
Tax effect of non-deductible expenses	833,645	(93,131)
Unused tax losses	(5,607)	(45,002)
Others	56,118	7,313
Effect of amounts subject ot fixed/final taxes	(3,901)	(56,821)
Prior year income tax reversal	(383,868)	(219,390)
	1,440,052	837,637

**36. EARNINGS PER SHARE - (Basic and Diluted)**

36.1 Basic	2025	2024
	(Rupees in ‘000)	
Profit after tax attributable to owners of the parent company	3,461,578	1,910,182
Weighted average number of ordinary shares outstanding during the year	233,115,425	233,115,425
	(Rupees)	
Earnings per share	14.85	8.19

**36.2** A diluted earnings per share has not been presented as the Group did not have any convertible instruments in issue as at reporting date which would have any effect on the earnings per share if the option to convert is exercised.

**37. CASH GENERATED FROM OPERATING ACTIVITIES**

Note	2025	2024
	(Rupees in ‘000)	
Profit before final tax, minimum tax and income tax	5,858,580	3,632,545
<b>Adjustments for non-cash changes and other items</b>		
Depreciation	1,508,043	1,112,261
Amortisation	151,936	75,914
Depreciation of right-of-use assets	1,396,389	1,143,446
Profit on disposal of property, plant and equipment	(3,495)	(58,222)
Impairment of intangible assets	4,183	-
(Reversal)/ provision for write-down of inventory to net realisable value	(99,203)	306,767
Expected credit loss on trade receivables	3,601	25,081
Gain on remeasurement of investment at fair value through profit or loss	(27,214)	(9,035)
Income from short term investments classified at fair value through profit or loss	(2,965)	-
Interest expense on lease liability	349,960	304,303
Finance costs	1,370,755	2,292,961
Gain on derecognition of right of use asset	(5,734)	-
Defined benefit obligation expense	79,071	99,011
	4,725,327	5,292,487
Profit before working capital changes	10,583,907	8,925,032
<b>Working capital changes</b>		
(Increase) / decrease in current assets		
Stores and spare parts	(147,012)	(55,229)
Stock in trade	391,636	376,254
Trade receivables	155,886	646,681
Advances	222,229	(22,834)
Deposits and prepayments	20,418	20,983
Other receivables	(210,179)	73,251
	432,978	1,039,106
(Decrease) / increase in current liabilities	(959,213)	445,149
Trade and other payables	(30,425)	(26,543)
Contract liability	(989,638)	418,606
	10,027,247	10,382,744



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

38.	CASH AND CASH EQUALIVENTS	Note	2025	2024
			(Rupees in '000)	
	Cash and bank balances	14	2,239,627	4,832,346
	Short term borrowings - running musharakah, running finance and short term loan	24	(1,423,540)	(2,708,610)
			816,087	2,123,736

39. REMUNERATION TO CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES OF PARENT COMPANY

39.1 The aggregate amounts charged in these financial statements in respect of remuneration including all benefits to chief executive, directors and executives of the Parent Company are as follows:

	Chief Executive Officer		Directors		Executives	
	2025	2024	2025	2024	2025	2024
	(Rupees in '000)					
Managerial remuneration and allowances	80,752	71,120	-	-	1,334,742	907,286
Utilities	8,075	5,770	-	-	133,474	73,601
Bonus / variable pay	80,540	43,499	-	-	415,952	247,397
Housing	36,339	25,967	-	-	600,634	331,206
Defined benefits expenset	8,075	5,770	-	-	133,474	68,545
Meeting fee	-	-	17,600	5,100	-	-
Fuel allowance	952	-	-	-	273,209	174,700
Medical allowance	1,092	-	-	-	133,670	74,352
Travelling	-	-	-	-	7,866	7,580
Relocation allowance	-	-	-	-	43,031	34,937
Car maintenance allowance	-	-	-	-	72,844	35,747
Other expenses*	35	4,292	-	-	183,172	183,445
	215,860	156,418	17,600	5,100	3,332,068	2,138,796
Number of persons	1	1	6	6	487	248

\* In respect of the executives, these represents allowances for several other benefits.

39.2 The Chief Executive, two non-executive directors and certain executives of the parent company are also provided with Group maintained cars, residence and mobile telephones.

40. RELATED PARTY DISCLOSURES

Related parties comprise of the ultimate parent company, key management personnel, staff retirement funds, directors, major shareholders.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group. The Group considers its Chief Executive Officer, Chief Financial Officer, Company Secretary and Departmental Heads to be its key management personnel. Transactions with key management personnel are in accordance with their terms of employment / entitlement. Contribution charged for retirement benefit plan are in accordance with the terms of the service rules / trust deed and actuarial valuation as relevant. Other transactions are in accordance with the agreed terms.

40.1	Balance outstanding with related parties	2025	2024
		(Rupees in '000)	
	Receivable from the ultimate parent company	3,210	5,160
	Payable to the parent company	-	7,607
	Payable to associated companies - net	22,570	55,250
	Payable to the defined contribution plan	36,231	-

40.2 Transaction with related parties other than those disclosed else where in the notes are disclosed below:

Relationship with the Group	Nature of transaction	2025	2024
		(Rupees in '000)	
Ultimate parent company: ATC Holdings (Private) Limited	Rental income	2,976	3,638
	Rental expense	-	5,014
	Reimbursement of expenses received from parent	14,212	11,465
	Reimbursement of expenses paid to parent	-	2,239
	Dividend paid	732,002	317,246
Associates Names as disclosed in Note 40.4	Purchases	237,551	215,865
	Annual subscription	2,520	2,500
	Dividend paid	55,786	-
Non-Controlling Interest	Dividend paid	452,539	380,105
Directors and their family members	Dividend paid	829,892	366,857
	Director meeting fee	34,579	29,174
	Salaries and other short-term employee benefits	228,325	162,152
	Contribution to the Provident Fund	8,075	5,770
Staff retirement funds	Expense charged for defined contribution plan	162,922	111,034
	Payments to defined contribution plan	126,691	111,034
	Charge during the period to the defined benefit plan	73,986	66,669
	Contribution made during the period to the defined benefit plan	401,841	73,293
Key management personnel	Salaries and other short-term employee benefits	1,793,765	1,281,331
	Reimbursement of expenses	33,345	45,451
	Contribution to the Provident Fund	36,025	24,299
	Retainers fee	55,710	208,275
	Retirement benefits	82,146	5,855

40.3 Outstanding balances of related parties as at year end have been included in trade receivables, advances, trade and other payables and defined benefit obligation - net. These are settled in ordinary course of business.

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

40.4 The following are the related parties with whom the Group had entered into transaction or have arrangement / agreement in place:

Name of the Related Party	Nature of Relationship	Percentage % of Shareholding
ATC Holdings (Private) Limited	Ultimate parent company	35.95%
Epicure DMCC	Associate due to common directorship	3%
National Foods Limited Executive Directors	Funded defined benefit plan	0%
Pension Fund	Funded defined benefit plan	0%
National Foods Limited Employees Provident Fund	Funded defined benefit plan	0%
Cherat Packaging Limited	Associate due to common directorship	0%
Pakistan Cables Limited	Associate due to common directorship	0%
Associated Environment and Energy	Associate due to common directorship	0%
The Pakistan Business Council	Associate due to common directorship	0%
Employers' Federation of Pakistan	Associate due to common directorship	0%
Pakistan Society for Training & Development	Associate due to common directorship	0%
English Biscuit Manufacturing	Associate due to common directorship	0%
Coronet Foods Pvt Ltd	Associate due to common directorship	0%
Mungwao Private Limited	Associate due to common directorship	0%

## 41. PLANT CAPACITY AND PRODUCTION

	2025	2024
	(Metric tons)	
Actual production of plants	92285	84,046

41.1 The capacity and production of the Group plants are indeterminable as these are multi-product and involve varying processes of manufacture.

## 42. NUMBER OF EMPLOYEES

	2025	2024
	(Number)	
The details of number of employees are as follows:		
Total employees of the Group at the year end	989	953
Average employees of the Group during the year	971	941

## 43. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The Board of Directors of the Group has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's activities expose it to variety of financial risks namely credit risk, liquidity risk and market risk (including foreign exchange risk and interest rate risk). The Group's overall risk management programme focuses on having cost effective funding as well as managing financial risk to minimise earnings volatility and provide maximum return to shareholders.

### 43.1 Credit risk

Credit risk represents the financial loss that would be recognised at the reporting date if counterparties failed to perform as contracted. The financial assets exposed to the credit risk amount to Rs. 9,198.80 million (2024: Rs. 8,778.38 million) appropriately.

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

	2025	2024
	(Rupees in '000)	
Financial assets:		
Deposits	1,494,479	722,233
Trade receivables	3,945,371	3,240,433
Short term investments classified at fair value through profit or loss	1,521,717	738
Cash at bank	2,237,229	4,814,980
	9,198,796	8,778,384

The maximum exposure to credit risk for trade receivables at the reporting date by geographic region was:

	2025	2024
	(Rupees in '000)	
Local	643,129	558,511
UAE	63,000	30,854
Canada	2,625,086	2,122,763
Other region	614,155	528,305
	3,945,370	3,240,433

The following table provides information about the exposure to credit risk for trade debts from individual customers as at 30 June 2025:

	Gross Trade Receivables	Expected credit loss	Net carrying amount	Expected Credit Loss Rate %
	(Rupees in '000)			
30 June 2025				
Current (not past due)	2,377,683	6,921	2,370,762	0.29%
1–30 days past due	1,014,985	4,253	1,010,732	0.42%
31–60 days past due	307,882	1,522	306,360	0.49%
61–180 days past due	232,879	41,160	191,719	17.67%
181–360 days past due	116,896	64,711	52,185	55.36%
More than 360 days past due	32,433	18,822	13,611	58.03%
	4,082,758	137,389	3,945,369	
	Gross Trade Receivables	Expected credit loss	Net carrying amount	Expected Credit Loss Rate %
	(Rupees in '000)			
30 June 2024				
Current (not past due)	1,522,731	10,281	1,512,450	0.68%
1–30 days past due	1,407,262	12,195	1,395,067	0.87%
31–60 days past due	245,539	15,216	230,323	6.20%
61–180 days past due	106,553	38,202	68,351	35.85%
181–360 days past due	74,575	40,333	34,242	54.08%
More than 360 days past due	58,913	58,913	-	
	3,415,573	175,140	3,240,433	



For the year ended 30 June 2025

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry. In order to avoid excessive concentrations of risk, management focuses on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Management does not consider that it has any concentration of credit risk at reporting date. Following are the details:

	2025	2024
	(Rupees in '000)	
Trade receivables		
-Local	643,129	558,511
-UAE	63,000	30,854
-Canada	2,625,086	2,122,763
-Other region	614,155	528,305
Cash at bank	2,237,229	4,814,980
Mutual funds	1,521,717	738
Deposits - Utilities	1,494,479	722,233
	9,198,795	8,778,384

## 43.2 Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk reflects the Group's inability in raising funds to meet commitments. The Group manages liquidity risk by maintaining sufficient cash and bank balances and the availability of financing through banking arrangements. Management monitors rolling forecasts of the Group's liquidity reserve which comprises of undrawn borrowing facility and cash and cash equivalents on the basis of expected cash flows.

### Non-derivative Financial Liabilities

- Long-term finance
- Trade and other payables
- Lease liabilities
- Short-term borrowings
- Mark-up accrued on bank borrowings
- Unclaimed dividend

### 43.3 Market risks

Foreign exchange risk

Foreign exchange risk arises mainly where receivables and payables exist in foreign currency and from bank balances. As at 30 June 2025 net financial assets/ (liabilities) of Rs. 1,895.07 million (2024: Rs. 2,001.45 million) were denominated in foreign currency which were exposed to foreign currency risk.

As at 30 June 2025 if the Pak Rupee had strengthened/weaken by 5% against US Dollar with all other variables held constant, profit before tax for the year would have been lower / higher by Rs. 165.13 million (2024: Rs. 97.67 million).

The sensitivity of foreign exchange rate looks at the outstanding foreign exchange balances of the Group only as at the balance sheet date.

2025			
Contractual Cashflows			
Carrying amount	Total Contractual Cash flows	Within one year	More than one year
(Rupees in '000)			
6,729,861	9,308,098	1,621,928	7,686,170
11,392,852	11,392,852	11,392,852	-
5,710,584	6,787,613	1,593,453	5,194,160
3,386,761	3,386,761	3,386,761	-
116,687	116,687	116,687	-
27,243	27,243	27,243	-
27,363,988	31,019,254	18,138,924	12,880,330

2024			
Contractual Cashflows			
Carrying amount	Total Contractual Cash flows	Within one year	More than one year
(Rupees in '000)			
7,011,039	11,305,014	1,554,744	9,750,270
11,076,895	11,076,895	11,076,895	-
5,837,634	6,825,510	1,566,354	5,259,156
4,055,513	4,055,513	4,055,513	-
937,824	937,824	937,824	-
22,906	22,906	22,906	-
28,941,811	34,223,662	19,214,236	15,009,426

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

2025							
	Rupees in ('000)	AED in ('000)	Euro in ('000)	GBP in ('000)	USD in ('000)	AUD in ('000)	CAD in ('000)
Trade receivables	3,525,106	-	-	-	3,920	-	11,574
Cash at bank	1,907,484	46	-	-	6,211	-	696
Trade liabilities	(3,537,521)	-	-	-	1,508	-	(19,022)
	<u>1,895,069</u>	<u>46</u>	<u>-</u>	<u>-</u>	<u>11,639</u>	<u>-</u>	<u>(6,752)</u>
2024							
	Rupees in ('000)	AED in ('000)	Euro in ('000)	GBP in ('000)	USD in ('000)	AUD in ('000)	CAD in ('000)
Trade receivables	2,805,319	116	-	-	2,117	-	10,868
Cash at bank	1,849,329	3,991	-	-	5,078	-	644
Trade liabilities	(2,653,200)	(940)	4	(4)	(177)	-	(12,462)
	<u>2,001,448</u>	<u>3,167</u>	<u>4</u>	<u>(4)</u>	<u>7,018</u>	<u>-</u>	<u>(950)</u>

The following significant exchange rates were applied during the year:

2025		
	Average rate	Reporting date rate
Pakistani Rupees / USD	279.33	283.76
Pakistani Rupees / AED	76.05	77.27
Pakistani Rupees / CAD	200.24	208.47
2024		
	Average rate	Reporting date rate
Pakistani Rupees / USD	283.25t	278.34
Pakistani Rupees / AED	77.12	75.78
Pakistani Rupees / CAD	209.10	203.01

### Interest rate risk

At 30 June 2025 the Group had variable interest bearing financial liabilities of Rs. 8,966.62 million (2024: Rs. 10,116.55 million). Had the interest rates varied by 100 basis points (2023: 100 basis points) with all the other variables held constant, profit before tax for the year would have been lower / higher by approximately Rs. 89.67 million (2024: Rs. 101.17 million), mainly as a result of higher / lower interest expense on floating rate borrowings.

