



INNOVATION BUILT ON TRUST

ANNUAL REPORT
2025





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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Sebastian Martin Ferrarassi
Mrs. Akhter Khalid Waheed
Mrs. Amna Piracha Khan
Mr. Osman Khalid Waheed
Mrs. Munize Azhar Peracha
Mr. Naveed Kamran Baloch
S M Wajeesh Uddin

Non-Executive Director
Executive Director
Non-Executive Director
Non-Executive Director
Non-Executive Director
Independent Director
Independent Director

Chairman
Chief Executive Officer

AUDIT COMMITTEE

S M Wajeesh Uddin
Mrs. Amna Piracha Khan
Mr. Osman Khalid Waheed
Mr. Naveed Kamran Baloch

Chairman
Member
Member
Member

HR & REMUNERATION COMMITTEE

Mr. Naveed Kamran Baloch
Mr. Osman Khalid Waheed
Mrs. Akhter Khalid Waheed
S M Wajeesh Uddin

Chairman
Member
Member
Member

CHIEF OPERATING OFFICER

Mr. Muhammad Farhan Rafiq

CHIEF FINANCIAL OFFICER & COMPANY SECRETARY

Mr. Abdur Rehman

HEAD OF INTERNAL AUDIT

Mr. Muhammad Muzammil Ijaz

BANKERS

Allied Bank Limited
Bank Alfalah Limited
Bank of Punjab Taqwa
BankIslami Pakistan Limited
Faysal Bank Limited
First Habib Modaraba
Habib Bank Limited
Habib Metropolitan Bank Limited
MCB Bank Limited
Meezan Bank Limited

EXTERNAL AUDITORS

KPMG Taseer Hadi & Co.
Chartered Accountants

LEGAL ADVISORS

Khan & Piracha

SHARE REGISTRAR

CDC Share Registrar Services
Limited

CDC House, 99-B, Block-B,
S.M.C.H.S, Main Shahrah Faisal,
Karachi.
Telephone: +92-21-1111 111 500

FACTORY & HEAD OFFICE

5 K.M - Sunder Raiwind Road
Lahore, Pakistan
Telephone: +92-42-36026700
Fax: +92-42-36026701

REGISTERED OFFICE

197-A, The Mall,
Rawalpindi, Pakistan
Telephone: +92-51-4252155-57
Fax: +92-51-4252153
Email: cs@bfbio.com

ABOUT US

BF Biosciences Limited was incorporated as a public limited company in 2006 and commenced its commercial operations in 2009. The Company's core operations involve manufacturing, import and sale of pharmaceutical products. The Company operates in various therapeutic areas including, but not limited to, cardiometabolic disorders, cardiology, diabetes, anti-obesity, hepatology, gastroenterology, chronic kidney diseases, dermatology, anti-fungal treatments, anti-biotics, anti-virals, rheumatoid arthritis, nephrology and oncology.

Being pioneer in biotech manufacturing, both in liquid and lyophilized forms, BF Biosciences has attained the confidence of healthcare practitioners through its decade long operating history. Accordingly, BF Biosciences distinguishes itself by producing life-saving medications that are accessible to all.





BOF
SOCIETAS



VISION

We will strive to attain market leadership by putting patients first and seeing every day as a new opportunity to earn trust and credibility.

MISSION

We aim to improve the quality of life by providing innovative healthcare solutions and ensuring patient access to quality treatment and cure. In doing so, we will:

- Enhance shareholder value
- Lead in employee development
- Collaborate for excellence
- Be ethical & transparent





OUR CORE VALUES

PUTTING PATIENTS FIRST

Our purpose for existence and ultimate measure of success is our impact on the improvement of human lives.

TRUSTWORTHINESS

We work hard every day to earn the trust of patients, healthcare providers, employees, business partners and other stakeholders.



COLLABORATION

None of us is as smart as all of us. We come together, work together and win together.

EXCELLENCE

We are committed to a culture of excellence and raising the bar every time.



B F
BIOSCIENCES

OUR STORY OF STRATEGIC COLLABORATION

The journey of our collaboration started in 2002 when Ferozsons Laboratories Limited and Bagó entered into a commercial partnership to launch Bagó's range of quality branded generics in Pakistan. Later, Bagó and Ferozsons agreed, in principle, to enter into a joint venture in Pakistan, which led to the formation of BF Biosciences Limited. The agreement was signed in 2006 and the plant installation was achieved in 2009.

This joint venture has put Pakistan on the map of countries with biotech manufacturing capacity. As the first US FDA standards compliant pharmaceutical facility in the country, we have helped Pakistan to join the select group of companies that are exporting biotech pharmaceuticals.

Additionally, BF Biosciences Limited has successfully collaborated with Gilead Sciences Inc. for the manufacture and sale of Remdesivir (an anti-viral drug for the treatment of COVID-19 patients) under Gilead's Global Patient Solutions (GPS) Program. The program aimed to improve access to their medications for patients worldwide, especially in the developing world. BF Biosciences was the only Company from Pakistan to be licensed by Gilead Sciences for manufacturing and distribution of Remdesivir in 127 countries. Through this collaboration, the Company successfully impacted the lives of over 100,000 patients in 15 countries during COVID-19.



PIONEERING

Biotech pharmaceutical manufacturing facility in Pakistan



LEADER

In local manufacturing of innovative therapies



PESA AWARD

For export of Remdesivir to 15 countries (year 2021)

OUR FOUNDING SPONSORS

Grupo Empresarial Bagó S.A

Bagó was incorporated in Argentina in 1934. It was the first company to manufacture penicillin-based products in Argentina in 1945. Bagó is a diversified group engaged in various activities including biopharmaceuticals, animal health, distribution, and bulk chemical manufacturing. It has a presence around the globe through strategic agreements with local and international partners in various countries.

Ferozsons Laboratories Limited

Ferozsons Laboratories Limited is a public limited company founded in 1954 and was the first pharmaceutical company listed on the Pakistan Stock Exchange in 1960. Ferozsons possesses leadership brands in the areas of cardiometabolic disorders, gastroenterology, hepatology, cardiology, and urology with an emerging presence in endocrinology (specifically in diabetes mellitus) and infectious diseases.

Ferozsons is one of the leading companies in Pakistan maintaining exclusive agreements with a number of international partners for distribution and co-manufacturing of products including the Bagó Group of Argentina, Boston Scientific, Gilead Sciences, Inc. of the USA, Biogaia of Sweden, and Nihon Kohden of Japan.





OUR JOURNEY

2006

Incorporation of
BF Biosciences



2020

Licensing Agreement
with Gilead Sciences
for Remdesivir



2021

Financial Close
of Brownfield
Expansion



PESA Award for
Export of
Remdesivir



MJ Biopharm
Pvt. Ltd.

Agreement
for Insulin
Production with
MJ Biopharm
Pvt.Ltd.

2009

Local
Manufacturing
Begins



2023

Implementation of
SAP S/4 HANA



Launch of Generics
in Prefilled syringes



2024



BF Biosciences
Successful IPO



Completion of
expansion (Line II)



Launch of Locally
Produced Human Insulin



Launch of Pakistan's First
Locally Produced GLP-1
Agonist

OUR MANUFACTURING & QUALITY

BF Biosciences Limited in Lahore, is the first biopharmaceutical plant of Pakistan. It produces specialized injectables in vials, ampoules and pre-filled syringes. It is a pioneering endeavor - the country's first pharmaceutical facility designed in line with EU and US FDA standards by leading European Pharmaceutical Designers "Telstar Projects". Telstar has previously completed several US FDA approved facilities in Europe and the United States. The manufacturing facility is designed to ensure complete segregation between different products under formulation, whether biologicals or other parenterals. All contact parts are completely changeable and dedicated when shifting from one product to another. The facility is also designed to ensure biological/bio-hazard containment.

The plant was installed in 2009 with the strategic intent to locally produce biological products, particularly those related to hepatology and oncology, which were previously imported at a high cost, thereby relieving burden on patients. Consequently, the plant was designed to produce low-volume biological products while also having the flexibility to produce non-biological products in small batches. The plant can formulate products in vials (both liquid and lyophilized dosage forms), as well as pre-filled syringes.

In 2020, envisioning the growing patient needs and potential for both biological and non-biological products, the management decided to increase production capabilities by installing a second production line. This line includes a high-speed Combi line from Syntegon Technology Limited, Germany, a large volume Lyophilizer from Telstar and a high-speed pre-filled Syringes line from Syntegon Technology Limited, Germany. The installation of second line was completed in the year 2024. This new line was designed to continue the production of biological products but also enhance the production of non-biological products. Post completion of this strategic brown field expansion, the Company is now well-positioned to serve both biological and non-biological segments effectively.



Designed as per
US FDA & EMEA
Standards



Designed By
Telstar Projects®
(Line-I)



High-Speed Combi
Line & Pre-filled
Syringes



GMP Certified
Uganda & Kenya



Large Volume
Lyophilization

OUR PRODUCTS PORTFOLIO

BF Biosciences Limited provide a diverse range of pharmaceutical products in the field of cardiometabolic disorders, cardiology, diabetes, anti-obesity, hepatology, gastroenterology, chronic kidney diseases, dermatology, anti-fungal treatments, anti-biotics, anti-virals, rheumatoid arthritis, nephrology and oncology.

Our key products are as follows.

ESOMEGA



SEMATIDE



FILGEN



VORIF



ICON



HEPRIN



NOVAPRESSIN



ERITROGEN



NOXANE



FERULIN



OMEGA



SERENETY



FERIUM



ETERNA



AZOBAR



INNOVATION BUILT ON TRUST – HIV TREATMENT

In October 2024, Ferozsons Laboratories Limited (the parent company) entered into a non-exclusive voluntary license agreement with Gilead Sciences for the manufacture and sale of licensed generic lenacapavir in resource-constrained, high burden and resource-limited countries in the developing world. Ferozsons is one of six global partners to have successfully signed a voluntary license agreement with Gilead to produce high-quality generic of lenacapavir.

Under this non-exclusive license, Ferozsons can manufacture and sell, subject to required regulatory approvals, its licensed generic of Gilead proprietary compound Lenacapavir in 120 (one hundred twenty) primarily low and lower- middle income countries. Lenacapavir is approved by US FDA for infection caused by the human immunodeficiency virus (HIV) for heavily treatment-experienced patients (“HTE”), and for use in HIV prevention. It comes in two dosage forms, i.e. oral solid dosage (OSD) and injectable. The injectable dosage form will be manufactured at BF Biosciences Limited under a CMO arrangement with Ferozsons Laboratories Limited.



SUSTAINABLE DEVELOPMENT GOALS



GOOD HEALTH & WELL-BEING

Despite exemptions available to pharmaceutical companies during the COVID-19 lockdowns, the Company went the extra mile to ensure its employees' safety by implementing a 'Work from Home' policy wherever possible. The Company also provided free treatments to employees and their family members infected with COVID-19. Furthermore, the Company also conducts periodic screening for Hepatitis and Diabetes of employees. It encourages them to take care of their health by attending awareness seminars.



QUALITY EDUCATION

The Company annually supports the Lahore University of Management Sciences (LUMS) in its academic initiatives, as well as in the National Outreach Program (NOP). The NOP program fully funds exceptional students at the base of the economic pyramid from remote parts of Pakistan.

The Company also has a policy to provide added education allowances to employees within eligible cadres to support their children's educational expenses.



GENDER EQUALITY

We are an equal opportunity employer and encourage female aspirants at all levels in the Company. We are proud to have a significant representation of females on the Board of Directors and management teams.



CLEAN WATER AND SANITATION

The Company operates a specialized water treatment plant for the treatment of effluent water. Effluents are disposed off strictly in line with environmental guidelines. Regular inspections and maintenance activities are performed to avoid blockages, leakages, or contaminations.



AFFORDABLE AND CLEAN ENERGY / CLIMATE ACTION

The Company has access to a one-megawatt solar power plant installed by the parent company. Surplus units, if any, are purchased by the Company at prevailing rates to promote green energy and reduce carbon footprints.



DECENT WORK AND ECONOMIC GROWTH

We provide market-based compensation packages and an open, fair and friendly work environment for all employees. As a leading employer of skilled labour and through import-substitution and value-added exports, the Company supports Pakistan's growth and export-diversification agenda.



INDUSTRY INNOVATION AND INFRASTRUCTURE

We have transformed our production facility through a major technology upgradation program, with an investment of over Rs. 4 billion. BF Biosciences Limited was declared a State-of-the-Art facility at its inception and has also completed its major expansion to manufacture broad range of injectables.



REDUCED INEQUALITIES

The Company fully adheres to all Government's compensation policies in its salaries and wages. We are an equal opportunity employer and are committed to hiring the best talent irrespective of gender, disability, race, ethnicity, origin, religion, or economic status.



PARTNERSHIPS FOR THE GOALS

We have collaborated with different partners across the globe to ensure patient access to quality treatment and cure. Under a partnership with Gilead Sciences Inc., we manufactured and supplied Remdesivir, the first treatment for Covid-19 authorized by the US FDA, to patients in Pakistan and various countries across the globe under Gilead's Global Patient Support (GPS) Program. We also introduced the world's first Hepatitis E vaccine in Pakistan. Hepatitis E is hyperendemic in Pakistan and has high morbidity and mortality in pregnant women and patients of Chronic Liver Disease. The Company also collaborates with other Non-Profit Organizations to support various Sustainable Development Goals.



LEGISLATIVE & POLITICAL ENVIRONMENT

Our Legal & Regulatory Affairs department works closely with the relevant government departments and with our internal HR, Finance, Production, and Internal Audit teams to ensure that the Company is in compliance with all rules and regulations defined by the concerned authorities in letter and in spirit.

Exchange rate devaluation and inconsistent healthcare policy regimes have adversely affected the pharmaceutical industry. We work with the industry associations and constantly liaise with government bodies to reduce these adverse impacts and quickly adapt to the changing policy framework.



OCCUPATIONAL HEALTH, SAFETY & ENVIRONMENT POLICY

In line with our Code of Business Conduct and Excellence Framework, we are committed to the protection of the environment and maintaining a safe and healthy workplace for all our employees. Our complete Occupational Health, Safety, and Environment Policy can be found on our corporate website.



DIVERSITY & INCLUSION REPORTING

BF Biosciences Limited is committed to providing a workplace that includes people from diverse backgrounds, regardless of any gender, disability, race, ethnicity, origin, religion, or economic status. This is also evident by the fact that Company has three female directors represented on its seven-member Board.

STATEMENT ON GENDER PAY GAP

We are an equal opportunity employer committed to ensuring fairness and equality in all aspects of our employment practices. We are happy to confirm that there are no differences in pay scales between male and female employees performing equivalent roles. Our compensation structure is based solely on qualifications, experience and performance in order to ensure all employees are rewarded equitably, regardless of gender. We continuously review our policies to maintain a work environment that supports equity, diversity, and inclusivity so that every employee has an equal opportunity to thrive.



KEY **OPERATING** AND **FINANCIAL** DATA FOR THE LAST SIX YEARS

Description

FY 2025 FY 2024 FY 2023 FY 2022 FY 2021 FY 2020

Key Results

Operating Results

	Rs. Million					
Revenue - net	5,837	3,659	1,810	1,521	1,755	641
Gross Profit	2,288	1,533	450	458	796	98
Profit before taxation	724	582	202	349	646	60
Profit after taxation	447	385	149	307	608	47

Financial Position

	Rs. Million					
Share capital	265	190	190	190	190	190
Share premium	1,780	-	-	-	-	-
Accumulated profit	2,617	2,170	1,784	1,502	1,200	592
Non current assets	4,322	4,183	4,076	2,140	1,039	136
Non current liabilities	1,872	2,072	2,290	1,895	1,062	5
Current assets	3,836	1,677	1,591	2,295	1,956	912
Current liabilities	1,624	1,429	1,403	715	466	260

Summary of Cashflow Statement

	Rs. Million					
Net cashflows from operating activities	300	665	(196)	178	570	(20)
Net cashflows from investing activities	(1,335)	(14)	(724)	(1,463)	(1,340)	(5)
Net cashflows from financing activities	1,400	(483)	640	926	1,163	6

Key Financial Ratios

Profitability Ratios

	%					
Gross profit ratio	39.2	41.9	24.8	30.1	45.4	15.3
Net profit after tax to sales	7.7	10.5	8.2	20.2	34.6	7.3
Return on equity	9.6	16.3	7.6	16.8	41.5	6.0
EBITDA to sales	17.9	21.0	21.5	29.1	36.6	13.0

Liquidity Ratios

	Times					
Current ratio	2.4	1.2	1.1	3.2	4.2	3.5
Quick ratio/acid test ratio	1.3	0.5	0.5	2.6	3.4	2.6

Turnover Ratios

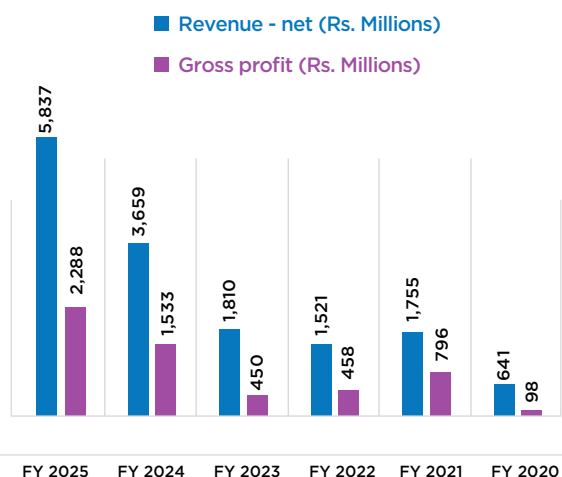
	(D=Days)		(T=Times)			
Debtor turnover period (D)	12	20	19	13	42	28
Inventory turnover period (D)	169	134	206	114	120	135
Creditors turnover period (D)	42	71	71	114	106	172
Working capital cycle (D)	139	83	154	13	56	(9)
Non current asset turnover ratio (T)	1.4	0.9	0.4	0.7	1.7	4.7

Capital Structure Ratios

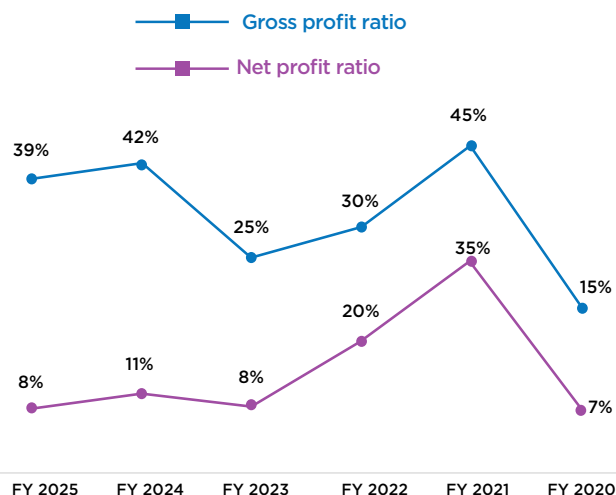
	(T=Times)		(%=Percentage)			
Interest cover (T)	6.7	4.8	2.3	6.3	26.5	52.0
Gearing ratio (%)	31.3	50.9	58.3	52.3	42.7	0.9

KEY **OPERATING** AND **FINANCIAL** DATA FOR THE LAST SIX YEARS

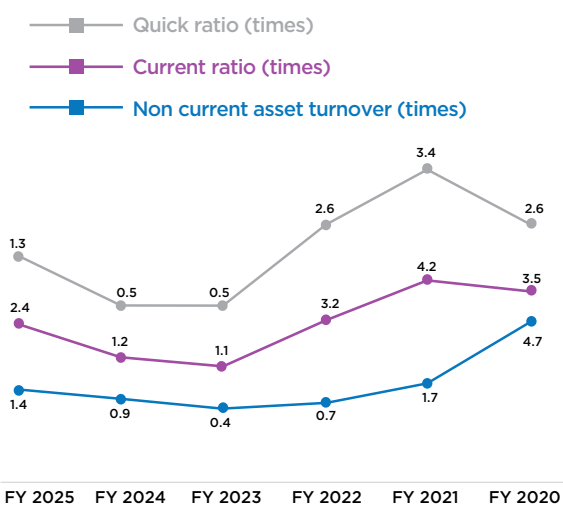
Revenue & Gross Profit (Rs. Million)



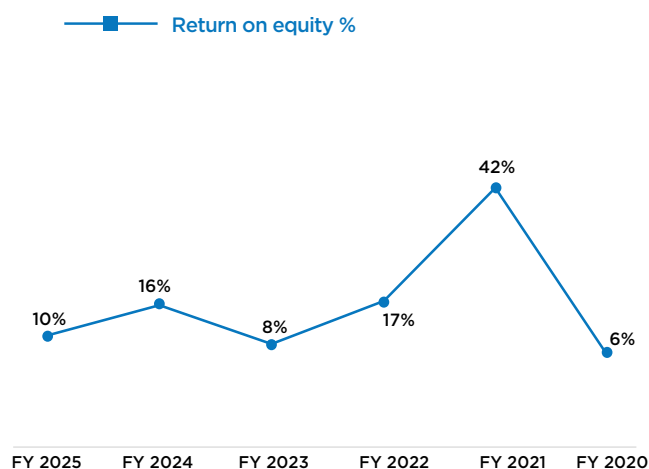
Profitability Ratios (%)



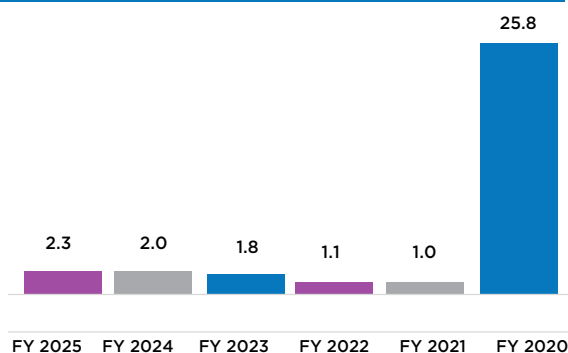
Liquidity & Asset Turnover Ratios



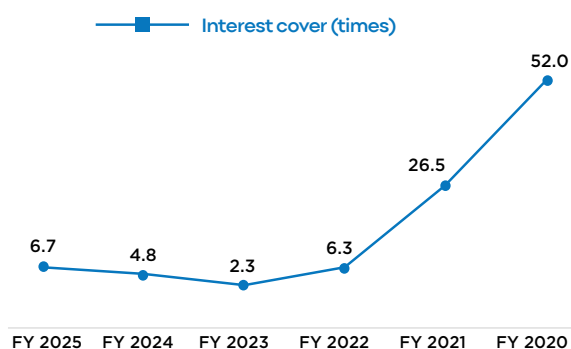
Capital Return Ratio



Non Current Assets to Non Current Liabilities (Ratio)



Interest Cover (Times)



HORIZONTAL ANALYSIS

Description

FY2025 FY 2024 FY 2023 FY 2022 FY 2021 FY 2020

% Change from preceding year

FINANCIAL POSITION ANALYSIS

Share Capital and Reserves	97.6	19.5	8.2	24.4	87.5	6.4
Non Current Liabilities	(9.6)	(9.5)	20.8	78.5	20,123.3	100.0
Current Liabilities	13.7	1.8	96.2	53.3	79.3	69.5
Total Equity and Liabilities	39.2	3.4	27.8	48.1	185.8	17.9
Non Current Assets	3.3	2.6	90.5	105.9	666.5	(0.7)
Current Assets	128.8	5.4	(30.7)	17.4	114.4	21.3
Total Assets	39.2	3.4	27.8	48.1	185.8	17.9

PROFIT OR LOSS ANALYSIS

Revenue - net	59.5	102.2	19.0	(13.3)	173.7	43.0
Cost of sales	66.9	56.3	27.9	10.9	76.6	17.3
Gross Profit	49.3	240.9	(1.8)	(42.5)	709.3	(783.6)
Administrative expenses	49.6	73.5	(44.6)	3.7	47.8	4.7
Selling and distribution expenses	101.6	421.5	(5.2)	29.5	144.2	26.9
Other expenses	9.9	132.4	(2.8)	(33.5)	315.8	(47.8)
Other income	528.7	(76.4)	(45.1)	147.0	50.6	5.6
Operating Profit	16.1	106.2	(14.2)	(38.2)	997.7	(216.2)
Finance costs	(15.6)	(1.3)	133.7	159.7	2,050.3	1.7
Profit Before Taxation	24.4	187.8	(42.0)	(46.0)	977.1	(211.5)
Taxation	40.8	269.7	27.2	11.1	193.2	(238.6)
Profit After Taxation	16.0	158.6	(51.4)	(49.5)	1,190.6	(205.9)

