



**AMRELI
STEELS**

**A RAY OF
HOPE**

Annual Report 2025





A RAY OF HOPE

2025 was envisioned as the year of economic revival and stability. Yet the deep scars of the preceding two years continued to weigh heavily on industries, including our own. The last 3 years were among the toughest years in Amreli Steels' history, testing our strength and resolve like never before. Through this painful period of transition, we made difficult choices and took unprecedented actions to secure the company's future. It took immense resilience, unshakeable determination, and extraordinary belief in our SOLID mission to carry us through.

Today, we see a ray of hope shining ahead. With the darkest days behind us, we are confident that, if stability endures, Amreli Steels will rise once more to its true strength and glory.

TABLE OF CONTENTS

Corporate Information

Vision and Mission	09
Core Values	10
Company Profile	11
Company Information	13
Product Portfolio	15
Geographical Presence	16
Management Objectives	18
Organizational Structure	19
Board of Directors' Profile	21
Composition of the Board & Representation of Female Directors	23
Committees to the Board of Directors	24
Management Committees	26
Sustainability and Guiding Principles	27
Gender Pay Gap Statement	27
Health, Safety and Environment Policy	28
Business Continuity Plan	28
Human Resource	29

Information For Shareholders

Notice of the 41 st Annual General Meeting	33
Notice of the 41 st Annual General Meeting - Urdu	46
Investors' Grievances Policy	47
Issues raised in last AGM & Decisions taken	47
Stakeholders' Engagement Process	48
Encouraging Minority Shareholders to Attend General Meetings	48
Summary of Corporate Briefing Session held during the year	49
Major Events During the Financial Year	49
Pattern of Shareholding with Additional Information	50
Pattern of Shareholding	51

Corporate Governance

Corporate Governance, Risk Management and Compliance	55
Corporate Calendar	56
Risk Management & Governance	57
Risk Management Process	58
Internal Control Framework	59
Review Report on the Statement of Compliance Contained in Listed Companies (Code of Corporate Governance) Regulations, 2019	60
Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019	61
Role of Chairman of the Board	63
Role of CEO	63
Chairman's Review	64
Chairman's Review (Urdu)	65
CEO's Message	66
Directors' Report to the Members	67
Directors' Report to the Members (Urdu)	90
Audit Committee Report	91
Code of Conduct	93
Whistleblowing Policy	95
Policy Framework for Determining Remuneration of Directors	95
Policy for Related Party Transactions	95
Statement on Mechanism of Board's Performance and Delegation of Authority to Management by Board	96
Annual Performance Evaluation of the Board, its Committees, Members and the CEO	96
How the Organization Implemented Governance Practices Exceeding Legal Requirements	97
Presence of the Chairman of Board's Audit Committee at the AGM	97
Statement on the Management's and Board of Directors' Responsibility towards the Preparation and Presentation of the Financial Statements	97
Corporate Governance and Financial Reporting Framework	98

Financial Highlights

Six Years at a Glance	101
Vertical & Horizontal Analysis	102
Ratio Analysis	106
Comment on Ratio Analysis	107
Graphical Presentation	109
Statement of Value Addition & Wealth Distribution	111
Quarterly Analysis	112
Analysis of Variation in Interim Results Reported with Annual Results	114
DuPont Analysis	116
Cash Flow Statement - Direct Method	117

Financial Statements

Independent Auditors' Report	121
Statement of Financial Position	125
Statement of Profit or Loss	126
Statement of Comprehensive Income	127
Statement of Changes in Equity	128
Statement of Cash Flows	129
Notes to the Financial Statements	130

Other Information

Investors' Education - Jama Punji	
E-Dividend Mandate Form	
Proxy Form	
Proxy Form (Urdu)	
Dividend Claim Form	
Standard Request Form for Annual Audited Accounts and Notice of AGM	



CORPORATE INFORMATION

BREAK OF DAWN



BRINGS THE FIRST LIGHT



VISION

Committed to strengthen the economy and society

MISSION

- Be the brand of choice for all stakeholders
- Empower people
- Transform steel production by applying lean practices and attaining unparalleled efficiency
- Enhance our potential to export engineering products
- Attain the highest standards of quality, health, safety and environment
- Ensure sustainability through sound financial practices and operational excellence



CORE VALUES

RESPECT

- We treat others the way we want to be treated
- Give Respect - Regardless
- We value diversity and believe in equality
- We value differences of opinions
- We respect the environment

INTEGRITY

- We deliver what we promise
- We uphold the highest standards of ethics and honor
- We act transparently
- We do the right thing
- We speak up when our values are compromised

DYNAMISM

- We stay ahead of the curve
- We change the game

- We are innovative and aggressive
- We are decisive and take calculated risks
- We are agile and move fast

EXCELLENCE

- We give our best everyday
- We strive to excel in every aspect of our business
- We operate outside our comfort zone
- We adapt to best practices
- We believe in continuous improvement

RESILIENCE

- We never give up
- We stand tall in adversity
- We embrace challenges
- We view failures and mistakes as learning opportunities
- We will win - if not immediately, then definitely

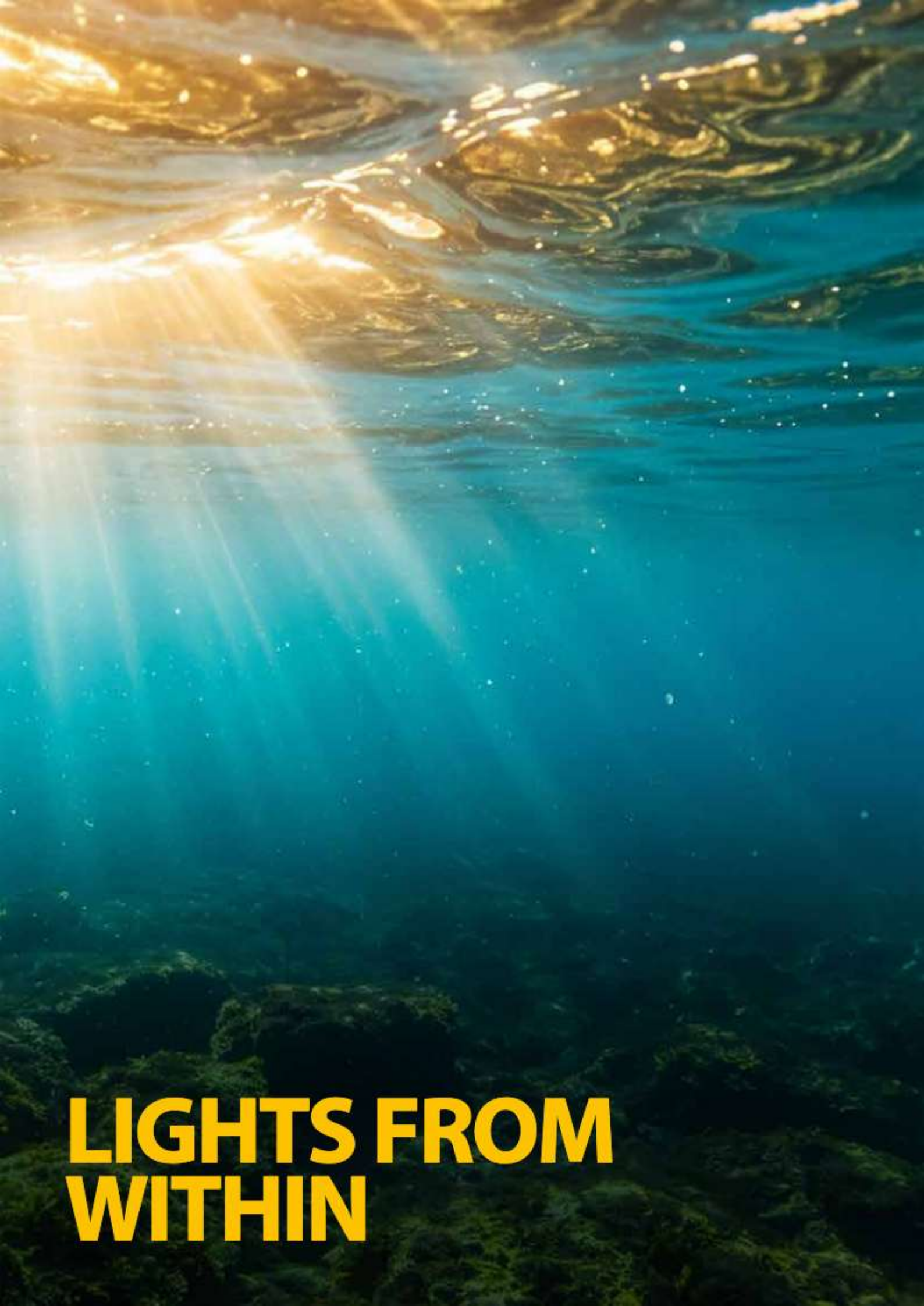


COMPANY PROFILE

Amreli Steels Limited (the Company) was incorporated in 1984 as a private limited Company and converted into a public unquoted Company in 2009. The Company enlisted on Pakistan Stock Exchange in December 2015 and is mainly engaged in manufacturing and sale of steel rebars and billets.

The Company is one of the largest manufacturers of steel reinforcement bars in Pakistan. The two re-rolling plants situated at S.I.T.E. Karachi and Dhabeji are using one of the most modern hot re-rolling technologies in the industry with a nameplate capacity of 180,000 metric tons and 425,000 metric tons of rebars per annum respectively.

Company's Steel Melt Shop plant in Dhabeji, Sindh is the largest billet manufacturing facility in Pakistan boasting a nameplate capacity of 600,000 metric tons per year. This facility aims to bridge the supply-demand gap of Pakistan's steel industry.



LIGHTS FROM WITHIN

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Abbas Akberali
Chairman, Non Executive Director

Mr. Shayan Akberali
Chief Executive Officer

Syed Asghar Jamil Rizvi
Independent Director

Mr. Sohail Feroz Shamsi
Independent Director

Mr. Zoeb Salemwala
Non-Executive Director

Mr. Hadi Abbas Akberali
Executive Director & Chief Operating Officer (Strategy)

Ms. Mariam Akberali
Non-Executive Director

AUDIT COMMITTEE

Syed Asghar Jamil Rizvi
Chairman

Mr. Sohail Feroz Shamsi
Member

Mr. Zoeb Salemwala
Member

HUMAN RESOURCE & REMUNERATION COMMITTEE

Mr. Sohail Feroz Shamsi
Chairman

Syed Asghar Jamil Rizvi
Member

Mr. Shayan Akberali
Member

BANKERS

Al Baraka Bank Pakistan Limited

Askari Bank Limited

Allied Bank Limited

Bank Al Habib Limited

Bank Alfalah Limited

Bank Islami Pakistan Limited

Bank of Khyber

Dubai Islamic Bank Pakistan Limited

Faysal Bank Limited

Habib Bank Limited

Habib Metropolitan Bank Limited

JS Bank Limited

MCB Bank Limited

MCB Islamic Bank Limited

Meezan Bank Limited

National Bank Limited

Samba Bank Limited

Silk Bank Limited

Sindh Bank Limited

Soneri Bank Limited

Bank Makramah Limited (Formerly Summit Bank Limited)

Standard Chartered Bank Pakistan Limited

The Bank of Punjab

United Bank Limited

Mr. Fazal Ahmed
Chief Operating Officer (Operations)

Mr. Taha Umer
Chief Financial Officer

Mr. Adnan Abdul Ghaffar
Company Secretary & Legal Head

EXTERNAL AUDITORS

*BDO Ebrahim & Co. Chartered Accountants
Lakson Square Building No. 1,
Sarwar Shaheed Road, Karachi, Pakistan*

SHARES REGISTRAR

*THK Associates (Pvt) Limited
Plot No. 32-C, Jami Commercial
Street-2, D.H.A., Phase-VII, Karachi-75500
UAN No: (021) 111-000-322
Email: sfc@thk.com.pk*

LEGAL ADVISOR

*Lex Firma
Advocates, Barristers & Legal Consultants
418, Continental Trade Centre
Clifton, Karachi*

CORPORATE ADVISOR

*Moore Shekha Mufti
C-253, P.E.C.H.S, Block -6
Off Shahrah-e-Faisal, Karachi
Tel: 021 -34374811-15*

REGISTERED OFFICE

*A-18, S.I.T.E, Karachi, Pakistan
UAN: 021-111-(AMRELI) 267354
Email: investor-relations@amrelisteels.com*

SITE ROLLING MILL (SRM)

D-89, Shershah Road, Karachi, Pakistan

STEEL MELT SHOP (SMS) & DHABEJI ROLLING MILL (DRM)

*Industrial Land, Deh Ghara, Tapo Ghara, Taluka Mirpur Sakro
(Distt: Thatta), Sindh, Pakistan*

SYMBOL AT PAKISTAN STOCK EXCHANGE LIMITED

ASTL

WEBSITE INFORMATION

www.amrelisteels.com



**ILLUMINATES
EVERYTHING**

PRODUCT PORTFOLIO

As a pioneer in the Pakistani steel industry, Amreli Steels has led the market not only through advanced technology but also through progressive market practices. In 2018, the Company introduced the concept of branded products in the steel sector for the first time in Pakistan. This initiative was aimed at clearly differentiating our product portfolio in a consumer-relevant manner and assisting end-users, many of whom are first-time buyers, in making informed and confident purchasing decisions.

These product brands were developed under a "Branded House" strategy, with their identities closely aligned to our Corporate Brand, "Amreli Steels."