Details of the financial instruments, exposed to interest rate risk, based on the earlier of re-pricing or contractual maturity dates are as follows:

	Exposure to Interest / Mark up rate risk			
	Upto 1 month	Upto 3 mMonth	More than 3 Months	Total
	(Rupees in '000)			
Financial assets				
Cash at bank	26	-	-	26
30 June 2025	<u>26</u>	<u>-</u>	<u>-</u>	<u>26</u>
30 June 2024	<u>1,669</u>	<u>-</u>	<u>-</u>	<u>1,669</u>
Financial liabilities				
Long term finance	-	-	6,729,861	6,729,861
Short term borrowings	2,236,761	1,150,000	-	3,386,761
30 June 2025	<u>2,236,761</u>	<u>1,150,000</u>	<u>6,729,861</u>	<u>10,116,622</u>
30 June 2024	<u>3,105,513</u>	<u>950,000</u>	<u>7,011,039</u>	<u>11,066,552</u>

Details of interest / markup rates are disclosed in the respective notes



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

### 43.4 Reconciliation of movements of liabilities to cash flows arising from financing activities

	2025						
	Carrying amount			Fair value			
	Short term borrowings used for cash management purpose	Other short term borrowings	Long term finance	Accrued Markup	Lease liabilities	Retained earnings	Total
	(Rupees in '000)						
Balance as at 1 July 2024	3,105,513	950,000	7,011,039	941,968	5,837,634	14,056,021	(306,660)
Changes from financing cash flows							
Proceeds/(Repayment) of short term borrowings	391,063	200,000	-	-	-	-	591,063
(Repayment)/Proceeds from long term finance	-	-	(290,146)	-	-	-	(290,146)
Payment of lease liability	-	-	-	-	(1,557,956)	-	(1,557,956)
Finance cost paid	-	-	-	(2,196,051)	-	-	(2,196,051)
Dividend paid	-	-	-	-	-	(2,546,286)	(2,546,286)
<b>Total changes from financing activities</b>	391,062	200,000	(290,146)	(2,196,051)	(1,557,956)	(2,546,286)	(5,999,376)
Other changes							
Finance cost	-	-	-	1,370,755	349,960	-	1,720,715
Additions in lease liabilities	-	-	-	-	1,175,882	-	1,175,882
Derecognition of lease liability	-	-	-	-	(213,921)	-	(213,921)
Changes in running finance	(1,285,070)	-	-	-	-	-	(1,285,070)
Effect of movements in exchange rates	25,255	-	8,968	15	118,985	254,435	407,658
<b>Total loan related other changes</b>	(1,259,814)	-	8,968	1,370,770	1,430,906	254,435	1,805,265
<b>Total equity related other changes</b>	-	-	-	-	-	4,258,063	4,258,063
<b>Balance as at 30 June 2025</b>	<u>2,236,761</u>	<u>1,150,000</u>	<u>6,729,861</u>	<u>116,687</u>	<u>5,710,584</u>	<u>16,022,233</u>	<u>31,966,126</u>

	2024						
	Carrying amount			Fair value			
	Short term borrowings used for cash management purpose	Other short term borrowings	Long term finance	Accrued Markup	Lease liabilities	Retained earnings	Total
	(Rupees in '000)						
Balance as at 1 July 2024	4,607,269	800,000	4,333,623	1,022,971	3,026,285	12,954,812	26,744,960
Changes from financing cash flows							
Proceeds/(Repayment) of short term borrowings	(78,191)	150,000	-	-	-	-	71,809
(Repayment)/Proceeds from long term finance	-	-	2,796,916	-	-	-	2,796,916
Payment of lease liability	-	-	-	-	(1,201,014)	-	(1,201,014)
Finance cost paid	-	-	-	(1,775,672)	-	-	(1,775,672)
Dividend paid	-	-	-	-	-	(1,310,299)	(1,310,299)
<b>Total changes from financing activities</b>	(78,191)	150,000	2,796,916	(1,775,672)	(1,201,014)	(1,310,299)	(1,418,260)
Other changes							
Finance cost	-	-	-	1,694,742	304,303	-	1,999,045
Additions in lease liabilities	-	-	-	-	3,971,299	-	3,971,299
Derecognition of lease liability	-	-	-	-	-	-	-
Changes in running finance	(1,975,763)	-	-	-	-	-	(1,975,763)
Effect of movements in exchange rates	552,198	-	(119,500)	(73)	(263,239)	(376,460)	(207,074)
<b>Total loan related other changes</b>	(1,423,565)	-	(119,500)	1,694,669	4,012,363	(376,460)	3,787,507
<b>Total equity related other changes</b>	-	-	-	-	-	2,787,968	2,787,968
<b>Balance as at 30 June 2025</b>	<u>3,105,513</u>	<u>950,000</u>	<u>7,011,039</u>	<u>941,968</u>	<u>5,837,634</u>	<u>14,056,021</u>	<u>31,902,175</u>

### 43.5 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefit for other stake holders and to maintain an optimal capital structure to reduce the cost of capital. During the year, the Group's strategy was to maintain leveraged gearing. The gearing ratio as at 30 June 2025 was as follows:

	Note	2025	2024
		(Rupees in '000)	
Total borrowings		10,233,309	12,004,376
Cash and bank balances	14	(2,239,627)	(4,832,346)
Net debt		7,993,682	7,172,030
Total equity		16,022,233	14,056,021
Total capital		24,015,915	21,228,051
Gearing ratio		33%	34%

The Group finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finance to minimise risk. The Group is not exposed to externally imposed capital requirement.

### Fair values of financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Management considers fair value of financial assets approximate its fair value owing to their short term maturities and credit quality of counter parties.

### 43.6 Fair values of financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Underlying the definition of fair value is the presumption that the Group is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

The fair value of financial assets and liabilities traded in active markets i.e. listed equity shares are based on the quoted market prices at the close of trading on the period end date. The quoted market prices used for financial assets held by the Group is current bid price.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm’s length basis.

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IFRS 13, 'Fair Value Measurements' requires the Group to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the 'measurement date (level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (level 2).
- Unobservable inputs for the asset or liability (level 3).

	2025					
	Carrying amount			Fair value		
	Financial assets at amortised cost	Fair Value	Financial Liabilities	Level 1	Level 2	Level 3
	(Rupees)					
Financial assets not measured at fair value - note 43.6.1						
Trade debts	3,945,371	-	-	-	-	-
Bank balances	2,237,229	-	-	-	-	-
Cash in hand	2,398	-	-	-	-	-
Deposits	1,494,479	-	-	-	-	-
Financial assets measured at fair value						
Short-term investments at FVTPL or lost	-	1,521,717	-	-	1,521,717	-
Financial liabilities not measured at fair value - note 43.6.1						
Long term finance	-	-	6,729,861	-	-	-
Trade and other payables	-	-	11,392,852	-	-	-
Short-term borrowings	-	-	3,386,761	-	-	-
Lease liabilities	-	-	5,710,584	-	-	-
Mark-up accrued on bank borrowings	-	-	116,687	-	-	-
Unclaimed dividend	-	-	27,243	-	-	-
	<u>7,679,477</u>	<u>1,521,717</u>	<u>27,363,988</u>	<u>-</u>	<u>1,521,717</u>	<u>-</u>

	2024					
	Carrying amount		Fair value			
	Financial assets at amortised cost	Fair Value	Financial Liabilities	Level 1	Level 2	Level 3
	(Rupees in '000)					
Financial assets not measured at fair value - note 43.6.1						
Trade receivables	3,240,433	-	-	-	-	-
Bank balances	4,814,980	-	-	-	-	-
Cash in hand	17,366	-	-	-	-	-
Deposits	722,233	-	-	-	-	-
Financial assets measured at fair value						
Short-term investments at FVTPL or lost	-	738	-	-	738	-
Financial liabilities not measured at fair value - note 43.6.1						
Long term finance	-	-	7,011,039	-	-	-
Trade and other payables	-	-	11,076,895	-	-	-
Short-term borrowings	-	-	4,055,513	-	-	-
Lease liabilities	-	-	5,837,634	-	-	-
Mark-up accrued on bank borrowings	-	-	937,824	-	-	-
Unclaimed dividend	-	-	22,906	-	-	-
	<u>8,795,012</u>	<u>738</u>	<u>28,941,811</u>	<u>-</u>	<u>738</u>	<u>-</u>

**43.6.1** The Group has not disclosed the fair values of the above financial assets and financial liabilities, as these are either short term in nature or repriced, periodically. Therefore, carrying amounts of financial instruments carried at amortised cost are reasonable approximation of their fair values.

**43.6.2** Valuation techniques used in determination of fair value of Short-term investments within level 2

Fair values of short-term investments, consisting of units of mutual funds are determined based on Net Assets Values (NAV) disclosed at the Mutual Funds Association of Pakistan (MUFAP) as at the reporting date.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

44. OPERATING SEGMENT

the Group’s chief executive officer reviews the internal management reports of each segment separately.

The Group’s chief executive officer reviews the internal management reports of each segment separately.

44.1 Segment revenue and results

	Core Segment - Food & Food related products	Retail - (cash and carry)	Total
	(Rupees in ‘000)		
For the year ended 30 June 2025			
Sales	44,944,277	56,362,648	101,306,925
Cost of sales	(28,576,291)	(43,590,281)	(72,166,572)
Gross profit	16,367,986	12,772,367	29,140,353
Selling and distribution expenses	(8,896,333)	(6,704,492)	(15,600,825)
Reversal / (charge) of expected credit loss on trade receivables	29,463	(33,065)	(3,602)
Administrative expenses	(3,661,818)	(1,370,567)	(5,032,385)
Other expenses	(425,511)	(17,090)	(442,601)
Other income	426,902	-	426,902
Finance cost	(1,359,986)	(1,269,276)	(2,629,262)
Profit before tax	2,480,703	3,377,877	5,858,580
Income tax expense	(478,480)	(961,572)	(1,440,052)
Profit after tax	2,002,223	2,416,305	4,418,528
	(Rupees in ‘000)		

For the year ended 30 June 2024

Sales	37,961,097	48,414,009	86,375,106
Cost of sales	(25,398,104)	(37,407,009)	(62,805,113)
Gross profit	12,562,993	11,007,000	23,569,993
Selling and distribution expenses	(7,149,772)	(5,914,810)	(13,064,582)
Charge of expected credit loss on trade receivables	(625)	(24,456)	(25,081)
Administrative expenses	(3,156,926)	(1,100,256)	(4,257,182)
Other expenses	(254,525)	(15,210)	(269,735)
Other income	275,821	578	276,399
Finance cost	(1,642,752)	(954,513)	(2,597,265)
Profit before tax	634,214	2,998,333	3,632,547
Income tax expense	(73,808)	(763,829)	(837,637)
Profit after tax	560,406	2,234,504	2,794,910

44.2 Segment assets and liabilities

As at 30 June 2025

	Core Segment - Food & Food related products	Retail - (cash and carry)	Total
	(Rupees in ‘000)		
Segment assets	27,563,810	17,806,015	45,487,881
Segment liabilities	18,378,428	11,087,220	29,465,648

As at 30 June 2024

Segment assets	29,834,080	15,441,664	45,275,744
Segment liabilities	14,231,947	5,271,844	19,503,791

44.3 Information about major customers

The Group's customer base is diverse with no single customer accounting for more than 10% of net sales. Sales to domestic customers in Pakistan are 48.08% (2024: 47.71%) and to customers outside Pakistan are 51.92% (2024: 52.29%) of the revenue.

44.4 Geographical Location

The Group's gross revenue from external customers by geographical location is detailed below:

	2025	2024
	(Rupees in ‘000)	
Domestic sales	59,983,393	50,506,049
Export sales	64,766,223	55,360,575
	124,749,616	105,866,624

44.5 Region wise export sales are as under:

	2025	2024
	(Rupees in ‘000)	
Middle East	1,365,488	1,310,021
Canada	60,954,525	52,138,717
Kingdom of Saudi Arabia	428,330	585,804
Europe / UK	1,131,489	763,485
Others	886,391	562,548
	64,766,223	55,360,575

# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

44.6 Management considers that revenue from its ordinary activities of core segment - food & food related products is shariah compliant.

44.7 Non-current assets of the Group are located in Pakistan, except non-current assets amounting to Rs. 8,795 million (2024: Rs. 8,700 million) are located outside Pakistan.

45. DISCLOSURE REQUIREMENT FOR COMPANIES NOT ENGAGED IN SHARIAH NON-PERMISSIBLE BUSINESS

Securities Exchange Commission of Pakistan (SECP) vide its S.R.O. 1278(1)/2024 dated 15 August 2024 has notified an amendment in the Fourth Schedule of Companies Act, 2017 requiring listed companies and their subsidiaries to disclose certain information if they are not engaged in Shariah non-permissible business activities. Following information is disclosed pursuant to the amendment:

Note	2025	2024
(Rupees in '000)		

Description	Explanation			
Statement of financial Position				
Long term financing - secured	Financing obtained as per Islamic mode	18	3,000,000	3,000,000
Short term financing - secured	Mark-up accrued on conventional loan		25,732	102,884
Short term financing - secured	Profit accrued on Islamic loan		290	36,388
Long term financing - secured	Mark-up accrued on conventional loan		89,735	168,710
Long term financing - secured	Profit accrued on Islamic loan		931	629,842
Statement of profit or loss and other comprehensive income				
Mark up/Profit (Expense):				
Short term financing - secured	Mark up on conventional mode of financing	32	409,906	429,713
Short term financing - secured	Profit on Islamic mode of financing	32	34,760	358,364
Long term financing - secured	Mark up on conventional mode of financing	32	488,349	421,952
Long term financing - secured	Profit on Islamic mode of financing	32	437,695	484,713

2025	2024
(Rupees in '000)	

Description	Explanation		
Mark up/Profit (Payment):			
Short term financing - secured	Mark up on conventional mode of financing	394,505	834,736
Short term financing - secured	Profit on Islamic mode of financing	114,290	389,727
Long term financing - secured	Mark up on conventional mode of financing	619,276	590,380
Long term financing - secured	Profit on Islamic mode of financing	1,067,979	-

Note	2025	2024
(Rupees in '000)		

Other Income

Other income earned from Shariah Compliant avenues

Derecognition of right of use asset	31	6,201	-
Gain on disposal of property, plant and equipment	31	3,495	58,222
Export rebate	31	69,872	8,910
Rental income	31	2,986	3,638
Scrap sales	31	111,877	96,196
Reversal of provision on property, plant and equipment	31	60,000	-

Other income earned from non Shariah Compliant avenues

Dividend income from short term investments	31	2,965	23,188
at fair value through profit or loss	31	11,038	11,499
Others	31	131,254	65,711
Return on profit and loss sharing account			
Realized gain on short term investments			
at fair value through profit or loss	31	26,705	9,035
Unrealized gain on short term investments			
at fair value through profit or loss	31	509	-

45.1 During the year and as at reporting date, the Company has no relationship with Shariah compliant financial institutions other than in capacity of borrower or lender.