VERTICAL ANALYSIS

Description

FY2025 FY 2024 FY 2023 FY 2022 FY 2021 FY 2020

%

FINANCIAL POSITION ANALYSIS

Share Capital and Reserves	57.2	40.2	34.8	41.2	49.0	74.7
Non Current Liabilities	22.9	35.4	40.4	42.7	35.4	0.5
Current Liabilities	19.9	24.4	24.8	16.1	15.6	24.8
Total Equity and Liabilities	100.0	100.0	100.0	100.0	100.0	100.0
Non Current Assets	53.0	71.4	71.9	48.2	34.7	12.9
Current Assets	47.0	28.6	28.1	51.8	65.3	87.1
Total Assets	100.0	100.0	100.0	100.0	100.0	100.0

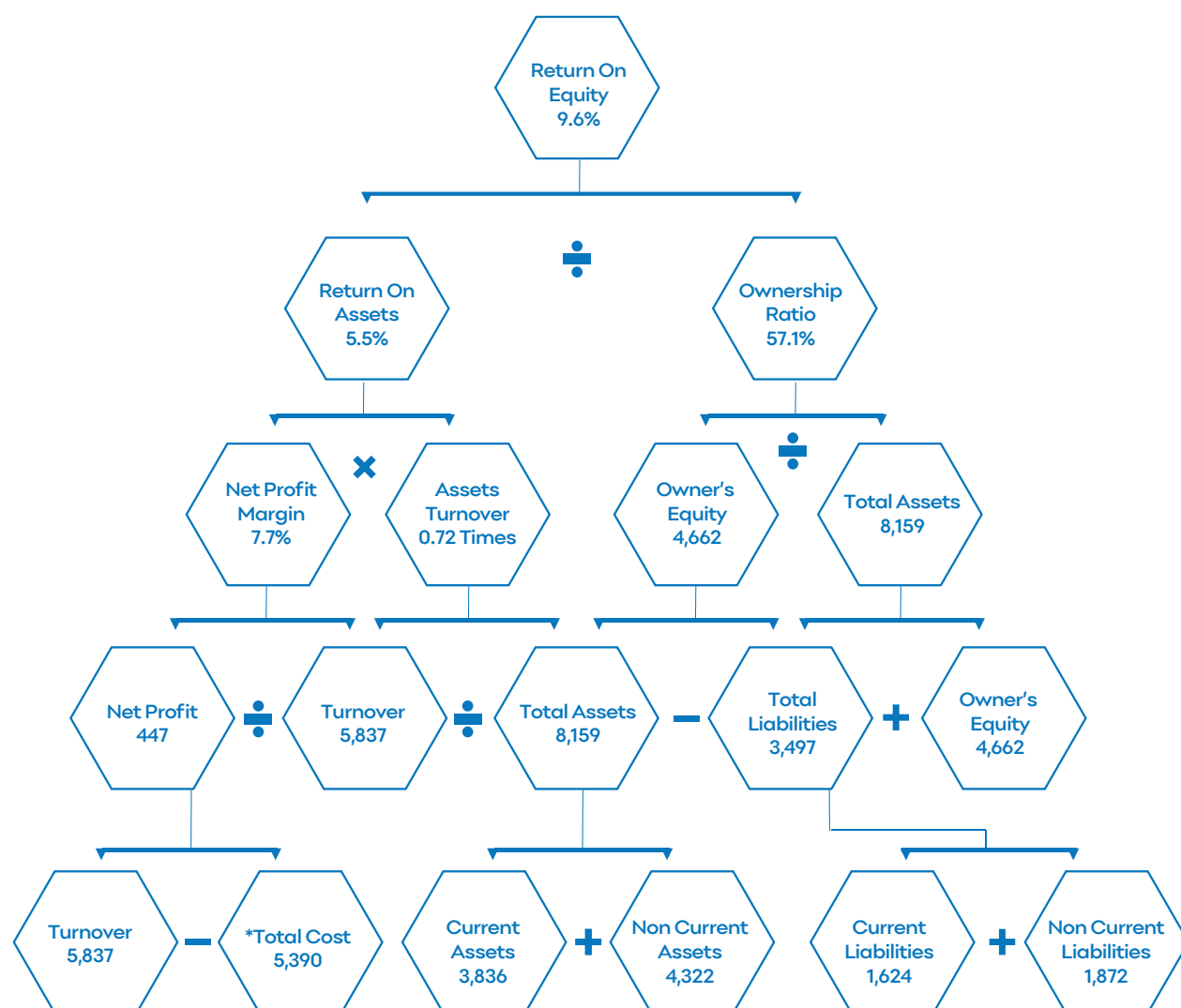
PROFIT OR LOSS ANALYSIS

Revenue - net	100.0	100.0	100.0	100.0	100.0	100.0
Cost of sales	60.8	58.1	75.2	69.9	54.6	84.7
Gross Profit	39.2	41.9	24.8	30.1	45.4	15.3
Administrative expenses	1.0	1.1	1.3	2.8	2.3	4.3
Selling and distribution expenses	24.8	19.6	7.6	9.5	6.4	7.1
Other expenses	1.2	1.8	1.5	1.9	2.4	1.6
Other income	2.4	0.6	5.2	11.3	4.0	7.2
Operating Profit	14.6	20.0	19.6	27.2	38.3	9.5
Finance costs	2.2	4.1	8.5	4.3	1.4	0.2
Profit Before Taxation	12.4	15.9	11.1	22.9	36.9	9.3
Taxation	4.7	5.4	2.9	2.7	2.3	2.0
Profit After Taxation	7.7	10.5	8.2	20.2	34.6	7.3

DUPONT ANALYSIS

FOR THE YEAR ENDED 30 JUNE 2025

Rupees Million



*Total cost/expenses includes cost of sales, administrative, selling & distribution, finance cost, taxation and other income/ expenses (net).

CHAIRMAN'S REVIEW REPORT TO SHARE- HOLDERS FOR THE YEAR ENDED 30 JUNE 2025

I am pleased to present the Review Report to the shareholders on the Board's overall performance and effectiveness in achieving the Company's objectives.

Review of Overall Performance and Effectiveness of the Board

The Board has diligently fulfilled its roles and responsibilities, making significant contributions to the Company's strategic leadership. It has conducted regular reviews of the Company's financial statements and governance matters, including the transparency of disclosures, policies, corporate plans, budgets, and compliance with regulatory requirements.

In addition to reviewing strategic and critical business matters, the Board has specifically assessed the risks posed by change in macroeconomic factors and supply chain disruptions to the Company. Appropriate safeguards have been taken to minimize the impacts of these adverse factors on the Company.

The composition of the Board of Directors reflects a mix of varied backgrounds to provide quality strategic direction to the management. The Board has also formed subcommittees, including the Human Resource & Remuneration Committee and the Audit Committee. These sub-committees are operating effectively within the framework of law.

The Board has approved a risk management framework with a vision to implement a robust system of internal controls and provide an effective control environment for compliance with the best practices of Corporate Governance. The Board has also stressed on high standards of honesty and integrity as pivotal factors for success of the business and Company.

As required under the Listed Companies (Code of Corporate Governance) Regulations, 2019, annual evaluations of the Board of Directors and its subcommittees have been initiated subsequent to the year-end. This evaluation aims to ensure that the Board possesses skills required to provide strategic leadership to the Company and improvement areas (if any) identified as part of process are addressed accordingly. Given that the Company was listed on Pakistan Stock Exchange with effect from 21 October 2024, a full year had not been completed as of 30 June 2025. Accordingly, the evaluation process shall be completed within financial year 2025-26.

Acknowledgement

On behalf of the Board of Directors, I would like to extend my special gratitude to all shareholders for their continued trust and support. I acknowledge with thanks our employees' dedication and hard work at all levels and look forward to their continued support. I would also like to appreciate the commendable efforts and commitment of our Board Members and CEO in providing strategic leadership to the Company.

Mr. Sebastian Martin Ferrarassi
Chairman

Lahore
22 September 2025

DIRECTORS' REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED 30 JUNE 2025

We are pleased to present the annual audited financial statements of BF Biosciences Limited ("the Company" or "BFBIO") for the year ended 30 June 2025.

These financial statements and directors' report have been prepared in accordance with the approved accounting standards as applicable in Pakistan, together with the requirements of the Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulations, 2019.

Highlights of the Company's Financial Results

A summary of the financial results compared to last year is given below:

	Financial Results	
	2025	2024
(Rupees in thousands)		
Revenue – net	5,837,466	3,658,721
Gross profit	2,287,831	1,532,507
Profit before tax	723,738	581,879
Profit after tax	447,147	385,413
Earnings per share (Rs.)	5.52	6.09

Financial and Operational Review:

The Company's net sales closed at Rs. 5,837 million, compared to Rs. 3,659 million, depicting a growth of 60% over the last year. In-market generic sales grew by 50%, whereas institutional sales increased by 127%. The increase in sales primarily represents volume increase both from existing and new products post start of commercial operations of Line II.

The Company's gross profit margin stands at 39% compared to 42% last year. The decrease is mainly due to increase in factory overheads (mainly depreciation) on account of Line II commissioning during the year under review.

In order to support the growth in topline, selling and distribution expenses have increased by 102%. The increase is primarily due to field force expansion and marketing activities during the year under review. Whereas administrative expenses increased by Rs. 20 million, primarily due to salaries and inflation impact.

The profit after tax of the Company closed at Rs. 447 million against Rs. 385 million achieved last year, depicting an absolute increase of 16%. While earnings per share for the year ended 30 June 2025 closed at Rs. 5.52 per share compared to Rs. 6.09 per share last year, the decline in EPS is mainly due to increase in weighted average number of shares post IPO, i.e., 80.9 million shares as at 30 June 2025 compared to 63.3 million shares last year.

Key Operating and Financial Data

A summary of key operating and financial data of the financial statements for the last six years is annexed.

DIRECTORS' REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED 30 JUNE 2025

Capital Expenditure

During the year, the Company successfully commissioned its major expansion project (i.e., Line II). Furthermore, the Company is progressing in line with approved milestones for acquisition of additional plant and machinery aimed at enhancing its production capacities and capabilities. The funding for these has been already raised through the Company's initial public offering (IPO).

Subsequent Events

No material changes affecting the Company's financial position have occurred between the financial year end and date of this report.

Earnings per Share

Based on the profit after tax and weighted average shares outstanding, the earnings per share (EPS) for the year ended 30 June 2025 stands at Rs. 5.52 per share, compared to Rs. 6.09 per share last year.

Dividend Announcement

The Company is in growth phase and need cashflows to ensure long term business sustainability. Accordingly, the Board of Directors has not recommended any cash dividend for the year ended 30 June 2025.

Statement of Compliance with the Code of Corporate Governance

The Company fully complies with the requirements of the Listed Companies (Code of Corporate Governance) Regulations 2019; a statement to this effect along with Auditor's report is annexed with our annual report.

Corporate & Financial Reporting Framework

The Board of Directors of the Company is committed to the principles of good corporate management practices. The Management of Company continues to comply with the provisions of best practice set out in the Code of Corporate Governance.

- The financial statements prepared by the management of the Company fairly present its state of affairs, the results of its operations, cash flows and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of the financial statements. Accounting estimates are based on reasonable and prudent judgment.
- The International Financial Reporting Standards (IFRS), as applicable in Pakistan, have been followed in preparation of financial statements and any departure there from has been adequately disclosed and explained.
- The systems of internal controls are sound in design and have been effectively implemented by the management and monitored by the internal auditors, Board of Directors and the Audit Committee. The Board reviews the effectiveness of established internal controls through the Audit Committee and suggest, whenever required, further improvement in the internal control system.
- There are no significant doubts upon the Company's ability to continue as a going concern.
- There has been no material departure from the best practices of Corporate Governance as detailed in the Listing Regulations.
- Significant deviations from last year's operating results have been explained in detail together with the reasons thereof in the Annual Report.
- The Company does not envisage corporate restructuring or discontinuation of its operations in the foreseeable future.
- All major Government levies in the normal course of business, payable as on 30 June 2025 have been cleared subsequent to the year end.

DIRECTORS' REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED 30 JUNE 2025

- The values of employees' provident fund investments based on latest audited accounts as at 30 June 2024 are Rs. 1,278 million.

Sustainability, Risk Management, and Diversity Initiatives

Based on input from the management, the Board has conducted an assessment of potential sustainability-related risks that could impact the Company's operations. No material sustainability risks have been identified, except for disposal of biological waste, for which a detailed standard operating procedure exists and waste water samples are tested by EPA accredited labs on a regular basis.

Company places great importance on fostering a diverse, equitable, and inclusive workplace. The Board and management teams are committed to maintaining equal opportunities for all employees. We are proud to have a significant representation of women on the Board of Directors and management teams.

Contribution to National Exchequer

During the current financial year, out of the total wealth generated, the Company contributed approximately Rs. 419 million to the national exchequer in lieu of various levies including Income Tax, Sales Tax, Custom Duties, Central Research Fund, and other statutory levies.

Cash Flow Management

The Company has a dedicated treasury team, looking after the cash flow planning to ensure uninterrupted financial supply chain and optimal utilization of resources.

Related Party Transactions

Transactions with related parties during the year ended 30 June 2025 were placed before the Audit Committee and the Board for their review and approval. These transactions were approved by the Board in their meetings held during the year. Details of related party transactions are given in note no. 38 to the financial statements.

Composition of Board of Directors, its Committees and Meetings

The information regarding the composition of Board of Directors, its Committees and Meetings held along with the details of persons who, at any time during the financial year 2024-25 were directors of the Company is annexed.

Pattern of Shareholding

The pattern of shareholding as at 30 June 2025 is annexed. All trades in the shares of the Company, if any, carried out by the directors, CEO, CFO & Company Secretary, Executives and their spouses and minor children are also annexed.

Corporate Social Responsibility

In line with the Company's Code of Business Conduct and Excellence Framework, we remain committed to protecting environment and contributing to well-being of our communities through health and education initiatives. During the year under review, the Company collaborated with National Management Foundation to support education-focused initiatives.

Risk Management

The Board of Directors has carried out a robust assessment of the principal risks facing the Company, including those that would threaten the business model, future performance and solvency or liquidity. Our risk management approach is primarily based on understanding, identifying, assessing and then prioritizing risk areas. To mitigate these risks, various strategies are formulated and adopted accordingly. The following are some of the primary risks being faced by the Company:

- **Economic and political risks:** The ever-changing economic and political condition in our country has also exposed our Company to this risk. To mitigate this risk, the management closely monitors the financial market conditions and political climate, and appropriate actions and strategies are discussed at the management level to counter unfavorable situations.
- **Currency risks:** The depreciation of Pakistani Rupee significantly affects input costs of products since majority of raw materials are imported. Furthermore, due to DRAP's pricing control/regulations, it is not possible to pass on these cost increases directly to the final consumer as well.

DIRECTORS' REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED 30 JUNE 2025

- **Competition risks:** Due to the weak regulatory controls over illegal and low-quality products in the market, the pharmaceutical industry in Pakistan is exposed to unhealthy competition risks. In order to mitigate these risks, the Company along with other members of the Pakistan Pharmaceutical Manufacturers Association is in continuous lobbying for improved Government regulations and policies.
- **Supply chain risks:** The supply chain process plays a pivotal role in day-to-day operations of the Company. We are mitigating this risk through comprehensive production planning and integrating it with the sales forecasting and ordering systems.
- **Information technology risks:** The Company continues to invest in its IT infrastructure keeping in mind its future needs.
- **Financial risks:** These are the risks that are directly attributable to the financial viability of the Company. These have been elaborated in detail in notes to the financial statements.

Remuneration Policy of Executive Director/Chief Executive Officer and Non-Executive Directors

The Executive Director/Chief Executive Officer is entitled to a remuneration package; however, considering that the Company is currently in growth phase, the Chief Executive Officer has voluntarily surrendered her remuneration and is not drawing any salary at present, except for meeting fees. The Non-Executive Directors, including Independent Directors, are entitled to fee along with reimbursement of travelling expenses (if any) for attending the Board and its Committees meetings.

The details of these are duly disclosed in note 37 to the financial statements.

Auditors

The Auditors Messer KPMG Taseer Hadi & Co., Chartered Accountants retire and offer themselves for reappointment for the year 2025-26.

The Board Audit Committee has recommended appointment of KPMG Taseer Hadi & Co., Chartered Accountants as auditors of the Company for the year 2025-26. Accordingly, the Board has recommended the same for the approval of the shareholders in the upcoming Annual General Meeting.

Industry Review and Future Outlook

The retail pharmaceutical industry in Pakistan is valued above Rs. 1 trillion and has witnessed growth of approximately 19% during the year, driven primarily by price increase and marginal volumetric growth. Pakistan, being fifth largest population with one of the lowest health to GDP ratio has enormous opportunities to address unmet patient needs, specifically in metabolic and allied therapeutic segments.

To capitalize on these opportunities and partially fund its brownfield expansion, the Company successfully went through an IPO during the year. The proceeds were raised mainly for acquiring plant and machinery, obtaining export-related certifications & new product developments and meeting working capital requirements. Following IPO, the Company launched several new products, including key generics such as Human Insulin, Semaglutide, Azithromycin, Tramadol, Ondansetron, Ketorolac Tromethamine, Ferric Carboxymaltose and Heparin Sodium.

The launch of Ferulin® (Human Insulin) and Sematide® (Semaglutide, Pakistan's first locally manufactured GLP-1) highlights the Company's commitment to address rising prevalence of diabetes and obesity. With Pakistan ranking third globally in terms of diabetic population, these launches are expected to play a vital role in improving patient outcomes and bridging significant treatment gaps. Similarly, the launch of Ferium® (Ferric Carboxymaltose) and Heparin® (Heparin Sodium) will enable the Company to address increasing demand for iron deficiency treatments and anticoagulants, particularly in the gynecology, nephrology and cardiology segments.

The Company has demonstrated strong revenue growth; however, this is not yet fully reflected in the bottom line primarily due to higher factory overheads and selling and distribution expenses. As this is the first year following the commissioning of Line-II, fixed costs are expected to remain on the higher side in the short term. With anticipated revenue growth in the coming quarters, the Company expects these costs to be absorbed and rationalized over time.

DIRECTORS' REPORT TO SHAREHOLDERS

FOR THE YEAR ENDED 30 JUNE 2025

Going forward, we are optimistic to achieve the milestones as outlined in the IPO. In parallel, the management remains resolute in expanding product portfolio and is actively working on avenues for launch of new products and biosimilars along with toll manufacturing opportunities to diversify and strengthen its portfolio.

Acknowledgements

We want to acknowledge the considerable efforts and dedication of our employees towards achievement of the Company's objectives. Further, we also thank our principals, business partners and valued customers for their continuous support and confidence in the Company.

For and on behalf of the Board

Mrs. Akhter Khalid Waheed
Chief Executive Officer

Mr. Osman Khalid Waheed
Director

Lahore
22 September 2025

DATES AND ATTENDANCE OF BOARD MEETINGS HELD DURING THE YEAR ENDED 30 JUNE 2025

A total of four Board of Directors meetings were held during the financial year 2024-2025 of which dates are as follows:

- 03 October 2024
- 27 October 2024
- 27 February 2025
- 28 April 2025

The details of attendance of Board of Directors and its committees meetings are as follows:

Board of Directors Meetings		
Name of Directors	No. of Meetings	Attendance
Mr. Sebastian Martin Ferrarassi	4	4
Mrs. Akhter Khalid Waheed	4	4
Mrs. Amna Piracha Khan	4	4
Mr. Osman Khalid Waheed	4	4
Mrs. Munize Azhar Peracha	4	4
Mr. Naveed Kamran Baloch	4	4
S M Wajeesh Uddin	4	4

In addition to the Directors, Mr. Navid Goraya, observer from M/s Karandaaz Pakistan attended all Board of Directors meetings as required under financing agreement between M/s BF Biosciences Limited and M/s Karandaaz Pakistan for obtaining long term loan for Line II expansion project. The details of said loan are disclosed in note 8 of the financial statements.

Audit Committee Meetings		
Name of Directors	No. of Meetings	Attendance
S M Wajeesh Uddin	4	4
Mr. Naveed Kamran Baloch	4	4
Mrs. Amna Piracha Khan	4	4
Mr. Osman Khalid Waheed	4	4

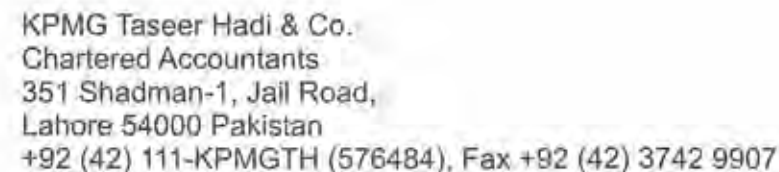
HR & Remuneration Committee Meetings		
Name of Directors	No. of Meetings	Attendance
Mr. Naveed Kamran Baloch	1	1
Mrs. Akhter Khalid Waheed	1	1
Mr. Osman Khalid Waheed	1	1
S M Wajeesh Uddin	1	1

For and on behalf of the Board

Mrs. Akhter Khalid Waheed
Chief Executive Officer

Mr. Sebastian Martin Ferrarassi
Chairman

Lahore
22 September 2025



To the members of BF Biosciences Limited

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 **BF Biosciences Limited** ("the Company") for the period from October 21, 2024 to June 30, 2025 in accordance with the requirements of regulation 36 of the Regulations.

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

As part of our audit of 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.

Labore

Date: 03 October 2025

UDIN: CR202510119BjnwsOmfH

KPMG Tasveittdi 9/6

KPMG Taseer Hadi & Co.
Chartered Accountants

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

Name of Company: BF Biosciences Limited

For the Period: From 21 October 2024 to 30 June 2025

The Company got listed on 21 October 2024 and thus is required to comply with the requirements of the Code of Corporate Governance for the period from 21 October 2024 to 30 June 2025.

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

1. The total number of directors are 7 (seven) as per the following:

Gender	Number
Male	04
Female	03

2. The composition of the Board is as follows:

Category	Names
i. Independent Directors*	Mr. Naveed Kamran Baloch
	S M Wajeeh Uddin
ii. Non-Executive Directors	Mr. Sebastian Martin Ferrarassi
	Mr. Osman Khalid Waheed
iii. Executive Directors	Mrs. Akhter Khalid Waheed
iv. Female Directors (Non-Executive)	Mrs. Amna Piracha Khan
	Mrs. Munize Azhar Peracha

*To comply with the requirements of Listed Companies (Code of Corporate Governance) Regulations 2019, two independent directors were elected on the Board of Directors upon reconstitution of Board before listing of the Company, whereas the code requires to appointment at least two or one-third of the Board members (whichever is higher). The fraction of 0.33 was not rounded up, as the two appointed independent directors fairly protected the interests of the shareholders.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company;
4. The company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/shareholders as empowered by the relevant provisions of the Act and these Regulations;

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

7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. All the directors have either attended the Directors Training program or have a minimum of 14 years of education and 15 years of experience on the Board of listed companies and therefore are exempt from the Directors Training Program;
10. The Board has approved 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. The positions of Chief Financial Officer and Company Secretary are held by the same person as Listed Companies (Code of Corporate Governance) Regulations 2019 allowed Companies to follow “comply or explain approach”. Therefore, the Company has opted for explanation approach as the Board is of view that current CFO & Company Secretary is suitably qualified and professionally capable to fulfill responsibilities of both roles.
12. Chief financial officer and Chief executive officer duly endorsed the financial statements before approval of the Board;
13. The Board has formed committees comprising of members given below:

Audit Committee	
Names	Composition
S M Wajeeh Uddin	Chairman
Mr. Naveed Kamran Baloch	Member
Mrs. Amna Piracha Khan	Member
Mr. Osman Khalid Waheed	Member

HR and Remuneration Committee	
Names	Composition
Mr. Naveed Kamran Baloch	Chairman
Mrs. Akhter Khalid Waheed	Member
Mr. Osman Khalid Waheed	Member
S M Wajeeh Uddin	Member

The Board has not formed the ‘Nomination Committee’, Risk Management Committee’ and ‘Sustainability Committee’ as responsibilities of these committees are being taken care at the Board Level as and when required. Therefore, a need for the separate formation of these committees does not exist.