Following are the product brands of Amreli Steels along with their unique features:

1. Amreli Steels Maxima

- Based on ASTM 615 international standard
- Ideal for any type of construction – Residential, commercial, mega, infrastructure projects in selected seismic zones*
- Yield Strength 60,000 PSI (Minimum)
- Ultimate Tensile Strength 90,000 PSI
- Engineered for earthquake resistance in designated seismic zones *
- consistent quality throughout the length ensured by Uniform Gauge
- Produced in a state-of-the-art meltshop and advanced 5th generation Red Ring technology rolling mill for superior construction reinforcement

2. Amreli Steels Xtreme

- Based on BS 4449 international standard
- Ideal for Hi-rise buildings
- Yield Strength: 72,500 PSI (minimum)
- Upto 15% material saving as compared to ASTM 615, grade 60 products when designed in accordance with BS 4449
- Safely Weldable
- Engineered for earthquake resistance in designated seismic zones *
- consistent quality throughout the length ensured by Uniform Gauge
- Produced in a state of art meltshop and advanced 5th generation Red Ring technology rolling mill for superior construction reinforcement

3. Amreli Steels Ultima

- Based on ASTM 706 international standard
- Engineered for earthquake resistance in all seismic zones Yield Strength: 60,000 PSI (minimum)
- Yield Strength: 78,000 PSI (maximum)
- Ultimate Tensile Strength 80,000 PSI (minimum)
- Tensile to Yield Strength Ratio > 1.25
- Produced in a state of art meltshop and advanced 5th generation Red Ring technology rolling mill for superior construction reinforcement
- consistent quality throughout the length ensured by Uniform Gauge
- Ideal for Residential and Commercial projects, particularly in high seismic zones.

In addition to these product brands, Amreli Steels offers customized rebar solutions – unprecedented in the local market -made possible by its State-of-the-art plant equipped with 5th Generation Red Ring Technology, the first of its kind in Pakistan.

Amreli Steels can offer*

1. Rebars manufactured in compliance with any international standard**
2. Rebars with Rib patterns designed in compliance with any international standard**
3. Cut-to-length rebars available as per requirement, ranging from 6 to 16 meters in length**
4. Tensile to Yield Strength ratio of 1.25 in compliance with ASTM standards
5. 8 mm deformed rebars in Pakistan

**These customized services are offered for large volume orders only. With Lead times determined on case to case basis.*

*** Subject to minimum order quantities*

GEOGRAPHICAL PRESENCE



Head Office/ Sales Office

1. Head office – Clifton Karachi
2. Sales Office – Karsaz Karachi



Factories

1. Factory at Dhabeji – Thatta
2. Factory at SITE Karachi



Regional Offices

1. Hyderabad
2. Sukkur
3. Multan
4. Lahore
5. Islamabad



Warehouses

1. Karachi
2. Lahore
3. Islamabad



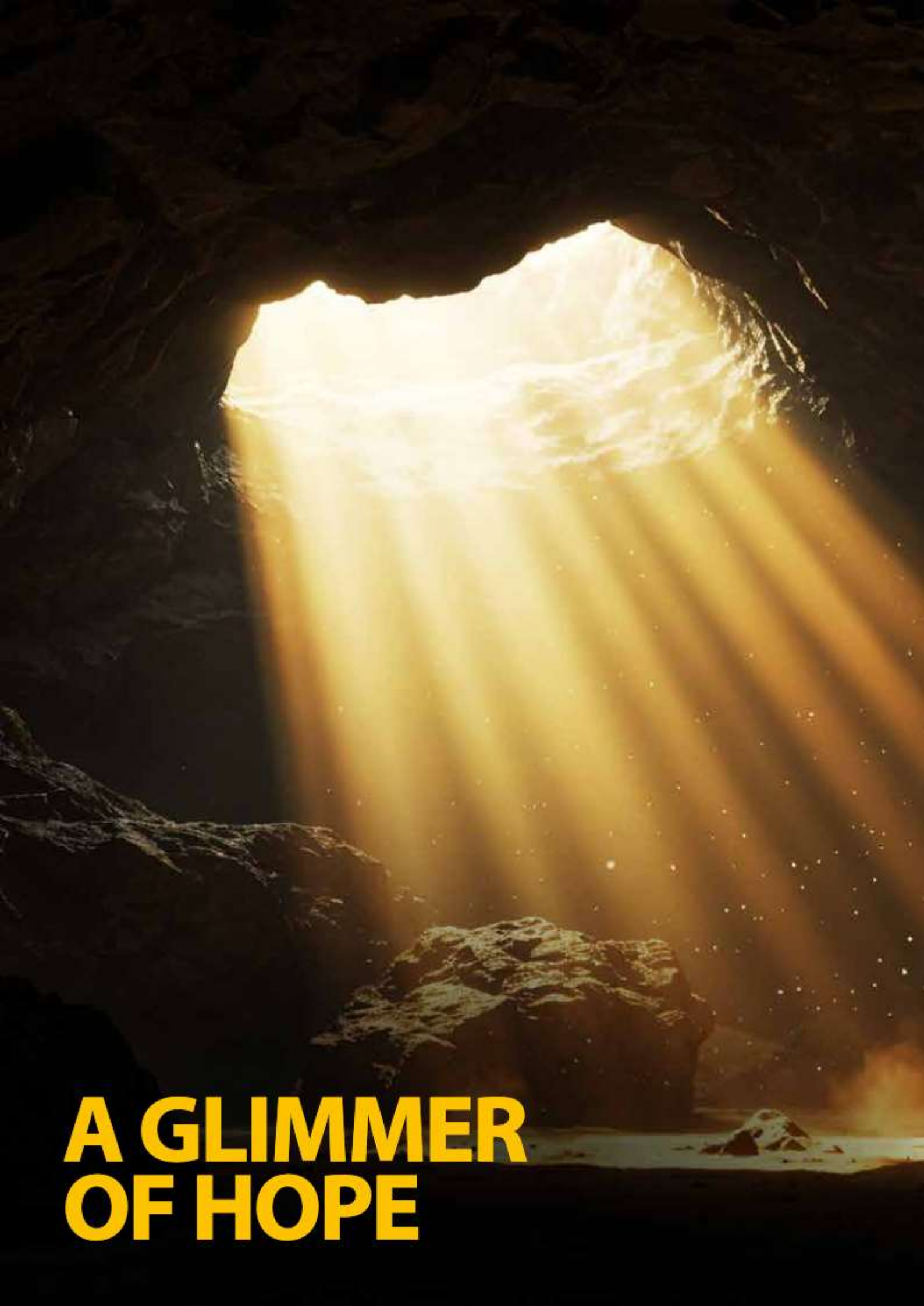
Number Of Existing Retailers /Stockists

Sindh	128
Baluchistan	02
Punjab	58
Khyber Pakhtunkhwa	12

Total 200



Retailers/Stockist Network: The company has presence throughout the Country with Regional Offices, extensive Stockist / Retailers network at all strategic locations.



**A GLIMMER
OF HOPE**

MANAGEMENT OBJECTIVES

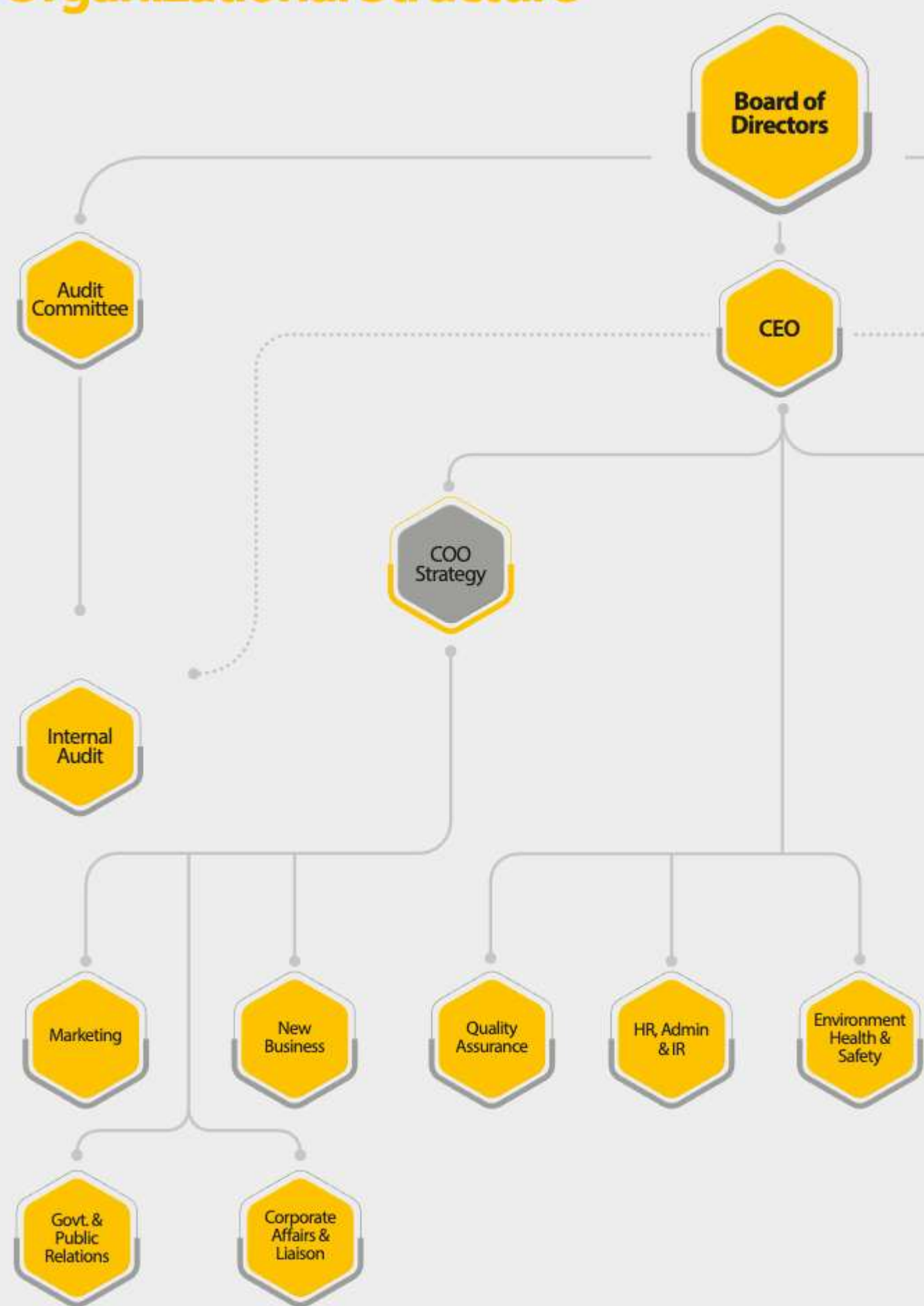
The objectives of the Company are aimed at achieving sustainable productivity, profitability, and high standards of safety, occupational health, and environmental care. This entails human resource development, value addition, the implementation of conservation measures, the up-gradation of existing facilities, and the installation of new facilities. The key objective of the Company's management is to sustain market leadership in Pakistan's steel industry and increase value for all the stakeholders. All the corporate goals are targeted towards this purpose, and the key performance indicators are defined to measure Amreli Steel's improved performance in all spheres of its operations.

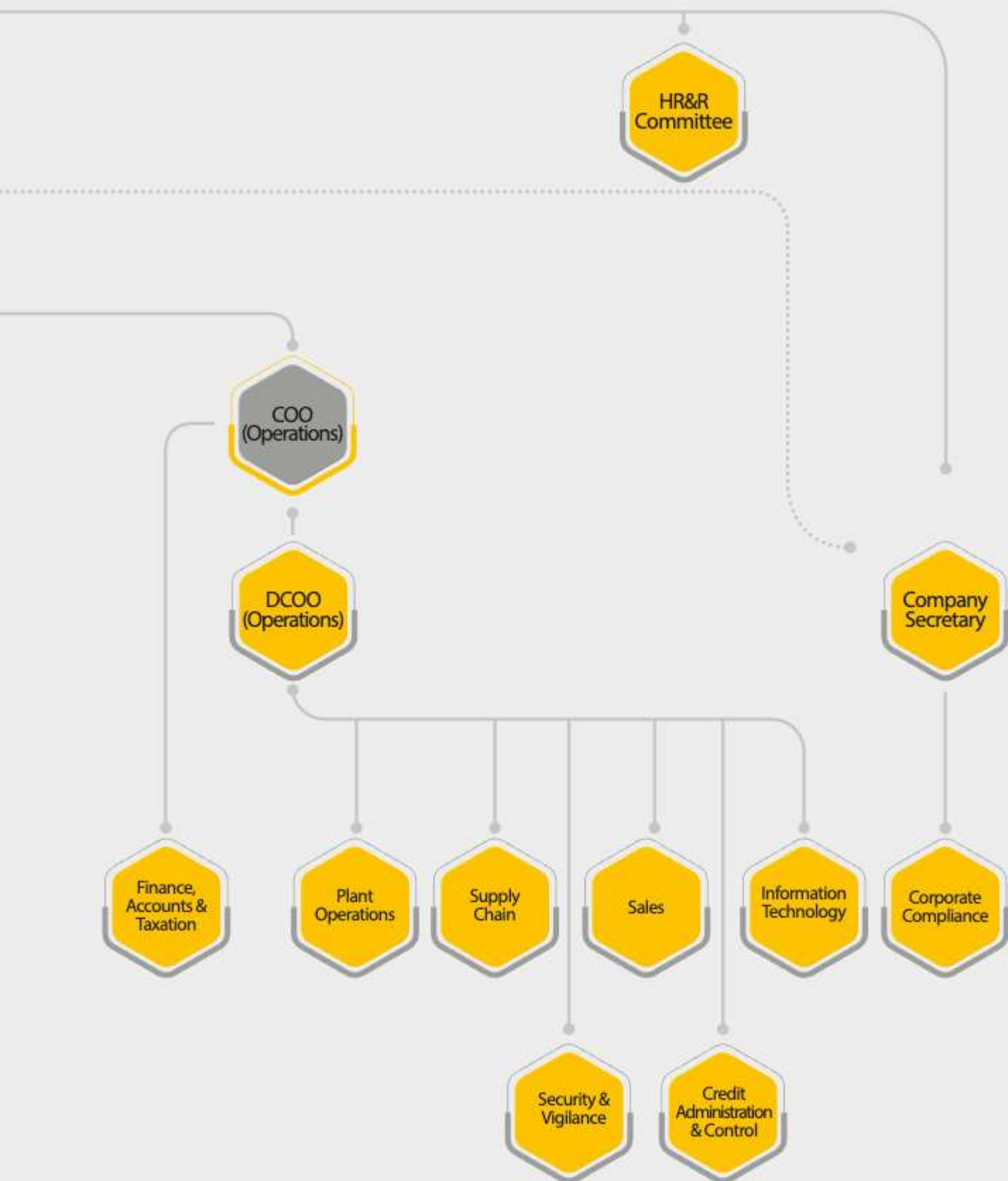
Maintaining competitive position in the core business, aligned with corporate goals, making every employee a self-assessor with defined yearly targets and transparent measuring criteria, we employ our brand name, unique organizational culture, professional excellence, and financial strength, diversifying in local and multinational environments through acquisitions and new projects, thus achieving synergy towards value creation for our stakeholders. Furthermore, the Company also refines and improves its human resource policies regularly. The Company's market leadership is a reflection of the achievement of its corporate goals through all-around strategic alignment.