46. CORRESPONDING FIGURES

Certain corresponding figures for the prior year have been reclassified and/or rearranged to confirm with the presentation adopted in the current year. The reclassifications have had no effect on previously reported profit or loss or total equity.



# Notes to the Consolidated Financial Statements

For the year ended 30 June 2025

Following reclassifications have been made during the year:

Description	Reclassified from	Reclassified to	30 June 2024
			(Rupees in '000)
Capital Spares	Stores and spare parts	Property, plant and equipment	21,298
Deferred Tax	Deferred tax assets	Deferred tax liabilities	29,537

47. EVENTS AFTER THE REPORTING PERIOD

- 47.1 The Board of Directors of the Parent Company in their meeting held on 9 September, 2025 has proposed a final cash dividend of Rs. 5 per share (2024: Rs. 5 per share) amounting to Rs. 1,165.58 million (2024: 1,165.58 million) for the year ended 30 June 2025. The approval of the shareholders of the Parent Company for the dividend shall be obtained in the upcoming Annual General Meeting for the year ended 30 June 2025. The consolidated financial statements for the year ended 30 June 2025, do not include the effect of the proposed final cash dividend which will be accounted for in the consolidated financial statements of the year ending 30 June 2026.
- 47.2 The Board of Directors of the Parent Company, in its meeting held on 19 August 2025, have given their principle approval on the management’s plan / intention for the restructuring and disinvestment of a significant portion (40 to 50% of the Company’s interest) of its investment (60% holding) in A-1 Bags & Supplies Inc., currently held through National Epicure Inc. by National Foods DMCC, a wholly owned subsidiary of the Group.

The execution is subject to approval by the shareholders at the Parent Company Extraordinary General Meeting planned for 15 September 2025. The Parent Company expects the completion of the said transaction within 12 to 24 months of the date of the notice of the Extraordinary General Meeting (i.e. 25 August 2025).

Once approved by the shareholders, the Parent Company shall take all the necessary steps that are required to give effect to the subject transaction including execution of the share purchase agreement and the ancillary documents.

The details of assets and liabilities of the above subsidiary are disclosed within the reportable segment , as detailed in note 44.2, in accordance with IFRS - 8 Operating Segments.

Original cost of the entire investment in the above subsidiary is CAD 5.8 million (Rs. 1,218.68 million), whereas the approximate fair value of the proposed disinvestment is expected to be CAD 100 - 110 million subject to the market fluctuation and negotiations, thereby resulting in substantial one time earning on disinvestment to the Group.

48. DATE OF AUTHORISATION

These consolidated financial statements were approved and authorised for issue by the Board of Directors of the Parent Company on 9 September 2025.

  
Global Chief Executive Officer

  
Chief Financial Officer

  
Director



# Distinction Beyond Borders

National Foods fosters enduring relationships with its stakeholders through transparent disclosures, investor services, and strategic initiatives that reinforce our vision of quality, nutrition, and wellness built on mutual trust and long-term success.





# Engagement With Stakeholders

## ENCOURAGING MINORITY SHAREHOLDERS TO ATTEND GENERAL MEETINGS

The Company encourages its shareholders to attend its general meetings in the following manner:

### 1. Pre-Meeting Etiquettes

- i. Arrive at the venue at least 15 minutes before the scheduled time.
- ii. Review the agenda and meeting materials in advance for meaningful participation.
- iii. Enter the meeting space quietly and occupy the designated seats.
- iv. Adhere to meeting protocols and follow the Chairman's instructions.

### 2. Meeting Etiquettes

- i. Conduct and Compliance
- ii. Stay attentive during proceedings and minimise any disruptions.
- iii. Keep mobile phones silent through out the meeting.
- iv. Introduce yourself before speaking, and keep remarks brief and relevant.
- v. Respect differing views and restrict discussions to the listed agenda items.

### Dialogue Dynamics

- i. Use the hand-raising feature (in virtual meetings) before speaking and avoid interrupting others.
- ii. Share major concerns ahead of the meeting, if possible, to support effective communication.
- iii. Participate respectfully and allow equal opportunity for all shareholders to express their views.

### Voting Etiquette

- i. Follow the prescribed voting procedures and cast votes independently.
- ii. Submit proxy forms before the announced deadline, and appoint proxies as per company guidelines.

### Confidentiality

- i. Do not disclose sensitive discussions or make unauthorised recordings.

### Conflict Resolution

- i. Handle disagreements respectfully and avoid turning discussions into personal issues.

### 3. Post-Meeting Etiquettes

- i. Accept and respect the decisions taken during the meeting.
- ii. Share constructive feedback to help improve future meetings.

## EFFORTS TO ENCOURAGE SHAREHOLDERS TO CONVERT THEIR SHARES INTO BOOK ENTRY FORM

Further to section 72 of the Companies Act, 2017 and SECP's communication bearing File No. CSD/ED/Misc./2016-639-640 dated 26 March 2021, the Company made efforts to encourage all shareholders holding physical shares to convert their shares into book entry form. The Company published the necessary requirement into its AGM notice. Further, it published notices in English and Urdu languages in newspapers having nationwide circulation regarding this matter. The said notices, accompanied by a letter stating the statutory requirements and benefits of dematerialising physical shares, were also disseminated to all members through PUCARS, as well as placed on the Company's website.

## INVESTORS / SHAREHOLDERS - RELATION AND COMMUNICATION POLICY

The purpose of this policy by National Foods Limited is to ensure transparency in disclosing material information to shareholders, potential investors, stakeholders, public, and regulators in a timely manner. The aim is to provide a level playing field for all investors to make informed investment decisions. This policy aligns with applicable laws, regulations, including those of the Pakistan Stock Exchange, the Listed Companies (Code of Corporate Governance) Regulations 2019, Companies Act 2017, and leading industry practices.

The company prioritises timely disclosure of information affecting share price and designates specific individuals for communication with stakeholders. Non-Disclosure Agreements are implemented for future-oriented information, and responses to market rumors are made only when necessary for investors. Investor participation in general meetings is encouraged, with board and management attendance to address queries. A grievance handling channel for investors is established, ensuring provision of accurate information to shareholders, investors, and regulators as required by law. Closed periods are announced before significant announcements to prevent insider trading, and employees are trained accordingly. All necessary information is made available on the company's website, with strict adherence to applicable laws, regulations, and corporate governance standards.

## INVESTORS' SECTION ON THE COMPANY'S WEBSITE

In order to provide ease of access to stakeholders, the Company's latest information for investors is available on our website, under the "Investors" section on the Company's website (<https://www.nfoods.com/investor-relations/>).

This page is updated regularly in order to provide transparent, adequate and updated information to all investors and stakeholders. All information is made available in both English and Urdu languages for the ease of shareholders and investors and in compliance with applicable law.

The Company's website has clearly specified the email address dedicated to shareholder complaints and queries on its home page, as well as several other pages on its website.

## ISSUES RAISED AT LAST AGM

No significant issues were raised at the previous Annual General Meeting held on 21 October 2024 other than general queries on the accounts, and business aspects of the Company by shareholders and investors.

# Shareholders' Information

<b>Registered Office</b> National Foods Limited 12/CL-6 Claremont Road, Civil Lines, Karachi-75530 <b>Phone:</b> (92-21) 38402022 & 36490029 <b>Fax:</b> (92-21) 35670996	<b>Share Registrar Office</b> CDC Share Registrar Services Limited CDC House, 99 – B, Block ‘B’, S.M.C.H.S., Main Shahrah-e-Faisal Karachi – 74400, Pakistan Tel: Customer Support Services (Toll Free) 0800-CDCPL (23275) Fax: (92-21) 34326053 <b>Email:</b> info@cdcsrsl.com <b>Website:</b> www.cdcsrsl.com
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### OWNERSHIP

On June 30, 2025, there were 5,860 members on the company’s ordinary share register.

### DIVIDEND PAYMENT

The Board of Directors of National Foods Limited (the ‘Company’) has recommended a 100% (Rs.05/-) final dividend in addition to the 80% interim cash dividend announced and already paid, making a total dividend of Rs.09 per share (180%) for the financial year ended 30 June 2025. The proposal shall be placed before the shareholders of the Company in the Annual General Meeting for their consideration and approval on Monday, October 20, 2025. The dividend shall be paid within ten working days from the date of AGM, if approved by the shareholders, and the same will be directly credited to the designated bank accounts of the shareholders listed in the Company’s share register at the close of business on Monday, October 13, 2025, and shall be subject to the Zakat and tax deductions as per applicable laws.

FINANCIAL CALENDAR		
Results		
First quarter ended September 30, 2024	Approved and Announced on	15 <sup>th</sup> October 2024
Half year ended December 31, 2024	Approved and Announced on	24 <sup>th</sup> February 2025
Third quarter ended March 31, 2025	Approved and Announced on	23 <sup>rd</sup> April 2025
Year ended June 30, 2025	Approved and Announced on	9 <sup>th</sup> September 2025
54 <sup>th</sup> ANNUAL GENERAL MEETING TO BE HELD ON		20 <sup>th</sup> October 2025

### Listing on Stock Exchange

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

### Stock Code

The trading symbol for dealing in equity shares of Packages Limited at the PSX is ‘NATF’.

### Share Registrar

The shares department of the Company is operated by CDC Share Registrar Limited and serves around 5,860 of 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 comprehensive 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 dematerialisation 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 Share Registrar or the Registered Office at the details given below:

**Faisal Iqbal**  
**Assistant Manager Corp. & Secretarial Affairs**  
**National Foods Limited**  
12/CL-6, Claremont Road, Civil Lines,  
Karachi, Pakistan.  
**Tel:** +92-21-36490029, +92-21-38402022  
**Ext:** 5781  
**Email:** faisal.iqbal@nfoods.com

### 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.

### 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 for non-receipt of shares/refund.

### Web Presence

Updated information regarding the Company can be accessed at its website, [www.packages.com.pk](http://www.packages.com.pk). The website contains the latest financial results of the Company along with its profile and corporate philosophy. Updated information regarding the Company can be accessed at its website, <https://www.nfoods.com/>. The website contains the latest financial results of the Company along with its profile.



# Pattern of Shareholding

As of June 30, 2025

# Of Shareholders	Shareholdings' Slab			Total Shares Held
2821	1	to	100	89,185
1290	101	to	500	350,227
517	501	to	1000	404,853
683	1001	to	5000	1,684,830
200	5001	to	10000	1,453,988
78	10001	to	15000	980,200
50	15001	to	20000	913,723
34	20001	to	25000	774,847
23	25001	to	30000	646,504
9	30001	to	35000	298,263
8	35001	to	40000	309,841
8	40001	to	45000	345,232
13	45001	to	50000	640,425
3	50001	to	55000	156,564
2	55001	to	60000	117,000
7	65001	to	70000	476,419
5	70001	to	75000	366,081
3	75001	to	80000	235,375
5	80001	to	85000	414,226
3	85001	to	90000	263,508
6	90001	to	95000	553,501
5	95001	to	100000	496,000
5	100001	to	105000	515,039
2	105001	to	110000	215,675
1	110001	to	115000	112,500
7	115001	to	120000	818,236
4	125001	to	130000	512,245
1	130001	to	135000	134,781
1	145001	to	150000	150,000
1	150001	to	155000	150,500
1	155001	to	160000	157,812
3	165001	to	170000	503,270
1	175001	to	180000	179,000
2	185001	to	190000	376,000
1	195001	to	200000	198,000
1	200001	to	205000	204,014
1	220001	to	225000	221,135
1	260001	to	265000	263,849
1	290001	to	295000	290,425
1	295001	to	300000	300,000
1	310001	to	315000	312,500
2	320001	to	325000	645,066
1	325001	to	330000	330,000

# Of Shareholders	Shareholdings' Slab			Total Shares Held
2	340001	to	345000	684,855
1	360001	to	365000	363,355
2	370001	to	375000	742,850
1	380001	to	385000	383,000
1	395001	to	400000	399,436
1	400001	to	405000	401,973
1	445001	to	450000	446,400
1	470001	to	475000	473,400
2	495001	to	500000	995,881
1	515001	to	520000	516,400
1	550001	to	555000	553,798
1	565001	to	570000	566,965
1	570001	to	575000	571,877
1	580001	to	585000	585,000
1	620001	to	625000	623,939
1	660001	to	665000	665,000
1	760001	to	765000	765,000
1	795001	to	800000	798,000
1	805001	to	810000	810,000
1	870001	to	875000	875,000
2	995001	to	1000000	2,000,000
1	1035001	to	1040000	1,035,653
1	1150001	to	1155000	1,153,600
1	1245001	to	1250000	1,250,000
1	1250001	to	1255000	1,252,316
1	1395001	to	1400000	1,400,000
3	1515001	to	1520000	4,545,111
1	1550001	to	1555000	1,551,606
1	1685001	to	1690000	1,686,792
1	2215001	to	2220000	2,218,632
1	2485001	to	2490000	2,489,245
1	2495001	to	2500000	2,495,478
1	2745001	to	2750000	2,748,185
1	2860001	to	2865000	2,863,928
1	3165001	to	3170000	3,168,761
1	4665001	to	4670000	4,665,681
1	6990001	to	6995000	6,993,633
1	8440001	to	8445000	8,443,412
1	14925001	to	14930000	14,928,662
1	23000001	to	23005000	23,003,081
1	28640001	to	28645000	28,641,268
1	83795001	to	83800000	83,797,413
5860				233,115,425