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

14. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance;
15. The frequency of meetings (quarterly/half yearly/yearly) of the committee were as per following:

Meetings	Frequency
Audit Committee*	04
HR and Remuneration Committee	01

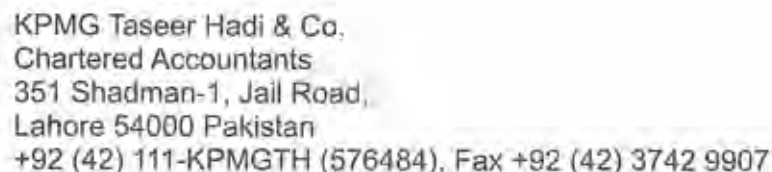
*The Audit Committee meeting during the first quarter ended 30 September 2024 as required under Regulation 27(2)(i) was not held, since the Company was listed on 21 October 2024 and therefore was not subject to this requirement prior to its listing. However, two meetings of Audit Committee were held during second quarter of financial year 2024-25.

16. The Board has established an effective internal audit function, and the internal audit activities have been duly reviewed and approved by the Board Audit Committee. Subsequent to the year-end, the Company outsourced the internal audit function to M/s Yousuf Adil Chartered Accountants, who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;
17. 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;
18. 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;
19. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.
20. During the year under review, the Company has initiated compliance with the SECP's ESG Disclosure Guidelines and related requirements specified under Regulation 10A and disclosures under the same are annexed with the current year annual report.
21. During the year, the Company has initiated placement of significant policies such as the code of conduct, risk management and whistle-blowing policies on its website, which has been completed subsequent to the year end.
22. Upon completion of first year after listing, the Company has initiated performance evaluation of the Board of Directors and its sub committees, as required under the Listed Companies (Code of Corporate Governance) Regulations 2019, and the same shall be completed subsequent to the year end.

Mr. Sebastian Martin Ferrarassi
Chairman

OUR FINANCIAL STATEMENTS





To the members of BF Biosciences Limited

Opinion

We have audited the annexed financial statements of **BF Biosciences Limited** ("the Company"), which comprise the statement of financial position as at 30 June 2025, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 30 June 2025 and of the profit, other comprehensive income, the changes in equity and its cash flows for the year then ended.

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

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

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KPMG Taseer Hadi & Co.

Following is the key audit matter:

Sr. No.	Key audit matter	How the matter was addressed in our audit
I	<p>Revenue recognition</p> <p>Refer to notes 5,10, 5,10.1, 5,10.2 and 26 to the financial statements.</p> <p>The Company recognized net revenue of Rs. 5.84 billion from the sale of goods to domestic as well as export customers during the year ended 30 June 2025.</p> <p>We identified recognition of revenue as a key audit matter because revenue is one of the key performance indicators of the Company and gives rise to a risk that revenue is recognized without transferring the control to meet expectations or targets.</p>	<p>Our audit procedures to assess the recognition of revenue, amongst others, included the following:</p> <ul style="list-style-type: none">• Obtaining an understanding of the process relating to recording of revenue and testing the design and implementation of relevant key internal controls over recording of revenue;• Assessing the appropriateness of the Company's accounting policies for recording of revenue and compliance of those policies with applicable accounting standards;• Comparing, on a sample basis, specific revenue transactions recorded just before and just after the financial year end date to determine whether the revenue had been recognized in the appropriate financial period;• Scanning for any journal entries relating to revenue raised during the year which met specific risk-based criteria for inspecting underlying documentation; and• Assessing the adequacy of presentation and disclosures related to the revenue as required under the accounting and reporting standards as applicable in Pakistan.

Information other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. Other information comprises the chairman review report, directors' report, key financial data and horizontal and vertical analysis included in the annual report for the year ended 30 June 2025, but does not include the financial statements and our auditor's report thereon.

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

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



KPMG Taseer Hadi & Co.

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

[Handwritten signature]



KPMG Taseer Hadi & Co.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

Lahore

Date: 03 October 2025

UDIN: AR2025101198AiZmBCHF

KPMG Taseer Hadi & Co.
Chartered Accountants

BF Biosciences Limited
Statement of Financial Position
As at 30 June 2025

EQUITY AND LIABILITIES

Share capital and reserves

Authorized share capital
400,000,000 (2024: 400,000,000) ordinary
shares of Rs. 3 each (2024: Rs. 3 each)

Issued, subscribed and paid up capital
Share premium
Unappropriated profit

Non-current liabilities

Long term loans - *secured*
Long term musharaka - *secured*
Deferred grant
Deferred taxation

Current liabilities

Current portion of:
- Long term loans - *secured*
- Long term musharaka - *secured*
- Deferred grant
Trade and other payables
Contract liabilities
Short term borrowings - *secured*
Mark-up accrued on borrowings

Contingencies and commitments

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

Chief Executive Officer

Chief Financial Officer

Director

	Note	2025 Rupees	2024 Rupees
ASSETS			
<u>Non-current assets</u>			
Property, plant and equipment	17	4,306,291,784	4,174,912,456
Long term deposits		11,848,050	7,827,000
Intangibles	18	3,983,490	553,445
		4,322,123,324	4,183,292,901
<u>Current assets</u>			
Stores, spare parts and loose tools	19	94,931,102	114,601,896
Stock in trade	20	1,645,285,845	779,210,877
Trade debts	21	184,242,161	204,611,049
Loans and advances	22	97,036,053	26,132,856
Deposits, prepayments and other receivables	23	128,218,236	202,783,405
Short term investments	24	1,166,746,670	39,012,771
Advance income tax - <i>net</i>		175,476,534	31,549,367
Cash and bank balances	25	344,470,143	278,769,852
		3,836,406,744	1,676,672,073
		8,158,530,068	5,859,964,974

BF Biosciences Limited
Statement of Profit or Loss
For the year ended 30 June 2025

	<i>Note</i>	2025 Rupees	2024 Rupees
Revenue - <i>net</i>	26	5,837,466,169	3,658,720,487
Cost of goods sold	27	(3,549,634,820)	(2,126,213,134)
Gross profit		2,287,831,349	1,532,507,353
Administrative expenses	28	(60,568,184)	(40,494,495)
Selling and distribution expenses	29	(1,445,483,738)	(716,853,333)
Other expenses	30	(70,575,816)	(64,226,543)
Other income	31	140,211,479	22,302,570
Profit from operations		851,415,090	733,235,552
Finance cost	32	(127,676,712)	(151,356,821)
Profit before income tax, final tax and minimum tax differential		723,738,378	581,878,731
Minimum tax differential	33	(3,198,833)	(2,155,750)
Final tax	34	-	(4,117,333)
Profit before income tax		720,539,545	575,605,648
Income tax	35	(273,392,189)	(190,192,461)
Profit after taxation		447,147,356	385,413,187
Earnings per share - basic and diluted	36	5.52	6.09

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

Chief Executive Officer

Chief Financial Officer

Director

BF Biosciences Limited
Statement of Comprehensive Income
For the year ended 30 June 2025

	2025 Rupees	2024 Rupees
Profit after taxation	447,147,356	385,413,187
<i><u>Items that will not be subsequently reclassified to profit or loss</u></i>		
Other comprehensive income for the year	-	-
Total comprehensive income for the year	<u>447,147,356</u>	<u>385,413,187</u>

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

Chief Executive Officer

Chief Financial Officer

Director

BF Biosciences Limited
Statement of Changes in Equity
For the year ended 30 June 2025

	Share capital	Capital reserve Share premium	Revenue reserve Unappropriated profit	Total
Note	-----Rupees-----			
Balance as at 01 July 2023	190,000,000	-	1,784,205,491	1,974,205,491
<u>Total comprehensive income for the year</u>				
Profit after taxation	-	-	385,413,187	385,413,187
Other comprehensive income for the year	-	-	-	-
	-	-	385,413,187	385,413,187
Rounding off adjustment in lieu of shares split arrangements	2	-	(2)	-
Balance as at 30 June 2024	190,000,002	-	2,169,618,676	2,359,618,678
<u>Total comprehensive income for the year</u>				
Profit after taxation	-	-	447,147,356	447,147,356
Other comprehensive income for the year	-	-	-	-
	-	-	447,147,356	447,147,356
Shares issued under initial public offering	6 & 7	75,000,000	1,780,198,135	-
				1,855,198,135
Balance as at 30 June 2025	265,000,002	1,780,198,135	2,616,766,032	4,661,964,169

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

Chief Executive Officer

Chief Financial Officer

Director

BF Biosciences Limited
Statement of Cash Flows
For the year ended 30 June 2025

		2025	2024
	Note	Rupees	Rupees
<u>Cash flow from operating activities</u>			
Profit after taxation		447,147,356	385,413,187
<i>Adjustments for non-cash and other items:</i>			
Depreciation on property, plant and equipment	17.1.4	191,923,392	35,566,416
Gain on disposal of property, plant and equipment	31	(2,790,880)	(2,130,063)
Amortization	28	1,691,585	553,444
Dividend income	31	(74,807,849)	(12,850,074)
Finance cost	32	123,982,196	149,849,868
Interest expense on Workers' Profit Participation Fund	32	3,694,516	1,506,953
(Gain) / loss on re-measurement of short term investments to fair value	24.1	(2,306,246)	107,363
(Gain) / loss realized on sale of short term investments	24.1	(24,998,278)	(317,789)
Un-realized exchange loss / (gain)	30	2,575,889	(1,382,185)
Profit on bank deposits	31	(20,210,671)	(6,484,951)
Minimum tax	33	3,198,833	2,155,750
Final tax	34	-	4,117,333
Income tax	35	273,392,189	190,192,461
Provision for Workers' Profit Participation Fund	30	38,868,871	31,255,966
Provision for Central Research Fund	30	7,852,297	6,314,337
Provision for Workers' Welfare Fund	30	14,770,171	11,877,267
		<u>536,836,015</u>	<u>410,332,096</u>
Cash generated from operations before working capital changes		983,983,371	795,745,283
<u>Effect on cash flow due to working capital changes</u>			
<i>(Increase) / decrease in current assets</i>			
Stores, spare parts and loose tools		19,670,794	(31,181,938)
Stock in trade		(866,074,968)	(10,386,566)
Trade debts		20,368,888	(110,819,310)
Loans and advances - considered good		(70,903,197)	(11,885,567)
Deposits, prepayments and other receivables		74,565,169	(112,204,862)
		<u>(822,373,314)</u>	<u>(276,478,243)</u>
<i>Increase / (decrease) in current liabilities</i>			
Trade and other payables		472,432,109	196,750,905
Contract Liabilities		(5,270,952)	19,748,882
		<u>467,161,157</u>	<u>216,499,787</u>
Cash generated from operations		628,771,214	735,766,827
Income tax paid		(279,052,608)	(51,389,859)
Minimum tax paid		(3,198,833)	(1,789,003)
Final tax paid		-	(2,318,519)
Workers' Profit Participation Fund paid	12.2	(32,762,223)	(13,365,908)
Central Research Fund paid	12.3	(6,314,337)	(2,199,992)
Workers' Welfare Fund paid	12.4	(7,658,057)	-
		<u>(328,986,058)</u>	<u>(71,063,281)</u>
Net cash generated from operating activities		299,785,156	664,703,546
<u>Cash flow from investing activities</u>			
Fixed capital expenditure incurred		(329,494,857)	(143,130,915)
Proceeds from sale of property, plant and equipment		3,861,386	4,404,596
Dividend income	31	74,807,849	12,850,074
Short term investments - net	24	(1,100,429,375)	108,583,478
Increase in long term deposit		(4,021,050)	(3,000,000)
Profit on bank deposits received	31	20,210,671	6,484,951
Net cash used in investing activities		(1,335,065,376)	(13,807,816)
<u>Cash flow from financing activities</u>			
Long term loan paid		(418,270,946)	(321,357,447)
Proceeds from IPO - net		1,855,198,135	-
Long term musharaka received		93,551,808	-
Long term musharaka paid		(17,916,581)	-
Finance cost paid		(112,245,724)	(161,519,981)
Net cash generated from / (used in) financing activities		1,400,316,692	(482,877,428)
Net increase in cash and cash equivalents		365,036,472	168,018,302
Cash and cash equivalents at the beginning of the year		(49,928,877)	(217,947,179)
Cash and cash equivalents at the end of the year		315,107,595	(49,928,877)
Cash and cash equivalents comprise of the following:			
Cash and bank balances	25	344,470,143	278,769,852
Short term borrowings - secured	14	(29,362,548)	(328,698,729)
		<u>315,107,595</u>	<u>(49,928,877)</u>

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

Chief Executive Officer

Chief Financial Officer

Director

BF Biosciences Limited

Notes to the Financial Statements

For the year ended 30 June 2025

1 Reporting entity

BF Biosciences Limited ("the Company") was incorporated on 24 February 2006 as an unlisted public limited company under the Companies Ordinance, 1984 (now Companies Act, 2017). The principal activity of the Company is import, manufacturing and sale of pharmaceutical products. The registered office of the Company is situated at 197-A, The Mall, Rawalpindi and the production facility is located at 5 KM- Sunder Raiwind Road Lahore.

The Company was incorporated pursuant to signing of an agreement between M/s Ferozsons Laboratories Limited, Pakistan ("the Parent Company") and M/s Grupo Empresarial Bagó S.A, Spain on 07 February 2006 in Islamabad for setting up a Biotech Pharmaceutical Plant to manufacture mainly Cancer and Hepatitis related medicines. The share holding of the Parent Company and M/s Grupo Empresarial Bagó S.A, Spain is 57.36% and 14.34% respectively.

The Company commenced its commercial operations on 01 July 2009.

1.1 During the year, the Company completed the process to raise funds through Initial Public Offering (IPO). The listing and trading of the Company's shares on the Pakistan Stock Exchange was commenced on 21 October 2024. For details, please refer to note 6.

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 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; and
- 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, 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 for:

- translation of foreign currency at spot / average rate;
- certain financial instruments at fair value through profit and loss account as referred in note 5.14.

In these financial statements, except for the amounts reflected in the statement of cash flows, all transactions have been accounted for on accrual basis.

2.3 Functional and presentation currency

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

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with accounting and reporting standards, as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

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 judgment about carrying value of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments and estimates made by the management in the application of accounting and reporting standards, as applicable in Pakistan that are significant/relevant to financial statements are documented in the ensuing paragraphs:

2.4.1 Property, plant and equipment

The Company reviews appropriateness of useful lives and residual values used in the calculation of depreciation. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis.

In making these estimates, the Company uses the technical resources available with the Company. Any change in the estimates in the future may affect the carrying amount of respective items of property, plant and equipment, with corresponding effects on the depreciation charge and impairment.

2.4.2 Impairment

The management of the Company reviews carrying amounts of its assets including cash generating units for possible impairment and makes formal estimates of recoverable amount if there is any such indication.

2.4.3 Inventories

The Company reviews the carrying amount of stock in trade on a regular basis. Carrying amount of stock-in-trade is adjusted where the net realizable value is below the cost. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale.

2.4.4 Expected credit loss (ECL) / loss allowance against trade debts, deposits, advances and other receivables

For financial assets measured at amortized cost, recognition of impairment is based on expected credit loss (ECL) model. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The shortfall is then discounted at an approximation to the assets' original effective interest rate. The Company has elected to measure loss allowances for trade debts including due from 'Government of Pakistan' using IFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs.

The Company has established a provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. 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 including forward looking information.

2.4.5 Provisions

Estimates of the amount of provisions recognized are based on current legal and constructive obligations. Because actual outflows can differ from estimates due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amounts of provisions are regularly reviewed and adjusted to take account of such changes.

2.4.6 Fair value of investments

The Company regularly reviews the fair value of investments, the estimate of fair values are directly linked to market value. Any change in estimate will effect the carrying value of investments with the corresponding impact on statement of profit or loss.

2.4.7 Contingencies

The Company reviews the status of all pending litigations and claims against the Company. Based on its judgment and the advice of the legal advisors for the estimated financial outcome, appropriate disclosure or provision is made. The actual outcome of these litigations and claims can have an effect on the carrying amounts of the liabilities recognized at the statement of financial position date.

2.4.8 Taxation

The Company takes into account the current income tax laws and decisions taken by appellate authorities. Instances where the Company's view differs from the view taken by the income tax department at the assessment stage and the Company considers that its view on items of material nature is in accordance with law, the amounts are shown as contingent liabilities.

3 Changes in accounting standards, interpretations and pronouncements

3.1 New or amendments / interpretations to existing standards, interpretations and forthcoming requirements

The following amendments to published standards are mandatory for the financial year beginning on 1 January 2024 and are relevant to the Company:

- Non-current Liabilities with Covenants – Amendments to IAS - 1

During the year an amendment to IAS - 1 'Presentation of Financial Statements' was introduced addressing the classification of non-current liabilities subject to covenants. This amendment clarifies that liabilities should be classified as either current or non-current based on the rights available at the end of the reporting period, without consideration of future expectations or events occurring after this date. The amendment also mandates specific disclosures if a liability is classified as non-current but is subject to covenants that must be complied with within twelve months of the reporting date. The related amendments are presented in the note 8.4 of the financial statements.

- Disclosure detailing Shariah and conventional elements

During the year, the Securities and Exchange Commission of Pakistan (SECP) made amendments to the Fourth Schedule to the Companies Act, 2017, and issued SRO 1278(1)/2024 dated August 15, 2024, introducing additional disclosure requirements relating to Shariah and conventional elements. The Company has presented the required disclosures in note 43 to these unconsolidated financial statements.

The following new standards and amendments are effective for the period beginning 1 January 2024, however they are not relevant to the entity's operations:

- Lease Liability in a Sale and Lease back (Amendments to IFRS 16)
- Classification of Liabilities as Current or Non-current (Amendments to IAS 1)
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)

4 Standards, amendments and interpretations to accounting and reporting 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 January 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 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 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.

Other related amendments:

Contractually linked instruments (CLIs) and non-recourse features:

The amendments clarify the key characteristics of CLIs and how they differ from financial assets with non-recourse features. The amendments also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test).

Disclosures on investments in equity instruments:

The amendments require additional disclosures for investments in equity instruments that are measured at fair value with gains or losses presented in other comprehensive income (FVOCI). The amendments apply for reporting periods beginning on or after 1 January 2026. Earlier application is permitted.

Annual Improvements to IFRS Accounting Standards – Amendments to:

- IFRS 1 First-time Adoption of International Financial Reporting Standards;
- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
- IFRS 9 Financial Instruments;
- IFRS 10 Consolidated Financial Statements; and
- IAS 7 Statement of Cash flows

The amendments to IFRS 9 address:

A conflict between IFRS 9 and IFRS 15 Revenue from Contracts with Customers over the initial measurement of trade receivables.

Under IFRS 15, a trade receivable may be recognized at an amount that differs from the transaction price – e.g. when the transaction price is variable. Conversely, IFRS 9 requires that companies initially measure trade receivables without a significant financing component at the transaction price. The IASB has amended IFRS 9 to require companies to initially measure a trade receivable without a significant financing component at the amount determined by applying IFRS 15; and

How a lessee accounts for the derecognition of a lease liability under paragraph 23 of IFRS 9.

When lease liabilities are derecognized under IFRS 9, the difference between the carrying amount and the consideration paid is recognized in profit or loss. The amendment on trade receivables may require some companies to change their accounting policy. The amendments apply for annual reporting periods beginning on or after 1 January 2026. Earlier application is permitted. The amendment on derecognition of lease liabilities applies only to lease liabilities extinguished on or after the beginning of the annual reporting period in which the amendment is first applied.

Contracts Referencing Nature-dependent Electricity – (Amendments to IFRS 9 and IFRS 7) address the challenges faced by Companies in applying IFRS 9 Financial Instruments to contracts referencing nature-dependent electricity – sometimes referred to as renewable power purchase agreements (PPAs). The IASB has also added new disclosure requirements for certain PPAs to IFRS 7 Financial Instruments: Disclosures.

The amendments include guidance on:

- The ‘own-use’ exemption for purchasers of electricity under such PPAs; and
- Hedge accounting requirements for companies that hedge their purchases or sales of electricity using PPAs.

The amendments for the own-use exemption:

- Existing IFRS 9 guidance left ambiguity on whether PPAs could qualify for the own-use exemption (i.e., not accounted for as derivatives).
- The amendments allow a company to apply the own-use exemption to PPAs if the company has been, and expects to be, a net-purchaser of electricity for the contract period.
- The amendments apply retrospectively using facts and circumstances at the beginning of the reporting period of initial application, without requiring prior periods to be restated.

The amendments for hedge accounting:

Virtual PPAs and other PPAs that do not meet the own-use exemption are accounted for as derivatives and measured at FVTPL. Hedge accounting under IFRS 9 can help reduce volatility by reflecting how PPAs hedge future electricity purchases or sales, but applying it presents challenges. A key issue arises from a mismatch between the P50 estimate used to measure the PPA and the P90 estimate required for the highly probable hedged transaction, which may prevent hedge accounting qualification.

Subject to certain conditions, the amendments permit designation of a variable nominal volume of forecasted renewable electricity sales or purchases as the hedged transaction, rather than a fixed volume based on P90 estimates. This variable volume reflects what is expected to be delivered by the referenced generation facility, supporting an economic offset and enabling hedge accounting. A P50 estimate indicates the volume of energy production expected to be exceeded with 50 percent probability. A P90 estimate indicates the volume of energy production expected to be exceeded with 90 percent probability.

The amendments apply prospectively to new hedging relationships designated on or after The date of initial application. They also allow companies to discontinue an existing hedging relationship if The same hedging instrument is designated under the new requirements.

The new disclosure requirements:

A company may apply the own-use exemption to certain PPAs under the amendments and therefore would not recognise these PPAs in its statement of financial position. Where this is the case, a company is required to disclose further information such as:

- A company may apply the own-use exemption to certain PPAs under the amendments and therefore would not recognise these PPAs in its statement of financial position. Where this is the case, a company is required to disclose further information such as:
- contractual features exposing the company to variability in electricity volume and risk of oversupply;
- estimated future cash flows from unrecognised contractual commitments to buy electricity in appropriate time bands;
- qualitative information about how the company assessed whether a contract might become onerous; and
- qualitative and quantitative information about the costs and proceeds associated with purchases and sales of electricity, based on the information used for the 'net-purchaser' assessment.
- In addition, for PPAs designated in a cash flow hedging relationship, companies need to disaggregate the information disclosed about terms and conditions by risk category.

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

5 Material accounting policies

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all periods presented, unless otherwise stated.

5.1 Deferred grant

The Company follows deferred method of accounting for government grant related to subsidized long term loan. Government grant is initially recognized as deferred grant and measured as the difference between the initial carrying value of the long term loan recorded at market rate (i.e. fair value of the long term loan in this case) and the proceeds of subsidized long term loan received.

In subsequent periods, the grant is recognized in the statement of profit or loss account, in line with the recognition of interest expenses the grant is compensating and is presented as a reduction of related interest expense.

5.2 Trade and other payables

Trade and other payables are initially carried at the fair value of the consideration to be paid in future for goods and services received. Subsequent to initial recognition, these are carried at amortized cost.

5.3 Ijarah

Ijarah in which a significant portion of the risks and rewards of ownership are retained by the Muj'ir (lessor) are classified as operating Ijarah. Payments made during the year are charged to the statement of profit or loss on a straight-line basis over the period of the Ijarah in accordance with Islamic Financial Accounting Standard-2.

5.4 Property, plant and equipment

5.4.1 Owned

Property, plant and equipment, except for freehold and leasehold land are stated at cost less accumulated depreciation and impairment losses, if any. Freehold land and leasehold land are stated at cost less impairment losses, if any. Cost in relation to property, plant and equipment comprises acquisition and other directly attributable costs.

Depreciation charge is based on the straight-line method whereby the cost of an asset is written off to the statement of profit or loss over its estimated useful life after taking into account the residual value, if any. The residual value, depreciation method and the useful lives 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.

Maintenance and normal repairs are charged to the statement of profit or loss as and when incurred. Improvements are capitalized when it is probable that respective future economic benefits will flow to the Company and the cost of the item can be measured reliably.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss on disposal or retirement of an asset represented by the difference between the sale proceeds and the carrying amount of the asset is recognized as income or expense in the statement of profit or loss.

5.4.2 Capital work in progress

Capital work-in-progress is stated at cost less impairment loss if any and consists of expenditure made in the course of their construction and installation. Transfers are made to the relevant asset category as and when assets are available for intended use. Cost also includes applicable borrowing cost.