Some of the most significant strategic objectives of the Company are outlined as under:

- Be the brand of choice for all stakeholders;
- Empower people;
- Attain the highest standards of quality, health, safety and environment;
- Ensure sustainability through sound financial practices and operational excellence;
- Ensure that business policies and targets are in conformity with the national goals;
- Contribute to meeting the country's demand for construction steel products
- Ensure customer satisfaction by providing best the value, quality products and unmatched services
- To function at optimal efficiency in our business operations as a way to increase productivity;
- To ensure all products meet standards of excellence guidelines;
- To develop and implement a promotional plan to drive increased business;
- To develop the leadership abilities and potential of our team.

Organizational Structure





BOARD OF DIRECTORS' PROFILE



Abbas Akberali

Chairman | Non-Executive Director

Mr. Abbas Akberali founded Amreli Steels in 1972 and since then has led the Company to see it become the largest and most well-known steel bar manufacturer in Pakistan. Mr. Akberali brings unparalleled experience with a metallurgical engineering background combined with an MBA from Columbia University, New York. He has played an influential role in driving reforms aimed towards the growth of Pakistan's steel industry. With a passion for increasing Pakistan's literacy rate, Mr. Akberali is also a founding member of the Hunar Foundation and serves on the Board of other notable non-profit organizations.



Shayan Akberali

Chief Executive Officer

Mr. Shayan Akberali joined Amreli Steels in 2002 and over the past two decades he has played an integral role in growing the Company by overseeing production enhancement, technical development, planning and expanding the sales footprint of the Amreli brand across Pakistan. As the CEO of the largest rebar producing Company in Pakistan, Mr. Akberali's focus is on operational excellence with passion for developing the HR capital of the Company. He has built a strong team of professionals across all verticals that bring functional expertise as well as leadership to steer the Company towards higher growth.



Syed Asghar Jamil Rizvi

Independent Director

Syed Asghar Jamil Rizvi is a highly accomplished professional engineer with a robust background in metallurgical engineering. His career spans over four decades, during which he has made significant contributions to the local steel industry. Mr. Rizvi's extensive experience encompasses a variety of roles, from hands-on positions on the shop floor to strategic engineering management and high-level corporate roles. Throughout his illustrious career, Mr. Rizvi has demonstrated exceptional leadership and expertise. He has held pivotal positions such as Managing Director and Chief Executive in several prominent industries.



Sohail Feroz Shamsi

Independent Director

Mr. Sohail Feroz Shamsi is a highly capable and versatile professional with extensive experience across B2B, government, recruitment, training and apprenticeships, hospitality, tourism, and international immigration sectors. Currently serving as the Director Operations at a leading recruitment agency, he oversees comprehensive operations, including management, logistical support, business sourcing, legal matters, and staff recruitment. He has also been overseeing a recruitment agency and immigration consultancy. Mr. Sohail holds an MBA from Buckinghamshire University and various certifications in immigration law, food hygiene, and teaching. Known for his collaborative approach and 'can-do' attitude, he excels in translating business requirements into tangible outcomes, inspiring teams, and adapting to changes to achieve organizational goals.



Hadi Abbas Akberali

Executive Director & Chief Operating Officer (Strategy)

Mr. Hadi Akberali brings a mix of technical, management, and leadership skills after graduating from Northwestern University, USA in Industrial Engineering and obtaining an MBA in Finance and Strategy from INSEAD, France. With over 18 years of experience in the steel industry, Mr. Hadi Akberali has been instrumental in the Company's success by spearheading the establishment of the billet manufacturing facility, implementing SAP across the organization, playing a key role in the company's IPO, and strengthening the marketing function. As Chief Operating Officer (Strategy), Mr. Hadi Akberali serves on various management committees and leads the business diversification, industry affairs, and marketing functions.



Zueb Salemwala

Non-Executive Director

Mr. Zueb Salemwala is a seasoned finance professional with over three decades of experience in financial management, audit, taxation, and strategic planning. He has a proven track record of enhancing financial performance, streamlining operations, and driving organizational growth. Mr. Salemwala serves at various levels at different organizations in the field of tax, planning, accounts and finance. Mr. Salemwala held managerial roles at various organizations. His responsibilities ranged from developing internal controls and conducting audits to overseeing strategic financial transactions. Mr. Salemwala holds professional certifications in accounts & finance. His extensive experience, strategic foresight and leadership capabilities make him an invaluable asset to any organization.



Mariam Akberali

Non-Executive Director

Ms. Mariam Akberali brings great diversity to the Board with significant experience in the food, restaurant, mental health and education sectors of Pakistan. She has earned a degree in Psychology from Franklin & Marshall College, USA and is passionate about social entrepreneurship in Pakistan.

COMPOSITION OF THE BOARD & REPRESENTATION OF FEMALE DIRECTORS

In line with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (CCG), the Company encourages representation of independent and non-executive directors, as well as gender diversity on its Board.

The current composition of the Board is as follows:

Total number of Directors:

a) Male	: 06
b) Female	: 01
Total	: 07

Composition:

a) Number of Independent Directors	: 02
b) Number Non-Executive Directors	: 03
c) Number of Executive Directors	: 02

The present Board of Director of the Company comprises of well-balanced mix of independent, non-executive and executive directors. The Chairman of the Board is a non-executive director. The positions of the Chairman and the Chief Executive are held by separate individuals with clearly defined roles and responsibilities.

The Audit Committee and Human Resource and Remuneration Committee of the Board were established as required under CCG. Both the Committees have independent directors as the Chairman of the Committees. These committees are mainly composed of independent and non-executive directors.

Female Director

The Company is committed to promoting gender diversity in the workplace and provides equal opportunities for all, based on merit and suitability. The Company's Code of Conduct and core values (Respect, Resilience, Integrity, Dynamism and Excellence) clearly inculcate these principles and are followed by everyone associated with the Company.

At Amreli, the Board and Management is committed towards championing growing demand of gender diversity at Board level and within workforce culture. Currently, there is one Female Non-Executive Director (Ms. Mariam Akberali) representing 14% of the composition of the Board.

The Management encourages females to be part of Company and provides healthy environment to all of its employees.

COMMITTEES TO THE BOARD OF DIRECTORS

BOARD'S AUDIT COMMITTEE (BAC)

During the year, five (5) meetings of the BAC were held. All the meetings were held in Pakistan.

The attendance by each Director in the BAC meetings is as follows:

Composition	Meetings Held					Meetings Attended
	13-Aug-24	20-Sep-24	29-Oct-24	27-Feb-25	29-Apr-25	
Syed Asghar Jamil Rizvi <i>Chairman</i>	✓	✓	✓	✓	✓	5/5
Mr. Zoeb Salemwala <i>Member</i>	✓	✓	✓	✓	✓	5/5
Mr. Sohail Feroz Shamsi <i>Member</i>	✓	✓	✓	✓	-	4/5

TERMS OF REFERENCE

The purpose of the Committee is to assist the Board of Directors in fulfilling its oversight responsibilities for the financial reporting process (more particularly, the integrity of Company's financial statements), the system of internal controls, the audit processes, disclosure of systems and processes, and the Company's process for monitoring compliance with laws, regulations and the Code of Conduct of the Company.

The Audit Committee is, amongst other things, responsible for recommending to the Board of Directors the appointment of external auditors by Company's shareholders and considers any questions of resignation or removal of external auditors, audit fees and provision by external auditors of any service (permissible to be rendered to the Company) in addition to audit of its financial statements.

In addition to the generality of the Audit Committee functions that embrace all aspects impinging on the well-being of the Company, shareholders' interests, ethical standards and regulatory requirements, the Committee shall perform the following specific responsibilities -

1. Financial Statements

The Committee shall review quarterly, half yearly and annual financial statements with particular reference to compliance with applicable accounting policies, standards and practices. It shall focus on major judgmental areas, significant adjustments resulting from audit, going concern assumption, any change in accounting policies and practices, significant related party transactions and compliance with all statutory and regulatory requirements. It shall also review preliminary announcements of financial results prior to their publication.

2. Internal Controls

The Committee shall review the Company's statement on internal control system before its submission to the Board and satisfy itself as to the adequacy and effectiveness of internal controls and measures to safeguard the Company's assets. Where necessary, it shall submit appropriate recommendations to the Board. It shall also consider major findings of internal investigations of cases of fraud, embezzlement and abuse of power.

3. Internal Audit

The Committee will ensure that the function is adequately resourced, functionally independent with no unreasonable limitations on its proper functioning and meets the quality assurance requirements, determined either through internal or external assessment. It shall review the audit reports, share them with the External Auditors and report matters of significance to the Board. Where it is decided to out-source the internal audit function, the Committee will recommend to the Board a professional services firm that has suitably qualified and experienced persons and is reasonably conversant with Company's policies and procedures. It will also provide for the Company's Head of Internal Audit to act as coordinator between the outsourced firm, the Committee and the Board.

4. External Audit

The Committee shall ensure requisite functional autonomy to the external auditors, review assessment of their quality assurance and facilitate their coordination with internal auditors of the Company. It shall review the Management Letter and discuss with the external auditors any major findings and observations therein and where appropriate submit its recommendations to the Board.

5. Risk Management

The Committee shall cause to have installed a viable risk management system in the Company and review assessment of risk and measures to avoid, share, mitigate and accept residual risks within the overall risk appetite determined by the Board.

6. Compliance

The Committee shall have a system installed to determine and monitor on a periodic basis, compliance with all legal and regulatory requirements and best practices of corporate governance. The CEO shall be personally responsible to bring to the immediate notice of the Committee findings of any examination by regulatory agencies, major litigations or claims or significant tax issues for Committee's review. Further, except where directed otherwise by the Board, the Committee shall guide, review and monitor the formulation of significant policies as defined in the Code of Corporate Governance. It shall also examine all significant issues as defined in the Code of Corporate Governance dealing with controls and compliance before their submission to the Board.

7. Reporting and Other Responsibilities

The Chairman shall keep the Board fully informed on all material issues coming within the Committee's remit. The Committee shall act upon such directions as given by the Board and have such studies or investigations carried out as desired by the Board or that the Committee itself deems to be useful.

HUMAN RESOURCE & REMUNERATION (HR&R) COMMITTEE

During the year, one (1) meeting of the HR&R Committee was held. The meeting was held in Pakistan. The attendance by each Director in the HR&R Committee meeting is as follows:

Composition	Meeting Held on 25-Jun-2025	Meeting Attended
Mr. Sohail Feroz Shamsi <i>Chairman</i>	✓	1/1
Syed Asghar Jamil Rizvi <i>Member</i>	✓	1/1
Mr. Shayan Akberali <i>Member</i>	✓	1/1

TERMS OF REFERENCE

The HR&R Committee is responsible for performing the duties set out below as well as any other duties that are otherwise required by applicable corporate laws or stock exchange rules and requirement, and as are delegated to the Committee by the Board –

- Recommending human resources management policies to the Board;
- Recommending to the Board for consideration and approval a policy framework for determining remuneration of directors (both executive and non-executive directors) and members of senior management;
- Annually undertaking a formal process of evaluation of performance of the Board as a whole and its Committees either directly by the Board or the Committee(s) or by engaging external independent consultant;
- Recommending to the Board the selection, evaluation, development, compensation (including retirement benefits) and succession planning of the CEO;
- Recommending to the Board the selection, evaluation, development, compensation (including retirement benefits) of COO, CFO, Company Secretary and Head of Internal Audit;
- Considering and approving on recommendation of the CEO on such matters for key management positions who report directly to CEO or COO;
- Reviewing and making recommendations to the Board for the appointment of Senior Executives and for determining terms of employment of their services;
- Reviewing succession planning and matters of compensation as well as such other matters the Committee may consider suitable;
- Any additional matter delegated to the Committee by the Board of the Company from time to time.

MANAGEMENT COMMITTEES

Management Committees	Functions	Frequency	Members
Price Setting Committee	<ol style="list-style-type: none"> 1. Analyze demand and supply 2. Analyze movement in global and local scrap prices 3. Analyze change in exchange rates 	As and when required	CEO COO-Operations DCOO-Operations CFO Head of Sales & Marketing
Human Resource Steering Committee	<ol style="list-style-type: none"> 1. Oversee the Company's compensation and benefits policies generally 2. Evaluate employee's performance and review the Company's management succession plan 3. Hiring and disciplinary action policies 4. Assess departmental needs of human resource 5. Evaluate overall / function wise organogram of the Company 	As and when required	CEO COO – Strategy COO-Operations DCOO - Operations Head of HR Head of Sales & Marketing
Scrap Planning Committee	<ol style="list-style-type: none"> 1. Obtaining sale forecast 2. Plan the production maintaining the optimum inventory level 3. Scrap Procurement planning 	Monthly	CEO COO-Operations DCOO-Operations CFO Head of Sales & Marketing Head of Supply chain
SAP Steering Committee	<ol style="list-style-type: none"> 1. Design and implement SAP for new projects 2. Discuss issues faced and their solutions 3. Discuss possibilities of induction of new modules 	Fortnightly	Head of IT (Acting) Head of Supply Chain Basis Lead ABAP Developer and Division Coordinators
IT Steering Committee	<ol style="list-style-type: none"> 1. Prioritize IT-enabled investment 2. Monitor service levels of improvement 3. Monitor IT service delivery 4. Monitor projects 	As and when required	COO-Strategy COO-Operations DCOO-Operations CFO Head of IT (Acting) Head of Supply Chain

SUSTAINABILITY AND GUIDING PRINCIPLES

Sustainability is an integral part of our business strategy and a key driver in all of our business activities. Our innovative technologies, operational experience and expertise enable us to minimize our environmental impact and successfully manage the social challenges and inherent risks that are present in our industry.