# Pattern of Shareholding Report

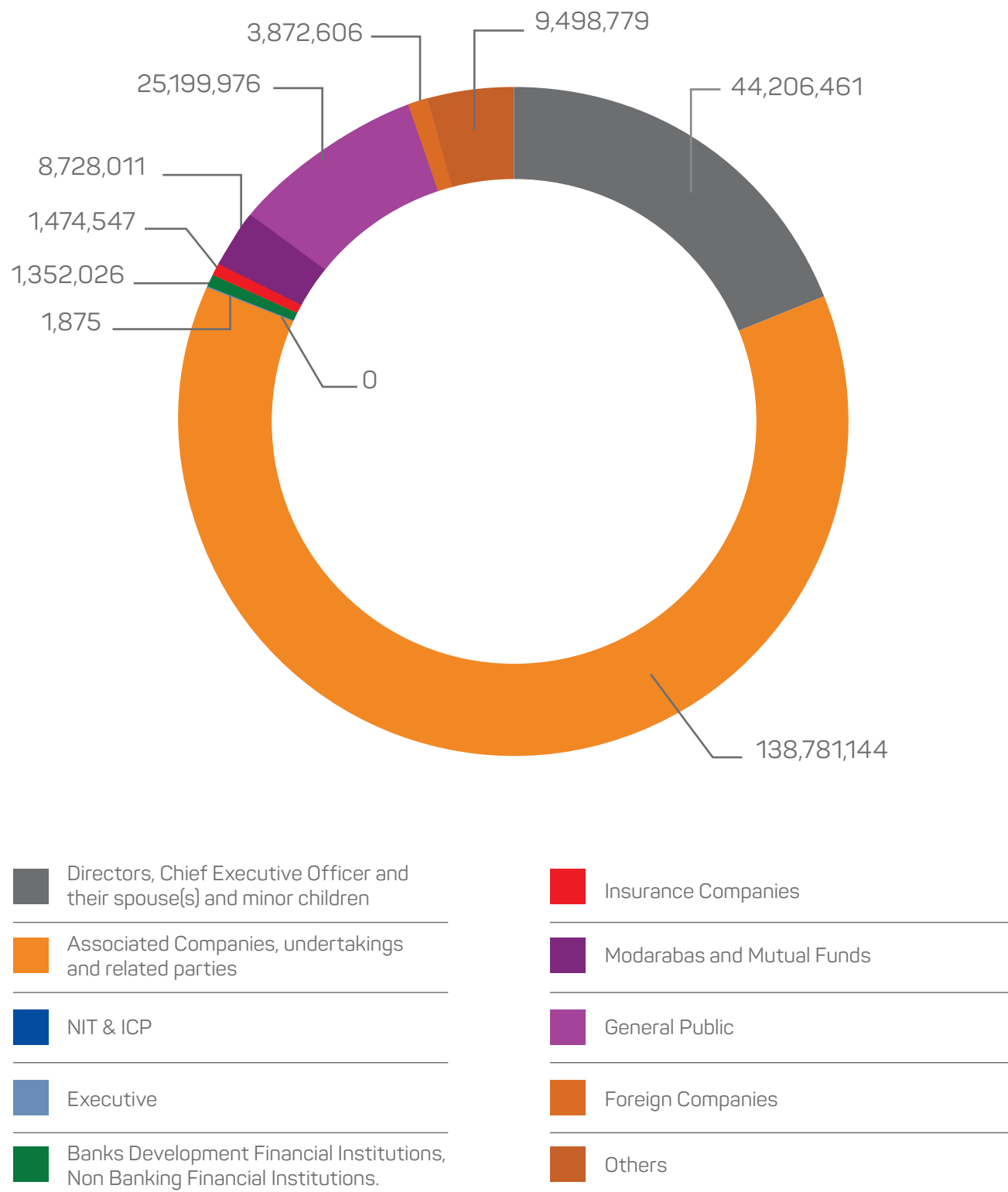
As of June 30, 2025

Categories of Shareholders		Shareholders	Shares Held	Percentage
Directors, Global Chief Executive Officer and their spouse(s) and minor children				
ABRAR HASAN		1	23,003,081	9.87
ZAHID MAJEED		1	14,928,662	6.40
ALI H.SHIRAZI		1	1,000	0.00
NOREEN HASAN		1	93,000	0.04
SAADIA NAVEED		1	1,515,037	0.65
ADAM FAHY MAJEED		1	4,665,681	2.00
Associated Companies, undertakings an related parties				
		12	138,781,144	59.53
NIT & ICP				
		-	-	-
Executive				
		1	1,875	0.00
Banks Development Financial Institutions, Non Banking Financial Institutions.				
		4	1,352,026	0.58
Insurance Companies				
		10	1,474,547	0.63
Modarabas and Mutual Funds				
		36	8,728,011	3.74
General Public				
a. Local		5,331	24,843,147	10.66
b. Foreign		332	356,829	0.15
Foreign Companies				
		7	3,872,606	1.66
Others				
		121	9,498,779	4.07
Totals		5,860	233,115,425	100.00

Shareholders holding 10% or more		Shares Held	Percentage
ATC HOLDINGS (PRIVATE) LIMITED		83,797,413	35.95
KHAWAR M. BUTT		28,641,268	12.29

# Pattern of Shareholding

as at June 30, 2025





# Key Shareholding & Shares Traded

Information of shareholding required under reporting framework is as follows:  
as at June 2025 ,30

Name of Shareholders	No. of Shares Held	Percentage (%)
<b>Directors, Spouses and their Children</b>		
ABRAR HASAN	23,003,081	9.87
ZAHID MAJEED	14,928,662	6.40
ALI H.SHIRAZI	1,000	0.00
NOREEN HASAN	93,000	0.04
SAADIA NAVEED	1,515,037	0.65
ADAM FAHY MAJEED	4,665,681	2.00
Total	44,206,461	18.96
<b>Associated companies, undertakings and related parties</b>		
LAIQA HASAN	2,748,185	1.18
JAMILA WAQAR	30,843	0.01
JAVED MAJEED	8,443,412	3.62
KHAWAR M. BUTT	28,641,268	12.29
ALIYA AFZAL	2,218,632	0.95
ZEELAF MUNIR	1,551,606	0.67
RABIA KHAWAR SHAIKH	1,515,037	0.65
ISHA BUTT ABDULLAH	1,515,037	0.65
MARGARET ELIZABETH MAJEED	1,035,653	0.44
EPICURE DMCC	6,993,633	3.00
ALIYA AFZAL	290425	0.12
Total	54,983,731	23.59
<b>Executive</b>		
BADAR YOUSUF	1,875	0.00
<b>Associates Companies</b>		
ATC HOLDINGS (PRIVATE) LIMITED	79,311,413	34.02

<b>Modarabas and Mutual Funds</b>		
CDC - TRUSTEE MCB PAKISTAN STOCK MARKET FUND	1,400,000	0.60
CDC - TRUSTEE PAKISTAN CAPITAL MARKET FUND	40,000	0.02
CDC - TRUSTEE ALHAMRA ISLAMIC STOCK FUND	343,000	0.15
CDC - TRUSTEE MEEZAN BALANCED FUND	105,000	0.05
CDC - TRUSTEE AKD INDEX TRACKER FUND	19,622	0.01
CDC-TRUSTEE ALHAMRA ISLAMIC ASSET ALLOCATION FUND	166,270	0.07
CDC - TRUSTEE AL MEEZAN MUTUAL FUND	1,000,000	0.43
CDC - TRUSTEE MEEZAN ISLAMIC FUND	2,489,245	1.07
CDC - TRUSTEE UBL STOCK ADVANTAGE FUND	363,355	0.16
CDC - TRUSTEE AL-AMEEN SHARIAH STOCK FUND	383,000	0.16
CDC - TRUSTEE NBP STOCK FUND	9,356	0.00
CDC - TRUSTEE MEEZAN TAHAFFUZ PENSION FUND - EQUITY SUB FUND	810,000	0.35
CDC - TRUSTEE HBL MULTI - ASSET FUND	4,000	0.00
CDC - TRUSTEE MCB PAKISTAN ASSET ALLOCATION FUND	28,000	0.01
CDC - TRUSTEE ABL STOCK FUND	120,000	0.05
CDC - TRUSTEE AL HABIB STOCK FUND	371,600	0.16
CDC - TRUSTEE LAKSON EQUITY FUND	70,000	0.03
CDC-TRUSTEE HBL ISLAMIC STOCK FUND	50,000	0.02
CDC - TRUSTEE HBL IPF EQUITY SUB FUND	7,200	0.00
CDC - TRUSTEE HBL PF EQUITY SUB FUND	8,000	0.00
CDC - TRUSTEE AL HABIB ISLAMIC STOCK FUND	516,400	0.22
CDC - TRUSTEE UBL ASSET ALLOCATION FUND	20,000	0.01
CDC - TRUSTEE AWT ISLAMIC STOCK FUND	25,000	0.01
CDC-TRUSTEE AL-AMEEN ISLAMIC RET. SAV. FUND-EQUITY SUB FUND	50,000	0.02
CDC - TRUSTEE UBL RETIREMENT SAVINGS FUND - EQUITY SUB FUND	50,000	0.02

CDC - TRUSTEE ABL ISLAMIC PENSION FUND - EQUITY SUB FUND	4,000	0.00
CDC - TRUSTEE ABL PENSION FUND - EQUITY SUB FUND	25,500	0.01
CDC - TRUSTEE AWT STOCK FUND	2,500	0.00
ABA ALI HABIB SECURITIES (PVT) LIMITED - MF	3,135	0.00
CDC - TRUSTEE HBL ISLAMIC ASSET ALLOCATION FUND	13,500	0.01
CDC - TRUSTEE MEEZAN ASSET ALLOCATION FUND	45,000	0.02
CDC TRUSTEE - MEEZAN DEDICATED EQUITY FUND	40,000	0.02
CDC - TRUSTEE AL HABIB ASSET ALLOCATION FUND	11,965	0.01
CDC - TRUSTEE FAYSAL ISLAMIC STOCK FUND	40,850	0.02
CDC - TRUSTEE FAYSAL ISLAMIC STOCK FUND-II	7,513	0.00
CDC - TRUSTEE LUCKY ISLAMIC STOCK FUND	85,000	0.04
Total	8,728,011	3.74
<b>Banks Development Financial Institutions, Non-Banking Financial Institutions</b>	<b>1,352,026</b>	<b>0.58</b>

Insurance Companies

JUBILEE GENERAL INSURANCE COMPANY LIMITED	130,000	0.06
HABIB INSURANCE CO.LIMITED	57,000	0.02
CENTURY INSURANCE COMPANY LTD.	5,500	0.00
JUBILEE GENERAL WINDOW TAKAFUL FUND-PTF	13,000	0.01
JUBILEE GENERAL WINDOW TAKAFUL OPERATIONS	6,000	0.00
DAWOOD FAMILY TAKAFUL LIMITED	2,000	0.00
ADAMJEE LIFE ASSURANCE COMPANY LTD-IMF	623,939	0.27
ADAMJEE LIFE ASSURANCE COMPANY LTD-AMAANAT FUND	14,000	0.01
ADAMJEE LIFE ASSURANCE COMPANY LIMITED	401,973	0.17
E. F. U. GENERAL INSURANCE LIMITED	221,135	0.09
Total	1,474,547	0.63

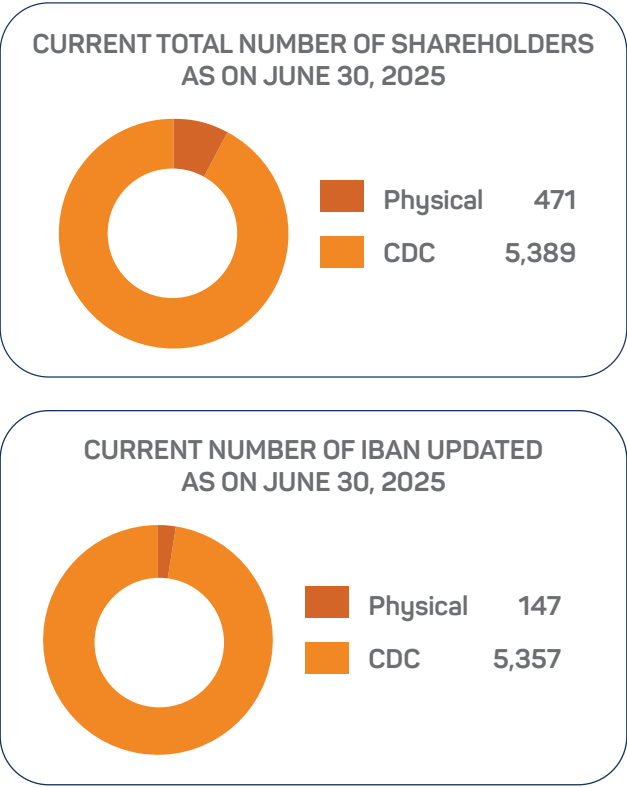
# Trading in Shares by Directors and Executives

Trading In Shares By Directors, Executives, Substantial Shareholders and Their Spouses (Including in Associated Companies) During FY 24–2025

DIRECTORS	Mr. Zahid Majeed Ms. Noreen Hasan	Buy Buy	53,070 12,000
SUBSTANTIAL SHAREHOLDER	ATC HOLDINGS (PRIVATE) LIMITED ATC HOLDINGS (PRIVATE) LIMITED MILLVILLE OPPORTUNITIES MASTER FUND, LP *	Buy Sell Sell	8,271,878 3,785,878 4,555,000
EXECUTIVE	Shahzad Mukhtar Deshmukh	Sell Buy	1,300 1,300
ASSOCIATED COMPANY	Epicure DMCC	Buy	6,993,633
SENIOR MANAGEMENT OFFICER	Farhan Ali Rizvi *	Buy	1,800

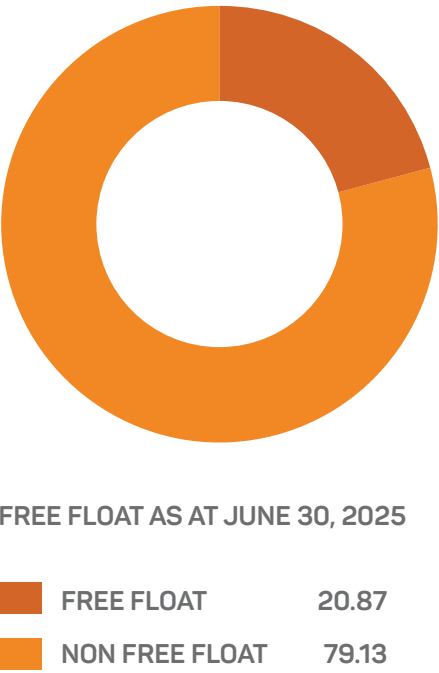
\* MILLVILLE OPPORTUNITIES MASTER FUND, LP is no longer classified as a Substantial Shareholder of National Foods Limited. Mr. Syed Farhan Ali Rizvi has resigned from the office of Chief Financial Officer.