5.5 Intangibles

Expenditure incurred on intangible asset is capitalized and stated at cost less accumulated amortization and any identified impairment loss. Intangible assets with finite useful life are amortized at 33% on straight-line basis. Amortization of intangible assets is commenced from the date an asset is capitalized.

5.6 Inventories

Inventories includes stock in trade and stores, spare parts and loose tools.

These are stated at lower of cost and net realisable value.

Cost comprises of cost of purchase and other costs incurred in bringing the items to their present location and condition. For items which are slow moving and / or identified as surplus to the Company's requirements, adequate provision is made for any excess book value over estimated net realizable value. The Company reviews the carrying amounts of stock in trade and stores, spare parts and loose tools basis and provision is made for obsolescence, if there is any change in usage pattern or physical form of related stores, spare parts and loose tools.

5.7 Trade debts

Trade debts represent the Company's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). These are classified at amortized cost and are initially recognized when they are originated and measured at invoice value. These assets are written off when there is no reasonable expectation of recovery. The policy for impairment of trade debtors on account of expected credit loss is mentioned in note 5.15 to the financial statements.

5.8 Contract liabilities

A contract liability is the obligation of the Company to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract. It also includes refund liabilities arising out of customers right to claim amounts from the Company on account of contractual delays in delivery of performance obligations and incentive on target achievements.

5.9 Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances, short term investments and short-term borrowings under mark-up / shariah arrangements, used by the Company in the management of its short-term commitments.

5.10 Revenue recognition

The Company is in the business of (a) sale of pharmaceutical products and medical devices and (b) toll manufacturing services for pharmaceutical products to other pharmaceutical sector companies. Revenue from contracts with customers is recognized, when a performance obligation has been fulfilled by transferring control of goods to the customers, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods excluding sales taxes, sales return and after deduction of any trade discounts. Specific revenue and other income recognition policies are as follows:

5.10.1 Sale of goods

Revenue represents the fair value of the consideration received or receivable for sale of products, net of sales tax, sales returns and related discount. The contract contains distinct goods to be delivered and a single performance obligation to be satisfied.

The revenue is recognized at point in time when goods are acknowledged by customers as they are enabled to consume the benefits, when goods are delivered to them and the Company's right to receive transaction price is developed. The payment is generally due within 90 days of satisfaction of performance obligation.

5.10.2 Toll manufacturing

The Company enters into contracts with customers to manufacture pharmaceutical products on their behalf, utilizing raw materials supplied by the customer. The performance obligation under these arrangements is satisfied at a point in time, specifically upon the customer's receipt of the finished goods by the customer and payment is generally due within 30 days from delivery. No significant financing component exist for these contracts. Based on an evaluation of the contract, the Company has determined that revenue from toll manufacturing services should be recognized at the point the finished goods are delivered to and accepted by the customer, as this is the moment when the customer derives the economic benefit from the Company's manufacturing services.

5.10.3 Other income

Other income comprises interest income on funds invested, dividend income, exchange gain and changes in the fair value of financial asset at fair value through profit or loss. Income on bank deposits is accrued on a time proportion basis by reference to the principal outstanding and the applicable rate of return. Foreign currency gains and losses are reported on a net basis.

Dividend income and entitlement of bonus shares are recognized when the right to receive is established.

Gains and losses on sale of investments are accounted for on disposal of investments.

5.11 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying asset is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognized in the statement of profit or loss as incurred.

5.12 Taxation

Income tax expense comprises current tax and deferred tax. It is recognized in the statement of profit or loss, except to the extent that it relates to items recognized directly in the statement of profit or loss (either in other comprehensive income or directly in equity), any related tax effects are also recognized outside profit and loss (either in the statement of other comprehensive income or directly in equity, respectively).

5.12.1 Current taxation

Current tax is the amount of tax payable on taxable income for the year, using tax rates enacted or substantively enacted by the reporting date, and any adjustment to the tax payable in respect of previous periods. Provision for current tax is based on current rates of taxation in Pakistan after taking into account tax credits, rebates and exemptions available, if any. The amount of unpaid income tax in respect of the current or prior periods is recognized as a liability. Any excess paid over what is due in respect of the current or prior periods is recognized as an asset.

5.12.2 Deferred taxation

Deferred tax is recognized using the statement of financial position method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using the tax rates enacted or substantively enacted at the reporting date. A deferred tax liability is recognized for all taxable temporary differences. A deferred tax asset is recognized for deductible temporary differences to the extent that future taxable profits will be available against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The Company accounts for the tax consequences of transactions and other events in the same way that it accounts for the transactions and other events themselves. Thus, for transactions and other events recognized in the statement of profit or loss, any related tax effects are also recognized in the statement of profit or loss. For transactions and other events recognized outside the statement of profit or loss (either in other comprehensive income or directly in equity), any related tax effects are also recognized outside profit and loss (either in the statement of other comprehensive income or directly in equity, respectively).

5.12.3 Final tax and minimum tax differential

Tax charged under the Income Tax Ordinance, 2001 which is not based on taxable income or any amount paid / payable in excess of the calculation based on taxable income or any minimum tax which is not adjustable against future income tax liability is classified as levy in the statement of profit or loss and other comprehensive income as these levies fall under the scope of IFRIC 21/ IAS 37.

5.13 Employee benefits

Salaries, wages and benefits are accrued in the period in which the associated services are rendered by employees of the Company and measured on an undiscounted basis. The accounting policy for employee retirement benefits is described below:

5.13.1 Defined contribution plan

The Company operates an approved defined contributory Provident Fund Trust for all of its employees. Equal monthly contributions are made both by the Company and employees at the rate of 10% of the basic salary to the Provident Fund Trust. Obligation for contributions to defined contribution plan is expensed as the related service is provided.

5.13.2 Compensated absences

The Company provides for compensated absences for its employees on unavailed balance of leave in the period in which leave is earned and the charge is recognized in the statement of profit or loss.

5.14 Financial instruments

5.14.1 Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instruments.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A receivable without a significant financing component is initially measured at the transaction price.

5.14.2 Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at amortized cost, fair value through other comprehensive income (FVOCI), fair value through profit or loss (FVTPL) and in case of equity instrument it is classified as FVOCI or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a 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 the principal amount outstanding.

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss. Any gain or loss on derecognition is recognized in the statement of profit or loss. Financial assets measured at amortized cost comprise of cash and bank balances, deposits, loan to employees, trade debts and other receivables. Interest accrued on financial assets measured at amortized cost is presented separately in the statement of financial position. Such accrued interest is included in the amortized cost of the respective instruments for the purposes of IFRS 9

Debt Instrument - FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

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

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss. However, the Company has no such instrument at the reporting date.

Equity Instrument - FVOCI

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss. However, the Company has no such instrument at the reporting date.

Fair value through profit or loss (FVTPL)

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL.

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in the statement of profit or loss. The Company classifies its investments in mutual funds as at FVTPL.

Financial assets – Business model assessment:

For the purposes of the assessment, ‘principal’ is defined as the fair value of the financial asset on initial recognition. ‘Interest’ is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company’s claim to cash flows from specified assets (e.g. non-recourse features).

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, 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 recognized in the statement of profit or loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in the statement of profit or loss. Any gain or loss on derecognition is also recognized in the statement of profit or loss.

Financial liabilities comprise trade and other payables, long term loans from financial institutions (including current portion), markup accrued on borrowings, long term deposits and short term borrowings.

Interest accrued on financial liabilities measured at amortized cost is presented separately in the statement of financial position. Such accrued interest is included in the amortized cost of the respective instruments for the purposes of IFRS 9.

Long term loans are classified as 'financial liabilities at amortized cost'. On initial recognition, these are measured at cost, being fair value at the date the liability is incurred, less attributable transaction costs. Subsequent to initial recognition, these are measured at amortized cost with any difference between cost and value at maturity recognized in the statement of profit or loss over the period of the borrowings on an effective interest basis.

Finance cost are accounted for on accrual basis and are reported under accrued markup to the extent of the amount remaining unpaid.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Financial liability which carry a share conversion option represents convertible loans that can be converted into ordinary shares or can be settled in cash, are treated as compound financial instrument. The liability component of a compound financial instrument is recognized initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognized initially directly in equity and represents at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortized cost using the effective interest method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

5.14.3 Derecognition

Financial assets

The Company derecognizes 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 substantially all of the risks and rewards of ownership of the financial asset are transferred or in which 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 might enter into transactions whereby it transfers assets recognized 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 derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes 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 recognized 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 recognized in the statement of profit or loss.

5.14.4 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

5.15 Impairment

Financial assets

The Company recognizes loss allowances for ECLs on:

- financial assets measured at amortized cost;
- debt investments measured at FVOCI; and
- contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

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).

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. Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

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

The Gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering of a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery.

The Company 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.

Non-financial assets

The carrying amount of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present values 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 cash generating unit.

An impairment loss is recognized if the carrying amount of the assets or its cash generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit or loss. Impairment losses recognized in respect of cash generating units are allocated to reduce the carrying amounts of the assets in a unit on a pro rata basis. Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to that extent that the asset's carrying amount after the reversal does not exceed the carrying amount that would have been determined, net of depreciation and amortization, if no impairment loss had been recognized.

5.16 Investments

Investments in Mutual Fund are classified at fair value through profit or loss and is initially measured at fair value and is subsequently measured at fair value determined using the market value of instruments at each reporting date. Net gains and losses are recognized in the statement of profit or loss.

5.17 Provisions

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

5.18 Foreign currency

All monetary assets and liabilities in foreign currencies are translated into rupees at exchange rates prevailing at the reporting date. Transactions in foreign currencies are translated into rupees at exchange rates prevailing at the date of transaction. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated into rupees at exchange rates prevailing at the date of transaction. Non-monetary assets and liabilities denominated in foreign currency that are stated at fair value are translated into rupees at exchange rates prevailing at the date when fair values are determined. Exchange gains and losses are included in the statement of profit or loss.

5.19 Earnings per share (EPS)

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by adjusting basic EPS with weighted average number of ordinary shares that would be issued on conversion of all dilutive potential ordinary shares into ordinary shares and post-tax effect of changes in profit or loss attributable to ordinary shareholders of the Company that would result from conversion of all dilutive potential ordinary shares into ordinary shares.

		2025 Rupees	2024 Rupees
6 Issued, subscribed and paid up capital			
88,333,334 (2024: 63,333,334) ordinary shares of Rs. 3			
(2024: Rs. 3) each fully paid in cash		265,000,002	190,000,002

6.1 Reconciliation of share capital

		2025		
	Note	Number of shares	Face value of shares	Rupees
Balance as at 1 July 2024		63,333,334	3	190,000,002
Effect of issuance of shares - IPO - fully paid in cash	6.3	25,000,000	3	75,000,000
Balance as at 30 June 2025		88,333,334	3	265,000,002

6.2 57.36% (2024: 80%) of the paid-up capital of the Company is held by Ferozsons Laboratories Limited and 14.34% (2024: 20%) is held by M/s Grupo Empresarial Bagó S.A, Spain, an associated company.

6.3 During the year, the Company successfully completed the process to raise funds through initial public offering (IPO), issuing 25 million ordinary shares with a face value of Rs. 3 each at a strike price of Rs. 77 per share. The proceeds from the IPO have been recorded under share capital and share premium in accordance with applicable financial reporting standards.

	Note	2025 Rupees	2024 Rupees
7 Share premium			
Opening balance as at 1 July		-	-
Premium on issue of shares under IPO	6.3 & 7.1	1,850,000,000	-
Transaction cost incurred on issuance of shares under IPO		(69,801,865)	-
Balance as at 30 June	7.2	1,780,198,135	-

7.1 The share premium arose from the issuance of shares through the initial public offering during the year at Rs. 77 per share (strike price) out of which Rs. 74 per share pertains to premium offered on shares.

7.2 The share premium reserve can be utilized by the Company only for the purposes specified in section 81(2) & 81(3) of the Companies Act 2017.

8 Long term loans - secured

Facilities	Note	Sanctioned Limit	2025	2024	Tenor of principal repayments	Security
MCB Bank Limited - TERF		850,000,000	718,650,635	814,940,731	32 quarterly installments started from 23 July 2023.	First joint pari passu charge over all present and future fixed assets and current assets of Company Rs. 1,134 million (2024: Rs. 1,134 million) with security margins of 25% (2024: 25%). Alongside, cross corporate guarantee of Ferozsons Laboratories Ltd.
Habib Bank Limited. - TERF		1,240,000,000	912,601,650	1,067,582,500	16 equal semi-annual installments started from 7 October 2023.	First pari passu charge of Rs. 1,240 million (2024: Rs. 1,240 million) on fixed assets including land, building, plant & machinery (of Unit ID of BF Biosciences Ltd. 25% margin i.e. Rs. 457 Million (2024: Rs. 457 million) is covered by first pari passu charge on land & building of Ferozsons Laboratories Ltd. Alongside, Cross-corporate guarantee of Ferozsons Laboratories Ltd.
Karandaaz Pakistan - Convertible loan		835,000,000	459,250,000	626,250,000	20 equal quarterly installments started from 30 June 2023.	First Pari Passu charge over all present and future current and fixed assets of Company for the total amount of the facility with 10% (2024: 10%) margin i.e. Rs. 928 million (2024: Rs. 928 million). Alongside, cross-corporate guarantee of Ferozsons Laboratories Ltd.
Total			2,090,502,285	2,508,773,231		
Less:						
Impact of deferred grant	8.1		(795,165,452)	(795,165,452)		
Adjustment of loan as equity component	8.2		(177,896,871)	(177,896,871)		
Add:			(973,062,323)	(973,062,323)		
Unwinding of loan			502,315,532	347,857,335		
Long term loans as at 30 June			1,619,755,494	1,883,568,243		
Current portion of long term loans			(314,020,402)	(292,719,538)		
Non - current portion			1,305,735,092	1,590,848,705		

8.1 TERF loan facilities obtained from MCB Bank Limited and Habib Bank Limited have been utilized by the Company for the purpose of installing a second production line in its existing facility to manufacture the biological and non-biological medicines. These loans are recognized at fair value using the market interest rate of 3 month KIBOR plus 1.50% (2024: 3 month KIBOR plus 1.50%) and the difference between fair values and net disbursement amounts is recognized as deferred grant.

8.2 Loan facility obtained from Karandaaz Pakistan has been utilized by the Company to expand its production capacity by installing a second line of production in its existing facility. Furthermore, it had a conversion option (equivalent to 50% of the outstanding principal amount) subject to the fact that all the conditions decided between the parties have been met/ fulfilled/ satisfied or waived. The loan is recognized at fair value using the market interest rate of 3 month KIBOR plus 1.50% (2024: 3 month KIBOR plus 1.50%) and the difference between fair value and disbursement amount has been recognized as equity component. During the year 2023, the lender had forfeited its right for conversion of loan to equity.

8.3 These loans carry mark-up at the rates ranging from 1.93% to 3% (2024: 1.93% to 3%).

8.4 Covenants Disclosure - Long term loans - Secured

In accordance with the terms of the loan agreements, the Company is obligated to comply with certain covenants. As at June 30, 2025, the Company is in compliance with the covenants as required under the loan agreements.

9 Long term musharaka - secured

Facilities	Note	Sanctioned Limit	2025	2024	Tenor of principal repayments	Security
<u>Islamic mode of financing</u>						
First Habib Modaraba - Financial Institution	9.1	100,000,000	75,635,227	-	60 monthly installments in arrears starting from the date of inception of each contract.	Hypothecation charge over the assets (i.e. vehicles), provided to the Company under this contract.
Total			75,635,227	-		
Current portion of musharaka			(14,029,074)	-		
Non - current portion			61,606,153	-		

9.1 This represents financing facility obtained under "Diminishing Musharaka" from First Habib Modaraba for the purpose of purchase of vehicles. This loan carries markup at the rate of 3 month KIBOR plus 0.9%.

	2025 Rupees	2024 Rupees
10 Deferred grant		
Balance as at 01 July	558,046,768	633,647,149
Amortization during the year	(125,566,962)	(75,600,381)
Balance as at 30 June	432,479,806	558,046,768
Current portion	(114,108,421)	(125,451,492)
Non - current portion	318,371,385	432,595,276

11 Deferred taxation

Deferred tax liability on taxable temporary differences arising in respect of:

-Unrealized gain on re-measurement of short term investments - net	807,186	(35,430)
-Accelerated tax depreciation	450,094,086	55,748,297
-Equity portion of convertible loan	14,978,762	24,900,378
	465,880,034	80,613,245

Deferred tax asset on deductible temporary differences arising in respect of:

-Unused tax losses and tax credits	(257,303,566)	-
-Provisions and others	(22,000,170)	(32,303,695)
	(279,303,736)	(32,303,695)
	186,576,298	48,309,550

Deferred tax liabilities

Movement in deferred tax balances is as follows:

	2025			
	Balance as on 01 July	(Credited) / Charged to statement of profit or loss	Effect of Rate Change	Balance as on 30 June
<u>Taxable temporary difference:</u>	----- Rupees -----			
-Equity portion of convertible loan	24,900,378	(11,267,582)	1,345,966	14,978,762
-Accelerated tax depreciation	55,748,297	391,332,367	3,013,422	450,094,086
-Unrealized gain on re-measurement of short term investments - net	(35,430)	844,763	(2,147)	807,186
	80,613,245	380,909,548	4,357,241	465,880,034
<u>Deductible temporary difference:</u>				
-Unused tax losses and tax credits	-	(257,303,566)	-	(257,303,566)
-Provisions and others	(32,303,695)	12,049,671	(1,746,146)	(22,000,170)
	(32,303,695)	(245,253,895)	(1,746,146)	(279,303,736)
	48,309,550	135,655,653	2,611,095	186,576,298
	2024			
	Balance as on 01 July	(Credited) / Charged to statement of profit or loss	Effect of Rate Change	Balance as on 30 June
<u>Taxable temporary difference:</u>	----- Rupees -----			
-Equity portion of convertible loan	25,791,507	(12,636,107)	11,744,978	24,900,378
-Accelerated tax depreciation	(4,423,745)	62,186,534	(2,014,492)	55,748,297
-Unrealized gain on re-measurement of short term investments - net	302,750	(478,279)	140,099	(35,430)
	21,670,512	49,072,148	9,870,585	80,613,245
<u>Deductible temporary differences:</u>				
-Unused tax losses and tax credits	-	-	-	-
-Provisions and others	(8,164,349)	(20,421,452)	(3,717,894)	(32,303,695)
	(8,164,349)	(20,421,452)	(3,717,894)	(32,303,695)
	13,506,163	28,650,696	6,152,691	48,309,550

12	Trade and other payables	Note	2025 Rupees	2024 Rupees
	Trade creditors		321,119,288	269,062,784
	Due to related parties - unsecured	12.1	63,475,425	42,011,416
	Workers' Profit Participation Fund	12.2	42,563,387	32,762,223
	Central Research Fund	12.3	7,852,297	6,314,337
	Workers Welfare Fund	12.4	23,725,120	16,613,006
	Advances from employees against purchase of vehicles		25,064,582	9,930,472
	Provision for compensated absences		18,534,267	11,643,276
	Tax deducted at source		15,285,780	6,398,660
	Accrued liabilities	12.5	368,852,754	123,080,976
	Other payables	12.6	229,623,132	104,819,647
			<u>1,116,096,032</u>	<u>622,636,797</u>
12.1	Due to related parties - unsecured			
	Name of related parties:			
	Grupo Empresarial Bagó S.A	12.1.1	29,336,314	29,336,314
	Bago Laboratories Pte Ltd		34,139,111	12,675,102
			<u>63,475,425</u>	<u>42,011,416</u>
12.1.1	This pertains to royalty payable to Grupo Empresarial Bagó S.A - Spain (non controlling share holder) against sales of patent products.			
12.2	Workers' Profit Participation Fund	Note	2025 Rupees	2024 Rupees
	Balance as at 01 July		32,762,223	13,365,212
	Interest on funds utilized by the Company	32	3,694,516	1,506,953
	Provision for the year	30	38,868,871	31,255,966
	Payments during the year		(32,762,223)	(13,365,908)
	Balance as at 30 June		<u>42,563,387</u>	<u>32,762,223</u>
12.3	Central Research Fund			
	Balance as at 01 July		6,314,337	2,199,992
	Provision for the year	30	7,852,297	6,314,337
	Payments made during the year		(6,314,337)	(2,199,992)
	Balance as at 30 June		<u>7,852,297</u>	<u>6,314,337</u>
12.4	Workers' Welfare Fund			
	Balance as at 01 July		16,613,006	4,735,739
	Provision for the year	30	14,770,171	11,877,267
	Payments during the year		(7,658,057)	-
	Balance as at 30 June		<u>23,725,120</u>	<u>16,613,006</u>

12.5 This majorly includes the bonus payable to employees, incentives payable to employees and service charges payable to distributors on the sales.

12.6 This includes amounts obtained from distributors as security deposits against trade debtors as mentioned in note 21.1 of the financial statements. In accordance with the terms agreed with the distributors, these are repayable on demand and are not required to be kept in separate bank account.

13	Contract liabilities	<i>Note</i>	2025 Rupees	2024 Rupees
	Balance as at 30 June	<i>13.1</i>	<u>20,150,923</u>	<u>25,421,875</u>

13.1 The contract liabilities primarily relate to the advances received from customers out of which Rs. 8.00 million (2024: Rs. 5.67 million) pertains to revenue recognized at point in time from the balance outstanding as at year start.

14	Short term borrowings - secured	<i>Note</i>	2025 Rupees	2024 Rupees
	Interest / markup based financing	<i>14.1</i>	22,033,812	89,514,282
	Islamic mode of financing	<i>14.2</i>	<u>7,328,736</u>	<u>239,184,447</u>
			<u>29,362,548</u>	<u>328,698,729</u>

14.1 Interest/ Mark up based financing under non shariah arrangements

The Company has short term borrowing facilities available from various commercial banks under mark-up arrangements having aggregate sanctioned limit of Rs. 825 million (2024: Rs. 375 million). These facilities carry mark-up at the rates ranging from one to three months KIBOR plus 0% to 0.75% (2024: one to three months KIBOR plus 0% to 0.75%) per annum on the outstanding balances. These facilities can interchangeably be utilized as non-funded facilities. The aggregate short term borrowings are secured by pari passu charge of Rs. 1,100 million (2024: Rs. 500 million) over present and future current assets and plant and machinery of the Company and lien over shipping documents. These facilities are renewable latest by 30 September 2025.

14.2 Interest/ Mark up based financing under shariah arrangements

The Company has short term borrowing facilities i.e. Running Musharakah available from various Islamic banks under profit arrangements having aggregate sanctioned limit of Rs. 900 million (2024: Rs. 250 million). These facilities carry profit rates of one to three months KIBOR plus 0.15% to 0.25% (2024: one month KIBOR plus 0.25%) per annum on the outstanding balances.

These facilities can interchangeably be utilized as non-funded facilities. The aggregate short term borrowings are secured by pari passu charge of Rs. 1,200 million (2024: Rs. 334 million) over present and future current assets and plant and machinery of the Company. These facilities are renewable latest by 31 October 2025.

	2025 Rupees	2024 Rupees
15 Mark-up accrued on borrowings		
Long term loans - secured		
-Conventional interest / mark-up based loans	15,307,771	17,074,782
Short term borrowings		
-Conventional interest / mark-up based loans	467,307	5,015,978
-Islamic mode of financing	734,493	11,573,574
	<u>16,509,571</u>	<u>33,664,334</u>

16 Contingencies and commitments

16.1 Contingencies:

16.1.1 On 15 June 2020, the ACIR issued a show-cause notice to the Company u/s 122(9) of the Income Tax Ordinance, 2001 for the tax year 2014. The proceedings were concluded on 29 June 2020, and an order was issued amounting to Rs. 35,992,726 on various contentions. which mainly includes promotional expenses, amortization and finance costs. The Company had filed an appeal against this demand before Commissioner Appeals who deleted the existing demand and remanded back some matters to the learned officer for re-assessment. The Income Tax Department has filed an appeal against this order before the Appellate Tribunal Inland Revenue, which is currently pending. Management is confident that the eventual outcome of the matter will be decided in favor of the Company.