Our guiding principles for sustainability are as follows:

- Maintain the highest degree of corporate governance practices;
- Conduct business activities with the highest principles of honesty, integrity, truthfulness and honor;
- Promote ethical business practices;
- Respect the environment and communities in which we operate;
- Assure equal employment opportunities;
- Value diversity in the workplace;
- Provide a healthy and safe working environments;
- Respect human rights and uphold ethical business practices;
- Act in utmost good faith and exercise due care, diligence and integrity in performing the office duties;
- Comply with all applicable laws and regulations;
- Ensure that all business transactions are recorded in true, fair and timely fashion in accordance with the accounting and financial reporting standards, as applicable to the Company;
- Deliver superior value for our shareholders – our intent is to outperform our competitors by delivering superior growth, margins and returns to our shareholders;
- lead the industry through innovation, technology advancement, and responsible stewardship of resources – our intent is to develop technological solutions that give our customers economic access to high quality construction material with maximum use of scarce resources and maximize the value of their existing assets;
- Enhance the economic and social well-being of our employees, their families and the communities in which we operate – our intent is to be a preferred employer and make a positive impact in the communities where we live and work;
- Be transparent in reporting and validating our progress – our intent is to provide our stakeholders with thorough and timely information on our progress.

GENDER PAY GAP STATEMENT UNDER CIRCULAR NO. 10 OF 2024 ISSUED BY THE SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

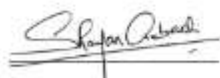
Following is gender pay gap calculated for the year ended 30 June 2025:

Mean Gender Pay Gap

22.39%

Median Gender Pay Gap

8.54%



Shayan Akberali
Chief Executive Officer

HEALTH, SAFETY AND ENVIRONMENT (HSE) POLICY

We at Amreli Steels Limited are committed towards surpassing the requirements and expectations of our customers /stakeholders and continually improving upon our Health, Safety &, Environment performance by:

- a) Complying with applicable legal, regulatory and other requirements to which our company subscribes;
- b) Embedding the Health, Safety & Environment requirements in our routine and non-routine activities;
- c) Preventing injuries and ill health to personnel affected by our activities through a proactive system of risk management;
- d) Conserving natural resources and reducing the Carbon footprint of activities by proactively assessing their environmental impact and mitigating their adverse effects;
- e) Ensuring competency of employees by providing them with adequate training, information, instructions and supervision;
- f) Communicating with stakeholders to ensure a mutually beneficial understanding of our HSE policies, standards, programs and performance;
- g) Encourage participation and consultation with staff and workers pertain to S E issues
- h) Ensuring continual improvement through a system of performance planning, measurement and regular reviews

ASL employees are at the forefront of this policy; for its successful implementation, they shall demonstrate their HSE consciousness by practicing their assigned safety roles and responsibilities. The policy shall also reinforce our standards of nurturing and developing our substantial talent pool, building shareholder value through performance excellence & improved financial results, and measuring customer satisfaction by providing reliable, safe and cost effective service. It is our firm belief and a core business value that all accidents and work related ill health are preventable. To achieve this, we shall ensure that timely decisions are taken and resources provided to demonstrate our commitment on implementing our HSE vision and strategy.

BUSINESS CONTINUITY AND DISASTER RECOVERY PLAN

The Company has embraced a proactive stance towards business continuity and disaster recovery planning, ensuring alignment with its business strategy, industry best practices, and established standards and frameworks. This commitment is a testament to the organization's dedication to preserving the uninterrupted flow of IT driven business operations and safeguarding valuable information assets.

The infrastructure has been meticulously designed to ensure resilience in the event of potential disasters or interruptions, with high availability production facilities situated at state of art main data center complemented by synchronized DR servers located few kilometers away and connected through dark fiber replications. This proactive planning serves not only to safeguard the organization but also to instill confidence in customers, partners, and stakeholders, reaffirming the company's resilience in the face of any challenge.

The business continuity and disaster recovery plan includes the following key components:

- **Policy Statement Development:** Formulate a clear and concise policy statement that outlines the organization's commitment to business continuity planning.
- **Business Impact Analysis (BIA):** Conduct a comprehensive analysis to assess the potential impact of disruptions on the business, identifying critical functions and dependencies.
- **Risk Mitigation and Preventive Controls:** Identify and implement preventive measures to mitigate risks and prevent disruptions.
- **Business Recovery Strategies:** Develop strategies for swiftly recovering critical business functions and processes following a disaster.
- **Communication and Stakeholder Engagement:** Establish communication protocols for informing stakeholders, including employees, customers, partners, and regulatory authorities, during a crisis.

HUMAN RESOURCE

FY 2024-2025 HR Highlights: A Year of Resilience and Renewal

The past fiscal year was a testament to our organization's resilience and strategic adaptability. Faced with a turbulent economic landscape, the Human Resources division successfully navigated a period of significant change, strengthening our operational foundation while upholding our core values and commitment to our employees.

Innovating for Efficiency and Savings

A key highlight of the year was the seamless and successful transition from a global HRIS to a bespoke, locally developed solution. This strategic shift not only provided significant cost savings but also helped conserve valuable foreign exchange, a crucial achievement during a period of US dollar scarcity. Tailored to our domestic needs, the new HRIS offers enhanced user mobility and accessibility, positioning us for greater operational efficiency and future growth.

Unwavering Commitment to Our People

Throughout these challenging times, our dedication to our employees remained unwavering. We are proud to report that all employee-centric programs were maintained without compromise. Our flagship Rising Stars initiative, a year-long program that demands extended effort from the qualified "Rising Star" our middle and senior management, continued to thrive, showcasing our dedication to nurturing future leaders.

Furthermore, we ensured financial stability by consistently meeting our financial commitments to our staff on time and without delay, demonstrating our steadfast commitment to their well-being.

Strategic Workforce Optimization

In response to reduced business targets, we undertook a comprehensive company-wide job rationalization exercise. This strategic initiative, conducted in close consultation with divisional leadership, was a difficult but necessary step to ensure the long-term sustainability and stability of the organization. By making this strategic decision, we have emerged from the storm leaner, more agile, and better positioned to navigate the future and achieve our long-term goals.

Looking Ahead: Our Values as a Compass

The journey ahead remains challenging. We know we are not yet "out of the woods," and external pressures persist. However, the actions taken this past year—strengthening our core operations and honoring our commitments—have fortified our collective resilience. Our values of Respect, Integrity, Dynamism, and Excellence will continue to guide our path. We acted with Respect by ensuring every decision was made in consultation with divisional heads. We upheld Integrity through our transparent processes and by consistently meeting our financial obligations to all employees.

Our **Dynamism** was evident in our swift and effective transition to a local HRIS solution. We have demonstrated Excellence in our execution and in our unwavering commitment to our people and the organization's long-term health.

These experiences have made us stronger and better equipped to take on future challenges. We are confident that by working together, we will not only navigate the current landscape but also ensure the continued success and growth of the organization for years to come.





SHAREHOLDERS INFORMATION

CUTS THROUGH SHADOWS



NOTICE OF THE 41st ANNUAL GENERAL MEETING

Notice is hereby given that the 41st Annual General Meeting (AGM) of the shareholders of Amreli Steels Limited (the Company) will be held on Tuesday, 28 October 2025 at 05:00 p.m. at Auditorium Hall of the Institute of Chartered Accountants of Pakistan (ICAP) located at Block - 8, Chartered Accountants Avenue, Clifton, Karachi to transact the following businesses. The shareholders can also attend the AGM via video link facility.

Ordinary Business:

1. To receive, consider and adopt the annual audited financial statements of the Company for the year ended 30 June 2025, together with the Directors' and Auditors' reports thereon.

As required under section 223(7) of the Companies Act, 2017 and pursuant to the S.R.O. 389(I)/2023 dated 21 March 2023 issued by the Securities and Exchange Commission of Pakistan (SECP), the annual report of the Company for the financial year ended 30 June 2025 has been uploaded on the Company's website which can be downloaded accessing the following link and QR Code:

<https://amrelisteels.com/investor-relations/#investor-information>



2. To appoint auditors of the Company for the financial year ending 30 June 2026 and to fix their remuneration. The Board of Directors of the Company has recommended the name of retiring auditors, Chartered Accountants, for their re-appointment as external auditors for the year ending 30 June 2026. M/s. BDO Ebrahim and Co., Chartered Accountants, being eligible, have offered themselves for re-appointment.

Special Business:

3. To consider and, if thought fit, pass the following resolutions as special resolutions, with or without modification, pursuant to the provisions of Sections 83(1)(b) of the Companies Act, 2017 read with Regulation 5 of the Companies (Further Issue of Shares) Regulations, 2020, for the purposes of authorizing the Company to issue up to 40,000,000 (Forty Million) ordinary shares, having a face value of PKR 10/- (Pak Rupees Ten) each, constituting up to 13.47% of the existing paid up capital of the Company (which is currently 297,011,427 ordinary shares) and up to approximately 11.87% of the post-issuance paid up capital of the Company, other than by way of right, for cash consideration, in favour of Mr. Shayan Akberali, being an existing sponsor of the Company, who has offered to subscribe to the new shares, at a price of PKR 25/- (Pak Rupees Twenty Five) per share.

RESOLVED THAT, subject to compliance with the applicable laws and obtaining the approval of the Securities and Exchange Commission of Pakistan ("SECP") pursuant to Sections 83(1)(b) of the Companies Act, 2017 read with Regulation 5 of the Companies (Further Issue of Shares) Regulations, 2020, the Company be and is hereby authorized to issue up to 40,000,000 (Forty Million) ordinary shares, having a face value of PKR 10/- (Pak Rupees Ten) each (the "New Shares"), other than by way of right, for cash consideration, in favour of Mr. Shayan Akberali, being an existing sponsor of the Company who has offered to subscribe to the New Shares, at a price of PKR 25/- (Pak Rupees Twenty Five) per ordinary share, comprising PKR 15/- (Pak Rupees Fifteen) as premium per share, aggregating up to PKR 1,000,000,000/- (Pak Rupees One Billion) (the "Direct Issuance").

FURTHER RESOLVED THAT, the Company is hereby authorized to obtain an advance against equity from Mr. Shayan Akberali in respect of the Direct Issuance.

FURTHER RESOLVED THAT, the Company be and is hereby authorized and empowered to take all such actions including, but not limited to, filing the requisite applications for seeking the permission of the SECP and / or any other regulatory approvals that may be required under the applicable laws for the Direct Issuance.

FURTHER RESOLVED THAT the Chief Executive Officer and / or Chief Financial Officer and / or Company Secretary of the Company, or such other person(s) as may be authorized by any of them, be and are hereby, jointly and severally, authorized and empowered to execute and deliver all necessary documents, take all necessary steps, and do all such acts, deeds and things including, but not limited to, carrying out all filings, submissions and applications with the Pakistan Stock Exchange Limited and the SECP, for and on behalf, and in the name, of the Company as may be necessary or required or as any of them may think fit for or in connection with or incidental for the purposes of fulfilling the above resolutions and fulfilling the objectives thereof.

FURTHER RESOLVED THAT the aforesaid resolutions shall be subject to any amendments, modifications, additions or deletions as may be suggested, directed or required by the SECP or any other regulatory body, which changes shall be deemed to be part of these special resolutions without the need of the shareholders to pass fresh resolutions unless the same are of a substantial nature."

Any Other Business:

4. To transact any other business as may be placed before the meeting with the permission of the Chair.

The statement as required under sections 134(3) of the Companies Act 2017 is annexed with the notice of meeting.

By Order of the Board



ADNAN ABDUL GHAFFAR
Company Secretary

07 October 2025
Karachi

Notes:

1. Participation in the AGM Proceeding via Video Link Facility:

The Company also facilitates participation of its shareholders through a video link facility in pursuance to Circulars notified by the SECP. The members/proxies interested to participate in the AGM through this facility are requested to share below information at investor-relations@amrelisteels.com with subject "Registration for 41st AGM of Amreli Steels Limited"

Shareholder Name	Folio/ CDC Number	CNIC Number	Cell Number	Registered Email Address

Video-link and login credentials will be shared with the members/proxies whose email containing all the above particulars are received at the given email address by the close of business on or before 24 October 2025.

2. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from 17 October 2025 to 28 October 2025 (both days inclusive). Transfers received in order by our Share Registrar, M/s. THK Associates (Pvt.) Limited, Plot No. 32-C, Jami Commercial, Street-2, D.H.A., Phase-VII, Karachi-75500, Pakistan by the close of business on 16 October 2025 will be considered in time for attending the meeting.

3. Appointment of Proxies:

- A member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint another member as his/her proxy to attend, speak and vote on his/her behalf.
- The instrument appointing proxy and the power of attorney or other authority, under which it is signed, or a notarized certified copy of the power or authority must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. Form of Proxy is enclosed.
- The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- In case of individual, the account holder or sub-account holder shall furnish the attested copies of CNIC or the passport of the member and the proxy, along with the proxy form.
- Corporate entities shall submit the Board of Directors' resolution/Power of Attorney, with specimen signature, along with the proxy form.

4. Attending the Annual General Meeting:

- In case of individual, whether physical shareholder or the account holder or sub-account holder at Central Depository Company (CDC), shall authenticate his/her identity by showing his/her original CNIC or original passport at the time of attending the meeting.
- The proxy shall also produce his/her original CNIC or original passport at the time of meeting.
- Members registered on CDC are also requested to bring their account details with the CDC.
- In case of a corporate entity, the Board of Directors' resolution/Power of Attorney, with specimen signature of the nominee, shall be produced at the time of the meeting (unless it has been provided earlier).