## Shareholding Position / IBAN



## Free Float of Shares

Free float shares of the Company are 48,648,371 i.e. (20.87%) out of the total 233,115,425 Shares of the Company as at 30th June 2025.





# Notice of Annual General Meeting


Notice is hereby given that the 54th Annual General Meeting of National Foods Limited will be held on **Monday, October 20, 2025**, at 15:00 at Beach Luxury Hotel, Karachi to transact the following business. The shareholders who wish to attend the AGM via video link facility may do so.

## Ordinary Business:

1.

To confirm the Minutes of Extra Ordinary General Meeting held on September 15, 2025.
2.

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2025, together with the Directors’ and Auditors’ Reports thereon, together with Audited consolidated financial statements of the Company and the Auditors’ reports thereon for the year ended June 30, 2025.
- Note: Member may access the Annual Audited Financial Statements through the following QR code and web-link:



Web Link: <https://www.nfoods.com/investor-relations/#annual-general>

3.

To consider, approve and declare the dividend on the ordinary shares of the Company. The Directors have recommended a Final Cash dividend of Rs. 5.00 per ordinary share (100 %) in addition to the 80 % interim cash dividends announced and already paid, making a total dividend of Rs. 9 per share (180%) for the financial year ended June 30, 2025.

4.

To appoint External Auditors of the Company for the ensuing year, and to fix their remuneration. The Board of Directors, on the recommendation of Audit Committee of the Company, has proposed re-appointment of M/s KPMG Taseer Hadi & Co. Chartered Accountants as external auditors, for the year ending June 30, 2026.
- ## Special Business:
- ### SPECIAL RESOLUTIONS – Transactions with Related Parties
5.

5.To consider, and if thought fit, to pass the following resolutions as special resolutions, (a) to ratify and approve the transactions carried out with related parties during the financial year ended June 30, 2025, and (b) & (c) to authorise the Board of Directors to approve all related party transactions carried out and to be carried out during the year ending June 30, 2026.

a) **“RESOLVED THAT** the transactions, in which majority of directors are interested, carried out by the company with the following related parties for the financial year ended June 30, 2025, be and are hereby ratified and approved”.

ATC Holdings (Private) Limited - Parent Company
National Foods DMCC - Subsidiary
Associated Environment and Energy
Mungwow (Private) Limitedi

b) **“FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to approve all related party transactions, in which majority of directors are interested, carried out and to be carried out with any related party including the above-named related parties, on case-to-case basis, for the financial year ending June 30, 2026, and till next Annual General Meeting of the Company”.
- “FURTHER RESOLVED THAT** the approval of transactions by the Board, as aforesaid, shall be deemed to have been approved by the shareholders and the transactions for the year ending June 30, 2026, shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval”.
- ## Any Other Business:
6.

To transact any other business with the permission of the Chair.
- Statements under Section 134(3) of the Companies Act, 2017 in respect of special business contained in Agenda Item Number 5 is annexed to the notice being sent to the members.**
- By Order of the Board
- Karachi
- September 29, 2025
- Fazal ur Rehman Hajano**  
Company Secretary
- ### Notes:
1.

**NOTICE OF BOOK CLOSURE**

The share transfer books of the Company will remain closed from **October 13, 2025 to October 20, 2025** (both days inclusive). Transfers received, in order, at the office of our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House-99B, Block ‘B’, S.M.C.H.S., main Shahrah–e-Faisal, Karachi-74000, by the close of business on **October 10, 2025**, will be considered in time for the determination of the entitlement of the shareholders to final cash dividend and to attend and vote at the meeting.

2.

**PARTICIPATION IN THE AGM PROCEEDINGS VIA VIDEO LINK FACILITY**

In addition to in person meeting, the Company shall also hold its AGM through video link facility in pursuance to Circulars notified by the Securities and Exchange Commission of Pakistan (SECP). The members/proxies interested to participate in the AGM through this facility, are requested to get themselves registered with the Company at [cdcsr@cdcsrsl.com](mailto:cdcsr@cdcsrsl.com) or WhatsApp Number: **0321-8200864** by providing the following details: –
- | Shareholder Name | Company Name   | Folio/ CDC Number | CNIC Number | Cell Number | Registered Email Address |
|------------------|----------------|-------------------|-------------|-------------|--------------------------|
|                  | National Foods |                   |             |             |                          |
- Video-link and login credentials will be shared with the members/proxies whose email containing all the above particulars are received at the given email address by the close of business on **October 17, 2025**.
- The members can also provide their comments and questions for the agenda items of the AGM on email: [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com)
- The Company shall communicate any relevant updates regarding the meeting, including any changes to the arrangements outlined in the Notice of AGM, will be announced via a Regulatory Information Service (PUCAR) and will be available on <https://www.nfoods.com/>
3.

**Appointment of Proxy & Submission of CNIC/NTN for E-Dividend**
- Members may appoint another member as proxy to attend, speak, and vote at the AGM. A proxy form, duly signed and accompanied by an attested copy of the shareholder’s CNIC, must be submitted to the Registered Office at least 48 hours before the meeting. Proxies must present original CNIC or passport; corporate entities must provide a Board resolution or Power of Attorney.
- As per SECP and the Companies Act, 2017, CNIC/NTN is mandatory for dividend payments. Shareholders with physical shares must provide valid CNIC and updated address to the Share Registrar.
- 287 | Others
- Annual Report 2025 | 288

CDC account holders must submit e-dividend mandates to their participants. Corporate shareholders must also provide NTN and authorised representative's CNIC.

Forms are available at: [www.nfoods.com](http://www.nfoods.com)

4. Zakat & Tax Withholding Requirements for Shareholders

To claim exemption from Zakat deduction under the Zakat & Ushr Ordinance, 1980, shareholders must submit a notarised CZ-50 Form on Rs. 200/- NJSP to the Share Registrar. CDC account holders must upload the form via their Participant/Investor Account Services. Non-Muslim shareholders must submit a Solemn Affirmation (available on the Company's website) to the Share Registrar or CDC, as applicable. Exemption will not be granted without complete and timely documentation.

Under Section 150 of the Income Tax Ordinance, 2001, dividend income is subject to withholding tax. Shareholders not appearing on the Active Taxpayers List (ATL) will be taxed at a higher rate. In case of joint shareholding, tax will be withheld as per the shareholding proportion of each holder. Shareholders must provide the following details to the Share Registrar:

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

Notes:

- If no information is received, **equal proportion** will be assumed for tax deduction.
- **Corporate shareholders** must ensure their **NTN is updated** with CDC or submit a copy to the Share Registrar quoting their folio number.
- **Exemption certificates** for tax exemption must be submitted to the Share Registrar **on or before October 13, 2025**.

**Non-resident shareholders** must also submit an **Undertaking with a copy of their valid passport** (as per Section 82 of the Income Tax Ordinance, 2001) to the Share Registrar or via email at [info@cdcsrsl.com](mailto:info@cdcsrsl.com) by **October 13, 2025**. Declaration form is available at: [www.nfoods.com](http://www.nfoods.com).

For queries, contact:

Company: [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com)  
Share Registrar: [info@cdcsrsl.com](mailto:info@cdcsrsl.com)

5. Unclaimed Dividend/Shares

Shareholders, who by any reason, could not claim their dividend/shares, if any, are advised to contact our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House-99B, Block 'B', S.M.C.H.S., main Shahrah-e-Faisal, Karachi-74000, to collect / enquire about their unclaimed dividend/shares, if any.

6. Postal Ballot/E-Voting

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 amended through Notification vide 451(I)/2025 dated March 13, 2025 issued by the SECP. The SECP has directed all the listed companies to conduct voting on every special business only through postal ballot and provide the

right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business. Accordingly, members of National Foods Limited will be allowed to exercise their right to vote through e-voting facility or voting by post for the special business in its forthcoming Annual General Meeting to be held on Monday October 20, 2025 at 03:00 P.M., in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

7. Code of Conduct for Shareholders in General Meeting:

- Section 215 of the Companies Act, 2017 ("the Act") and Regulation 55 of the Companies Regulations, 2024, **"Conduct of Shareholders at Meetings"** state as follows:
  - shall not bring such material that may cause threat to participants or premises where meeting is being held;
  - shall confine themselves to the agenda items covered in the notice of meeting;
  - shall keep comments and discussion restricted to the affairs of the company; and
  - shall not conduct in a manner to disclose any political affiliation or offend religious susceptibility of other members

Additionally, in compliance with section 185 of the Companies Act, 2017 and SRO 452(I)/2025 dated March 17, 2025 issued by SECP, it is hereby notified that no gifts in any form or manner, shall be distributed to shareholders at the Annual General Meeting.

8. Availability of Annual Financial Statements & Electronic Transmission of Reports

The Annual Report 2025 along with notice of AGM is being sent to the members who have provided their email addresses as per SRO 452(I)/2025 issued by the SECP. Shareholders are encouraged to send/update their email address with the Company's Share Registrar, M/s CDC Share Registrar Services Limited.

9. Conversion of Physical Shares & Mandatory Registration Details

In compliance with Section 72 of the Companies Act, 2017 and SECP's directive dated March 26, 2021, shareholders holding physical shares must convert them into Book-Entry Form. To do so, shareholders are encouraged to open a CDC sub-account with a broker or an Investor Account with CDC. Physical share trading is no longer permitted under PSX regulations, and electronic conversion ensures secure custody and tradability.

Additionally, as required under Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, physical shareholders must provide their CNIC, address, email, contact number, and IBAN to the Share Registrar to ensure compliance and avoid future inconvenience.

Conversion guidelines: CDC SRSL Website [https://www.cdcsrsl.com/?jet\\_download=7429](https://www.cdcsrsl.com/?jet_download=7429)

10. UBO Disclosure Requirement

In compliance with **S.R.O. 1356(I)/2025** and **Regulation 9 of the Companies Regulations, 2024**, every shareholder holding **at least five percent (5%) of the shares or voting rights** in the Company, and the representative of any legal person or legal arrangement holding such interest, is required to **submit or update their Ultimate Beneficial Ownership (UBO) declaration**.

For this purpose, a **natural person holding or controlling twenty-five percent (25%) or more shares or voting rights, directly or indirectly, qualifies as a UBO**.

The prescribed **Form 17** is available at <http://www.nfoods.com> and shall be submitted either via email at [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com) or to the Company's Registered Office to ensure compliance with statutory requirements. In case of corporate entity, it shall be duly printed on Company letter and signed by authorised officer.

11. Polling on Special Business:

The members of NATIONAL FOODS LIMITED "the Company" are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.



Accordingly, members of NATIONAL FODS LIMITED will be allowed to exercise their right to vote through electronic voting facility and voting by post for the special business in its Annual General Meeting to be held on October 20, 2025 at 03:00 p.m., in accordance with the requirements and subject to the conditions contained in the previously mentioned Regulations.

For the convenience of the Members, ballot paper is available on the Company's website at <https://www.nfoods.com> for download.

a) Procedure for E-Voting:

- i. Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on October 13, 2025.
- ii. The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- iii. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- iv. E-Voting lines will start from October 15, 2025, 09:00 a.m. and shall close on October 19, 2025 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

b) Procedure for Voting Through Postal Ballot:

The member shall ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC), reaches the Company Secretary through post at 12/CL-6, Claremont Road, Civil Lines, Karachi, Pakistan, or via email at [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com), at least one working day before the Annual General Meeting, i.e., on October 17, 2025, during working hours.

12. Video-Conferencing Facility in Other Cities

If the members holding ten percent of the total paid up capital or such other percentage of the paid-up capital as may be specified by the Commission, are resident in any other city, the company shall provide the facility of video-conferencing to such members for attending annual general meeting of the company, if so required by such members in writing to the company at least seven days (7) before the date of the meeting. The Company will intimate members regarding the venue of conference facility at least 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.

13.

Consent for Video-Conferencing Facility

I/We, of being a member of **National Foods Limited** holder of Ordinary Share(s) as per Register Folio No. \_\_\_\_\_ hereby opt for participation in the Annual General Meeting to be held on **October 20, 2025** or any adjourned meeting through video-conferencing facility at \_\_\_\_\_ (Please insert name of the City)

Signature of member

STATEMENTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out all the material facts concerning Special Business under Agenda Item No 5 be transacted at the 54th Annual General Meeting.

Agenda Item No. 5

SPECIAL RESOLUTIONS – Transactions with Related Parties

(a) Ratification and approval of transactions with related parties carried out during the financial year ended June 30, 2025

The company carries out transactions with its related parties on an arm’s length basis, as per the approved policy with respect to ‘transactions with related parties,’ in the normal course of business. All transactions entered into with related parties require the approval of the Board Audit Committee of the Company, which is chaired by an independent director of the Company. Upon the recommendation of the Board Audit Committee, such transactions are placed before the Board of Directors for their approval. However, in terms of Regulation 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Code) approval of shareholders is required for such transactions with related parties in which majority of directors of the company are interested. The Companies Act, 2017 (the Act) also requires approval of such related party transactions by shareholders where the majority of directors are interested.

In view of the above, following transactions, in which majority of directors are interested due to their common directorship, carried out in normal course of business on an arms’ length basis with related parties during the financial year ended June 30, 2025, are being placed before the shareholders for their ratification and approval.