16.1.2 As a result of monitoring proceedings of withholding taxes for tax year 2017, the Assessing Officer has issued Order and raised the demand of Rs.5,218,952 (inclusive of default surcharge) on account of non-withholding of tax on certain expenses including sales promotion and advertisement under section 156 of the Ordinance. The Company had filed an appeal against this demand before Commissioner Appeals who deleted the existing demand and remanded back some matters to the learned officer for re-assessment and upheld demand of Rs. 664,128 on account of travelling and daily allowance. The Company filed an appeal against this order before the Appellate Tribunal Inland Revenue which is pending. Appeal effect proceedings were initiated by the department in April 2024 and Company resubmitted required data.

During pendency of these proceedings, the DCIR, in December 2024 by referring to the second appeal filed by the Company with ATIR, passed an order under section 124/161/205 of the ITO, 2001, in which he gave appeal effect amounting to Rs. 664,128 on account of travelling and conveyance and Rs. 553,501 as default surcharge thereon. The department adjusted this amount along with the default surcharge against the refund claim pertaining to the tax year 2022. The Company has filed an appeal against this demand before Commissioner Appeals. Management is confident that the eventual outcome of the matter will be decided in favor of the Company.

16.1.3 During June 2025, the Assessing Officer, as a result of monitoring proceedings of withholding taxes for tax year 2019 has issued Order and raised the demand of Rs.17,241,644 (inclusive of default surcharge of Rs.7,219,348) on account of non-withholding of tax on certain expenses. The Company has filed an appeal against this demand before Commissioner Appeals. Management is confident that the eventual outcome of the matter will be decided in favor of the Company.

16.1.4 During November 2024, the ACIR issued a notice to the Company u/s 122(9) of the Income Tax Ordinance, 2001 for the tax year 2019. The proceedings were concluded on 29 June 2025, and an order was issued raising tax liability of Rs. 9,309,351 on various contentions, which mainly includes admin, selling, promotional expenses, amortization and finance costs, unrealized exchange gain or loss and other provisions.

Being aggrieved with the order, the Company has filed an appeal against this demand before Commissioner Appeals. Management is confident that the eventual outcome of the matter will be decided in favor of the Company.

16.1.5 Orders under section 170(4) of the Income Tax Ordinance, 2001 were issued by the tax authorities in respect of tax years 2016, 2018, 2019, 2021 on December 31, 2024 and tax year 2022 on January 03, 2025. In these orders, partial or full refund claims were rejected primarily on grounds of alleged non-verification or non-payment of certain components. Specifically, tax credit claims under section 65B were disallowed amounting to Rs. 2.78 million, while in tax year 2021, Workers' Welfare Fund amounting to Rs. 1.62 million was disallowed. The principal refund claims rejected amounted to Rs. 31.57 million. After rejection of certain claims, the Department adjusted remaining refund of Rs. 53.84 million against impugned liability for the tax year 2015 and 2017. The Company filed an appeal against this order with Commissioner Appeals which is pending adjudication. Management is confident that the eventual outcome of the matter will be decided in favor of the Company.

16.2 Commitments:

16.2.1 Letter of credits

16.2.1.1 Under Mark up arrangements

Out of aggregate facilities of Rs. 1,055 million (2024: Rs. 705 million) for opening letters of credit, the amount utilized as at 30 June 2025 for capital expenditure was Rs. 4.42 million (2024: Rs. Nil) and for other than capital expenditure was Rs. 49.66 million (2024: 64.44 million). These facilities are secured by pari passu charge (2024: pari passu charge) over all present and future current assets and plant and machinery of the Company.

16.2.1.2 Under Shariah compliant arrangements

The Company has facilities i.e. letters of credit of Rs. 900 million (2024: Rs. 250 million) available from various Islamic banks. The amount utilized as at 30 June 2025 for capital expenditure was Rs. 8.14 million (2024: Rs. Nil) and for other than capital expenditure was Rs. 75.85 million (2024: Rs. Nil). These facilities are secured by pari passu charge (2024: pari passu charge) over all present and future current assets and plant and machinery of the Company.

16.2.2 Guarantees issued by banks on behalf of the Company

16.2.2.1 Under Mark up arrangements

Out of the aggregate facilities of Rs. 185 million (2024: Rs. 185 million) for letters of guarantee (which is the sublimit of running finance and letters of credit), the amount utilized as at 30 June 2025 was Rs. 120.98 million (2024: Rs. 40.13 million).

16.2.2.2 Under Shariah compliant arrangements

The Company has facilities i.e. letters of guarantee of Rs. 150 million (2024: Rs. 50 million) available from various Islamic banks, the amount utilized as at 30 June 2025 was Rs. Nil (2024: Rs. Nil).

16.2.3 Under Shariah compliant arrangements – Ijarah Commitments

The Company has entered into Ijarah arrangements for vehicles with Meezan bank. Aggregate commitments for these Ijarah arrangements as at 30 June 2025, are as follows:

	2025	2024
	Rupees	Rupees
Future payments under Ijarah:		
Not later than one year	5,723,232	-
Later than one year but not later than five years	21,358,376	-
Later than five years	-	-
	27,081,608	-

[illegible]

2024									
	Freehold land	Building on freehold land	Plant and machinery	Office equipment	Furniture and fittings	Computers	Vehicles	Total	
Note	----- Rupees -----								
	<u>Owned</u>								
	30 June 2024								
	Cost								
	Balance as at 01 July 2023	25,360,500	214,163,830	635,891,048	15,773,367	7,534,680	14,692,996	35,045,477	948,461,898
	Additions / transfers	-	21,893,377	474,625,959	1,544,519	1,253,278	3,085,803	9,114,660	511,517,596
	Disposals	-	-	-	-	-	-	(7,331,595)	(7,331,595)
	Balance as at 30 June 2024	25,360,500	236,057,207	1,110,517,007	17,317,886	8,787,958	17,778,799	36,828,542	1,452,647,899
	Depreciation								
	Balance as at 01 July 2023	-	210,011,682	508,884,909	9,010,499	6,261,260	9,536,514	19,470,548	763,175,412
Charge for the year	-	1,387,349	24,886,046	1,002,918	263,652	3,442,376	4,584,075	35,566,416	
On disposals	-	-	-	-	-	-	(5,057,062)	(5,057,062)	
Balance as at 30 June 2024	-	211,399,031	533,770,955	10,013,417	6,524,912	12,978,890	18,997,561	793,684,766	
Net book value as at 30 June 2024	25,360,500	24,658,176	576,746,052	7,304,469	2,263,046	4,799,909	17,830,981	658,963,133	
Depreciation rate %	-	10	5 - 10	10	10	33	20		

17.1.1.1 These include fully depreciated assets amounting to Rs. 710.7 million (2024: Rs. 649.8 million)

17.1.2 Building and biotech plant is located at freehold land measuring 16 kanal and 10 marla located at 5-km Sunder Raiwind road, Lahore.

17.1.3 Additions in operating fixed assets include transfers from capital work-in-progress amounting to Rs. 3,564.41 million (2024: Rs. 502.83 million).

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

	<i>Note</i>	2025 Rupees	2024 Rupees
Cost of sales	27	180,463,726	31,043,870
Administrative expenses	28	3,079,522	3,013,934
Selling and distribution cost	29	8,380,144	1,508,612
		191,923,392	35,566,416

17.2 Capital work-in-progress

The movement in capital work in progress is as follows:

Balance as at 01 July		3,515,949,323	3,884,336,004
Additions during the year		186,616,549	134,445,763
Transfers during the year	17.2.1	(3,569,534,736)	(502,832,444)
Balance as at 30 June	17.2.2	133,031,136	3,515,949,323

17.2.1 The transfers amounting to Rs. 3,569.53 million includes borrowing cost amounting to Rs. 9.74 million pertains to current year (2024: Rs. 36.79 million) capitalized at the rate of 9.04% (2024: 9.04%) on building of Line 2 which also has been capitalized / transferred to PPE in November 2024.

	<i>Note</i>	2025 Rupees	2024 Rupees
17.2.2 Capital work-in-progress comprises of:			
Building, civil works & others		29,910,190	808,799,832
Plant and machinery		103,120,946	2,707,149,491
		133,031,136	3,515,949,323

18 Intangibles

18.1 Computer software and software license fees

Cost

Balance as at 01 July		4,514,651	4,514,651
Addition / transfers		5,121,630	-
Balance as at 30 June	18.1.1	9,636,281	4,514,651

Amortization

Balance as at 01 July		3,961,206	3,407,762
Amortization for the year	28	1,691,585	553,444
Balance as at 30 June		5,652,791	3,961,206

Net book value		3,983,490	553,445
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18.1.1 These include fully amortized assets amounting to Rs. 4.50 million (2024: Rs. 2.85 million). Intangibles are amortized at the rate of 33.33% (2024: 33.33%) on straight line basis.

			2025 Rupees	2024 Rupees
19	Stores, spare parts and loose tools			
	Stores, spare parts and loose tools		<u>94,931,102</u>	<u>114,601,896</u>
20	Stock in Trade			
	Raw and packing materials	20.1	924,175,138	481,819,700
	Work in process		441,631,720	180,428,216
	Finished goods	20.1	279,598,278	143,982,950
	Stock in transit	20.2	<u>5,958,168</u>	<u>4,599,500</u>
			1,651,363,304	810,830,366
	Less: provision for slow moving stock	20.3	<u>(6,077,459)</u>	<u>(31,619,489)</u>
			<u>1,645,285,845</u>	<u>779,210,877</u>
20.1	The amount charged to the statement of profit or loss on account of write down of raw material, work-in-process and finished goods to net realizable value amounts to Rs. 28.03 million (2024: Rs. 23.30 million), Rs. 34.79 million (2024: Rs. 23.08 million) and Rs. 48.91 million (2024: Rs. 28.07 million), respectively.			
20.2	It includes raw and packing material in transit amounting to Rs. 5.96 million (2024: Rs. 4.60 million).			
20.3	Movement in provision for slow moving stock			
	Balance as at 01 July		31,619,489	1,662,057
	Provisions made during the year		6,077,459	31,619,489
	Provisions reversed during the year		<u>(31,619,489)</u>	<u>(1,662,057)</u>
	Balance as at 30 June		<u>6,077,459</u>	<u>31,619,489</u>
21	Trade debts			
			2025 Rupees	2024 Rupees
	<i>Export debtors</i>			
	Considered good - <i>secured</i>		2,298,492	12,007,639
	<i>Local debtors</i>			
	Considered good - <i>secured</i>	21.1	121,063,800	103,769,926
	Considered good - <i>unsecured</i>		60,879,869	88,833,484
	Considered doubtful		<u>12,666,029</u>	<u>20,287,362</u>
			196,908,190	224,898,411
	Less : Provision for expected credit loss	21.2	<u>(12,666,029)</u>	<u>(20,287,362)</u>
			<u>184,242,161</u>	<u>204,611,049</u>
21.1	These receivables are secured against the security deposit received from distributors as per the terms of agreement in the normal course of business.			

21.2 Movement in provision for expected credit loss

	<i>Note</i>	2025 Rupees	2024 Rupees
Balance as at 01 July		20,287,362	8,134,008
(Reversal) / charge of expected credit loss during the year	<i>30 & 31</i>	(7,621,333)	12,153,354
Balance as at 30 June		12,666,029	20,287,362

22 Loans and advances*Advances - secured, considered good*

Advances to employees	<i>22.1</i>	12,690,350	15,126,831
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Advances - unsecured, considered good

Advances to suppliers	<i>22.2</i>	84,345,703	11,006,025
		97,036,053	26,132,856

22.1 Advances given to staff are in accordance with the Company's Human Resource policy and terms of employment contract. These advances are secured against Provident Fund.

22.2 These are interest free in the ordinary course of business.

23 Deposits, prepayments and other receivables

	<i>Note</i>	2025 Rupees	2024 Rupees
Earnest money - considered good	<i>23.1</i>	20,204,012	28,326,818
Earnest money - considered doubtful		2,118,661	8,772,827
		22,322,673	37,099,645
Less: Provision for expected credit loss	<i>23.2</i>	(2,118,661)	(8,772,827)
		20,204,012	28,326,818
Margins held by bank		57,167,868	119,249,541
Prepayments		5,337,962	5,875,830
Sales tax refundable		44,190,543	48,882,484
Others		1,317,851	448,732
		128,218,236	202,783,405

23.1 These are interest free and given in the ordinary course of business for acquiring government tenders.

23.2 The movement in provision for expected credit loss is as follows:

	<i>Note</i>	2025 Rupees	2024 Rupees
Balance as at 01 July		8,772,827	6,368,608
(Reversal) / charge of expected credit loss during the year	<i>30 & 31</i>	(6,654,166)	2,404,219
Balance as at 30 June		2,118,661	8,772,827

24	Short term investments	Note	2025 Rupees	2024 Rupees												
	Investments at fair value through profit or loss - Mutual Funds	24.1	1,166,746,670	39,012,771												
24.1	The movement in short term investments is as follows:															
	Carrying value as at 01 July		39,012,771	147,385,823												
	Accquisition / (redemption) - net		1,100,429,375	(108,583,478)												
	Realized gain on sale of investments	24.1.1	24,998,278	317,789												
	Unrealized gain / (loss) on re-measurement of investment during the year		2,306,246	(107,363)												
	Carrying value at 30 June	24.1.2	1,166,746,670	39,012,771												
24.1.1	Realized gain of Rs. 25 million (2024 : Rs. 0.32 million) on sale of mutual funds and dividend of Rs. 74.81 million (2024: Rs. 12.85 million) has been recorded in "other income". These investments and related gain is from non shariah compliant arrangements.															
24.1.2	Mutual fund wise detail is as follows:															
			<table><tr><th colspan="2">Units</th><th colspan="2">Fair value</th></tr><tr><th>2025</th><th>2024</th><th>2025</th><th>2024</th></tr><tr><td colspan="2">-----Number-----</td><td colspan="2">-----Rupees-----</td></tr></table>	Units		Fair value		2025	2024	2025	2024	-----Number-----		-----Rupees-----		
Units		Fair value														
2025	2024	2025	2024													
-----Number-----		-----Rupees-----														
	ABL Cash Fund	32,232,920	1,226,287	330,555,043	12,555,825											
	HBL Money Market Fund	3,274	2,686	321,198	277,006											
	HBL Cash Fund	1,260,106	254,378	130,235,097	26,179,940											
	MCB Cash Management															
	Optimizer Fund	2,670,584	-	273,219,452	-											
	UBL Money Market Fund	2,084,824	-	210,844,242	-											
	Alfalah Money Market Fund	2,237,548	-	221,553,487	-											
	UBL Liquidity Plus Fund	75	-	7,623	-											
	Alfalah Cash Fund	21	-	10,528	-											
				1,166,746,670	39,012,771											
25	Cash and bank balances	Note	2025 Rupees	2024 Rupees												
	Cash in hand		4,193,614	4,813,140												
	Cash at bank:															
	- Conventional banks	25.1	279,008,062	273,268,328												
	- Islamic banks	25.2	61,268,467	688,384												
			340,276,529	273,956,712												
			344,470,143	278,769,852												
25.1	Conventional Banks															
	- current accounts in local currency		33,351,372	45,739,941												
	- current accounts in foreign currency		217,459,593	218,072,258												
	- savings accounts in local currency	25.1.1	28,197,097	9,456,129												
			279,008,062	273,268,328												
25.2	Islamic Banks															
	- current accounts in local currency		61,212,811	-												
	- savings accounts in local currency	25.2.1	55,656	688,384												
			61,268,467	688,384												
25.1.1	These carry interest rates ranging from 8% to 19% (2024: 19.51% to 20.51%) per annum.															
25.2.1	This carries profit rates ranging from 5.87% to 11.01% (2024: 11.01%) per annum under Shariah compliant arrangements.															

26	Revenue - net	Note	2025 Rupees	2024 Rupees
	Sale of goods:			
	Local		6,275,371,827	3,982,086,797
	Export		113,817,590	52,222,519
			6,389,189,417	4,034,309,316
	Toll manufacturing:			
	Local		4,162,104	-
			6,393,351,521	4,034,309,316
	Less:			
	Sales return		(27,042,791)	(12,594,312)
	Sales Tax		(27,995,969)	(13,878,103)
	Discounts		(500,846,592)	(349,116,414)
			(555,885,352)	(375,588,829)
	Revenue from contracts with customers	26.1	5,837,466,169	3,658,720,487
	Disaggregation of Revenue (Revenue - net)			
26.1	Primary Geographical Markets (Revenue - net)			
	Pakistan		5,723,648,579	3,606,497,968
	Nepal		39,081,806	33,889,834
	Afghanistan		32,510,000	-
	Mauritania		17,803,214	-
	Switzerland		16,816,128	-
	Sri Lanka		-	8,435,288
	Others		7,606,442	9,897,397
			5,837,466,169	3,658,720,487
27	Cost of goods sold			
	Raw and packing materials consumed	27.1	1,721,977,953	797,499,739
	Fuel and power		269,552,363	245,099,635
	Depreciation on property, plant and equipment	17.1.4	180,463,726	31,043,870
	Salaries, wages and other benefits	27.2	287,823,535	168,672,298
	Stores and spares consumed		157,670,037	95,993,217
	Laboratory and other expenses		118,567,761	43,113,072
	Insurance		18,341,688	15,502,961
	Repairs and maintenance		18,107,143	17,631,189
	Traveling and conveyance		22,826,383	17,296,333
	Transportation		9,374,438	4,585,611
	Canteen expenses		10,345,229	598,183
	Freight and forwarding		15,299,549	8,430,272
	Postage and telephone		1,687,761	1,070,972
			2,832,037,566	1,446,537,352
	Work in process:			
	At beginning of the year		180,428,216	91,884,608
	At end of the year		(441,631,720)	(180,428,216)
			(261,203,504)	(88,543,608)
	Cost of goods manufactured		2,570,834,062	1,357,993,744
	Finished goods:			
	At beginning of the year		143,982,950	124,747,020
	Add: purchases made during the year		1,108,338,627	787,455,320
	At end of the year - net of provision	27.3	(273,520,819)	(143,982,950)
			978,800,758	768,219,390
			3,549,634,820	2,126,213,134

		2025 Rupees	2024 Rupees
27.1 Raw and packing materials consumed	<i>Note</i>		
At beginning of the year		450,200,211	432,012,689
Add: purchases made during the year		2,195,952,880	815,687,261
		<u>2,646,153,091</u>	<u>1,247,699,950</u>
Less: At end of the year - net of provision	27.3	(924,175,138)	(450,200,211)
		<u>1,721,977,953</u>	<u>797,499,739</u>
27.2	Salaries, wages and other benefits include Rs. 8.03 million (2024: Rs. 5.78 million) charged on account of defined contribution plan.		
27.3	This includes provision reversed (2024: charged) for slow moving stocks on finished goods (2024: raw and packing materials) of Rs. 6.08 million (2024: Rs. 29.96 million).		

		2025 Rupees	2024 Rupees
28 Administrative expenses	<i>Note</i>		
Salaries and other benefits	28.1	31,544,015	11,598,894
Directors fees and expenses		3,800,000	-
Depreciation on property, plant and equipment	17.1.4	3,079,522	3,013,934
Amortization	18	1,691,585	553,444
Traveling, conveyance and transportation		6,177,681	3,018,269
Printing and stationery		400,820	149,336
Canteen expenses		604,141	57,993
Auditors' remuneration	28.2	3,034,500	4,465,000
Rent, rates and taxes		162,654	108,700
Insurance		1,065,390	352,789
Postage and telephone		570,019	185,871
Repairs and maintenance		685,342	644,498
Subscriptions		5,876,864	13,898,370
Donations	28.3	500,000	-
Legal and professional charges		849,920	2,016,920
Others		525,731	430,477
		<u>60,568,184</u>	<u>40,494,495</u>

28.1 Salaries and other benefits include Rs. 0.96 million (2024: Rs. 0.32 million) charged on account of defined contribution plan.

	2025 Rupees	2024 Rupees
28.2 Auditor's remuneration		
Fee for annual audit	1,550,000	1,500,000
Review of half yearly financial statements	250,000	-
Fee for special audit	-	1,800,000
Special certificates and others	500,000	600,000
Out-of-pocket expenses	734,500	565,000
	<u>3,034,500</u>	<u>4,465,000</u>

28.3 Donations include payment to the following institution in which the director of the Company holds an interest:

Name of director	Nature of interest in donee	Name of donee	2025 Rupees	2024 Rupees
Mr. Osman Khalid Waheed	Trustee	National Management Foundation (LUMS)	500,000	-

28.4 Donations to following organizations exceeds 10% of the Company's total amount of donations:

	2025 Rupees	2024 Rupees
National Management Foundation (LUMS)	500,000	-

29	Selling and distribution expenses	<i>Note</i>	2025 Rupees	2024 Rupees
	Salaries and other benefits	29.1	501,779,546	282,046,114
	Conferences, seminars and training		361,211,570	87,534,632
	Sales promotion		239,599,765	149,492,934
	Service charges		77,586,937	38,702,816
	Traveling and conveyance		225,347,608	141,752,141
	Depreciation on property, plant and equipment	17.1.4	8,380,144	1,508,612
	Ijarah expenses		236,182	-
	Fee and subscriptions		1,755,055	296,148
	Rent, rates and taxes		1,156,996	1,459,115
	Insurance		14,200,951	8,378,579
	Postage and telephone		5,451,410	2,671,568
	Repairs and maintenance		2,639,504	1,089,299
	Printing and stationery		1,203,470	275,814
	Others		4,934,600	1,645,561
			1,445,483,738	716,853,333

29.1 Salaries and other benefits include Rs. 11.25 million (2024: Rs. 6.91 million) charged on account of defined contribution plan.

30	Other expenses	<i>Note</i>	2025 Rupees	2024 Rupees
	Exchange loss - <i>net</i>		9,084,477	114,037
	Central research fund	12.3	7,852,297	6,314,337
	Workers profit participation fund	12.2	38,868,871	31,255,966
	Workers welfare fund	12.4	14,770,171	11,877,267
	Charge for provision for expected credit loss	21.2 & 23.2	-	14,557,573
	Unrealized loss on re-measurement of short term investments to fair value	24.1	-	107,363
			70,575,816	64,226,543

31 Other income

Income from financial assets

Profit on bank deposits	25.1.1 & 25.2.1	20,210,671	6,484,951
Unrealized gain on re-measurement of short term investments to fair value	24.1	2,306,246	-
Dividend income	24.1.1	74,807,849	12,850,074
Reversal for provision for expected credit loss	21.2 & 23.2	14,275,499	-
Realized gain on sale of short term investments	24.1	24,998,278	317,789
		136,598,543	19,652,814

Income from non-financial assets

Export rebates		822,056	519,693
Gain on sale of property, plant and equipment		2,790,880	2,130,063
		3,612,936	2,649,756
		140,211,479	22,302,570

		2025		2024
		Rupees		Rupees
32	Finance cost	Note		
	<i>Mark-up on financing from conventional banks / institutions:</i>			
	Long term loans		83,881,410	66,493,787
	Short term borrowings		14,044,245	22,196,634
			97,925,655	88,690,421
	<i>Mark-up on Islamic mode of financing:</i>			
	Short term borrowings	32.1	13,759,492	51,041,269
	Bank charges		5,277,049	3,098,178
	Corporate guarantee expense	32.2	7,020,000	7,020,000
	Interest on Workers' Profit Participation Fund	12.2	3,694,516	1,506,953
			127,676,712	151,356,821
32.1	This represents markup expense incurred under Shariah compliant arrangements against facilities of short term borrowings.			
32.2	This represents interest on corporate guarantee, given to the bank by the Parent Company on behalf of the Company, as per the legal requirements.			
		2025		2024
		Rupees		Rupees
33	Minimum tax differential	Note		
	Minimum tax differential	33.1	3,198,833	2,155,750
33.1	This represents portion of minimum tax paid under section 148 & 154 (2024: section 148) of Income Tax Ordinance (ITO, 2001), representing levy in terms of requirements of IFRIC 21 / IAS 37.			
		2025		2024
		Rupees		Rupees
34	Final Tax	Note		
	Final taxes	34.1	-	4,117,333
34.1	This represents final taxes paid under sections 150 (2024: sections 150 & 154) of Income Tax Ordinance, 2001 (ITO, 2001), representing levy in terms of requirements of IFRIC 21 / IAS 37.			
		2025		2024
		Rupees		Rupees
35	Income tax	Note		
	<i>Current</i>			
	- For the year		133,118,078	161,058,408
	- For prior years		2,007,363	(5,669,333)
			135,125,441	155,389,075
	<i>Deferred</i>			
	- For the year		135,655,653	28,650,695
	- Effect of rate change		2,611,095	6,152,691
			138,266,748	34,803,386
		35.1	273,392,189	190,192,461

		2025	2024	
		Rupees	Rupees	
35.1	Tax charge reconciliation			
<i>Numerical reconciliation between tax expense and accounting profit:</i>				
	Profit before income tax	<u>720,539,545</u>	<u>575,605,648</u>	
	Applicable tax rate as per Income Tax Ordinance, 2001	29%	29%	
	Tax on accounting profit	208,956,468	166,925,638	
	Effect of final tax regime	-	(3,822,297)	
	Effect of rate change	2,611,095	6,152,691	
	Effect of prior year tax	2,007,363	(5,669,333)	
	Effect of separate block	(3,437,647)	(3,707,845)	
	Effect of minimum tax	5,664,768	(894,093)	
	Effect of ACT	59,968,929	-	
	Super tax under section 4C	-	37,036,664	
	Permanent differences and others	(2,378,787)	(5,828,964)	
		<u>64,435,721</u>	<u>23,266,823</u>	
		<u>273,392,189</u>	<u>190,192,461</u>	
35.2	Reconciliation of current tax charge charged as per tax laws for the year, with current tax recognised in the profit and loss account.			
		2025	2024	
		Rupees	Rupees	
		Note		
	Current tax liability for the year as per applicable tax laws	35.2.1	138,324,274	161,662,158
	Portion of current tax liability as per tax laws, representing income tax under IAS 12	35	(135,125,441)	(155,389,075)
	Portion of current tax liability as per tax laws, representing levy in terms of requirements of IFRIC 21/ IAS 37	33 & 34	(3,198,833)	(6,273,083)
	Difference		<u>-</u>	<u>-</u>
35.2.1	The aggregate of minimum tax, final tax and income tax, amounting to Rs. 138.32 million (2024: Rs. 161.66 million) represents tax liability of the Company calculated under the relevant provisions of the Income Tax Ordinance, 2001.			
36	Earning per share - basic and diluted	2025	2024	
	Profit after taxation for distribution to ordinary shareholders	(Rupees)	<u>447,147,356</u>	<u>385,413,187</u>
	Weighted average number of ordinary shares	(Numbers)	<u>80,936,074</u>	<u>63,333,334</u>
	Basic earning per share	(Rupees)	<u>5.52</u>	<u>6.09</u>
		2025	2024	
		Rupees	Rupees	
36.1	Weighted average number of ordinary shares			
	Outstanding number of shares before shares split	63,333,334	19,000,000	
	Add: Element of shares split in number of shares at the start of the year	-	44,333,334	
	Add: Impact on weighted average number of shares due to shares issued to general public	17,602,740	-	
		<u>80,936,074</u>	<u>63,333,334</u>	
36.2	There is no dilutive effect on the basic earning per share of the Company as the Company has no commitments for such potentially issuable shares which has any dilutive effect.			