5. Change in Members Addresses:

Members are requested to notify any change in their addresses immediately to the Share Registrar M/s. THK Associates (Pvt.) Limited.

6. Procedure For E-Voting & Postal Ballot:

The members are hereby notified that the SECP, vide Companies (Postal Ballot) Regulations, 2018 requires all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, the members of the Company will be allowed to exercise their right to vote through e-voting facility or voting by post in this Annual General Meeting. In accordance with the conditions mentioned in the aforesaid regulations, the Company shall provide its members with the following options for voting:

a. Procedure for E-voting:

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business of 17 October 2025.
- The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of THK Associates (Private) Limited (being the e-voting service provider).
- Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- E-Voting lines will start from 23 October 2025, 09:00 a.m. and shall close on 27 October 2025 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

b. Procedure For Voting Through Postal Ballot

- For members who wish to opt for voting through post, Ballot Paper will be published and the same will also be available on the Company's website www.amrelisteels.com within the stipulated timeframe.
- The members shall ensure that duly filled and signed ballot paper, along with copy of CNIC/NICOP or Passport (in case of foreign national), should reach the Chairman of the meeting through post on the Company's registered address A-18, S.I.T.E., Karachi or email at investor-relations@amrelisteels.com one day before the Annual General Meeting, during working hours.

7. Scrutinizer:

In compliance with the requirements of the Companies (Postal Ballot) Regulations, 2018, the Board of Directors of the Company has appointed M/s. BDO Ebrahim & Co., Chartered Accountants, a QCR rated audit firm, to act as the Scrutinizer for the Annual General Meeting. Their role includes overseeing the process and fulfilling other duties outlined in the Regulations.

8. Availability of Financial Statements and Reports on the Website:

The Annual Report of the Company for the year ended 30 June 2025 has been placed on the Company's website www.amrelisteels.com.

9. Electronic Circulation of Annual Financial Statements for the year ended 30 June 2025 and Notice of AGM

Notice of 41st AGM containing QR enabled code and web link to access and download Annual Report 2025, has been uploaded on the Company's website www.amrelisteels.com.

In terms of Section 223(6) of the Companies Act, 2017 read with SRO 389(I)/2023 dated 21 March 2023 and SRO 452(I)/2025 dated March 17, 2025, the Company is allowed to send Financial Statements and Reports to its members electronically without any specific consent for the purpose. Accordingly, the Notice of 41st AGM containing QR enabled code and weblink to access and download Annual Report 2025, has been circulated through email to all those shareholders whose email addresses are available with the Company's Share Registrar. In case of remaining shareholders, whose email addresses are not available, a printed copy of notice of AGM containing QR enabled code and web link to access and download Annual Report 2025, has been dispatched on their registered addresses, as allowed by the SECP vide its S.R.O. 389(I)/2023 dated 21 March 2023 and as approved by the shareholders in the Extraordinary General Meeting of the Company held on 24 June 2023.

However, if a shareholder requests for a hard copy of the annual audited financial statements, the same shall be provided free of cost within seven (07) days of receipt of such request as per Section 235 of the Companies Act, 2017. For the convenience of shareholders a "Standard Request Form for provision of annual audited accounts" has also been made available at the Company's website www.amrelisteels.com. Shareholders who wish to receive future Annual Reports and notices of general meetings through e-mails are requested to update their email address with the Share Registrar of the Company.

10. Consent for Video Conference Facility:

In compliance with Section 134(1) (b) of the Companies Act, 2017, members of the Company may attend and participate in the AGM through video conference facility, if member(s) residing in a city other than Karachi, collectively holding 10% or more shareholding, demand in writing, to participate in the AGM through video conference at least ten (10) days prior to the date of the AGM.

To avail such facility, please submit the following form with the requisite information at the Registered Office of the Company –

I/We _____ of _____ being a member	
of Amreli Steels limited, holder of _____ ordinary shares(s)	
as per Registered Folio/CDC Account No. _____ hereby opt for video	
conference facility at _____ to attend the 40th AGM to be	
held on 28 October, 2025 or any adjournment thereof.	
_____	Date: _____
Name and Signature (s)	

The Company will intimate members regarding venue of video conference facility at least five (05) days before the date of the AGM along with complete information necessary to enable them to access such facility.

11. Prohibition on Grant of Gifts to Shareholders

In compliance with section 185 of the Companies Act, 2017 and SRO 452(I)/2025 dated 17 March 2025, issued by SECP, it is hereby notified that no gifts in any form or manner, shall be distributed to shareholders at the Annual General Meeting.

12. Code of Conduct for Shareholders in Annual General Meeting:

Section 215 of the Companies Act, 2017 ("the Act") and Regulation 55 of the Companies Regulations, 2024, "Conduct of Shareholders at Meetings" states that shareholders -

- shall not bring such material that may cause threat to participants or premises where meeting is being held;
- shall confine themselves to the agenda items covered in the notice of meeting;
- shall keep comments and discussion restricted to the affairs of the company; and
- shall not conduct in a manner to disclose any political affiliation or offend religious susceptibility of other members

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 REGARDING THE SPECIAL BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING

This statement sets out below the material facts concerning the Special Business to be transacted at the Annual General Meeting of Amreli Steels Limited (the "Company") to be held on 28 October 2025.

The Company is required to raise additional equity in the amount of up to PKR 1,000,000,000/- (Pak Rupees One Billion) for effectiveness of the master restructuring agreed with the Company's lenders. As the Company has overdue credit obligations, it is unable to raise equity by way of rights issue and therefore intends to raise such equity other than by way of right, for cash consideration, in the form of ordinary shares, having a face value of PKR 10/- (Pak Rupees Ten) each, constituting up to approximately 13.47% of the existing paid up capital of the Company (which is currently 297,011,427 ordinary shares) and up to approximately 11.87% of the post-issuance paid up capital of the Company, pursuant to Sections 83(1)(b) of the Companies Act, 2017 read with Regulation 5 of the Companies (Further Issue of Shares) Regulations, 2020 and as permitted under the articles of association of the Company.

Accordingly, the Board of Directors in their meeting held on 03 October 2025 have approved the issuance of up to 40,000,000 (Forty Million) ordinary shares by the Company, having a face value of PKR 10/- (Pak Rupees Ten) each (the "New Shares"), other than by way of right issue, for cash consideration, at a price of PKR 25/- (Pak Rupees Twenty Five) per ordinary share, comprising PKR 15/- (Pak Rupees Fifteen) as premium per share, aggregating up to PKR 1,000,000,000/- (Pak Rupees One Billion), subject to obtaining the necessary corporate and regulatory approvals, including the approval of the shareholders of the Company and the Securities and Exchange Commission of Pakistan ("SECP") (the "Direct Issuance").

The New Shares shall be issued to Mr. Shayan Akberali, an existing sponsor of the Company who has agreed to inject the required equity in line with the lenders' requirements and to support the master restructuring of the Company's debt.

Accordingly, the Board of Directors of the Company have recommended that the shareholders of the Company consider and, if thought fit, pass the special resolutions set forth in the notice of the Annual General Meeting, which resolutions shall be proposed and passed as special resolutions based on the information contained herein and below.

Two (2) of the Directors of the Company, namely Mr. Shayan Akberali and Mr. Abbas Akberali (being the father of Mr. Shayan Akberali) have a direct interest in the Special Business and in compliance with the provisions of Section 207 of the Companies Act, 2017 did not participate in the decision making by the Board in respect of this matter. Apart from this, the Board of Directors of the Company have no direct or indirect interest in the matter, except and to the extent of their respective shareholding in the Company.

The information required to be annexed to the Notice in accordance with Regulation 5 of the Companies (Further Issue of Shares) Regulations, 2020 is set out below:

	INFORMATION REQUIRED	DETAILS
(i)	Quantum of the issue i.e. total number of shares to be issued and percentage of existing paid up share capital and post issue paid up share capital	Up to 40,000,000 ordinary shares are intended to be issued at a price of PKR 25/- (Pak Rupees Twenty Five) per share comprising PKR 15/- (Pak Rupees Fifteen) as premium per share, aggregating up to PKR 1,000,000,000/- (Pak Rupees One Billion), constituting up to 13.47% of the existing paid up capital (which is currently 297,011,427 ordinary shares) and up to approximately 11.87% of the post-issuance paid up capital of the Company.
(ii)	Issue price and justification thereof	PKR 25/- (Pak Rupees Twenty Five) per share, including a premium of PKR 15/- (Pak Rupees Fifteen) per share, being more than the 3 (three) months' average market price as at 02 October 2025.
(iii)	Consideration against which the shares are proposed to be issued	The New Shares shall be issued to Mr. Shayan Akberali for cash consideration in the aggregate amount of PKR 1,000,000,000/- (Pak Rupees One Billion).
(iv)	Name and brief profile of the person to whom such shares are to be issued	Mr. Shayan Akberali, being an existing sponsor of the Company with 17.09% shareholding, has offered to subscribe to 100% of the Direct Issuance.
(v)	Purpose of issuance	The Company currently has overdue credit obligations to various banks and financial institutions, as detailed in the report issued by the Credit Information Bureau of the State Bank of Pakistan. In connection with the restructuring of these obligations, the relevant banks and financial institutions have required the Company to raise additional equity. This equity injection is necessary to reinforce and enhance the Company's financial position. The proposed Direct Issuance is therefore critical to facilitating the credit restructuring process, which is essential for ensuring the long-term sustainability and viability of the Company.
(vi)	Justification as to why the proposed shares are to be issued other than by way of right	<p>Although the Company initially intended to raise equity by way of rights issue, the Company was informed by the SECP that as per the Companies (Further Issue of Shares) Regulations, 2020, the Company is not permitted to undertake a rights issue due to the overdue credit obligations.</p> <p>Given the above limitation, Mr. Shayan Akberali, being an existing sponsor of the Company, has agreed to assume the entire obligation to inject additional equity (as required by the banks and financial institutions under the restructuring terms) to support the Company's financial recovery and accordingly, the Company intends to proceed with a direct issuance (i.e. other than by way of rights issue) to such sponsor of the Company.</p>
(vii)	Benefit of the issue to the Company and the shareholders	In addition to enabling the Company to proceed with the credit restructuring, which is critical to its long-term sustainability, the proceeds from the Direct Issuance will also be utilized to meet the Company's working capital requirements. Strengthening the working capital position will enhance the Company's ability to generate operating cash flows, thereby supporting ongoing business operations and enabling the servicing of its debt obligations. The continuity and stability of operations will ultimately safeguard the interests of all stakeholders, including the members of the Company, and will be particularly beneficial to minority shareholders.
(viii)	Break-up value per share as per the latest audited accounts	The breakup value per share as per the latest available audited accounts of the Company for the year ended 30 June 2025 is PKR 35.18/- (Pak Rupees Thirty Five and Paisas Eighteen).
(ix)	Consent of the subscribers	The consent of Mr. Shayan Akberali has been obtained in respect of the Direct Issuance.
(x)	Average Market Price of the shares	<p>(i) The average market price of the share during the last three (3) months preceding the Board's decision is PKR 23.48/- (Pak Rupees Twenty Three and Paisas Forty Eight); and</p> <p>(ii) The latest available average market price of the share as at 02 October 2025 is PKR 24.88/- (Pak Rupees Twenty Four and Paisas Eighty Eight).</p>
(xi)	Ranking of the Shares	The New Shares shall rank pari passu in all respects with the existing ordinary shares of the Company.

SPECIAL NOTICES TO THE SHAREHOLDERS:

A. Unclaimed Dividends (Important and Mandatory):

Shareholders who, for any reason, were unable to claim their dividends have been repeatedly advised to contact our Shares Registrar to inquire about or collect any unclaimed dividends. It was also communicated to the shareholders that, pursuant to Section 244(2) of the Companies Act, 2017, any dividends that remain unclaimed for a period exceeding three years would be transferred to the Federal Government in accordance with the statutory requirements of Section 244 of the Companies Act, 2017.

B. 7th Reminder to the shareholders for submission of bank account details/IBAN (E-Dividend):

As per Section 242 of the Companies Act, 2017, any dividend payable in cash shall only be remitted through electronic mode directly into the bank account designated by the entitled shareholders. Therefore, through this notice, all shareholders are once again requested to update their bank accounts details (i.e. title of account, complete bank account number (i.e. 24 digit IBAN), complete mailing address of the bank, name of the bank, folio number, mobile number and email address) for payment of any future cash dividend through electronic mode.

In case of physical shares, please provide bank account details to our Share Registrar, M/s. THK Associates (Pvt.) Limited. Please ensure an early update of your particulars to avoid any inconvenience in future.

C. 4th Reminder for conversion of physical shares into Book-Entry Form:

In compliance with section 72 of the Companies Act, 2017 and SECP's letter No.CSD/ED/Misc./2016-639-640 dated 26 March 2021, listed companies are required to replace existing physical shares issued by them into Book-Entry Form. In view of the above requirement, shareholders of the Company having physical folios/ share certificates are requested to convert their shares from physical form into Book-Entry Form as soon as possible.

Conversion of physical shares into Book-Entry Form would facilitate the shareholders in many ways i.e. safe custody of shares, readily available market for instant sale and purchase of shares, eliminate risk of loss & damage, easy & safe transfer with lesser formalities as compared to physical shares. The shareholders of the Company may contact Share Registrar of the Company for assistance in conversion of physical shares into Book-Entry Form.