Name of related party	Relationship	Nature of Transaction	Amount in Rupees ‘000’	Pricing Policy
ATC Holding (Private) Limited	Parent Company	Rental Income	2,976	Arm's length/under approved agreement with related Party
ATC Holding (Private) Limited	Parent Company	Reimbursement of expenses from Parent	14,212	Arm's length/under approved agreement with related Party
National Foods DMCC	Subsidiary Company	Sale of Goods	4,167,497	Arm's length/under approved agreement with related Party
National Foods DMCC	Subsidiary Company	Purchase of Goods	998,463	Arm's length/under approved agreement with related Party
National Foods DMCC	Subsidiary Company	Reimbursement of expenses	13,633	Arm's length/under approved agreement with related Party
Associated Environment and Energy	Associate	Purchases of O&M Services for ETP Plant	15,154,992	Arm's length/under approved agreement with related Party
Mungwow (Private) Limited	Associate	Reimbursement of meal charges	3,936,635	Arm's length/under approved agreement with related Party

(b) and (c) Authorization for the Board of Directors to approve the related party transactions during the financial year ending June 30, 2026, and till next Annual General Meeting

The Company is and shall be conducting transactions with its related parties during the financial year ending June 30, 2025, and subsequently, on arm’s length basis as per the approved policy with respect to ‘transactions with related parties’ in the normal course of business or otherwise.

The related parties’ transactions in which the majority of Directors are interested due to their common directorship and/or shareholding, therefore necessitate approval of shareholders. Accordingly, approval of shareholders is being sought to authorise the Board of Directors of the Company to approve all such transactions, in which majority of directors are interested, carried out and to be carried out with such related parties during the financial year ending June 30, 2026, and till next Annual General Meeting, which transactions shall be deemed to be approved by the Shareholders.

The nature and scope of such related party transactions is explained above in the statement under clause (a) of the agenda. The related party transactions requiring shareholders’ approval, conducted during the financial year ending June 30, 2026, shall then be placed before the shareholders in the next AGM for their formal approval/ratification.

**Disclosure of Interest of Directors:** Mr. Abrar Hasan, Ms. Noreen Hasan, Mr. Adam Fahy Majeed and Mr. Zahid Majeed are interested in the agenda to the extent of their common directorships and/or their shareholding in respective related parties.

5. **غیر وصول شدہ منافع/ حصص**  
وہ حصص یافتگان جن کے کسی وجہ سے منافع/ حصص غیر وصول شدہ ہوں، وہ ہمارے شیئرز رجسٹرار ایم/ ایس سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ، سی ڈی سی ہاؤس-99B، بلاک 'B'، ایس۔ایم۔سی۔ایچ۔ایس، مین شاہراہ فیصل، کراچی-74000 سے رابطہ کریں اور اپنے غیر وصول شدہ منافع/ حصص سے متعلق معلومات/ وصولی کریں۔

6. **ڈاک کے ذریعے رائے دی/ ای ووٹنگ (Postal Ballot/E-Voting)**  
ممبران کو مطلع کیا جاتا ہے کہ Companies (Postal Ballot) Regulations, 20۱8 ۱3 مارچ 2025 کو جاری نوٹیفکیشن نمبر ۱451(I)/2025 کے ذریعے ترمیم کیا گیا ہے۔ SECP نے ہدایت دی ہے کہ تمام لسٹڈ کمپنیاں خصوصی کاروبار پر ووٹنگ صرف پوسٹل بیلٹ کے ذریعے کروائیں اور الیکٹرانک ووٹنگ سہولت اور پوسٹ کے ذریعے ووٹنگ کا حق ممبران کو فراہم کریں۔ اسی مناسبت سے، نیشنل فوڈز لمیٹڈ کے ممبران کو ان کے آئندہ سالانہ عام اجلاس جو کہ بروز پیر 20 اکتوبر 2025 بوقت 03:00 P.M منعقد ہو گا، میں خصوصی کاروبار کے سلسلے میں ای-ووٹنگ یا پوسٹل بیلٹ کے ذریعے ووٹ دینے کی اجازت ہوگی، بشرطیکہ مذکورہ ضوابط و شرائط پوری ہوں جو ان ضوابط میں وضع کی گئی ہیں۔

7. **عام اجلاس میں حصص یافتگان کے ضابطہ اخلاق**  
کمپنیز ایکٹ 20۱7ء کی دفعہ 215 اور کمپنیز ریگولیشنز 2024ء کے ریگولیشن 55 ("Conduct of Shareholders at Meetings") کے مطابق: (i) ایسا مواد ساتھ نہ لائیں جو شرکائے اجلاس یا مقام کے لیے خطرہ کا باعث ہو؛ (ii) گفتگو کو نوٹس اجلاس میں درج ایجنڈا آئٹمز تک محدود رکھیں؛ (iii) تبصرے اور بحث کو کمپنی کے امور تک محدود رکھیں؛ اور (iv) اس انداز میں طرزِ عمل اختیار نہ کریں جس سے کسی سیاسی وابستگی کا اظہار ہو یا دیگر اراکین کے مذہبی احساسات مجروح ہوں۔ مزید برآں، Companies Act, 20۱7 کی دفعہ ۱85 SECP کی جانب سے جاری ۱/2025 SRO 452(۱) مورخہ 17 مارچ 2025 کے تحت مطلع کیا جاتا ہے کہ سالانہ عام اجلاس میں کسی بھی نوعیت کے تحائف کسی بھی شکل میں تقسیم نہیں کیے جائیں گے۔

8. **سالانہ مالی بیانات کی دستیابی اور رپورٹس کی برقی ترسیل**  
Annual Report 2025 بمعدہ AGM نوٹس اُن ممبران کو بھیجا جا رہا ہے جنہوں نے اپنی ای میل ایڈریس فراہم کی ہوئی ہے جیسا کہ ۱/2025 SRO 452(۱) کے مطابق ضروری ہے۔ حصص یافتگان سے گزارش ہے کہ وہ اپنا ای میل ایڈریس کمپنی کے شیئرز رجسٹرار M/s CDC Share Registrar Services Limited کو بھیجیں / اپ ڈیٹ کریں تاکہ وہ برقی طور پر رپورٹس وصول کر سکیں۔

9. **فزیکل شیئرز کی تبدیلی اور لازمی رجسٹریشن تفصیلات**  
کمپنیز ایکٹ 2017ء کی دفعہ 72 اور SECP کے مورخہ 26 مارچ 2021ء کے ہدایت نامہ کی تعمیل میں، جو حصص یافتگان فزیکل شیئرز رکھتے ہیں انہیں انہیں بک انٹری فارم میں منتقل کرنا ہو گا۔ اس مقصد کے لیے CDC کے ساتھ بروکر کے ذریعے سب اکاؤنٹ یا براہ راست انویسٹرز اکاؤنٹ کھولنے کی ترغیب دی جاتی ہے۔ پی ایس ایکس ریگولیشنز کے تحت فزیکل شیئرز کی ٹریڈنگ اب مجاز نہیں؛ الیکٹرانک تبدیلی سے تحویل اور لین دین محفوظ رہتے ہیں۔

مزید، کمپنیز ایکٹ 2017ء کی دفعہ 119 اور کمپنیز ریگولیشنز 2024ء کے ریگولیشن 47 کے تحت فزیک حصص یافتگان اپنا CNIC، پتہ، ای میل، رابطہ نمبر اور IBAN شیئرز رجسٹرار کو فراہم کریں تاکہ تعمیل یقینی بنائی جا سکے۔

تبدیلی کے رجما اصول: CDC SRSL Website https://www.cdcsrsl.com/?jet\_download=7429

10. **UBO (الحقی میٹ بینیفیشل اونرشپ) ڈسکلوزر کی ضرورت**  
S.R.O. ۱356(I)/2025 اور Regulation 9 کی Companies Regulations, 2024 کے مطابق، ہر وہ حصص یافتہ جو کمپنی میں کم از کم پانچ فیصد (5%) شیئرز یا ووٹنگ حقوق رکھتا ہو، اور کسی قانونی شخص یا قانونی انتظام (legal arrangement) کا ناما کنندہ جو ایسا مفاد رکھتا ہو، اپنی Ultimate Beneficial Ownership (UBO) ڈیکلریشن جمع کرائے یا اپ ڈیٹ کرے۔

اس مقصد کے لیے وہ فطری شخص جو براہ راست یا بالواسطہ طور پر پچیس فیصد (25%) یا اس سے زائد حصص یا ووٹنگ حقوق رکھتا یا کنٹرول کرتا ہو، UBO شمار ہو گا۔ مقررہ فارم ۱7 http://www.nfoods.com پر دستیاب ہے اور اسے یا تو ای میل corporate.secretary@nfoods.com پر یا کمپنی کے رجسٹرز آفس پر جمع کروایا جاسکتا ہے تاکہ قانونی تقاضوں کی تعمیل ہو۔ کارپوریٹ اداروں کے لیے فارم کمپنی کے لیٹر ہیڈ پر شائع اور مجاز افسر کے دستخط شدہ ہونا چاہیے۔

براہ کرم نوٹ کریں کہ فارم نامی جمع کروانے یا تاخیر سے جمع کروانے کی صورت میں Companies Act, 20۱7 کی دفعہ 452 کے تحت ریگولٹری کارروائی ہو سکتی ہے۔

براہ کرم نوٹ کریں کہ جمع نہ کرانے یا تاخیر سے جمع کرانے کی صورت میں کمپنیز ایکٹ 2017ء کی دفعہ 452 کے تحت ریگولٹری کارروائی ہو سکتی ہے۔

11. **خصوصی کاروبار پر پولنگ:**

نیشنل فوڈز لمیٹڈ ("کمپنی") کے ممبران کو مطلع کیا جاتا ہے کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 20۱8، جو کہ سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کی جانب سے مورخہ 5 دسمبر 2022 کو جاری کردہ نوٹیفکیشن کے تحت ترمیم شدہ ہیں، کے مطابق SECP نے تمام لسٹڈ کمپنیوں کو ہدایت دی ہے کہ وہ خصوصی امور ("Special Business) کے تمام معاملات پر ممبران کو الیکٹرانک ووٹنگ اور ووٹ بذریعہ ڈاک کی سہولت فراہم کریں۔

اس کے پیش نظر نیشنل فوڈز لمیٹڈ کے اراکین کو یہ سہولت فراہم کی جائے گی کہ وہ اپنی سالانہ عمومی اجلاس، جو کہ 20 اکتوبر 2025 کو شام 3:00 بجے منعقد ہو گا، میں شامل خصوصی امور پر ای ووٹنگ یا پوسٹل بیلٹ کے ذریعے اپنا ووٹ کاسٹ کر سکیں، جو مذکورہ ریگولیشنز میں بیان کردہ شرائط و ضوابط کے مطابق لازم ہے۔

ممبران کی سہولت کے لیے، بیلٹ پیپر کمپنی کی ویب سائٹ پر دستیاب ہے جسے نیچے دیے گئے لنک سے ڈاؤن لوڈ کیا جاسکتا ہے: https://www.nfoods.com

(۱) **ای ووٹنگ کا طریقہ کار:**

- i۔ اسی ووٹنگ کی سہولت کی تفصیلات کمپنی کے ان ممبران کے ساتھ ایک ای میل کے ذریعے شیئرز کی جائیں گی جن کے پاس ۱3 اکتوبر 2025 کو کاروبار کے اختتام تک کمپنی کے ممبران کے رجسٹر میں ان کے درست کمپیوٹرائزڈ قومی شناختی کارڈ نمبر سبل نمبر، اور ای میل ایڈریس دستیاب ہونگے۔
- ii۔ ویب ایڈریس، لاگ ان کی تفصیلات، اور پاس ورڈ، ای میل کے ذریعے اراکین کو مطلع کیا جائے گا۔ سیوریٹی کوڈ سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ کے ویب پورٹل (ای ووٹنگ سروس فراہم کنندہ ہونے کے ناطے) سے ایس ایم ایس کے ذریعے ممبران کو بتائے جائیں گے۔
- iii۔ اسی ووٹنگ کے ذریعے ووٹ ڈالنے کا ارادہ رکھنے والے ممبران کی شناخت الیکٹرانک دستخط یا لاگ ان کے لیے تصدیق کے ذریعے کی جائے گی۔
- iv۔ ای ووٹنگ لائنیں 15 اکتوبر 2025 صبح 09:00 بجے سے شروع ہوں گی اور 19 اکتوبر 2025 کو شام 5:00 بجے بند ہوں گی۔ ممبران اس مدت کے دوران کسی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ ایک بار ممبر کی طرف سے قرارداد پرووٹ ڈالنے کے بعد، اسے بعد میں اسے تبدیل کرنے کی اجازت نہیں ہوگی۔

(ب) **پوسٹل بیلٹ کے ذریعے ووٹ ڈالنے کا طریقہ کار:**

ممبراس بات کو یقینی بنائے گا کہ کمپیوٹرائزڈ قومی شناختی کارڈ کی ایک کاپی کے ساتھ صحیح طریقے سے بھرا ہوا اور دستخط شدہ بیلٹ پیپر کمپنی سیکریٹری تک بذریعہ ڈاک ۱2 / 6-CL کلیر مونٹ روڈ، سول لائنز، کراچی، پاکستان، یا ای میل کے ذریعے corporate.secretary@nfoods.com پر کم از کم ایک درکنگ دن پہلے یعنی 17 اکتوبر 2025 کو دفتر ی اوقات کے، دوران موصول ہو جائے۔

12. **دیگر شہروں میں ویڈیو کانفرنسنگ کی سہولت**

اگر کمپنی کی کل ادائیگی شدہ سرمائے کا دس فیصد رکھنے والے اراکین (یا کمیشن کی جانب سے مقررہ کوئی اور تناسب) کسی دوسرے شہر میں مقیم ہوں تو اُن کی تحریری درخواست پر (اجلاس کی تاریخ سے کم از کم 7 دن قبل)، کمپنی اُن اراکین کے لیے سالانہ عام اجلاس میں شرکت کی ویڈیو کانفرنسنگ سہولت فراہم کرے گی۔ کمپنی عام اجلاس سے کم از کم 5 دن قبل کانفرنس سہولت کے مقام اور رسائی کی مکمل معلومات سے آگاہ کرے گی۔

13. **ویڈیو کانفرنسنگ سہولت کے لیے رضامندی (Consent)**  
میں/ ہم، \_\_\_\_\_ نیشنل فوڈز لمیٹڈ کے رکن / اراکان، رجسٹر فولیو نمبر \_\_\_\_\_ کے مطابق \_\_\_\_\_ عدد عام حصص کے حامل، بذریعہ ویڈیو کانفرنسنگ کمپنی کے سالانہ عام اجلاس مورخہ 20 اکتوبر 2025ء یا کسی بھی ملتی شدہ اجلاس میں \_\_\_\_\_ (براہ کرم شہر کا نام درج کریں) سے شرکت کی خواہش/ رضامندی ظاہر کرتا/ کرتے ہیں۔  
  