37 Remuneration of Chief Executive, Non Executive Directors and Executives

2025			
	Chief Executive	Non Executive Directors	Executives
	-----Rupees-----		
Managerial remuneration	-	-	50,794,448
Leave fare assistance / leave encashment	-	-	6,182,587
Bonus / Incentives	-	-	12,356,279
Contribution to provident fund	-	-	4,847,070
Utilities and others	-	-	35,288,948
Medical / travelling reimbursement	-	-	9,468,745
Meeting Fee	450,000	3,350,000	-
	<u>450,000</u>	<u>3,350,000</u>	<u>118,938,077</u>
Numbers	<u>1</u>	<u>6</u>	<u>21</u>

2024			
	Chief Executive	Non Executive Directors	Executives
	-----Rupees-----		
Managerial remuneration	-	-	39,436,613
Leave fare assistance / leave encashment	-	-	4,532,821
Bonus / Incentives	-	-	5,841,932
Contribution to provident fund	-	-	3,943,662
Utilities and others	-	-	28,438,287
Medical / travelling reimbursement	-	-	2,998,550
Meeting Fee	-	-	-
	<u>-</u>	<u>-</u>	<u>85,191,865</u>
Numbers	<u>1</u>	<u>6</u>	<u>13</u>

37.1 In addition, the Chief Executive and certain executives of the Company are allowed free use of the Company's vehicles.

37.2 The Company has 6 (2024: 6) non executive directors. Non executive directors are not paid any remuneration or benefits other than the meeting fee. Furthermore, the Company has paid Rs. 3.35 million (2024: Rs. Nil) in respect of meeting fee.

Related party transactions

The Company's related parties include the parent company, associated companies, entities over which directors are able to exercise influence and staff retirement fund. Balances with the related parties are shown in respective notes to the financial statements. Transactions with related parties are as follows:

Name of parties	Relationship	Transactions	2025	2024
			Rupees	Rupees
Ferozsons Laboratories Limited (57.36% share holder)	Parent Company	Purchase of medicine	1,039,002,101	696,974,490
		Payment made against purchase of medicine	1,039,002,101	696,974,490
		Expenses incurred by the Company on behalf of FLL - net	14,170,057	108,179,756
		Receipts received from FLL - net	1,181,188	107,106,594
		Receipts received by the Company on behalf of FLL - net	12,988,869	1,073,162
		Sale of medicine - net of returns and discounts	9,667,590	825,204
		Receipts received against sale of medicine	9,667,590	825,204
		Premium against corporate guarantee paid by FLL	7,020,000	7,020,000
Bago Laboratories Pte. Limited	Associated Company	Payment made against premium on corporate guarantee	7,020,000	7,020,000
		Purchase of medicine	74,282,914	57,326,775
Farnacia	Associated Company	Payment made against purchase of medicine	52,981,589	94,182,434
		Sale of medicine - net of returns and discounts	288,548,259	179,445,341
		Payment received against sale of medicine	288,548,259	179,445,341
		Purchase of medicine	163,002	38,347
		Payment made against purchase of medicine	163,002	38,347
Employees provident fund	Post employment benefit fund	Provident fund contribution	20,237,778	13,012,097
Akhtar Khalid Waheed	Chief Executive Officer	Meeting Fee	450,000	-
Directors other than CEO	Non-Executive Directors	Meeting Fee	3,350,000	-
Key Management Personnel	Key management personnel	Remuneration including benefits and perquisites	9,382,546	404,519
National Management Foundation (LUMS)	Common directorship	Donations	500,000	-

38.1 Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Company considers Chief Executive Officer, Chief Financial Officer and Company Secretary to be its key management personnel.

39 Reconciliation of movement of liabilities to cash flows arising from financing activities

	2025				
	Long term loans	Subscription money received against IPO	Accrued mark-up	Long term musharaka	Total
	----- Rupees -----				
Balance as at 01 July 2024	2,441,615,011	-	33,664,334	-	2,475,279,345
<u>Changes from financing cash flows</u>					
Principal / finance cost paid	(418,270,946)	-	(112,245,724)	-	(530,516,670)
Proceeds from long term loan	-	-	-	-	-
Musharaka received	-	-	-	93,551,808	93,551,808
Musharaka paid	-	-	-	(17,916,581)	(17,916,581)
Subscription money received against IPO	-	1,855,198,135	-	-	1,855,198,135
Total changes from financing cash flows	(418,270,946)	1,855,198,135	(112,245,724)	75,635,227	1,400,316,692
<u>Non-cash changes</u>					
Interest expense	-	-	123,982,196	-	123,982,196
Issuance of shares	-	(1,855,198,135)	-	-	(1,855,198,135)
Impact of effective rate	28,891,235	-	(28,891,235)	-	-
Total non-cash changes	28,891,235	(1,855,198,135)	95,090,961	-	(1,731,215,939)
Balance as at 30 June 2025	2,052,235,300	-	16,509,571	75,635,227	2,144,380,098

	2024				
	Long term loans	Subscription money received against IPO	Accrued mark-up	Long term musharaka	Total
	----- Rupees -----				
Balance as at 01 July 2023	2,762,972,458	-	43,827,494	-	2,806,799,952
<u>Changes from financing cash flows</u>					
Proceeds from long term loan	-	-	-	-	-
Principal / finance cost paid	(321,357,447)	-	(161,519,981)	-	(482,877,428)
Total changes from financing cash flows	(321,357,447)	-	(161,519,981)	-	(482,877,428)
<u>Non-cash changes</u>					
Interest expense	-	-	151,356,821	-	151,356,821
Impact of effective rate	-	-	-	-	-
Total non-cash changes	-	-	151,356,821	-	151,356,821
Balance as at 30 June 2024	2,441,615,011	-	33,664,334	-	2,475,279,345

40 Capacity and productions

	Actual production	
	2025	2024
	-----Packs-----	
Liquid And Others	3,034,006	2,462,215

The production capacity of the Company's plant cannot be determined, as it is a multi-product production facility with varying manufacturing processes.

41 Number of employees

	Total number of employees	
	2025	2024
Total number of employees as at 30 June	535	386
Average number of employees during the year	461	325

42 Disclosures relating to provident fund

The provident fund trust is a common fund for employees of the Group. Entity wise break up of the fund as on 30 June is as follows:

	Un-Audited 30-Jun-25		Audited 30-Jun-24	
	% of Total Size Fund	Rupees	% of Total Size Fund	Rupees
Ferozsans Laboratories Limited - Parent Company	77%	1,243,442,224	77%	1,028,207,228
BF Biosciences Limited - Subsidiary	22%	363,662,595	22%	283,335,444
Farmacia - Partnership firm	1%	22,401,551	1%	18,908,118
	100%	1,629,506,370	100%	1,330,450,790

42.1 Investments out of provident fund have been made in accordance with the provisions of Section 218 of the Companies Act, 2017 and the rules formulated there under.

43 Disclosure requirement for companies not engaged in Shariah Non-permissible business activities

Description	Explanation	Note	2025 Rupees	2024 Rupees
Statement of financial position - Liability side				
Short term financing - secured	Financing obtained as per Islamic mode	14	7,328,736	239,184,447
	Mark-up accrued on conventional loan	15	467,307	5,015,978
Long term financing	Financing obtained as per Islamic mode	9	75,635,227	-
	Mark-up accrued on conventional loan	15	15,307,771	17,074,782
Statement of financial position - Asset side				
Short term investments	Shariah compliant investments	24.1.1	-	-
Cash and bank balances	Shariah compliant bank deposits and bank balances	25.2	61,268,467	688,384
Statement of profit or loss				
Revenue	Revenue earned from shariah compliant business segment	26	5,837,466,169	3,658,720,487
Other income				
- Dividend income	Dividend earned on shariah compliant investments	31	-	-
- Gain on disposal of investment	Gain on disposal of shariah compliant investments	31	-	-
- Unrealized gain on investment	Unrealized gain on shariah compliant investments	31	-	-
- Profit on bank deposits	Profit earned from shariah compliant bank deposits	31	48,203	804,328
- Foreign exchange (loss) / gain	Realized exchange (loss) / gain	30	(6,508,588)	(1,496,222)
Finance cost				
Profit paid on Islamic mode of financing	Profit paid under Shariah Compliant transactions		15,739,308	50,893,018
Source and detailed breakup of Other Income				
Earned from shariah compliant transactions				
- Income from financial assets	Earned from Shariah Compliant transactions	31	14,323,702	804,328
- Income from non-financial assets	Earned from Shariah Compliant transactions	31	3,612,936	2,649,756
Earned from non-shariah compliant transactions				
- Income from financial assets	Earned from non-Shariah compliant transactions	31	122,274,841	18,848,486
- Income from non-financial assets	Earned from non-Shariah compliant transactions	31	-	-

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 Financial risk management

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

Risk management framework

The Company's Board of Directors has overall responsibility for establishment and oversight of the Company's risk management framework. The Board is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations. The Board of Directors reviews and agrees policies for managing each of these risks.

44.1 Credit risk and concentration of credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. To manage credit risk the Company maintains procedures covering the application for credit approvals, granting and renewal of counterparty limits and monitoring of exposures against these limits. As part of these processes the financial viability of all counterparties is regularly monitored and assessed.

44.1.1 Exposure to credit risk

The carrying amount of financial assets represent the maximum credit exposure. The maximum exposure to credit risk as at the end of the reporting period was as follows:

	2025 Rupees	2024 Rupees
<u>Financial assets at amortized cost</u>		
Long term deposits	11,848,050	7,827,000
Trade debts	184,242,161	204,611,049
Deposits and other receivables	77,371,880	147,576,359
Bank balances	340,276,529	273,956,712
	<u>613,738,620</u>	<u>633,971,120</u>
<u>Financial assets at fair value through profit or loss</u>		
Short term investments	1,166,746,670	39,012,771
	<u>1,780,485,290</u>	<u>672,983,891</u>

44.1.1.1 Concentration of credit risk

The Company identifies concentrations of credit risk by reference to type of counter party. Maximum exposure to credit risk by type of counterparty is as follows:

	2025 Rupees	2024 Rupees
Customers	184,242,161	204,611,049
Banking companies and financial institutions	1,507,023,199	312,969,483
Others	89,219,930	155,403,359
	<u>1,780,485,290</u>	<u>672,983,891</u>

44.1.1.2 Credit quality and impairment

Credit quality of financial assets is assessed by reference to external credit ratings, where available, or to historical information about counterparty default rates. All counterparties, with the exception of customers and utility Companies, have external credit ratings determined by various credit rating agencies. Credit quality of customers is assessed by reference to historical defaults rates and present ages.

44.1.1.3 Counterparties with external credit ratings

These include banking companies and financial institutions, which are counterparties to bank balances and investments. Impairment on these balances has been measured on 12 month expected loss basis and reflects the shortest maturities of the exposure. Credit risk is considered minimal as these counterparties have reasonably high credit ratings as determined by various credit rating agencies. Due to long standing business relationships with these counterparties and considering their strong financial standing, management does not expect non-performance by these counterparties on their obligations to the Company. Following are the credit ratings of counterparties with external credit ratings:

Institutions	Rating		Rating Agency	2025	2024
	Long term	Short term		-----Rupees-----	
Allied Bank Limited	AAA	A1+	PACRA	28,467,219	17,903,490
Bank Alfalah Limited	AAA	A1+	PACRA	4,484,676	9,413,318
Habib Bank Limited	AAA	A1+	VIS	38,576,789	24,144,317
Habib Metropolitan Bank Limited	AA+	A1+	PACRA	205,037,363	205,820,877
Bank of Punjab	AA+	A1+	PACRA	52,928,002	-
Faysal Bank Limited	AA	A1+	PACRA	196,500	-
Bank Islami Pakistan Limited	AA-	A1	PACRA	8,088,309	10,000,000
Meezan Bank Limited	AAA	A1+	VIS	55,656	688,384
MCB Bank Limited	AAA	A1+	PACRA	2,442,015	5,986,326
				340,276,529	273,956,712
Deposit - L/C margin					
Habib Bank Limited	AAA	A1+	VIS	45,259,699	80,634,114
Allied Bank Limited	AAA	A1+	PACRA	-	28,141,019
Meezan Bank Limited	AAA	A1+	VIS	11,908,169	10,474,408
				57,167,868	119,249,541
Short term investments					
ABL Cash Fund	AA+(f)	N/A	PACRA	330,555,043	12,555,825
HBL Money Market Fund	AA+(f)	N/A	VIS	321,198	277,006
HBL Cash Fund	AA+(f)	N/A	VIS	130,235,097	26,179,940
MCB Cash Management Optimizer Fund	AA+(f)	N/A	PACRA	273,219,452	-
UBL Money Market Fund	AA+(f)	N/A	VIS	210,844,242	-
Alfalah Money Market Fund	AA+(f)	N/A	PACRA	221,553,487	-
UBL Liquidity Plus Fund	AA+(f)	N/A	VIS	7,623	-
Alfalah Cash Fund	AA+(f)	N/A	PACRA	10,528	-
				1,166,746,670	39,012,771
				1,564,191,067	432,219,024

44.1.1.4 Counterparties without external credit ratings - Trade debts

These mainly include customers which are counter parties to local and foreign trade debts against sale of pharmaceutical products. As explained in note 5.15, the Company applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables other than due from Government departments / hospitals. Trade receivables are written off when there is no reasonable expectation of recovery. Management uses an allowance matrix to base the calculation of ECL of trade receivables from individual customers, which comprise a very large number of small balances. Loss rates are calculated using a 'roll rate' method based on the probability of receivable progressing through successive stages of delinquency to write-off. The Company has used two years quarterly data in the calculation of historical loss rates along with the matching quarterly ageing brackets for the computation of roll rates. These rates are multiplied by scalar factors to reflect the effect of forward looking macro economic factors. The analysis of ages of trade debts and loss allowance using the aforementioned approach as at 30 June 2025 was determined as follows:

The aging of trade debts other than due from Government at the reporting date was:

	Other			
	2025		2024	
	Gross carrying amount	Expected credit loss	Gross carrying amount	Expected credit loss
	----- Rupees -----			
Current	20,921,430	277,184	27,610,749	1,052,494
Past due 0 - 90 days	149,404	9,170	11,286,367	2,462,308
Past due 91 - 180 days	56,470	6,472	764,569	534,528
Past due 181 - 365 days	13,988	2,185	7,771,433	6,154,776
More than 365 days	2,467,000	2,370,997	106,903	106,903
	23,608,292	2,666,008	47,540,021	10,311,009

The aging of trade debts due from Government at the reporting date was:

	Government			
	2025		2024	
	Gross carrying amount	Expected credit loss	Gross carrying amount	Expected credit loss
	----- Rupees -----			
Past due 0 - 90 days	74,946,075	1,025,210	47,105,151	285,938
Past due 91 - 180 days	57,776,899	1,608,500	37,099,701	832,423
Past due 181 - 365 days	17,575,785	1,000,026	68,363,914	2,778,121
More than 365 days	23,001,139	6,366,285	24,789,624	6,079,871
	173,299,898	10,000,021	177,358,390	9,976,353

Export sales are majorly secured through letter of credit while majority of the local sales are made to Government departments / hospitals. Trade debts are essentially due from government departments / projects and the Company is actively pursuing for recovery of debts and the Company does not expect these companies to fail to meet their obligations. Deposits and other receivables are mostly due from Government Institutions, utility companies and a major supplier. Impairment on these balances has been measured on 12 month expected loss basis and reflects the shortest maturities of the exposure. Based on past experience the management believes that no impairment allowance is necessary in respect of these financial assets. There are reasonable grounds to believe that these amounts will be recovered in short course of time.

44.2 Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets, or that such obligations will have to be settled in a manner unfavorable to the Company. Management closely monitors the Company's liquidity and cash flow position. This includes maintenance of liquidity ratios, debtors and creditors concentration both in terms of the overall funding mix and avoidance of undue reliance on large individual customers.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Included in notes 8, 9 and 14 to these financial statements is a listing of additional undrawn facilities that the Company has at its disposal to further reduce liquidity risk.

Exposure to liquidity risk

Contractual maturities of financial liabilities, including estimated interest payments

The following are the contractual maturities of financial liabilities as on 30 June.

	2025			
	Carrying amount	Contractual Cashflows		
		Less than one year	One to five years	More than 5 years
<u>Financial liabilities</u>	-----Rupees-----			
Trade and other payables	1,001,604,866	1,001,604,866	-	-
Long term loan - secured	2,067,543,071	473,534,079	1,421,899,358	346,651,642
Long term musharaka - secured	75,635,227	23,093,172	76,213,101	-
Short term borrowings	30,564,348	30,564,348	-	-
	3,175,347,512	1,528,796,465	1,498,112,459	346,651,642
	2024			
	Carrying amount	Contractual Cashflows		
		Less than one year	One to five years	More than 5 years
<u>Financial liabilities</u>	-----Rupees-----			
Trade and other payables	550,618,099	550,618,099	-	-
Long term loan - secured	2,458,689,793	474,334,412	1,623,888,281	618,196,799
Long term musharaka - secured	-	-	-	-
Short term borrowings	345,288,281	345,288,281	-	-
	3,354,596,173	1,370,240,792	1,623,888,281	618,196,799

44.3 Market risk

Market risk is the risk that changes in market price, such as foreign exchange rates, interest rates and equity prices will effect the Company's income or the value of its holdings of financial instruments.

Market risk comprises of three types of risks:

- currency risk.
- interest rate risk
- other price risk

44.3.1 Currency risk

Pakistani Rupee is the functional currency of the Company and exposure arises from transactions and balances in currencies other than Pakistani Rupee as foreign exchange rate fluctuations may create unwanted and unpredictable earnings and cash flow volatility. The Company's potential currency exposure comprises of:

- Transactional exposure in respect of non functional currency monetary items.
- Transactional exposure in respect of non functional currency expenditure and revenues.

The potential currency exposures are discussed below:

44.3.1.1 Transactional exposure in respect of non functional currency monetary items

Monetary items, including financial assets and liabilities, denominated in currencies other than the functional currency of the Company are periodically restated to rupee equivalent, and the associated gain or loss is taken to the profit or loss. The foreign currency risk related to monetary items is managed as part of the risk management strategy.

44.3.1.2 Transactional exposure in respect of non functional currency expenditure and revenues

Certain operating and capital expenditure is incurred by the Company in currency other than the functional currency. Certain sales revenue is earned in currencies other than the functional currency of the Company. These currency risks are managed as a part of overall risk management strategy. The Company does not enter into forward exchange contracts.

44.3.1.3 Exposure to currency risk

The figures represent foreign currency balances after conversion in Pak Rupees using exchange rates prevailing at the statement of financial position date. The Company's exposure to foreign currency risk at the reporting date was as follows:

	2025					
	Rupees	JPY	US Dollars	CHF	Euro	Aus. Dollars
Assets						
Cash and bank balances	221,435,307	146,000	772,209	-	1,535	1,000
Trade and other receivables	2,298,492	-	8,100	-	-	-
	223,733,799	146,000	780,309	-	1,535	1,000
Liabilities						
Trade and other payables	(227,843,110)	-	(802,930)	-	-	-
	(227,843,110)	-	(802,930)	-	-	-
	(4,109,311)	146,000	(22,621)	-	1,535	1,000
Net Statement of financial position exposure						
Off statement of financial position items						
- Outstanding letters of credit	(138,075,430)	-	(470,995)	(12,450)	-	-
Net exposure	(142,184,741)	146,000	(493,616)	(12,450)	1,535	1,000
	2024					
	Rupees	JPY	US Dollars	CNY	Euro	Aus. Dollars
Assets						
Cash and bank balances	221,800,438	146,000	789,342	-	1,535	1,000
Trade and other receivables	12,007,639	-	43,140	-	-	-
	233,808,077	146,000	832,482	-	1,535	1,000
Liabilities						
Trade and other payables	(197,962,850)	-	(523,392)	(430,474)	(120,234)	-
	(197,962,850)	-	(523,392)	(430,474)	(120,234)	-
	35,845,227	146,000	309,090	(430,474)	(118,699)	1,000
Net Statement of financial position exposure						
Off statement of financial position items						
- Outstanding letters of credit	(64,435,988)	-	(231,500)	-	-	-
Net exposure	(28,590,761)	146,000	77,590	(430,474)	(118,699)	1,000

The following significant exchange rates were applied during the year:

	Reporting date rate		Average rate	
	2025	2024	2025	2024
US Dollars	283.76	278.34	281.05	283.24
Euro	332.66	297.69	315.17	306.48
UAE Dirham	77.27	75.78	76.52	77.15
Pounds	388.86	351.92	370.39	356.66
JPY	1.97	1.73	1.85	1.90
Australian dollars	185.48	184.49	184.99	185.64
CHF	355.33	309.41	332.37	319.48
CNY	39.60	38.31	38.95	39.22

44.3.1.4 Sensitivity analysis

A reasonably possible strengthening of 10% in Pak Rupee against the aforementioned currencies would have affected the measurement of financial instruments denominated in foreign currency and affected the statement of profit or loss by the amounts shown below at the statement of financial position date. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	Profit or loss	
	2025 Rupees	2024 Rupees
Statement of profit or loss	410,931	(3,584,523)

A 10% weakening of the Pakistani Rupee against foreign currencies at the reporting date would have had the equal but opposite effect on the amounts shown above, on the basis that all other variables remain constant.

44.3.1.5 Currency risk management

Since the maximum amount exposed to currency risk is only 0.01% (2024: 0.55%) of the Company's total assets, any adverse / favorable movement in functional currency with respect to foreign currencies will not have any material impact on the operational results.