For any query/problem/information, members may contact our Share Registrar at the following address:

THK Associates (Pvt) Ltd
Plot No. 32-C, Jami Commercial, Street-2,
D.H.A., Phase-VII, Karachi-75500, Pakistan
UAN No: (021) 111-000-322
Email: sfc@thk.com.pk

فزیکل شیئرز کی صورت میں، براہ کرم اپنے بینک اکاؤنٹ کی تفصیلات ہمارے شیئر رجسٹرار میسرز ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ کو فراہم کریں۔ براہ کرم اپنی معلومات کی جلد از جلد تجدید کروالیں تاکہ آئندہ کسی قسم کی دشواری سے بچا جاسکے۔

ج چوتھا یاد دہانی نوٹس (فزیکل شیئرز کو بک - انٹری فارم میں منتقل کرنے کے لیے:

کمپنیز ایکٹ 2017 کی دفعہ 72 اور ایس ای سی پی کے خط نمبر CSD/ED/Misc./2016-639-640 مورخہ 26 مارچ 2021 کے تحت، لسٹڈ کمپنیاں اس بات کی پابند ہیں کہ وہ اپنے جاری کردہ موجودہ فزیکل حصص کو بک انٹری فارم میں تبدیل کریں۔ اس ضرورت کے پیش نظر، کمپنی کے وہ حصص یافتگان جن کے پاس فزیکل فوئیلو/شیئرز شوقیت موجود ہیں، ان سے گزارش ہے کہ وہ اپنے حصص کو فزیکل صورت سے بک انٹری فارم میں جتنی جلدی ممکن ہو تبدیل کر لیں۔

حصص کو فزیکل صورت سے بک انٹری فارم میں تبدیل کرنے کے کئی فوائد ہیں، مثلاً حصص کی محفوظ تحویل، فوری خرید و فروخت کے لیے دستیاب مارکیٹ، نقصان یا ضائع ہونے کے خطرے کا خاتمہ، اور فزیکل حصص کے مقابلے میں کم رسمی کارروائی کے ساتھ آسان اور محفوظ منتقلی۔ کمپنی کے حصص یافتگان اس سلسلے میں مدد حاصل کرنے کے لیے کمپنی کے شیئر رجسٹرار سے رابطہ کر سکتے ہیں۔

کسی بھی سوالات / مسئلے / معلومات کیلئے ہمارے شیئر رجسٹرار سے مندرجہ ذیل پتے پر رابطہ کیا جاسکتا ہے:

ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ

پلاٹ نمبر C-32، جامی کمرشل، اسٹریٹ نمبر 2،

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(vii)	کمپنی اور حصص یافتگان کے لیے اجراء کا فائدہ	کریڈٹ ری اسٹرکچرنگ کو ممکن بنانے کے علاوہ، جو کمپنی کی طویل المدتی پائیداری کے لیے نہایت اہم ہے، براہ راست اجراء (Direct Issuance) سے حاصل ہونے والی رقم کمپنی کی ورکنگ کیپٹل ضروریات کو پورا کرنے کے لیے بھی استعمال کی جائے گی۔ ورکنگ کیپٹل کی پوزیشن کو مضبوط بنانا کمپنی کی آپرینٹنگ کیش فلو پیدا کرنے کی صلاحیت کو بڑھائے گا، جس سے جاری کاروباری سرگرمیوں کو سہارا ملے گا اور قرض واجبات کی ادائیگی ممکن ہوگی۔ آپریشنز کی تسلسل اور استحکام بالآخر تمام اسٹیک ہولڈرز بشمول کمپنی کے اراکین کے مفادات کا تحفظ کرے گا اور بالخصوص اقلیتی حصص یافتگان کے لیے فائدہ مند ثابت ہوگا۔
(viii)	جدید ترین آڈٹ شدہ کھاتوں کے مطابق فی حصص کی منقسم شدہ قدر	کمپنی کے 30 جون 2025 کو ختم ہونے والے سال کے جدید ترین آڈٹ شدہ کھاتوں کے مطابق فی حصص بریک اپ ویلیو 35.18 روپے (پینتیس روپے اور اٹھارہ پیسے) ہے۔
(ix)	سبسکرائبرز کی رضامندی	براہ راست اجراء کے سلسلے میں جناب شایان اکبر علی کی رضامندی حاصل کر لی گئی ہے۔
(x)	حصص کی اوسط مارکیٹ قیمت	(i) بورڈ کے فیصلے سے قبل گزشتہ تین (3) مہینوں کے دوران حصص کی اوسط مارکیٹ قیمت 23.48 روپے (تیس روپے اور اٹھتالیس پیسے) رہی؛ اور (ii) 02 اکتوبر 2025 تک دستیاب حصص کی تازہ ترین اوسط مارکیٹ قیمت 24.88 روپے (چوبیس روپے اور اٹھاسی پیسے) ہے۔
(xi)	حصص کی درجہ بندی	نئے حصص کمپنی کے موجودہ عام حصص کے ساتھ ہر لحاظ سے برابر (pari passu) درجہ رکھتے ہوں گے۔

حصص یافتگان کے لیے خصوصی نوٹس:

الف ناقابل دعویٰ منافع (اہم اور لازمی):

وہ حصص یافتگان جو کسی وجہ سے اپنے منافع (Dividends) وصول نہ کر سکے، انہیں بار بار مشورہ دیا گیا ہے کہ وہ اپنے غیر وصول شدہ منافع کے بارے میں معلومات حاصل کرنے یا انہیں وصول کرنے کے لیے کمپنی کے شیئرز رجسٹرار سے رابطہ کریں۔ مزید یہ بھی حصص یافتگان آگاہ کیا گیا ہے کہ کمپنیز ایکٹ 2017 کی دفعہ (2) 244 کے مطابق وہ منافع جو تین (3) سال سے زیادہ مدت تک غیر وصول شدہ رہیں گے، انہیں کمپنیز ایکٹ 2017 کی دفعہ 244 کے قانونی تقاضوں کے مطابق وفاقی حکومت کو منتقل کر دیا جائے گا۔

ب بینک اکاؤنٹ/IBAN جمع کرانے کے لیے ساتواں یا دواہانی نوٹس (ای ڈیوڈنڈ):

کمپنیز ایکٹ 2017 کی دفعہ 242 کے مطابق، کوئی بھی منافع جو نقدی کی صورت میں ادا کیا جانا ہو، صرف الیکٹرانک طریقے سے براہ راست اس بینک اکاؤنٹ میں منتقل کیا جائے گا جو مجاز حصص یافتہ نے نامزد کیا ہو۔ لہذا اس نوٹس کے ذریعے تمام حصص یافتگان سے ایک بار پھر گزارش ہے کہ وہ اپنے بینک اکاؤنٹ کی تفصیلات (یعنی اکاؤنٹ کا عنوان، مکمل بینک اکاؤنٹ نمبر (24 ہندسوں کا IBAN)، بینک کا مکمل ڈاک کا پتہ، بینک کا نام، فوئیو نمبر، موبائل نمبر اور ای میل ایڈریس) کی تجدید کروائیں تاکہ مستقبل میں کوئی بھی نقد منافع الیکٹرانک طریقے سے ادا کیا جاسکے۔

مطلوبہ معلومات	تفصیلات
(i)	<p>اجراء کی مقدار یعنی جاری کئے جانے والے حصص کی کل تعداد اور موجودہ ادا شدہ حصص کے سرمائے کا فیصد اور اجراء کے بعد کا ادا شدہ حصص سرمایہ۔</p> <p>کمپنی کی طرف سے 40,000,000 (چالیس ملین) عام حصص جاری کرنے کا ارادہ ہے، جن کی فی حصص قیمت 25 روپے (پچیس روپے) ہوگی، جس میں فی حصص 15 روپے (پندرہ روپے) پر بیم شامل ہے۔ اس طرح کل رقم 1,000,000,000 روپے (ایک ارب روپے) تک ہوگی، جو موجودہ ادا شدہ سرمایہ (جو کہ اس وقت 297,011,427 عام حصص پر مشتمل ہے) کا تقریباً 13.47 فیصد بنتی ہے اور اجراء کے بعد کمپنی کے ادا شدہ سرمایہ کا تقریباً 11.87 فیصد تشکیل دے گی۔</p>
(ii)	<p>اجراء کی قیمت اور اس کا جواز</p> <p>فی حصص 25 روپے، جس میں 15 روپے پر بیم شامل ہے۔ یہ قیمت 02 اکتوبر 2025 تک کے گزشتہ تین (3) ماہ کے اوسط مارکیٹ ریٹ سے زیادہ ہے۔</p>
(iii)	<p>وہ معاوضہ جس کے عوض حصص جاری کرنے کی تجویز ہے۔</p> <p>نئے حصص جناب شایان اکبر علی کو نقد معاوضے کے طور پر جاری کیے جائیں گے، جس کی مجموعی رقم 1,000,000,000/- روپے (ایک ارب روپے) ہوگی۔</p>
(vi)	<p>جس شخص کو یہ حصص جاری کیے جانے ہیں اس کا نام اور مختصر تعارف</p> <p>جناب شایان اکبر علی، جو کمپنی کے موجودہ اسپانسر ہیں اور 17.09 فیصد حصص رکھتے ہیں، کی جانب سے 100 فیصد براہ راست اجراء کے لیے سبسکرائب کرنے کی پیشکش کی ہے۔</p>
(v)	<p>اجراء کا مقصد</p> <p>کمپنی پر اس وقت مختلف بینکوں اور مالیاتی اداروں کے واجب الادا قرض و واجبات ہیں، جیسا کہ اسٹیٹ بینک آف پاکستان کے کریڈٹ انفارمیشن بیورو کی جاری کردہ رپورٹ میں درج ہے۔ ان واجبات کی ری اسٹرکچرنگ کے سلسلے میں متعلقہ بینکوں اور مالیاتی اداروں نے کمپنی سے اضافی ایکویٹی بڑھانے کا تقاضا کیا ہے۔ یہ ایکویٹی سرمایہ کاری کمپنی کی مالی حیثیت کو مضبوط اور بہتر بنانے کے لیے ضروری ہے۔ لہذا مجوزہ براہ راست اجراء کریڈٹ ری اسٹرکچرنگ کے عمل کو سہولت فراہم کرنے کے لیے نہایت اہم ہے، جو کمپنی کی طویل المدتی پائیداری اور بقا کو یقینی بنانے کے لیے لازم ہے۔</p>
(vi)	<p>اس امر کی توجیہ کہ مجوزہ حصص حق تقدم کے علاوہ کسی اور طریقے سے کیوں جاری کیے جا رہے ہیں</p> <p>اگرچہ کمپنی نے ابتدائی طور پر ایکویٹی بڑھانے کے لیے حق تقدم کے ذریعے حصص جاری کرنے کا ارادہ کیا تھا، لیکن ایس ای سی پی (SECP) نے کمپنی کو آگاہ کیا کہ کمپنیز (مزید اجراء حصص) ریگولیشنز، 2020 کے تحت، واجب الادا قرض و واجبات کی موجودگی کی بنا پر کمپنی کو حق تقدم کے ذریعے حصص جاری کرنے کی اجازت نہیں ہے۔</p> <p>مندرجہ بالا پابندی کے پیش نظر، جناب شایان اکبر علی، جو کمپنی کے موجودہ اسپانسر ہیں، نے یہ ذمہ داری قبول کر لی ہے کہ وہ بینکوں اور مالیاتی اداروں کی ری اسٹرکچرنگ شرائط کے تحت درکار اضافی ایکویٹی سرمایہ فراہم کریں گے تاکہ کمپنی کی مالی بحالی کو سہارا دیا جاسکے۔ لہذا کمپنی کا ارادہ ہے کہ وہ اپنے اس اسپانسر کو براہ راست اجراء (یعنی حق تقدم کے علاوہ) کے ذریعے حصص جاری کرے۔</p>

12۔ سالانہ اجلاس عام میں حصص یافتگان کے لیے ضابطہ اخلاق

کمپنیز ایکٹ 2017 ("ایکٹ") کی دفعہ 215 اور کمپنیز ریگولیشنز 2024 کے ضابطہ 55 "اجلاس میں شیئر ہولڈرز کا طرز عمل" کے مطابق حصص یافتگان پر لازم ہے کہ:

- i۔ وہ ایسا کوئی مواد نہ لائیں جو اجلاس کے شرکاء یا اجلاس کے مقام کے لیے خطرہ ثابت ہو؛
- ii۔ وہ اپنی گفتگو کو صرف ان ایجنڈا آئٹمز تک محدود رکھیں جو اجلاس کے نوٹس میں شامل ہیں؛
- iii۔ وہ اپنی آراء اور بحث کو صرف کمپنی کے معاملات تک محدود رکھیں؛ اور
- vi۔ وہ ایسا طرز عمل اختیار نہ کریں جس سے کسی سیاسی وابستگی کا اظہار ہو یا دیگر اراکین کے مذہبی جذبات مجروح ہوں۔

کمپنیز ایکٹ 2017 کی دفعہ (3) 134 کے تحت سالانہ عام اجلاس میں کیے جانے والے امور خصوصی کے حوالے سے اہم حقائق کا بیان

یہ بیان ذیل میں امریلی اسٹیلو لیمنڈ ("کمپنی") کے سالانہ عام اجلاس منعقدہ 28 اکتوبر 2025 میں کئے جانے والے امور خصوصی سے متعلق اہم حقائق واضح کرتا ہے۔

کمپنی کو اپنے قرض دہندگان کے ساتھ طے پائے گئے ماسٹری اسٹرکچرنگ کو موثر بنانے کے لیے 1,000,000,000 روپے (پاکستانی روپے ایک ارب) تک اضافی ایکویٹی بڑھانے کی ضرورت ہے۔ چونکہ کمپنی پر واجب الادا کریڈٹ واجبات موجود ہیں، اس لیے وہ رائٹ شیئرز کے ذریعے (Rights Issue) ایکویٹی بڑھانے کے قابل نہیں ہے اور اس لیے وہ عام حصص کی صورت میں، فی حصص 10 روپے (پاکستانی روپے دس) مالیت کے، نقد و کے عوض ایکویٹی بڑھانے کا ارادہ رکھتی ہے، جو موجودہ ادا شدہ سرمایہ کا تقریباً 13.47 فیصد اور اجراء کے بعد ادا شدہ سرمایہ کا تقریباً 11.87 فیصد ہوگا۔ یہ اقدام کمپنیز ایکٹ 2017 کی دفعہ (b)(1) 83 اور کمپنیز (مزید اجراء حصص) ریگولیشنز 2020 کے ضابطہ 5 کے تحت اور کمپنی کے آرٹیکلز آف ایسوسی ایشن کے مطابق ہوگا۔