رکن کے دستخط

**کمپنیز ایکٹ 2017ء کی دفعہ 134(3) کے تحت بیانات**  
یہ بیان 54 ویں سالانہ عام اجلاس میں ایجنڈا آئٹم نمبر 5 (خصوصی کاروبار) کے تحت قابلِ لین دین تمام مادی حقائق کی وضاحت کرتا ہے۔

## ایجنڈا آئٹم نمبر 5

خصوصی قراردادیں — متعلقہ فریقین کے ساتھ معاملات

(a) مالی سال ختم شدہ 30 جون 2025ء کے دوران متعلقہ فریقین کے ساتھ کیے گئے معاملات کی توثیق اور منظوری  
کمپنی اپنے متعلقہ فریقین کے ساتھ معاملات بازاری / آرمز لینتھ بنیاد پر، متعلقہ فریقین کے معاملات سے متعلق منظور شدہ پالیسی کے مطابق اور معمول کے کاروبار کے طور پر کرتی ہے۔ تمام متعلقہ فریق معاملات کمپنی کی بورڈ آف ڈائمنٹ (جس کی سربراہی ایک خود مختار ڈائریکٹر کرتے ہیں) کی منظوری کے متقاضی ہوتے ہیں۔ آؤٹ میٹنی کی سفارش پر ایسے معاملات بورڈ آف ڈائریکٹرز کے سامنے منظوری کے لیے رکھے جاتے ہیں۔ تاہم لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 20۱9ء کے ریگولیشن 15 اور کمپنیز ایکٹ 20۱7ء کے مطابق، ایسے متعلقہ فریق معاملات جن میں ڈائریکٹرز کی اکثریت کو دلچسپی حاصل ہو، حصص یافتگان کی منظوری کے متقاضی ہیں۔

بالائے ازیں، ڈائریکٹرز کی اکثریت کی مشترکہ ڈائریکٹر شپ کے باعث دلچسپی رکھنے والے درج ذیل معاملات، جو معمول کے کاروبار اور آرمز لینتھ بنیاد پر مالی سال ختم شدہ 30 جون 2025ء میں متعلقہ فریقین کے ساتھ کیے گئے، حصص یافتگان کی توثیق و منظوری کے لیے پیش کیے جا رہے ہیں:

متعلقہ فریق کا نام	تعلق	لین دین کی نوعیت	رقم (ہزار روپے میں)	قیمت کا طریقہ کار
اے ٹی سی ہولڈنگ (پرائیویٹ) لمیٹڈ	پیرنٹ کمپنی	کرایہ کی آمدنی	2,976	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
اے ٹی سی ہولڈنگ (پرائیویٹ) لمیٹڈ	پیرنٹ کمپنی	اخراجات کی ادائیگی	14,2۱2	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
نیشنل فوڈز DMCC	ذیلی کمپنی	اشیاء کی فروخت	4,۱67,497	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
نیشنل فوڈز DMCC	ذیلی کمپنی	اشیاء کی خریداری	998,463	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
نیشنل فوڈز DMCC	ذیلی کمپنی	اخراجات کی ادائیگی	13,633	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
ایسوسی اینڈ انوائزمنٹ اینڈ انرجی	ایسوسی ایٹ	ای ٹی ٹی پلانٹ کے لیے O&M سروسز کی خریداری	15,۱54,992	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت
منگواؤ (پرائیویٹ) لمیٹڈ	ایسوسی ایٹ	کھانے کے اخراجات کی ادائیگی	3,936,635	غیر جانبدارانہ / منظور شدہ معاہدے کے تحت

(b) (c) مالی سال ختم ہونے والا 30 جون 2026ء اور آئندہ سالانہ عام اجلاس تک متعلقہ فریقین کے معاملات کی منظوری کے اختیارات بورڈ کو دینا  
کمپنی مالی سال ختم ہونے والا 30 جون 2025ء اور بعد ازاں بھی، اپنی متعلقہ فریقین کے ساتھ معاملات آرمز لینتھ بنیاد پر، متعلقہ فریقین کے معاملات سے متعلق منظور شدہ پالیسی کے مطابق اور معمول کے کاروبار یا بصورت دیگر کرتی رہے گی۔

چونکہ ایسے معاملات میں ڈائریکٹرز کی اکثریت مشترکہ ڈائریکٹر شپ اور / یا شیئرز ہولڈنگ کے باعث دلچسپی رکھتی ہے، اس لیے حصص یافتگان کی منظوری درکار ہے کہ بورڈ آف ڈائریکٹرز کو یہ اختیار دیا جائے کہ وہ ایسے تمام معاملات — جن میں ڈائریکٹرز کی اکثریت دلچسپی رکھتی ہو — کو مالی سال ختم ہونے والا 30 جون 2026ء اور آئندہ AGM تک، انجام دیے گئے اور انجام دیے جانے والے، منظور کرے؛ اور ایسی منظوری حصص یافتگان کی منظوری تصور ہوگی۔

ایسے متعلقہ فریق معاملات کی نوعیت اور دائرہ کار اور پر شق (a) کے بیان میں واضح کیا گیا ہے۔ مالی سال ختم ہونے والا 30 جون 2026ء کے دوران حصص یافتگان کی منظوری کے متقاضی متعلقہ فریق معاملات کو بعد ازاں آئندہ AGM میں حصص یافتگان کے سامنے باضابطہ منظوری / توثیق کے لیے پیش کیا جائے گا۔

ڈائریکٹرز کے مفاد کا انکشاف: جناب ابرار حسن، محترمہ نورین حسن، جناب آدم بی ماجدا اور جناب زاہد جمید اس ایجنڈا میں اپنی مشترکہ ڈائریکٹر شپ اور / یا متعلقہ فریقین میں اپنے شیئرز ہولڈنگ کی حد تک دلچسپی رکھتے ہیں۔



# 54 ویں سالانہ عام اجلاس کا نوٹس

54واں سالانہ عام اجلاس (AGM) کا نوٹس

اس امر کی اطلاع دی جاتی ہے کہ نیشنل فوڈز لمیٹڈ کا 54واں سالانہ عام اجلاس پیر، 20 اکتوبر 2025ء کو سہ پہر 15:00 بجے پتھ گلٹری ہوٹل، کراچی میں منعقد ہو گا تاکہ درج ذیل کاروبار انجام دیا جاسکے۔ وہ حصص یافتگان جو ویڈیولنک کی سہولت کے ذریعے AGM میں شرکت کرنا چاہیں، ایسا کر سکتے ہیں۔

## عام کاروبار:

- 15 ستمبر 2025 کو منعقدہ غیر معمولی عام اجلاس (Extra Ordinary General Meeting) کی کارروائی (Minutes) کی توثیق کرنا۔
- کمپنی کے سال ختم شدہ 30 جون 2025ء کے آڈٹ شدہ مالی بیانات بمع ڈائریکٹرز اور آڈیٹرز کی رپورٹس، نیز کمپنی کے آڈٹ شدہ جامع (کنسولیدیٹڈ) مالی بیانات بمع آڈیٹرز کی رپورٹ برائے سال ختم شدہ 30 جون 2025ء کو وصول کرنا، غور کرنا اور منظور کرنا۔

نوٹ:    اراکین سالانہ آڈٹ شدہ مالی بیانات تک ذیل میں دیے گئے کیو آر کوڈ اور ویب لنک کے ذریعے رسائی حاصل کر سکتے ہیں:



ویب لنک   <https://www.nfoods.com/investor-relations/#annual-general>

3. کمپنی کے عام حصص پر منافع (ڈیویڈنڈ) پر غور، منظوری اور اعلان کرنا۔ ڈائریکٹرز نے فی عام حصص روپے 5.00 (100%) بطور آخری نقد منافع (Final Cash Dividend) کی سفارش کی ہے جو کہ پہلے سے اعلان کردہ اور ادا شدہ 80% عبوری نقد منافع کے علاوہ ہو گا، اس طرح مالی سال ختم شدہ 30 جون 2025ء کے لیے کل منافع روپے 9.00 فی حصص (180%) ہو گا۔
4. کمپنی کے آئندہ سال کے لیے بیرونی آڈیٹرز کی تقرری اور ان کی فیس مقرر کرنا۔ بورڈ آف ڈائریکٹرز نے آڈٹ کمیٹی کی سفارش پر M/s KPMG Taseer Hadi & Co., Chartered Accountants کی بحالی بطور بیرونی آڈیٹرز برائے سال ختم ہونے والی تاریخ 30 جون 2026 کی تجویز پیش کی ہے۔

## خصوصی کاروبار:

**خصوصی قراردادیں—متعلقہ فریقین کے ساتھ لین دین**

5. درج ذیل خصوصی قراردادیں منظور کرنے پر غور کرنا اور اگر مناسب سمجھا جائے تو منظور کرنا: (a) مالی سال ختم شدہ 30 جون 2025ء کے دوران متعلقہ فریقین کے ساتھ کیے گئے معاملات کی توثیق و منظوری؛ اور (b) و (c) مالی سال ختم ہونے والا 30 جون 2026ء کے دوران کیے گئے اور کیے جانے والے تمام متعلقہ فریقین کے معاملات کی منظوری کے لیے بورڈ آف ڈائریکٹرز کو اختیار دینا۔
- a. یہ قرارداد منظور کی جاتی ہے کہ کمپنی کی جانب سے مالی سال ختم شدہ 30 جون 2025ء کے دوران درج ذیل متعلقہ فریقین کے ساتھ کیے گئے وہ معاملات جن میں ڈائریکٹرز کی اکثریت کو دلچسپی حاصل ہے، توثیق اور منظور کیے جاتے ہیں۔

اے ٹی سی ہولڈنگز (پرائیویٹ) لمیٹڈ—پیرنٹ کمپنی
نیشنل فوڈز DMCC—ذیلی کمپنی
ایسوسی ایٹڈ انوائرنمنٹ اینڈ انرجی
منگواؤ (پرائیویٹ) لمیٹڈ

b. مزید یہ قرارداد منظور کی جاتی ہے کہ کمپنی کے بورڈ آف ڈائریکٹرز کو یہ اختیار دیا جاتا ہے کہ وہ مالی سال ختم ہونے والا 30 جون 2026ء اور آئندہ سالانہ عام اجلاس تک، کیس ٹوکیس بنیاد پر، اُن تمام متعلقہ فریقین کے معاملات—جن میں ڈائریکٹرز کی اکثریت کو دلچسپی حاصل ہو—کی منظوری دے، بشمول بالانامز و متعلقہ فریقین کے ساتھ معاملات۔

## دیگر کوئی کاروبار:

6. صدر اجلاس کی اجازت سے کوئی اور کاروبار انجام دینا۔

کمپنیاں ایکٹ، 2017ء کی دفعہ 134 (3) کے تحت خصوصی کاروبار (ایجنڈا آئٹم نمبر 5) کے متعلق بیانات اراکین کو بھیجے جانے والے نوٹس کے ساتھ منسلک ہیں۔

بہ حکم بورڈ

فضل الرحمن جہانو  
کمپنی سیکریٹری

## نوٹس:

1. **کتابوں کی بندش (Book Closure) کا نوٹس**

کمپنی کی شیئرز انسفر کتا ہیں 13 اکتوبر 2025ء سے 20 اکتوبر 2025ء تک (دونوں دن بشمول) بند رہیں گی۔ ہمارے شیئرز رجسٹرار ایم / ایس سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ، سی ڈی سی ہاؤس-99B، بلاک 'B'، ایس۔ ایم۔ سی۔ ایچ۔ ایس، مین شاہراہ فیصل، کراچی-74000 پر 10 اکتوبر 2025ء کے کاروبار کے اختتام تک بقاعدگی سے موصول ہونے والی منتقلیاں، آخری نقد منافع کے استحقاق اور اجلاس میں شرکت ورائے دہی کے لیے بروقت تصورات کی جائیں گی۔

2. **ویڈیولنک کے ذریعے AGM میں شرکت**

ذاتی حاضری کے علاوہ، کمپنی SECP کے جاری کردہ سرکلرز کے مطابق ویڈیولنک سہولت کے ذریعے بھی AGM منعقد کرے گی۔ وہ اراکین / پراکسی ہولڈرز جو اس سہولت کے ذریعے شرکت کرنا چاہیں، وہ ذیل کی تفصیل فراہم کر کے [cdcsr@cdcsrsl.com](mailto:cdcsr@cdcsrsl.com) یا ایڈریس نمبر 8200864-0321 پر کمپنی کے ساتھ رجسٹر ہوں گے:

شیئرز ہولڈر کا نام	کمپنی کا نام	فولیو نمبر / CDC / نمبر	CNIC نمبر	موبائل نمبر	رجسٹرڈ ای میل ایڈریس
	نیشنل فوڈز لمیٹڈ				

جن اراکین / پراکسی ہولڈرز کی جانب سے مطلوبہ تمام تفصیلات پر مشتمل ای میل 17 اکتوبر 2025ء کے کاروبار کے اختتام تک موصول ہو جائے گی، انہیں ویڈیولنک اور لاگ ان اسناد (کریڈینشلز) ارسال کر دی جائیں گی۔

اراکین ایجنڈا آئٹمز سے متعلق اپنے تبصرے اور سوالات [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com) پر بھی بھیج سکتے ہیں۔

اجلاس کے انتظامات میں کسی تبدیلی سمیت متعلقہ اپ ڈیٹس ریگولیٹری انفارمیشن سروس (PUCAR) کے ذریعے جاری کی جائیں گی اور <https://www.nfoods.com/> پر دستیاب ہوں گی۔

3. **پراکسی کی تقرری اور ای-ڈویڈنڈ کے لیے CNIC / NTN جمع کرنا**

اراکین AGM میں شرکت، گفتگو اور رائے دہی کے لیے کسی دوسرے رکن کو بطور پراکسی مقرر کر سکتے ہیں۔ دستخط شدہ پراکسی فارم بمع حصص یافتہ کے تصدیق شدہ CNIC کی کاپی، اجلاس سے کم از کم 48 گھنٹے قبل رجسٹرڈ آفس میں جمع کرنا ہو گا۔ پراکسیز کو اصل CNIC یا پاسپورٹ پیش کرنا ہو گا؛ کارپوریٹ ادارے بورڈ ریزولوشن یا پاور آف اٹارنی فراہم کریں۔