44.3.2 Interest rate risk

Interest rate risk is the risk that fair values or future cash flows of a financial instrument will fluctuate because of changes in interest rates. Sensitivity to interest rate risk arises from mismatch of financial assets and financial liabilities that mature or re-price in a given period. At the reporting date the interest rate profile of the Company's significant interest bearing financial instruments was as follows:

	2025	2024	2025	2024
	Effective rate (in Percentage)		Rupees	Rupees
<u>Financial assets</u>				
Short term investments	10% to 18%	18% to 20%	1,166,746,670	39,012,771
Cash at bank - deposit accounts	5.87% to 19.00%	11.01% to 20.51%	28,252,753	10,144,513
<u>Financial liabilities</u>				
Long term musharaka - <i>secured</i>	13.04% to 21.14%	-	(75,635,227)	-
Short term borrowings	11.00% to 21.25%	20.50% to 22.75%	(30,564,348)	(345,288,281)
Net Exposure			1,088,799,848	(296,130,997)

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have increased / decreased loss for the period by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis is performed on the same basis for 30 June 2024.

	Profit or loss	
	100 bps Increase	100 bps Decrease
As at 30 June 2025	----- Rupees -----	
Cash flow sensitivity - Variable rate financial assets - <i>net</i>	10,887,998	(10,887,998)
As at 30 June 2024		
Cash flow sensitivity - Variable rate financial liabilities - <i>net</i>	(2,961,310)	2,961,310

The sensitivity analysis prepared is not necessarily indicative of the effects on loss for the period and assets / liabilities of the Company.

44.3.2.1 Interest rate risk management

The Company manages these mismatches through risk management strategies where significant changes in gap position can be adjusted.

44.3.3 Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk). The Company is exposed to equity price risk because of investments held by the Company in mutual funds and classified in the statement of financial position at fair value through profit or loss. To manage its price risk arising from investments, the Company diversifies its portfolio within the eligible stocks / funds in accordance with the risk investment guidelines approved by the Board of Directors. As of reporting date, the Company does not hold any equity instruments which may pose price risk.

44.4 Fair value of financial instruments

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.

44.4.1 Valuation of financial instruments

IFRS 13 'Fair Value Measurement' requires the Company to classify fair value measurements and fair value hierarchy that reflects the significance of the inputs used in making the measurements of fair value hierarchy has the following levels:

Level 1: Quoted market price (unadjusted) in an active market.

Level 2: Valuation techniques based on observable inputs.

Level 3: Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data.

Valuation techniques used by the Company include discounted cash flow model. Assumptions and inputs used in valuation techniques include risk-free rates, bond and equity prices, foreign currency exchange rates, equity and equity index prices. The objective of valuation techniques is to arrive at a fair value determination that reflects the price of the financial instrument at the reporting date that would have been determined by market participants acting at arm's length.

Valuation models for valuing securities for which there is no active market requires significant unobservable inputs and a higher degree of management judgement and estimation in the determination of fair value. Management judgement and estimation are usually required for selection of the appropriate valuation model to be used, determination of expected future cash flows on the financial instrument being valued and selection of appropriate discount rates, etc.

The fair value of financial instruments traded in active markets is based on Net Asset Values (NAVs) of the units of the mutual funds at the reporting date. A market is regarded as active when it is a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an on going basis.

44.4.2 The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

	Carrying Amounts				Fair Value		
	Fair value through statement of profit or loss	Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
----- Rupees -----							
30 June 2025							
<u>Financial assets measured at fair value</u>							
Short term investments	1,166,746,670	-	-	1,166,746,670	1,166,746,670	-	-
<u>Financial assets not measured at fair value</u>							
Long term deposits	-	11,848,050	-	11,848,050	-	-	-
Trade debts - considered good	-	184,242,161	-	184,242,161	-	-	-
Deposits and other receivables	-	77,371,880	-	77,371,880	-	-	-
Cash and bank balances	-	344,470,143	-	344,470,143	-	-	-
	-	617,932,234	-	617,932,234	-	-	-
<u>Financial liabilities measured at fair value</u>							
	-	-	-	-	-	-	-
<u>Financial liabilities not measured at fair value</u>							
Trade and other payables	-	-	1,001,604,866	1,001,604,866	-	-	-
Long term loan - secured	-	-	2,067,543,071	2,067,543,071	-	-	-
Long term musharaka - secured	-	-	75,635,227	75,635,227	-	-	-
Short term borrowings	-	-	30,564,348	30,564,348	-	-	-
	-	-	3,175,347,512	3,175,347,512	-	-	-

	Carrying Amounts			Fair Value		
Fair value through statement of profit or loss	Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
----- Rupees -----						
	39,012,771	-	39,012,771	39,012,771	-	-
<u>Financial assets measured at fair value</u>						
Short term investments						
<u>Financial assets not measured at fair value</u>						
Long term deposits	-	7,827,000	-	7,827,000	-	-
Trade debts - considered good	-	204,611,049	-	204,611,049	-	-
Deposits, prepayments and other receivables	-	147,576,359	-	147,576,359	-	-
Cash and bank balances	-	278,769,852	-	278,769,852	-	-
	-	638,784,260	-	638,784,260	-	-
<u>Financial liabilities measured at fair value</u>						
	-	-	-	-	-	-
<u>Financial liabilities not measured at fair value</u>						
Trade and other payables	-	-	550,618,099	-	-	-
Long term loan - secured	-	-	2,458,689,793	-	-	-
Short term borrowings	-	-	345,288,281	-	-	-
	-	-	3,354,596,173	-	-	-

44.5 Capital management

The Board's policy is to maintain an efficient capital base so as to maintain investor, creditor and market confidence and to sustain the future development of its business. The Board of Directors monitor the return on capital employed, which the Company defines as operating income divided by total capital employed.

The Company's objectives when managing capital are:

- (i) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) to provide an adequate return to shareholders.

The Company manages the capital structure in the context of economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares, or sell assets to reduce debt.

	<u>Unit</u>	<u>2025</u>	<u>2024</u>
Total debt	<i>Rupees</i>	2,127,870,527	2,441,615,011
Total equity	<i>Rupees</i>	4,661,964,169	2,359,618,678
Total capital employed	<i>Rupees</i>	6,789,834,696	4,801,233,689
Gearing	<i>Percentage</i>	31%	51%

Total debt comprises of long term loans from banking company.

Total equity includes issued, subscribed and paid-up share capital, share premium and unappropriated profit.

Neither there were any changes in the Company's approach to capital management during the year nor the Company is subject to externally imposed capital requirements.

45 Utilization of proceeds from Initial Public Offering (IPO)

As explained in note 6.3, the Company raised funds through its Initial Public Offering (IPO) to acquire plant and machinery, obtain export-related certifications & product development, and finance working capital requirements. The break-up of utilization of the IPO proceeds as at 30 June 2025 is summarized below:

	<i>Note</i>	Amount Rupees
Gross proceeds from IPO:	6.1 & 7	1,925,000,000
Less: Transaction costs paid	7	(69,801,865)
Net Inflows		1,855,198,135
Less: Purchase of plant & machinery		(171,875,853)
Less: Certifications & new product development expenses		(54,765,910)
Less: Expenditures incurred on working capital		(1,016,519,029)
		(1,243,160,792)
Balance Amount		612,037,343

46 Events after the reporting date

The Board of Directors of the Company in its meeting held on 22 September 2025 has proposed a final cash dividend of Rs. Nil (2024: Rs. Nil) per share, amounting to Rs. Nil (2024: Rs. Nil) subject to approval of the members in the Annual General Meeting to be held on 25 October 2025.

47 Date of authorization for issue

These financial statements have been authorized for issue by the Board of Directors of the Company in their meeting held on 22 September 2025.

Chief Executive Officer

Chief Financial Officer

Director

PATTERN OF **SHAREHOLDING**

PATTERN OF SHAREHOLDING

AS AT 30 JUNE 2025

No. of Shareholders	Shareholding		Total Shares held
	From	To	
1,594	1	100	69,390
2,245	101	500	786,829
1,191	501	1,000	1,018,393
1,523	1,001	5,000	3,729,285
269	5,001	10,000	2,013,339
86	10,001	15,000	1,053,115
50	15,001	20,000	928,303
20	20,001	25,000	464,058
19	25,001	30,000	532,614
13	30,001	35,000	431,033
15	35,001	40,000	566,648
7	40,001	45,000	303,835
10	45,001	50,000	495,503
8	50,001	55,000	422,721
5	55,001	60,000	291,241
4	60,001	65,000	255,902
7	65,001	75,000	502,256
4	75,001	85,000	324,372
6	85,001	100,000	578,098
8	100,001	125,000	922,020
5	125,001	150,000	682,065
4	150,001	160,000	618,325
2	160,001	185,000	347,250
5	185,001	200,000	976,743
4	200,001	250,000	917,500
4	250,001	300,000	1,085,456
1	300,001	355,000	352,431
1	355,001	450,000	430,000
1	450,001	525,000	524,552
1	3,375,001	3,380,000	3,376,735
1	12,665,001	12,670,000	12,666,667
1	50,665,001	50,670,000	50,666,655
7,114	TOTAL		88,333,334

CATEGORIES OF SHAREHOLDERS

AS AT 30 JUNE 2025

Categories of Shareholders	Shares held	Percentage %
Directors, Chief Executive Officer, and their spouse and minor children.	12	0.00
Associated Companies, undertakings and related parties.	63,333,322	71.70
Banks, Development Financial Institutions, Non Banking Financial Institutions.	153,089	0.17
Insurance Companies	279,849	0.32
Modarabas and Mutual Funds	1,190,383	1.35
General Public		
a. Local	20,771,201	23.51
b. Foreign	436,858	0.49
Other Companies (Local)	2,168,620	2.46
Shareholders holding more than 10%		
M/s Grupo Empresarial Bagó S.A	12,666,667	14.34
M/s Ferozsons Laboratories Limited	50,666,655	57.36

NOTICE OF
ANNUAL GENERAL MEETING

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (“AGM”) of the members of **BF Biosciences Limited** (“the Company”) will be held on Saturday, 25 October 2025 at 12:15 P.M. at Blue Lagoon, Masood Akhter Kiani Road, Rawalpindi and through video-link, to transact the following business:

Ordinary Business:

1. To confirm minutes of the Annual General Meeting held on 28 October 2024.
2. To receive, consider and adopt the audited financial statements of the Company for the year ended 30 June 2025 together with the Chairman’s Review, Directors and Auditors’ reports thereon.
3. To appoint Auditors for the year ending 30 June 2026 and fix their remuneration.

Special Business:

4. To consider and approve the related party transactions conducted during the financial year 2024-25, and to authorize Board of Directors to approve all future related party transactions and to pass, with or without modification, the following resolutions as ‘Special Resolutions’:

Resolved that the related party transactions conducted by the Company as disclosed in note 38 of the financial statements for the year ended 30 June 2025, be and are hereby ratified and confirmed.

Further resolved that the Company be and is hereby authorized to enter into related party transactions from time to time and to the extent deemed fit and approved by Board of Directors.

Other Business:

5. To transact any other business with the permission of the chair.

Statement of Material Facts as required under Section 134(3) of the Companies Act, 2017 is hereby annexed with the Annual General Meeting notice.

By order of the Board

Rawalpindi
22 September 2025

Abdur Rehman
Company Secretary

NOTICE OF ANNUAL GENERAL MEETING

NOTES:

1. Book closure:

The Share Transfer Books of the Company will be closed from 18 October 2025 to 25 October 2025 (both days inclusive). Transfers received at the office of the Company's Share Registrar at M/s CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Main Shahra e Faisal, Karachi, at the close of business on 17 October 2025 will be treated in time to attend annual general meeting.

2. Participation in the AGM:

Members whose names are appearing in the Register of Members as of close of business on 17 October 2025, are entitled to attend and vote at the AGM. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend, speak and vote for him/her. In case of individuals, a proxy must be a Member of the Company.

Copy of the Form of Proxy may be downloaded from the Company's website: <http://www.bfbio.com>.

Form of Proxy and the Power of Attorney or any other authority (if any) under which it is signed, or a notarial certified copy/CTC of such power or authority, must be valid and submitted through email on cs@bfbio.com not less than 48 hours before the time of holding AGM.

Members are requested to submit a copy of their Computerized National Identity Card/Smart National Identity Card (CNIC/SNIC), if not already provided and immediately notify changes in the registered address to our Shares Registrar, CDC Share Registrar Services Limited.

3. Procedure for Attending AGM through Video-link facility:

Shareholders interested to participate in the meeting through video link are requested to email their Name, Folio Number, Cell Number, and Number of Shares held in their name with subject "Registration for BF Biosciences Limited AGM - 2025" along with valid copy of both sides of Computerized National Identity Card (CNIC) at cs@bfbio.com. The video link and login credentials will be shared with only those members/designated proxies whose emails, containing all the required particulars, are received at least 48 hours before the time of AGM.

4. Guidelines for Central Depository Company of Pakistan Limited ('CDC') Account Holders:

a. For Attending the AGM:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by sharing a copy of his/her CNIC/SNIC or passport through email (as mentioned in the notes) at least 48 hours before the time of holding AGM.
- (ii) In case of corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be shared through email at cs@bfbio.com (unless it has been provided earlier) at least 48 hours before the time of holding AGM.

b. For Appointing Proxies:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall share the Form of Proxy as per the above requirement.
- (ii) The Form of Proxy shall be witnessed by two persons whose names, addresses and CNIC/SNIC numbers shall be mentioned on the form.
- (iii) Copies of CNIC/SNIC or the passport of the beneficial owners and the proxy shall be furnished with the Form of Proxy through email (as mentioned in the notes).

NOTICE OF ANNUAL GENERAL MEETING

(iv) The proxy shall share a copy of his/her CNIC/SNIC or passport through email (as mentioned in the notes).

(v) In case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted (unless it has been provided earlier) along with Form of Proxy to the Company through email (as mentioned in the notes).

5. Withholding Tax on Dividend:

Under Section 150 of the Income Tax Ordinance, 2001 following rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These rates are as under:

a.	Persons appearing in the Active Tax Payers' List (ATL)	15%
b.	Persons not appearing in the Active Tax Payers' List (ATL)	30%

Members whose names do not appear in the Active Tax Payers List (ATL) provided on the website of FBR (despite the fact that they are filers) are advised to make sure that their names are entered into ATL to avoid higher tax deductions against any future payment of dividend.

In case of joint shareholders, each shareholder is to be treated individually as either a filer or non-filer and tax will be deducted on the basis of shareholding of each shareholder or as may be notified by the shareholders in writing to our share registrar. In case no such notification is received, then each shareholder shall be assumed to have an equal number of shares.

6. Exemption from Deduction of Income Tax / Zakat:

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate, are requested to submit a valid tax exemption / reduced rate certificate or necessary documentary evidence as the case may be. Members desiring no deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat. These requests must be submitted to our share registrar M/s CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Main Shahra e Faisal, Karachi.

7. Electronic Dividend Mandate:

Under the Section 242 of the Companies Act, 2017, it is mandatory for all listed Companies to pay cash dividend to its shareholders through electronic mode directly into the bank account designated by the entitled shareholders. In order to receive dividend directly into their bank account, shareholders are requested (if not already provided) to fill in Bank Mandate Form for Electronic Credit of Cash Dividend available on the Company's website and send it duly signed along with a copy of CNIC to the Share Registrar, CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Main Shahra e Faisal, Karachi in case of physical shares.

In case of shares held in CDC then Electronic Dividend Mandate Form must be directly submitted to shareholder's brokers / participant / CDC account services.

8. Submission of Valid CNIC:

Pursuant to the SECP directives the dividend of shareholders whose valid CNICs are not available with the Share Registrar could be withheld. All shareholders having physical shareholding are therefore advised to submit a photocopy of their valid CNIC immediately, if already not provided, to the Company's Share Registrar without any further delay.

9. Transfer of Physical Shares to CDC Account:

Pursuant to the section 72 of the Companies Act, 2017 listed companies are required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the date of promulgation of the Act.

NOTICE OF ANNUAL GENERAL MEETING

The Shareholders who hold physical shares are encouraged to open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into scrip less form.

10. Electronic Voting:

Members can exercise their right to demand a poll subject to meeting requirements of Section 143-145 of the Companies Act, 2017 and applicable clauses of the Companies (Postal Ballot) Regulations, 2018.

11. Procedure for Voting through Postal Ballot:

Pursuant to the Companies (Postal Ballot) Regulations, 2018 and other relevant laws & regulations, Members voting on items falling under Special Business will be allowed to exercise their right to vote through postal ballot i.e., voting by post or e-voting facility, in accordance with the requirements and procedure contained in the aforesaid Regulations.

In case of voting by post, the members must ensure that duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach the Company's registered address at 197-A, The Mall, Rawalpindi, Pakistan or email at chairman@bfbio.com one day before the AGM i.e., 24 October 2025 before 5:00 p.m. A postal ballot received after this date / time shall not be considered for voting. For convenience of members, Ballot Paper is annexed to this notice and same is also available on the Company's website www.bfbio.com.

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 members register of the Company.

12. Requirement to Incorporate Email Address and Cell Number:

Members are requested to ensure that their email and cell number are duly updated in their physical folios maintained with Share Registrar of the Company and with their Broker / CDC Investor Account Services.

13. Video Conferencing Facility:

In accordance with provisions of the Companies Act, 2017, members can also avail video conference facility.

If the Company receives consent from members holding in aggregate 10% or more shareholding, residing at a geographical location other than the city of the meeting, to participate in the meeting through video conference at least 14 days prior to the date of the Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard, a formal request must be submitted at registered addresses of the Company OR through e-mail at cs@bfbio.com.

14. Electronic Transmission of Financial Statements:

Pursuant to various notifications, the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to circulate annual financial statements and notices of annual/extraordinary general meetings through Email/CD/DVD or any other media to their shareholders at their registered addresses.

Shareholders, who wish to receive the hardcopy of the annual financial statements, may email at cs@bfbio.com. The same shall be provided to the shareholders free of cost within seven working days of receipt of such request.

The financial statements of the Company for the year ended 30 June 2025 have been placed on the Company's website: www.bfbio.com

NOTICE OF ANNUAL GENERAL MEETING

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts pertaining to the special business to be transacted in the Annual General Meeting of the Company to be held on 25 October 2025.

Agenda Item 4: Approval of Related Party Transactions along with Authorization to Board of Directors for Related Party Transactions Approval

The Company carries out certain transactions with its related parties. These transactions are conducted in the ordinary course of business and on arm's length basis. As required under Listed Companies (Code of Corporate Governance) Regulations, 2019, all related party transactions are periodically reviewed by the Board Audit Committee before these are approved by the Board of Directors.

None of the directors have any direct interest in the related party transactions, except for common directorships due to which Members' approval under Sections 207 and / or 208 of the Companies Act, 2017, and Regulation 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019 is required.

Accordingly, an approval from the Members is hereby sought to ratify and confirm the related party transactions as disclosed in note 38 of the financial statements.

Further, the Company will continue to enter into transactions with its related parties during the financial year 2025-26. Approval of Members is also sought to authorize the Company to conduct such related party transactions and authorize Board of Directors to approve them from time to time.

BALLOT PAPER FOR
VOTING THROUGH POST

BALLOT PAPER FOR VOTING THROUGH POST

BALLOT PAPER FOR VOTING THROUGH POST FOR POLL TO BE HELD ON 25 OCTOBER 2025 AT 12:15 P.M. AT BLUE LAGOON, MASOOD AKHTER KIANI ROAD, RAWALPINDI



BIOSCIENCES

Registered Office: 197-A, The Mall, Rawalpindi.
Phone: +92-51-4252155-57 Website: www.bfbio.com
E-mail: cs@bfbio.com

Designated address of the Chairman at which the duly filled in ballot paper may be sent:

Physical: 197-A, The Mall, Rawalpindi, Pakistan.

E-mail: chairman@bfbio.com

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below:

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	<u>Special Business - Agenda Item No. 4</u> Resolved that the related party transactions conducted by the Company as disclosed in note 38 of the financial statements for the year ended 30 June 2025, be and are hereby ratified and confirmed. Further resolved that the Company be and is hereby authorized to enter into related party transactions from time to time and to the extent deemed fit and approved by Board of Directors.			

Signature of Shareholder(s)

Date:

Place:

BALLOT PAPER FOR **VOTING THROUGH POST**

BALLOT PAPER FOR VOTING THROUGH POST FOR POLL TO BE HELD ON 25 OCTOBER 2025 AT 12:15 P.M. AT BLUE LAGOON, MASOOD AKHTER KIANI ROAD, RAWALPINDI

Procedure For Voting Through Postal Ballot:

- Dully filled Postal Ballot paper should be sent to the Chairman of BF Biosciences Limited at registered office address 197-A, The Mall, Rawalpindi or via e-mail at chairman@bfbio.com
- Copy of CNIC or Passport (in case of foreign nationals only) should be enclosed with the Postal Ballot Form.
- Postal ballot forms should reach chairman of the meeting one day before the AGM i.e., 24 October 2025 before 5:00 p.m. Any postal ballot received after this date, will not be considered for voting.
- Signature on the Postal Ballot should match with the signature on CNIC/Passport.
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
- In case of representative of Corporate Body or any other institution, Postal Ballot must be accompanied with the copy of CNIC/Passport of authorized person, attested copy of the Board Resolution etc. in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In case of foreign corporate body, all documents must be attested from the Council General of Pakistan having jurisdiction over the Shareholder.
- Ballot Paper has also been placed at the Company's website www.bfbio.com

کمپنی نے آمدنی میں مضبوط اضافہ ظاہر کیا ہے، تاہم یہ اضافہ فی الحال منافع میں مکمل طور پر جھلک نہیں رہا، جس کی بنیادی وجہ زیادہ فیکٹری اور ہیڈز اور سیلنگ وڈسٹری بیوشن اخراجات ہیں۔ چونکہ یہ لائن II کے آغاز کے بعد پہلا سال ہے، اس لیے قلیل مدت میں فکسڈ اخراجات بلند رہنے کی توقع ہے۔ البتہ آنے والی سہ ماہیوں میں متوقع آمدنی کے اضافے کے ساتھ، کمپنی کو امید ہے کہ یہ اخراجات وقت کے ساتھ ساتھ جذب اور متوازن ہو جائیں گے۔

آئندہ کے لیے، ہمیں یقین ہے کہ IPO میں بیان کردہ سنگ میل کامیابی کے ساتھ حاصل کیے جائیں گے۔ اس کے ساتھ ساتھ مینجمنٹ پروڈکٹ پورٹ فولیو کو وسعت دینے کے لیے پرعزم ہے اور نئی مصنوعات اور biosimilars کے آغاز کے ساتھ ساتھ ٹول مینوفیکچرنگ کے مواقع پر بھی کام کر رہی ہے تاکہ اپنے پورٹ فولیو کو مزید متنوع اور مستحکم بنایا جاسکے

اظہار تشکر

ہم کمپنی کے مقاصد کے حصول کے لئے اپنے ملازمین کی اہم کوششوں اور وابستگیوں پر اظہار تشکر کرنا چاہتے ہیں۔ مزید برآں مستقل حمایت اور کمپنی پر اعتماد کے لئے ہم اپنے اعلیٰ عہدیداران، کاروباری شراکت داروں اور معزز صارفین کا بھی شکریہ ادا کرتے ہیں۔

بورڈ کے لئے/کی طرف سے

مسٹر عثمان خالد وحید
ڈائریکٹر

مسز اختر خالد وحید
چیف ایگزیکٹو آفیسر

لاہور

22 ستمبر، 2025

ایگزیکٹو ڈائریکٹر/چیف ایگزیکٹو آفیسر اور نان ایگزیکٹو ڈائریکٹرز کی معاوضہ پالیسی

ایگزیکٹو ڈائریکٹر/چیف ایگزیکٹو آفیسر کو معاوضے کے پیکیج کا حق حاصل ہے، تاہم، اس بات کو مد نظر رکھتے ہوئے کہ کمپنی اس وقت ترقی کے مرحلے میں ہے، چیف ایگزیکٹو آفیسر نے رضاکارانہ طور پر اپنا معاوضہ چھوڑ دیا ہے اور فی الحال کسی تنخواہ کی وصولی نہیں کر رہیں، سوائے مینٹنگ فیس کے۔ نان ایگزیکٹو ڈائریکٹرز بشمول آزاد ڈائریکٹرز کو بورڈ اور اس کی کمیٹیوں کے اجلاسوں میں شرکت کے لیے فیس کے ساتھ ساتھ سفری اخراجات (اگر ہوں) کی واپسی کا حق حاصل ہے۔ ان کی تفصیلات مالی بیانات کے نوٹ نمبر 37 میں باقاعدہ طور پر ظاہر کی گئی ہیں۔