اسی کے تحت، بورڈ آف ڈائریکٹرز نے اپنے اجلاس مورخہ 03 اکتوبر 2025 میں کمپنی کو 40,000,000 (چالیس ملین) عام حصص فی حصص 10 روپے (پاکستانی روپے دس) مالیت کے ("نئے حصص") کی منظوری دی، جو کہ رائٹ شیئرز کے علاوہ، نقد و کے تحت فی حصص 25 روپے (پاکستانی روپے پچیس) کی قیمت پر جاری ہوں گے، جس میں 15 روپے (پاکستانی روپے پندرہ) فی حصص پر بیم شامل ہے، اور اس طرح کل رقم 1,000,000,000 روپے (پاکستانی روپے ایک ارب) ہوگی۔ یہ اجراء ضروری کارپوریٹ اور ریگولیٹری منظور یوں، بشمول کمپنی کے حصص یافتگان اور سکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("SECP") کی منظوری، سے مشروط ہوگا ("براہ راست اجراء")۔

یہ نئے حصص کمپنی کے موجودہ اسپانسر جناب شایان اکبر علی کو جاری کیے جائیں گے، جنہوں نے قرض دہندگان کے تقاضوں کے مطابق درکار ایکویٹی فراہم کرنے اور کمپنی کے قرضوں کی ماسٹری اسٹرکچرنگ میں معاونت پر اتفاق کیا ہے۔

لہذا، بورڈ آف ڈائریکٹرز نے تجویز دی ہے کہ کمپنی کے حصص یافتگان اس سلسلے میں نوٹس برائے سالانہ اجلاس عام میں دی گئی خصوصی قراردادوں پر غور کریں اور اگر مناسب سمجھیں تو انہیں خصوصی قراردادوں کے طور پر منظور کریں جن کے بارے میں ذیل میں تفصیلات دی گئی ہیں۔

کمپنی کے دو (2) ڈائریکٹرز، یعنی جناب شایان اکبر علی اور ان کے والد جناب عباس اکبر علی کو اس خصوصی کاروبار میں براہ راست دلچسپی ہے، اس لیے کمپنیز ایکٹ 2017 کی دفعہ 207 کے تحت انہوں نے اس معاملے کے حوالے سے بورڈ کے فیصلے میں حصہ نہیں لیا۔ اس کے علاوہ بورڈ آف ڈائریکٹرز کو اس معاملے میں کوئی براہ راست یا بالواسطہ دلچسپی نہیں ہے سوائے ان کے کمپنی میں اپنے اپنے شیئر ہولڈنگ کے۔

کمپنیز (مزید اجراء حصص) ریگولیشنز 2020 کے ضابطہ 5 کے مطابق نوٹس کے ساتھ منسلک کی جانے والی معلومات ذیل میں درج ہیں:

میل کے ذریعے ان تمام شیئرز ہولڈرز کو بھیج دیا گیا ہے جن کے ای میل پتے کمپنی کے شیئرز رجسٹرار کے پاس دستیاب ہیں۔ دیگر حصص یافتگان، جن کے ای میل ایڈریس دستیاب نہیں ہیں، کو سالانہ اجلاس عام کے نوٹس کی پرنٹ شدہ کاپی جس میں QR کوڈ اور ویب لنک شامل ہے تاکہ وہ سالانہ رپورٹ 2025 تک رسائی حاصل کر سکیں، ان کے رجسٹرڈ پتوں پر بھیج دی گئی ہے۔ یہ سہولت ایس ای سی پی کے نوٹیفکیشن S.R.O. 389(I)/2023 مورخہ 21 مارچ 2023 کے تحت اور کمپنی کے غیر معمولی عام اجلاس (24 جون 2023) میں حصص یافتگان کی منظوری کے بعد فراہم کی گئی ہے۔

تاہم اگر کوئی حصص یافتہ سالانہ آڈٹ شدہ مالیاتی گوشواروں کی پرنٹ شدہ نقل طلب کرے تو اسے کمپنیز ایکٹ 2017 کی دفعہ 235 کے مطابق ایسی درخواست موصول ہونے کے سات (07) دن کے اندر بلا معاوضہ فراہم کی جائے گی۔ حصص یافتگان کی سہولت کے لیے "سالانہ آڈٹ شدہ اکاؤنٹس کی فراہمی کے لیے معیاری درخواست فارم" بھی کمپنی کی ویب سائٹ www.amrelisteels.com پر دستیاب ہے۔ وہ حصص یافتگان جو مستقبل میں سالانہ رپورٹس اور سالانہ اجلاس عام نوٹس بذریعہ ای میل حاصل کرنا چاہتے ہیں، ان سے گزارش ہے کہ کمپنی شیئرز رجسٹرار کے پاس اپنے ای میل ایڈریس کی تجدید کروالیں۔

10۔ ویڈیو کانفرنس سہولت کے لیے رضامندی:

کمپنیز ایکٹ 2017 کی دفعہ (b)(1) 134 کی تعمیل میں، کمپنی کے ممبران سالانہ اجلاس عام میں ویڈیو کانفرنس سہولت کے ذریعے بھی شرکت کر سکتے ہیں اور حصہ لے سکتے ہیں، بشرطیکہ کراچی کے علاوہ کسی دوسرے شہر میں رہائش پذیر کن/اراکین، جو مجموعی طور پر 10% یا اس سے زیادہ شیئرز ہولڈنگ رکھتے ہوں، کم از کم دس (10) دن قبل اجلاس میں ویڈیو کانفرنس کے ذریعے شرکت کے لیے تحریری درخواست جمع کرائیں۔

اس سہولت سے فائدہ اٹھانے کے لیے، براہ کرم مطلوبہ معلومات کے ساتھ مندرجہ ذیل فارم کمپنی کے رجسٹرڈ آفس میں جمع کروائیں۔

میں/ہم _____ سکشن / اساکنٹان _____ جو کہ امریلی اسٹیلز لمیٹڈ کے کن/اراکین ہیں اور رجسٹرڈ فو/یو/سی ڈی سی اکاؤنٹ نمبر _____ کے مطابق عام حصص کے مالک ہیں، بذریعہ یہ ویڈیو کانفرنس سہولت کے لیے _____ پر انتخاب کرتا/کرتی ہوں/کرتے ہیں تاکہ 28 اکتوبر 2025 کو ہونے والی 41 ویں سالانہ عام اجلاس (AGM) یا اس کے کسی التواء شدہ اجلاس میں شرکت کر سکوں/سکیں۔ نام اور دستخط _____ تاریخ _____	
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کمپنی ممبران کو سالانہ عام اجلاس (AGM) کی تاریخ سے کم از کم پانچ (05) دن پہلے ویڈیو کانفرنس سہولت کے مقام سے آگاہ کرے گی اور ساتھ ہی تمام ضروری معلومات فراہم کرے گی تاکہ وہ اس سہولت تک رسائی حاصل کر سکیں۔

11۔ شیئرز ہولڈرز کو تحائف دینے پر پابندی

کمپنیز ایکٹ 2017 کی دفعہ 185 اور ایس ای سی پی کی جانب سے جاری کئے گئے SRO 452(I)/2025 مورخہ 17 مارچ 2025، کی تعمیل میں یہ مطلع کیا جاتا ہے کہ سالانہ عام اجلاس میں حصص یافتگان کو کسی بھی قسم یا صورت میں کوئی تحائف تقسیم نہیں کیے جائیں گے۔

الف۔ ای وونگ کا طریقہ کار:

- i۔ ای وونگ سہولت کی تفصیلات ان ممبران کو ای میل کے ذریعے بھیجی جائیں گی جن کے درست شناختی کارڈ نمبر، موبائل نمبر اور ای میل ایڈریس 17 اکتوبر 2025 کے کاروباری اوقات کے اختتام تک کمپنی کے رجسٹر آف ممبرز میں درج ہوں گے۔
- ii۔ ویب ایڈریس اور لاگ ان تفصیلات ای میل کے ذریعے بھیجی جائیں گی جبکہ سیوریٹی کوڈ زارا کین کو ایس ایم ایس کے ذریعے بھیجے جائیں گے جو کہ ٹی ایچ کے ایسوی ایس (پرائیویٹ) لمیٹڈ کے ویب پورٹل (ای وونگ سروس پرووائیڈر) سے بھیجے جائیں گے۔
- iii۔ ای وونگ کے ذریعے ووٹ ڈالنے والے ممبران کی شناخت الیکٹرانک دستخط یا لاگ ان تصدیق کے ذریعے کی جائے گی۔
- iv۔ ای وونگ لائنز 23 اکتوبر 2025 صبح 9:00 بجے سے کھولی جائیں گی اور 12 اکتوبر 2025 شام 5:00 بجے بند کر دی جائیں گی۔ ممبران اس دوران کسی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ ایک بار ووٹ ڈالنے کے بعد اسے تبدیل نہیں کیا جاسکے گا۔

ب۔ پوسٹل بیلٹ کے ذریعے وونگ کا طریقہ کار:

- i۔ وہ ممبران جو پوسٹل ووٹ کے ذریعے ووٹ ڈالنا چاہتے ہیں، ان کے لیے بیلٹ پیپر شائع کیا جائے گا اور کمپنی کی ویب سائٹ www.amrelisteels.com پر بھی دستیاب ہوگا۔
- ii۔ اراکین اس بات کو یقینی بنائیں کہ مکمل طور پر پُر شدہ اور دستخط شدہ بیلٹ پیپر جمع شناختی کارڈ / NICOP یا پاسپورٹ (غیر ملکی شہری کی صورت میں) کی نقل، اجلاس کے چیئرمین کو بذریعہ ڈاک کمپنی کے رجسٹرڈ پتے A-18 سائٹ کراچی مای میل investor-relations@amrelisteels.com پر، سالانہ عام اجلاس سے ایک دن قبل، دفتری اوقات میں موصول ہو جائے۔

7۔ جانچ کار:

کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کی شرائط کی تعمیل میں، کمپنی کے بورڈ آف ڈائریکٹرز نے Ebrahim & Co., Chartered Accountants کو سالانہ عام اجلاس کے لیے بطور جانچ کار مقرر کیا ہے۔ ان کا کردار اس عمل کی نگرانی کرنا اور ریگولیشنز میں بیان کردہ دیگر فرائض انجام دینا ہے۔

8۔ مالیاتی بیانات اور رپورٹس کی ویب سائٹ پر دستیابی:

کمپنی کی سالانہ رپورٹ برائے مالی سال اختتامیہ 30 جون 2025 کمپنی کی ویب سائٹ www.amrelisteels.com پر اپ لوڈ کر دی گئی ہے۔

9۔ سالانہ مالیاتی گوشواروں برائے مالی سال اختتامیہ 30 جون 2025 اور سالانہ اجلاس عام کے نوٹس کی الیکٹرانک ترسیل:

41 ویں سالانہ اجلاس عام کا نوٹس، جس میں QR کوڈ اور ویب لنک شامل ہے تاکہ سالانہ رپورٹ 2025 کو حاصل اور ڈاؤن لوڈ کیا جاسکے، کمپنی کی ویب سائٹ www.amrelisteels.com پر اپ لوڈ کر دیا گیا ہے۔

کمپنیز ایکٹ 2017 کی دفعہ (6) 223 کے تحت، جسے SRO 389(I)/2023 مورخہ 21 مارچ 2023 اور SRO 452(I)/2025 مورخہ 17 مارچ 2025 کے ساتھ پڑھا جائے، کمپنی کو یہ اجازت ہے کہ وہ مالیاتی گوشواروں اور رپورٹس اپنے ممبران کو الیکٹرانک طریقے سے ارسال کر سکے، اس مقصد کے لیے کسی مخصوص اجازت کی ضرورت نہیں۔ اسی مطابق، 41 ویں سالانہ اجلاس عام کا نوٹس جس میں QR کوڈ اور ویب لنک شامل ہے تاکہ سالانہ رپورٹ 2025 کو حاصل اور ڈاؤن لوڈ کیا جاسکے، ای

2- حصص منتقلی کھاتوں کی بندش:

کمپنی کے حصص منتقلی کے کھاتے 17 اکتوبر 2025 سے 28 اکتوبر 2025 تک (بشمول ایام مذکورہ) بند رہیں گے۔ وہ منتقلیاں جو 16 اکتوبر 2025 کے کاروباری اوقات کے اختتام تک ہمارے شیئر رجسٹرار، میسرز ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، پلاٹ نمبر 32-C، جامی کمرشل، اسٹریٹ-2، ڈی ایچ ای، فیڑا VII، کراچی-75500، پاکستان کو باقاعدگی سے موصول ہو جائیں گی، اجلاس میں شرکت کے لیے بروقت بھیجی جائیں گی۔

3- پراسیز کی تقرری:

- i- ایسا کوئی بھی ممبر جو سالانہ عام اجلاس میں شرکت کرنے، اظہار خیال کرنے اور ووٹ دینے کا حق رکھتا ہے، اپنی جگہ کسی اور رکن کو بطور پراسیز نامزد کر سکتا ہے تاکہ وہ اس کی جانب سے شرکت اور اظہار خیال کرے اور ووٹ دے سکے۔
- ii- پراسیز نامزد کرنے کا فارم اور وہ پاور آف اٹارنی یا دیگر اختیار نامہ جس کے تحت وہ دستخط شدہ ہے، یا پاور/اتھارٹی کی نوٹری شدہ مصدقہ کاپی، کمپنی کے رجسٹرڈ آفس میں اجلاس کے وقت سے کم از کم 48 گھنٹے پہلے جمع کروانا لازمی ہے۔ پراسیز فارم منسلک ہے۔
- iii- پراسیز فارم پر دو گواہوں کے دستخط کئے جائیں گے جن کے نام، پتے اور شناختی کارڈ نمبر (CNIC) فارم پر درج ہوں گے۔
- vi- انفرادی ممبر کی صورت میں، اکاؤنٹ ہولڈر یا ذیلی اکاؤنٹ ہولڈر کو ممبر اور پراسیز کے شناختی کارڈ (CNIC) یا پاسپورٹ کی مصدقہ نقول پراسیز فارم کے ساتھ فراہم کرنا ہوں گی۔
- v- کارپوریٹ ادارے اپنے ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نمونہ دستخط پراسیز فارم کے ساتھ جمع کروائیں گے۔