SECP اور کمپنیز ایکٹ 2017ء کے مطابق منافع کی ادائیگی کے لیے CNIC / NTN لازمی ہے۔ فزیکل شیئرز رکھنے والے حصص یافتگان اپنا درست CNIC اور تازہ پتہ شیئرز رجسٹرار کو فراہم کریں۔

CDC اکاؤنٹ ہولڈرز اپنے شرکاء (Participants) کے ذریعے ای-ڈویڈنڈ مینڈیٹ جمع کرائیں۔ کارپوریٹ حصص یافتگان NTN اور مجاز نمائندے کا CNIC بھی فراہم کریں۔

فارمز [www.nfoods.com](http://www.nfoods.com) پر دستیاب ہیں۔

4. **حصص یافتگان کے لیے ذکوۃ اور ٹیکس کی کٹوتی کے تقاضے**

ذکوۃ و عشر آرڈیننس 1980ء کے تحت ذکوۃ کی کٹوتی سے استثنیٰ کے لیے، حصص یافتگان نوٹری شدہ فارم CZ-50 غیر عدالتی اسٹامپ پیپر (NJSP - /Rs. 200) پر شیئرز رجسٹرار کو جمع کرائیں۔ CDC اکاؤنٹ ہولڈرز یہ فارم اپنے پارٹنرس / انویسٹرز کو اکاؤنٹ سروسز کے ذریعے اپ لوڈ کریں۔ غیر مسلم حصص یافتگان ”مسلم انفرمیشن“ (کمپنی ویب سائٹ پر دستیاب) شیئرز رجسٹرار یا CDC کے ذریعے حسب حال جمع کرائیں۔ نامکمل / غیر بروقت دستاویزات پر استثنیٰ میسر نہ ہو گا۔ جو حصص یافتگان ایکٹو ٹیکس پیپرز لسٹ (ATL) میں شامل نہ ہوں اُن پر بلند شرح سے ٹیکس کٹا جائے گا۔ کم ٹیکس آرڈیننس 2001ء کی دفعہ 150 کے تحت منافع حصص پر ود ہولڈنگ ٹیکس عائد ہو گا۔ حصص یافتگان درج ذیل معلومات شیئرز رجسٹرار کو فراہم کریں:

حصص داری کا تناسب (حصص کی تعداد)	نام اور شناختی کارڈ نمبر	حصص داری کا تناسب (حصص کی تعداد)	نام اور شناختی کارڈ نمبر	ٹیکس / سی ڈی ایس اکاؤنٹ نمبر
(مشتزکہ حصص یافتہ)			(اصلی حصص یافتہ)	

## نوٹس:

- اگر کوئی معلومات موصول نہ ہو تو ٹیکس کٹوتی کے لیے برابر تناسب فرض کیا جائے گا۔
- کارپوریٹ حصص یافتگان اپنا NTN CDCL کے پاس اپ ڈیٹ رکھیں یا اپنی فولیو نمبر کے ساتھ اس کی کاپی شیئرز رجسٹرار کو جمع کرائیں۔
- ٹیکس سے استثنیٰ کے سرٹیفکیٹس 13 اکتوبر 2025ء یا اس سے قبل شیئرز رجسٹرار کو جمع کرائیں۔

غیر مقیم (Non-resident) حصص یافتگان دفعہ 82، اکم ٹیکس آرڈیننس 2001ء کے مطابق اپنے درست پاسپورٹ کی کاپی سمیت ایک انڈر ٹیکنگ بھی 13 اکتوبر 2025ء تک شیئرز رجسٹرار کے پاس یا ای میل [info@cdcsrsl.com](mailto:info@cdcsrsl.com) کے ذریعے جمع کرائیں۔ ڈیجیٹل فرمیشن فارم [www.nfoods.com](http://www.nfoods.com) پر دستیاب ہے۔

**رابطہ برائے سوالات:**

کمپنی: [corporate.secretary@nfoods.com](mailto:corporate.secretary@nfoods.com)

شیئرز رجسٹرار: [info@cdcsrsl.com](mailto:info@cdcsrsl.com)

کراچی

29 ستمبر 2025ء

# FORM OF PROXY

## National Foods Limited

I/We \_\_\_\_\_ of Karachi being a member of  
**National Foods Limited** holding \_\_\_\_\_ ordinary shares as per Folio No./CDC Participant  
 ID & A/c No. \_\_\_\_\_ hereby appoint \_\_\_\_\_ of Karachi, another  
 Member of the Company, failing him/her \_\_\_\_\_ of amy/our proxy in my/our  
 absence to attend and to vote and act for me/us and on my/our behalf at the Annual General Meeting of the  
 Company to be held at Beach Luxury Hotel, Karachi at 03:00 p.m. on Monday, October 20, 2025 and at any  
 adjournment thereof.

As witness my/our hand(s) this \_\_\_\_\_ day of \_\_\_\_\_ 2025.

Signed in the presence of:

(Signature of Witness 1)

(Signature of Witness 2)

Name of Witness: \_\_\_\_\_

Name of Witness: \_\_\_\_\_

CNIC No.:

CNIC No.:

[illegible][illegible]

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

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

CDC Participant ID & A/c No.

Signature of the Shareholder

Notes:

1. The Member is requested:
  - (a) to affix Revenue Stamp of Rs. 05/- at the place indicated above.
  - (b) to sign in the same style of signature as is registered with the Company.
  - (c) to write down his/her Folio Number.
2. For the appointment of the above Proxy to be valid, this instrument of proxy must be received at the Registered Office of the Company at 12 / CL-6, Claremont Road, Civil Lines, Karachi, at least 48 hours before the time fixed for the Meeting.
3. Any alteration made in this instrument of proxy should be initialled by the person who signs it.
4. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by Proxy will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
5. No person shall act as proxy unless he/she himself/herself is a member of the Company, except that a corporation may appoint a person who is not a member.

**For CDC Account Holders/Corporate Entities:**

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

- (i) The proxy form must be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (ii) Attested copies of CNIC or the passport of the beneficial owners and of the Proxy must be furnished with the proxy form.
- (iii) The Proxy must produce his original CNIC or original passport at the time of the Meeting.
- (iv) In case of corporate entities, the Board of Directors' resolution/power of attorney and specimen signature must be submitted (unless it has been provided earlier) alongwith proxy forms to the Company.

میں / ہم \_\_\_\_\_ از \_\_\_\_\_ ، بحیثیت ممبر نیشنل فوڈز لمیٹڈ ہولنڈنگ

عمومی شیئر / بمطابق فوئیو نمبر / CDC شرکت کنندہ ID اور A/c نمبر بذریعہ ہذا \_\_\_\_\_ از \_\_\_\_\_

\_\_\_\_\_ کو کمپنی کے دوسرے رکن کے طور پر مقرر کرتا / کرتی ہوں / کرتے ہیں اور ان کی غیر موجودگی میں، \_\_\_\_\_ از

\_\_\_\_\_ کو اپنی غیر حاضری کی صورت میں موقع پر موجود ہونے اور ووٹ دینے اور میری / ہماری نمائندگی کرنے اور میری / ہماری جانب سے کمپنی کے سالانہ

اجلاس عام بہقمان بیچ لگزی ہوٹل، مولوی تمیز الدین خان روڈ، کراچی - 74000، پیر مورخہ 20 اکتوبر 2025 دوپہر 3 بجے یا التواء کی صورت میں کسی اور وقت منعقد ہونے والے اجلاس عام میں شرکت کے لیے مقرر کرتا / کرتی ہوں / کرتے ہیں۔

مہینہ کا دن \_\_\_\_\_ مہینہ \_\_\_\_\_ 2025 کو میری / ہماری تحریر اور دستخط / دستخطوں کے ساتھ۔

درج ذیل کی موجودگی میں دستخط کیے گئے:

(گواہ 1 کے دستخط) (گواہ 2 کے دستخط)

گواہ کا نام



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(نام بڑے حروف میں)

فولیو نمبر -

نوٹس:

1. ممبر سے درخواست کی جاتی ہے کہ:
  - (a) اوپر بتائی گئی جگہ پر 05 روپے کارپوریٹ سٹیپ چسپاں کیا جائے۔
  - (b) ہو بہو وہی دستخط کئے جائے جو یقینی میں رجسٹرڈ ہے۔
  - (c) اپنا فوٹیو نمبر درج کیا جائے۔
2. درج بالا نمائندگی کی تقرری کا عمل مکمل ہونے کے لئے ضروری ہے کہ پر اسکی کے تقرر کی دستاویز باقاعدہ طور پر یکپارگی کے رجسٹرڈ آفس CL-6/12، کلیر مونٹ روڈ، سول لائنز، کراچی پر اجلاس شروع ہونے سے کم از کم 48 گھنٹے قبل موصول ہو جانی چاہئے۔
3. اس دستاویز برائے نمائندگی میں کسی بھی تبدیلی کی صورت میں اس پر زبردستی کے متفقہ دستخط ہونے چاہئے۔
4. مشترکہ ہولڈر ہونے کی صورت میں، سینئر فریق کا یا گیا ایڈوٹ خواہ وہ خود دے یا اس کے نمائندے کی جانب سے دیا جائے، دیگر مشترکہ ہولڈرز کے مقابلے میں قبول کیا جائے گا، اور اس مقصد کے لیے سینئر ہونے کا تعین ارکان کے رجسٹر میں ناموں کی ترتیب سے کیا جائے گا۔
5. کوئی بھی شخص پر اسکی نہیں ہو سکتا اگر وہ خود یکپارگی کا ممبر نہ ہو، سوائے اس کے کہ کارپوریٹیشن کسی ایسے شخص کا تقرر کرے جو ممبر نہیں ہے۔

CDC اکاؤنٹ ہولڈرز / کارپوریٹ اداروں کے لیے:

درج بالا کے علاوہ، درج ذیل لوازمات کی تکمیل ضروری ہوگی:

- (i) فارم برائے نمائندگی پر دو افراد کی گواہی لی جائے گی جن کے نام، پتے اور CNIC نمبر فارم پر درج کئے جائیں گے۔
- (ii) مستفید ہونے والے مالکان اور نمائندے کی CNIC یا پاسپورٹ کی تصدیق شدہ نقل، فارم برائے نمائندگی کے ساتھ لازمی مشمل کی جائیں گی۔
- (iii) اجلاس کے وقت نمائندے کو اپنا اصل CNIC یا اصل پاسپورٹ لازمی پیش کرنا ہوگا۔
- (iv) کارپوریٹ اداروں کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد / مختصر نامہ اور نمونے کے طور پر دیئے گئے دستخط، فارم برائے نمائندگی کے ساتھ شیئر رجسٹرار کے پاس لازمی جمع کروانا ہوں گے (اگر انہیں پہلے جمع نہ کروایا گیا ہو تو)۔



E-DIVIDEND  
MANDATE LETTER

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

SUBJECT: BANK ACCOUNT DETAILS FOR PAYMENT OF DIVIDEND THROUGH ELECTRONIC MODE

Dear Sir / Madam,

I/We/Messrs., \_\_\_\_\_, being a/the shareholder(s) of National Foods Limited (the “Company”), hereby, authorise the Company, to directly credit cash dividends declared by it in my bank account as specified below:

Shareholder’s details:

Name of the Member
Folio No./CDC Participant ID & Sub-Account No. /CDC IAS
CNIC/NICOP/Passport/NTN No. (please attach copy)
Contact Number(s) (Telephone and Mobile Nos.)
Member’s Postal Address

Shareholder’s Bank account details:

Title of Bank Account
International Bank Account Number (IBAN)
Bank’s Name
Branch Name
Branch Code No
Branch Address

It is stated that the above particulars given by me are correct and I shall keep the Company informed in case of any changes in the said particulars in future.

Yours truly,

\_\_\_\_\_  
Signature of Member  
(Please affix company stamp in case of corporate entity)

- Notes:
- Those members who hold shares in book-entry form are requested to fill the above-mentioned E-Dividend Mandate Form and send it to the relevant Broker/Participants/Investor Account Services of the Central Depository Company of Pakistan Limited where the member’s CDC account is being dealt.
  - Those members who hold shares in physical form are requested to fill the above-mentioned E-Dividend Mandate Form and send it to the Company’s Share Registrar address, i.e., CDC Share Registrar Services Limited, Share Registrar Department, CDC House, 99-B, Block B, Main Shahrah-e-Faisal, Karachi-74400, Pakistan. Tel: 0800-23275 (CDCSRSL).
  - In case of non-receipt of IBAN with bank details as requested above, future cash dividend, if any, could be withheld according to the directives of the Securities and Exchange Commission of Pakistan.
  - National Foods Limited and CDCSRSL shall not be responsible for any loss, damage, liability or claim arising, directly or indirectly, from any error, or failure in performance of any of its obligations whatsoever, caused due to incorrect payment instructions provided by the shareholder and/or due to any event beyond the control of the bank.

Standard Request Form

Circulation Of Annual Audited Accounts.

The Share Registrar  
National Foods Limited  
CDC Share Registrar Services Limited  
Share Registrar Department,CDC House, 99 – B,  
Block ‘B’, S.M.C.H.S., Main Shahrah-e-Faisal  
Karachi – 74400, Pakistan  
Tel: 0800-23275 (CDCSRSL)

Subject: Request for Hard Copy of Annual Report of National Foods Limited

Dear Sir,

I, \_\_\_\_\_ S/o, D/o, W/o \_\_\_\_\_ being a registered shareholder of National Food Limited with the particulars as mentioned below would request that my name be added to the list of Shareholders of the Company who opt for delivery of a hardcopy of the Annual Audited Accounts of the Company and hereby request you send to me the Annual Audited Accounts in hard copy form at my registered address as contained in the member register instead of providing the same through email.

	Particulars
Name of Shareholder	_____
Folio No. / CDC ID No.	_____
CNIC/NICOP/ Passport No.	_____
Land Line Telephone No. (if any)	_____
Cell No. (if any)	_____

Yours truly,

\_\_\_\_\_  
Shareholder’s Signature  
(Please affix company stamp in case of corporate entity)

Copy to: THE COMPANY SECRETARY  
National Foods Limited  
12/CL-6, Claremont Road, Civil Lines, Karachi - Pakistan  
Tel: +92 21 38402022 & +92 21 36490029 | Fax: 92-21 35670996