آڈیٹرز

آڈیٹرز میسرز KPMG تاثیر ہادی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس ریٹائر ہوئے ہیں۔ اور سال 2025-26 میں دوبارہ تعیناتی کے لئے خود کو پیش کرتے ہیں۔ بورڈ آڈٹ کمیٹی نے سال 2025-26 کے لئے کمپنی کے آڈیٹرز کے طور پر KPMG تاثیر ہادی اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کی تعیناتی کے لئے سفارش کی ہے۔ اس کے ساتھ بورڈ نے آنے والے سالانہ اجلاس عام میں شراکتی حصہ داروں کے لئے اس کی سفارش کی ہے۔

صنعتی جائزہ اور مستقبل کا منظر نامہ

پاکستان میں ریٹیل دواسازی کی صنعت کی مالیت 1 ٹریلین روپے سے زائد ہے اور سال کے دوران اس میں تقریباً 19% اضافہ ریکارڈ کیا گیا، جو بنیادی طور پر قیمتوں میں اضافے اور فروخت کی مقدار میں معمولی بڑھوتری کی وجہ سے ہے۔ پاکستان آبادی کے لحاظ سے دنیا کا پانچواں بڑا ملک ہے اور ہیلتھ ٹوجی ڈی پی تناسب کے اعتبار سے کم ترین ممالک میں شمار ہوتا ہے، جس کے باعث مریضوں کی نامکمل ضروریات کو پورا کرنے کے بے شمار مواقع موجود ہیں، بالخصوص میڈیبولک اور متعلقہ معالجاتی شعبوں میں۔

ان مواقع سے فائدہ اٹھانے اور اپنے براؤن فیلڈ توسیعی منصوبے کو جزوی طور پر فنڈ کرنے کے لیے کمپنی نے سال کے دوران کامیابی کے ساتھ ابتدائی عوامی اجراء (IPO) کیا۔

اس سے حاصل ہونے والی رقم بنیادی طور پر پلانٹ اور مشینری کی خریداری، برآمدات سے متعلقہ Certifications کے حصول، نئی مصنوعات کی تیاری اور ورکنگ کیپٹل کی ضروریات کو پورا کرنے کے لیے استعمال کی گئی۔

IPO کے بعد کمپنی نے کئی نئی مصنوعات متعارف کروائیں، جن میں اہم جنیرکس جیسے، Human Insulin، Semaglutide، Azithromycin، Heparin Sodium اور Tramadol، Ondansetron، Ketorolac Tromethamine، Ferric Carboxymaltose شامل ہیں۔

® Ferulin (Human Insulin) اور ® Sematide (Semaglutide) پاکستان کی پہلی مقامی طور پر تیار کردہ (GLP-1)

کی لائچ کمپنی کے اس عزم کو اجاگر کرتی ہے کہ وہ ذیابیطس اور موٹاپے کی بڑھتی ہوئی شرح پر قابو پانے میں مؤثر کردار ادا کرے گی۔ چونکہ ذیابیطس کے مریضوں کی تعداد کے لحاظ سے پاکستان دنیا میں تیسرے نمبر پر ہے، اس لیے یہ مصنوعات مریضوں کے علاج کے نتائج بہتر بنانے اور علاج میں موجود نمایاں خلا کو پُر کرنے میں اہم کردار ادا کریں گی۔ اسی طرح، ® Ferium (Ferric Carboxymaltose) اور ® Heparin (Heparin Sodium) کی لائچ کمپنی کو آئرن کی کمی کے علاج اور anticoagulant کی بڑھتی ہوئی طلب کو پورا کرنے کے قابل بنائے گی، بالخصوص امراض نسوان، گردوں اور امراض قلب کے شعبوں میں۔

خطرات سے بچاؤ

بورڈ آف ڈائریکٹرز نے کمپنی کو درپیش اہم خطرات کا جامع جائزہ لیا ہے، بشمول بزنس ماڈل، مستقبل کی کارکردگی اور کاروباری صلاحیت یا سرمائے کے اضافے کے لئے خطرات۔ ہماری خطرات کے بندوبست کی حکمت عملی بنیادی طور پر خطرات کے مقامات کی سمجھ بوجھ، تعین، تجزیہ اور ترجیحی بنیادوں پر نمٹنے پر مشتمل ہے۔ ان خطرات میں کمی لانے کے لئے مختلف حکمت عملیوں کی تشکیل دی گئی ہے۔ اور انہیں اختیار کیا گیا ہے۔ کمپنی کو درپیش بنیادی خطرات میں سے کچھ مندرجہ ذیل ہیں۔

• اقتصادی اور سیاسی خطرات

ہمارے ملک میں ہر دم تبدیل ہوتی اقتصادی اور سیاسی صورتحال نے ہماری کمپنی کو بھی اس خطرے سے دوچار کیا ہے۔ اس سے نمٹنے کے لئے انتظامیہ مارکیٹ کی اقتصادی صورتحال اور سیاسی فضا کا بغور مشاہدہ کرتی ہے۔ اور غیر موافق صورتوں سے نمٹنے کے لئے انتظامیہ کی سطح پر مناسب عمل اور حکمت عملیوں پر بات چیت کی جاتی ہے۔

• زیر مبادلہ کے خطرات

پاکستانی روپے کی قدر میں کمی براہ راست مصنوعات کی لاگت کو متاثر کرتی ہے کیونکہ خام مال کی اکثریت درآمد کی جاتی ہے۔ مزید برآں، ڈریپ کی قیمتوں پر کنٹرول/ضوابط کے باعث ان اضافی لاگتوں کو براہ راست صارفین تک منتقل کرنا ممکن نہیں ہوتا۔

• مسابقت کے خطرات

مارکیٹ میں غیر قانونی اور غیر معیاری مصنوعات پر کنٹرول ریگولیٹری کنٹرول کی وجہ سے پاکستان میں ادویات سازی کی صنعت کو غیر صحت مند مقابلے کے خطرات درپیش ہیں۔ ان خطرات سے نمٹنے کے لئے آپ کی کمپنی پاکستان فارماسیوٹیکل مینوفیکچررز ایسوسی ایشن کے دیگر ممبران کے ساتھ مل کر بہتر حکومتی ریگولیشنز اور پالیسیوں کے لئے مسلسل قانون سازی کر رہی ہے۔

• سپلائی چین کے خطرات

کمپنی کے دن بدن کی عملی سرگرمیوں میں سپلائی چین کا عمل اہم کردار ادا کرتا ہے۔ ہم مضبوط پیداواری منصوبہ بندی اور اسے فروخت کی پیش گوئی اور واجب التکمیل نظاموں سے مربوط کر کے خطرات سے نمٹ رہے ہیں۔

• انفارمیشن ٹیکنالوجی کے خطرات

کمپنی اپنی مستقبل کی ضروریات کو مد نظر رکھتے ہوئے اپنی IT کے انفراسٹرکچر میں سرمایہ کاری جاری رکھتی ہے۔

• مالیاتی خطرات

یہ وہ خطرات ہیں جو براہ راست کمپنی کی مالیاتی بقا سے تعلق رکھتے ہیں۔ ان کی وضاحت مالیاتی دستاویزات کے نوٹس میں دی گئی ہے۔

پائیداری، رسک مینجمنٹ، اور تنوع کے اقدامات

انتظامیہ کے ان پٹ کی بنیاد پر، بورڈ نے کمپنی کی آپریشنز پر اثر انداز ہونے والے ممکنہ پائیداری سے متعلق تمام خطرات کا جائزہ لیا ہے۔ بائیو لو جیکل ویسٹ کے اخراج کے علاوہ کوئی نمایاں خطرات شناخت نہیں کیے گئے۔ اس مقصد کے لیے تفصیلی اسٹینڈرڈ آپریٹنگ پروسیجر موجود ہے اور ویسٹ واٹر کے نمونے باقاعدگی سے ای پی اے سے منظور شدہ لیبارٹریز میں ٹیسٹ کیے جاتے ہیں۔

کمپنی متنوع، مساوی اور شمولیتی کام کی جگہ کے فروغ کو انتہائی اہمیت دیتی ہے۔ بورڈ اور انتظامیہ کی ٹیمیں تمام ملازمین کے لیے مساوی مواقع کو برقرار رکھنے کے لیے پرعزم ہیں۔ ہمیں فخر ہے کہ بورڈ آف ڈائریکٹرز اور انتظامیہ کی ٹیموں میں خواتین کی نمایاں نمائندگی ہے۔

قومی خزانے میں حصہ

موجودہ مالی سال کے دوران پیدا کی گئی کل دولت میں سے، کمپنی نے مختلف محصولات کی مدد میں تقریباً 419 ملین روپے قومی خزانے میں جمع کروائے، جن میں انکم ٹیکس، سیلز ٹیکس، کسٹم ڈیوٹیز، سنٹرل ریسرچ فنڈ اور دیگر قانونی محصولات شامل ہیں۔

پیسے کی وصولی اور ادائیگی کا انتظام

کمپنی کے سرمائے کے بہاؤ کے بندوبست کا نظام باقاعدہ بنیادوں پر سرمائے کی آمدورفت کرتا ہے اور روزانہ کی بنیاد پر سرمائے کی پوزیشن کی نگرانی کرتا ہے۔

متعلقہ پارٹی کے ساتھ کاروباری امور کی انجام دہی

30 جون 2025 کو ختم ہونے والے سال کے دوران، متعلقہ پارٹیوں کے ساتھ کاروباری امور کو آڈٹ کمیٹی اور بورڈ کی منظوری اور جائزے کے لئے رکھا گیا۔ سال کے دوران ہونے والے اجلاس میں بورڈ نے ان کاروباری امور کی منظوری دی۔ متعلقہ پارٹی کے کاروباری امور کی تفصیل دستاویزات کے نوٹ 38 میں دی گئی ہے۔

بورڈ آف ڈائریکٹرز اور بورڈ کمیٹیوں کی تشکیل اور میٹنگز

بورڈ آف ڈائریکٹرز کی ساخت، کمیٹیاں اور منعقد ہونے والے اجلاس، کی تفصیلات کے ساتھ جو مالیاتی سال 2024-25 کے دوران کسی بھی وقت کمپنی کے ڈائریکٹرز رہنے والے افراد کی تفصیل ساتھ لف کردی گئی ہے۔

حصص داری کی ترتیب

30 جون 2025 ہر حصص داری کی ترتیب ساتھ لف ہے۔ کمپنی کے تمام حصص کی تجارتیں، اگر کوئی ڈائریکٹرز، CEO، CFO، کمپنی سیکریٹری، ایگزیکٹوز یا ان کی شریک حیات یا نابالغ بچوں نے کی ہیں وہ بھی لف ہے۔

کمپنی کی سماجی ذمہ داری

ہماری کاروباری حکمت عملی اور برتری کے نظام کے عین مطابق ہم ماحولیاتی تحفظ اور کمیونٹی کی صحت اور تعلیمی کاوشوں میں سرمایہ کاری کے لئے پرعزم ہیں۔ زیر جائزہ سال کے دوران، کمپنی نے تعلیم پر مبنی اقدامات کی معاونت کے لیے نیشنل مینجمنٹ فاؤنڈیشن کے ساتھ تعاون کیا۔

کوڈ آف کارپوریٹ گورننس کی تعمیل کا اعلامیہ

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کی شرائط پر ہماری کمپنی پوری طرح عمل پیرا ہے۔ اور اس تعمیل کا اعلامیہ اور آڈیٹرز رپورٹ ہماری سالانہ رپورٹ میں شامل ہیں۔

کارپوریٹ اور مالیاتی رپورٹنگ کے فریم ورک کی تعمیل کا اعلامیہ:

- آپ کی کمپنی کا بورڈ آف ڈائریکٹرز اچھے اجتماعی شراکت داری کے بندوبست کی عملداری کے لئے پرعزم ہے۔ کمپنی کی انتظامیہ اجتماعی شراکت داری کی رہنمائی کے ضابطے میں درج بہترین حکمت عملی کے تقاضوں کی تعمیل کرتی ہے۔
- کمپنی کی انتظامیہ کی تیار کردہ مالیاتی دستاویزات اپنے معاملات، عملیات کے نتائج، رقوم کی گردش اور ملکیتی منافع میں تبدیلیوں کو درست اور جائزہ طور پر پیش کرتی ہیں۔
- کمپنی کے مناسب انداز میں کھاتے برقرار رکھے گئے ہیں۔
- مالیاتی دستاویزات کی تیاری کے لئے اکاؤنٹنگ کی مناسب پالیسیوں کی عملداری کی گئی ہے۔ اکاؤنٹنگ کے تخمینے معقول اور محتاط فیصلوں پر مبنی ہیں۔
- مالیاتی دستاویزات کی تیاری میں پاکستان میں قابل اطلاق بین الاقوامی مالیاتی رپورٹنگ کے معیارات کے مطابق تیاری کی گئی ہیں اور اس سے کسی بھی قسم کے انحراف کو ظاہر کیا گیا ہے۔ اور اسکی وضاحت دی گئی ہے۔
- اندرونی کنٹرول کے نظام اپنے منصوبے میں بہترین ہیں۔ انتظامیہ نے ان کا موثر اطلاق کیا ہے اور اندرونی آڈیٹرز، بورڈ آف ڈائریکٹرز اور آڈٹ کمیٹی نے ان کی نگرانی کی ہے۔ بورڈ آڈٹ کمیٹی کے ذریعے قائم کئے گئے اندرونی کنٹرول کے موثر پن کا جائزہ لیتا ہے۔ اور بوقت ضرورت اندرونی کنٹرول کے نظام میں بہتری کے لئے تجویز بھی دیتا ہے۔
- نظام کی صورتحال کو جاری رکھنے کے لئے کمپنی کی قابلیت کے بارے میں کسی قسم کے شکوک و شبہات نہیں ہیں۔
- لسٹ شدہ ریگولیشنز میں تفصیل سے بتائی گئی اجتماعی شراکت داری کی رہنمائی کی بہترین حکمت عملیوں سے کسی قسم کا کوئی انحراف موجود نہیں ہے۔
- گزشتہ سال کے عملیاتی نتائج سے اہم انحراف سالانہ رپورٹ میں تفصیل اور وجوہات کے ساتھ بتا دیئے گئے ہیں۔
- کمپنی مستقبل میں کہیں اجتماعی شراکت داری کی تشکیل نو یا اپنے جاری کاموں کو منقطع یا موقوف کرنا باور نہیں کرتی۔
- 30 جون 2025 تک قابل ادا معمول کے تمام بڑے حکومتی محصولات سال کے خاتمے پر ادا کر دیئے گئے ہیں۔
- 30 جون 2024 تک تازہ ترین آڈٹ شدہ اکاؤنٹس کی بنیاد پر ملازمین کے پراویڈنٹ فنڈ کی سرمایہ کاری کی قیمت 1,341 ملین روپے ہے۔

کمپنی کا مجموعی منافع مارجن 39% رہا جو کہ گزشتہ سال کے 42% کے مقابلے میں کم ہے۔ اس کمی کی بنیادی وجہ فیکٹری کے اوور ہیڈز خصوصاً (Depreciation) میں اضافہ ہے، جو کہ زیر جائزہ سال کے دوران لائن II کے آغاز کے باعث سامنے آیا۔

ٹاپ لائن میں ہونے والے اضافے کو سہارا دینے کے لیے سیلنگ اور ڈسٹری بیوشن اخراجات میں 102% اضافہ ہوا۔ اس اضافے کی بنیادی وجہ فیلڈ فورس میں توسیع اور زیر جائزہ سال کے دوران مارکیٹنگ کی سرگرمیاں ہیں۔ اسی طرح انتظامی اخراجات میں بھی 20 ملین روپے کا اضافہ ہوا، جو بنیادی طور پر تنخواہوں اور مہنگائی کے اثرات کی وجہ سے ہے۔

کمپنی کا منافع بعد از ٹیکس 447 ملین روپے رہا، جو کہ گزشتہ سال کے 385 ملین روپے کے مقابلے میں 16% کا اضافہ ظاہر کرتا ہے۔ جبکہ فی حصص آمدن (EPS) برائے سال ختم شدہ 30 جون 2025، 5.52 روپے فی حصص رہی، جو گزشتہ سال 6.09 روپے فی حصص تھی۔ (EPS) میں یہ کمی بنیادی طور پر IPO کے بعد حصص کی اوسط تعداد میں اضافے کی وجہ سے ہے، جو کہ 30 جون 2025 کو 80.9 ملین حصص تھے جبکہ گزشتہ سال یہ تعداد 63.3 ملین حصص تھی۔

کلیدی عملی اور مالیاتی اعداد و شمار

گزشتہ 6 سالوں کے لئے مالیاتی تفصیلات کے کلیدی عملی اور مالیاتی اعداد و شمار کا خلاصہ ضم کیا گیا ہے۔

سرمایہ کاری کے اخراجات

سال کے دوران، کمپنی نے کامیابی کے ساتھ اپنا بڑا توسیعی منصوبہ (یعنی لائن II) مکمل کیا۔ مزید برآں، کمپنی اضافی پلانٹ اور مشینری کے حصول کے لیے منظور شدہ سنگ میل کے مطابق پیش رفت کر رہی ہے، جس کا مقصد پیداوار کی صلاحیت اور استعداد کو بڑھانا ہے۔ ان کے لیے درکار فنڈنگ کمپنی کے ابتدائی عوامی اجراء (IPO) کے ذریعے پہلے ہی حاصل کی جا چکی ہے۔

سال کے اختتام کے بعد ہونے والے واقعات

مالیاتی پوزیشن کی تفصیلات کی تاریخ اور اس رپورٹ کی تاریخ تک کمپنی کی مالیاتی پوزیشن میں تبدیلی لانے والے کسی قسم کے واقعات رونما نہیں ہوئے۔

فی حصص آمدن

بعد از ٹیکس منافع اور بقایا اوسط حصص کی بنیاد پر، کمپنی نے 30 جون 2025 کو ختم ہونے والے سال کے لیے فی حصص آمدن (EPS) 5.52 روپے رپورٹ کی ہے۔ پچھلے سال فی حصص آمدن (EPS) 6.09 روپے تھی۔

ڈویڈنڈ کا اعلان

کمپنی اس وقت ترقی کے مرحلے میں ہے اور طویل المدتی کاروباری استحکام کو یقینی بنانے کے لیے کیش فلو کی ضرورت ہے۔ اسی وجہ سے بورڈ آف ڈائریکٹرز نے 30 جون 2025 کو ختم ہونے والے سال کے لیے کوئی کیش ڈویڈنڈ ادا نہ کرنے کا فیصلہ کیا ہے۔

شراکت داروں کے لئے ڈائریکٹر رپورٹ

(30 جون 2025 کو سال کے خاتمے پر)

ہمیں یہ خوشی ہے کہ ہم بی ایف بایوسائنسز لمیٹڈ ("کمپنی" یا "بی ایف بایو") کے سالانہ آڈٹ شدہ مالیاتی گوشوارے پیش کر رہے ہیں، جو 30 جون 2025 کو ختم ہونے والے سال سے متعلق ہیں۔

یہ مالیاتی گوشوارے اور ڈائریکٹرز رپورٹ کو پاکستان میں منظور شدہ قابل اطلاق اکاؤنٹنگ کے معیارات کے ساتھ ساتھ کمپنیز ایکٹ 2017 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے عین مطابق تیار کیا گیا ہے۔

کمپنی کے مالی نتائج کی نمایاں خصوصیات

اس سال کے مالیاتی نتائج کا خلاصہ اور پچھلے سال سے موازنہ نیچے دیا گیا ہے۔

2024	2025	
(روپے ہزاروں میں)		
3,658,721	5,837,466	خالص آمدنی
1,532,507	2,287,831	مجموعی منافع
581,879	723,738	منافع قبل از ٹیکس
385,413	447,147	منافع بعد از ٹیکس
6.09	5.52	فی حصص آمدنی (روپے)

مالیاتی اور عملی کارکردگی کا جائزہ:

کمپنی کی خالص فروخت 5,837 ملین روپے رہی جو کہ گزشتہ سال کی 3,659 ملین روپے کی فروخت کے مقابلے میں 60% زیادہ ہے۔ مارکیٹ میں جنیریک مصنوعات کی فروخت میں 50% اضافہ ہوا، جبکہ ادارہ جاتی فروخت میں 127% کا نمایاں اضافہ دیکھنے میں آیا۔ فروخت میں یہ اضافہ بنیادی طور پر موجودہ اور نئی مصنوعات کے حجم میں اضافے کی عکاسی کرتا ہے، جولائن II کے تجارتی آپریشنز کے آغاز کے بعد ممکن ہوا۔

DIRECTORS' REPORT

(URDU)

FORM OF **PROXY**



BF BIOSCIENCES LIMITED
FORM OF PROXY
20th Annual General Meeting

I/We _____ of _____
being a member of BF Biosciences Limited and holder of _____
Ordinary Shares as per Share Register Folio/CDC Account No. _____
hereby appoint Mr./Mrs. _____ Folio/CDC Account No. _____
of _____ CNIC No. or Passport No. _____ or failing
him/her Mr./Mrs. _____ Folio/CDC Account No. _____ of
_____ CNIC No. or Passport No. who is also a member of the
Company as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the
20th Annual General Meeting of the Company to be held on Saturday, 25 October 2025 at
12.15 p.m. or at any adjournment thereof.

**Five Rupees
Revenue Stamp**

Signature of Shareholder

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

Signed this _____ day of _____ 2025

Signature of Proxy _____

1. Witness:

Signature: _____

Name: _____

Address: _____

CNIC No. _____

or Passport No. _____

2. Witness:

Signature: _____

Name: _____

Address: _____

CNIC No. _____

or Passport No. _____

Note: Proxies, in order to be effective, the instrument of proxy and the power of attorney or any other authority, under which it is signed, must be shared through e-mail on cs@bfbio.com not less than 48 hours before the time of AGM.

CDC Shareholders and their Proxies are each requested to attach an attested photocopy of their CNIC or Passport with the proxy form before email to the Company.

CUT HERE

بی ایف بائیو سائنسز لمیٹڈ

نمائندگی کا فارم (پراکسی فارم)

20 واں سالانہ اجلاس عام

میں / ہم _____ کا / کی _____ بحیثیت رکن بی ایف بائیو سائنسز لمیٹڈ اور بذریعہ حصص رجسٹر کے فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر _____ حامل _____ عام حصص، کمپنی کے ایک دوسرے رکن _____ کا / کی _____ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر _____ شناختی کارڈ نمبر _____ یا پاسپورٹ نمبر _____، یا بصورت دیگر کمپنی کے اور رکن _____ کا / کی _____ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر _____ شناختی کارڈ نمبر _____ یا پاسپورٹ نمبر _____، کو میری / ہماری غیر حاضری میں کمپنی کے 20 ویں سالانہ اجلاس عام میں، جو بتاریخ 25 اکتوبر 2025، دوپہر 12:15 بجے منعقد ہو رہا ہے، یا کسی بھی ملتوی شدہ اجلاس میں حاضری، اظہار خیال اور حق رائے دہی کے استعمال کیلئے اپنا نمائندہ (پراکسی) مقرر کرتا ہوں / کرتے ہیں۔

حصص دار کے دستخط

(دستخط کمپنی میں رجسٹرڈ نمونے سے مطابقت رکھتے ہوئے چاہئے)

پانچ روپے کی ریونیو سٹامپ

نمائندہ کے دستخط: _____

بتاریخ _____ مہینہ _____ 2025

2. گواہ

دستخط:

نام:

پتہ:

شناختی کارڈ نمبر:

1. گواہ

دستخط:

نام:

پتہ:

شناختی کارڈ نمبر:

نوٹ:

نمائندگی فارم (پراکسی فارم)، اور مختار نامہ یا دیگر دستاویز جس کے تحت اس پر دستخط کئے گئے ہوں، ای میل ایڈریس cs@bfbio.com پر سالانہ اجلاس عام کے وقت سے کم از کم 48 گھنٹے پہلے ای میل کے ذریعے بھجوا دیں، بصورت دیگر یہ فارم موثر تصور نہیں کیا جائے گا۔

سی ڈی سی حصص یافتگان اور انکے نمائندوں (پراکسی) سے درخواست ہے کہ نمائندگی فارم (پراکسی فارم) کمپنی کو ای میل کرنے سے پہلے اس کے ساتھ اپنے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ فوٹوکاپی لف کریں۔