4- سالانہ عام اجلاس میں شرکت:

- i- انفرادی ممبر ہونے کی صورت میں، چاہے فزیکل حصص یافتہ ہو یا سینٹرل ڈپازٹری کمپنی (CDC) کا اکاؤنٹ ہولڈر/سب اکاؤنٹ ہولڈر، اسے اجلاس میں شرکت کے وقت اپنا اصل شناختی کارڈ یا اصل پاسپورٹ دکھا کر اپنی شناخت کی تصدیق کرنا ہوگی۔
- ii- پراسیز کو بھی اجلاس میں شرکت کے وقت اپنا اصل شناختی کارڈ یا اصل پاسپورٹ پیش کرنا ہوگا۔
- iii- سی ڈی سی میں رجسٹرڈ ممبران سے گزارش ہے کہ وہ اجلاس میں اپنے اکاؤنٹ کی تفصیلات بھی ساتھ لائیں۔
- vi- کارپوریٹ ادارے کی صورت میں، نامزد فرد کے نمونہ دستخط کے ساتھ ڈائریکٹرز کی قرارداد/پاور آف اٹارنی اجلاس کے وقت پیش کرنی ہوگی (اگر پہلے فراہم نہ کی گئی ہو)۔

5- ممبران کے پتوں میں تبدیلی:

ممبران سے گزارش ہے کہ اگر ان کے پتوں میں کوئی تبدیلی ہو تو فوراً ہمارے شیئر رجسٹرار، میسرز ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ کو مطلع کریں۔

6- ای ووٹنگ اور پوسٹل بیلٹ کا طریقہ کار:

تمام ممبران کو مطلع کیا جاتا ہے کہ ایس ای سی پی (SECP) کے الیکٹرونک پوسٹل بیلٹ (Postal Ballot) ریگولیشنز 2018 کے تحت تمام لگھڑ کمپنیوں پر لازم قرار دیا ہے کہ وہ اپنے اراکین کو امور خصوصی کے تمام معاملات پر الیکٹرونک ووٹنگ اور پوسٹل ووٹنگ کے ذریعے ووٹ دینے کا حق فراہم کریں۔

لہذا، کمپنی کے اراکین کو اس سالانہ اجلاس عام میں ای ووٹنگ یا پوسٹل ووٹ کے ذریعے اپنا حق رائے دہی استعمال کرنے کی اجازت ہوگی۔ ریگولیشنز میں بیان کردہ شرائط کے مطابق کمپنی ممبران کو درج ذیل اختیارات فراہم کرے گی:

مزید یہ قرار دینا منظور کی جاتی ہے کہ کمپنی کو اختیار دیا جاتا ہے کہ وہ تمام ضروری اقدامات کرے، بشمول لیکن اس تک محدود نہ ہوں، کہ ایس ای سی پی (SECP) اور/یا کسی دیگر ریگولیٹری منظوری کے لیے درکار درخواستیں دے، جو قابل اطلاق قوانین کے تحت براہ راست اجرا کے لیے ضروری ہوں۔

مزید یہ قرار دینا منظور کی جاتی ہے کہ کمپنی کے چیف ایگزیکٹو آفیسر، اور/یا چیف فنانشل آفیسر، اور/یا کمپنی سیکریٹری، یا ان میں سے کسی کے ذریعے نامزد کردہ شخص (اشخاص) کو، انفرادی اور اجتماعی طور پر اختیار دیا جاتا ہے کہ وہ تمام ضروری دستاویزات پر دستخط کریں اور/یا فراہم کریں، اور ایسے تمام ضروری اقدامات کریں، اور ایسے تمام امور سرانجام دیں، اقدامات اور افعال سرانجام دیں، بشمول لیکن اس حد تک محدود نہ ہوں، کہ پاکستان اسٹاک ایکسچینج لمیٹڈ اور ایس ای سی پی کے پاس تمام فائلیں جمع کروائیں درخواستیں جمع دیں، کمپنی کے نام پر اور اس کی جانب سے، جو مذکورہ بالا قراردادوں کو نافذ کرنے اور ان کے مقاصد کو پورا کرنے کے لیے ضروری یا مناسب سمجھے جائیں۔

مزید یہ قرار دینا منظور کی جاتی ہے کہ مذکورہ قراردادیں ایس ای سی پی یا کسی دیگر ریگولیٹری ادارے کے تجویز کردہ یا دیگر کسی ترمیم، تبدیلی، اضافہ یا اخراج کے تابع ہوں گی، اور ایسی تبدیلیاں ان خصوصی قراردادوں کا حصہ سمجھی جائیں گی، بغیر اس کے کہ حصص یافتگان کو نئی قراردادیں پاس کرنے کی ضرورت ہو، سوائے اس کے کہ وہ تبدیلیاں بنیادی نوعیت کی ہوں۔

دیگر امور:

4۔ دیگر امور کو سرانجام دینا جو اجلاس میں چیئرمین کی اجازت سے پیش کئے جائیں۔

کمپنیز ایکٹ 2017 کی دفعہ (3) 134 کی شرائط کی تکمیل کرتے ہوئے بیان کو سالانہ اجلاس عام کے نوٹس کے ساتھ منسلک کیا گیا ہے۔

بجائے بورڈ
عبدان عبدالغفار
کمپنی سیکریٹری

07 اکتوبر 2025 کراچی

نوٹس:

1۔ ویڈیولنک سہولت کے ذریعے سالانہ اجلاس عام کی کارروائی میں شرکت:

کمپنی اپنے حصص یافتگان کو ایس ای سی پی (SECP) کی جانب سے جاری کردہ سرکلرز کے مطابق ویڈیولنک سہولت کے ذریعے بھی شرکت کی سہولت فراہم کرتی ہے۔ وہ اراکین/پراکسیز جو اس سہولت کے ذریعے سالانہ عام اجلاس میں شریک ہونا چاہتے ہیں، ان سے درخواست ہے کہ وہ درج ذیل معلومات investor-relations@amrelisteels.com پر ارسال کر دیں اور ای میل کے عنوان میں یہ الفاظ لکھیں: "Registration for 41st AGM of Amreli Steels Limited" تحریر کریں۔

حصص یافتگان کا نام	فولیو ای سی ڈی نمبر	قومی شناختی کارڈ نمبر	موبائل فون نمبر	رجسٹرڈ شدہ ای میل پتہ

ویڈیولنک اور لاگ ان سے متعلق تفصیلات ان اراکین/پراکسیز کو فراہم کی جائیں گی جن کی ای میل، بشمول مطلوبہ معلومات، 24 اکتوبر 2025 کو یا اس سے پہلے کاروباری اوقات کے اختتام تک مذکورہ ای میل پتے پر موصول ہو جائے گی۔

بذریعہ نوٹس ہذا مطلع کیا جاتا ہے کہ امریلی اسٹیلز لمیٹڈ (کمپنی) کے حصص یافتگان کا 41 واں سالانہ اجلاس عام (AGM) بروز منگل، 28 اکتوبر 2025 کو شام 05:00 بجے انسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان (ICAP) کے آڈیٹوریم ہال میں، بمقام بلاک-8، چارٹرڈ اکاؤنٹنٹس ایونیو، کلفٹن، منعقد کیا جائے گا تاکہ درج ذیل امور سرانجام دیے جاسکیں۔ حصص یافتگان ویڈیولنک سہولت کے ذریعے بھی AGM میں شرکت کر سکتے ہیں۔

امور عمومی:

1۔ کمپنی کے سالانہ آڈٹ شدہ مالی گوشوارے برائے مالی سال اختتامیہ 30 جون 2025، بشمول ڈائریکٹرز اور آڈیٹرز رپورٹس، وصول کرنے، انھیں زیر غور لانا اور منظور کرنا۔
جیسا کہ کمپنیز ایکٹ، 2017 کی دفعہ (7) 223 کے تحت درکار ہے اور پاکستان سکیورٹیز اینڈ ایکسچینج کمیشن (SECP) کے جاری کردہ S.R.O. 389(I)/2023 مورخہ 21 مارچ 2023 کے مطابق، کمپنی کی سالانہ رپورٹ برائے مالی سال اختتامیہ 30 جون 2025 کمپنی کی ویب سائٹ پر اپ لوڈ کر دی گئی ہے، جسے درج ذیل لنک اور QR کوڈ کے ذریعے ڈاؤن لوڈ کیا جاسکتا ہے۔



<https://amrelisteels.com/investor-relations/#investor-information>

2۔ مالی سال اختتامیہ 30 جون 2026 کے لیے کمپنی کے آڈیٹرز مقرر کرنا اور ان کا معاوضہ طے کرنا۔ کمپنی کے بورڈ آف ڈائریکٹرز نے ریٹائر ہونے والے آڈیٹرز، چارٹرڈ اکاؤنٹنٹس، کی دوبارہ تفری کی سفارش کی ہے تاکہ انہیں مالی سال اختتامیہ 30 جون 2026 کے لیے بیرونی آڈیٹرز کے طور پر دوبارہ تعینات کیا جاسکے۔ Accountants. M/s. BDO Ebrahim & Co., Chartered، چارٹرڈ اکاؤنٹنٹس، اپنی اہلیت کے مد نظر، ایک مرتبہ پھر اپنی خدمات پیش کی ہیں۔

امور خصوصی:

3۔ اس بات پر غور کرنا اور اگر مناسب سمجھا جائے تو درج ذیل قراردادیں بطور خصوصی قراردادیں، ترمیم کے ساتھ یا با ترمیم کمپنیز ایکٹ 2017 کی دفعہ (b)(1) 83 اور کمپنیز (مزید حصص کے اجرا) ریگولیشنز 2020 کے ضابطہ 5 کے تحت پاس کرنا، تاکہ کمپنی کو یہ اختیار دیا جاسکے کہ وہ زیادہ سے زیادہ 40,000,000 (چالیس ملین) عام حصص جناب شایان اکبر علی کے حق میں جاری کرے، جن کی اصل مالیت فی حصص 10 روپے (پاکستانی روپے دس) ہے، جو کہ کمپنی کے موجودہ ادا شدہ سرمایہ 297,011,427 عام حصص (کاز زیادہ سے زیادہ 13.47% بنتا ہے اور بعد از اجرا ادا شدہ سرمایہ کا تقریباً 11.87% ہوگا، حصص کا اجرا، حق حصص (Right) کے علاوہ نقد ادائیگی کے عوض کیا جائے گا۔ جناب شایان اکبر علی کمپنی کے موجودہ اسپانسر ہیں اور ان کی جانب سے کمپنی کے نئے حصص بعوض 25 روپے فی حصص لینے کی پیشکش کی گئی ہے۔

یہ قرارداد منظور کی جاتی ہے کہ، قابل اطلاق قوانین کی تعمیل اور کمپنیز ایکٹ 2017 کی دفعہ (b)(1) 83 اور کمپنیز (مزید حصص کے اجرا) ریگولیشنز 2020 کے ضابطہ 5 کے تحت پاکستان سکیورٹیز اینڈ ایکسچینج کمیشن (SECP) کی منظوری حاصل کرنے کے بعد، کمپنی کو اختیار دیا جاتا ہے کہ وہ زیادہ سے زیادہ 40,000,000 (چالیس ملین) عام حصص جناب شایان اکبر علی کے حق میں، جو کمپنی کے موجودہ اسپانسر ہیں جاری کرے، جن کی اصل مالیت فی حصص 10 روپے (پاکستانی روپے دس) ہوگی ("نئے حصص")، حق حصص (Right) کے علاوہ، نقد ادائیگی کے عوض میں۔ جناب شایان اکبر علی نے فی حصص 25 روپے (پاکستانی روپے پچیس) کی قیمت پر لینے کی پیشکش کی ہے، جس میں فی حصص 15 روپے (پاکستانی روپے پندرہ) بطور پرمیم شامل ہے، جو مجموعی طور پر 1,000,000,000 روپے (پاکستانی روپے ایک ارب) بنے گا ("براہ راست اجرا")۔

مزید یہ قرارداد منظور کی جاتی ہے کہ کمپنی کو اختیار دیا جاتا ہے کہ وہ براہ راست اجرا کے سلسلے میں جناب شایان اکبر علی سے ایڈوانس بطور ایکویٹی حاصل کرے۔

INVESTORS' GRIEVANCES POLICY

The Company believes in prompt provision of resolution to all grievances of our valued shareholders in accordance with the statutory guidelines and well-designed policy. The development of sustained stakeholder relationships is paramount to the performance of the Company. Investors' grievances are managed centrally by the Corporate Compliance Department of the Company through an effective grievance management mechanism for handling of investors' queries and complaints, through the following key measures –

- Increasing the investors' awareness relating to modes for filing of queries;
- Handling of investors' grievances in a timely manner;
- Handling of grievances honestly and in good faith without prejudice;
- Escalating grievances to the appropriate levels with full facts of the case requiring attention of the senior management or the Board, for settlement of the grievance, if required;
- Carrying out investigations to inquire about the cause of the grievance;
- Taking appropriate remedial action immediately to facilitate the respected investors of the Company;

Investors can communicate their grievances through any of the following channels -

By calling at UAN:	(+92-21) 111 - AMRELI (267354)
By writing to:	The Company Secretary Amreli Steels Limited Plot No. A-18, S.I.T.E. Karachi, Pakistan
By sending an email:	investor-relations@amrelisteels.com
By accessing website:	https://amrelisteels.com/investor-relations#Complaints

DISCLAIMER: "In case investors' complaints are not properly redressed by the Company, investors may lodge their complaints with Securities and Exchange Commission of Pakistan ("the SECP"). However, SECP will entertain only those complaints which were at first directly requested to be redressed by the Company and the Company has failed to redress the same. Further, the complaints that are not relevant to SECP's regulatory domain/competence shall not be entertained by the SECP"

By accessing SECP: <https://sdms.secp.gov.pk/>

Issues raised in last AGM & Decisions taken

The 40th Annual General Meeting of the Company held on 26 October 2024. Besides approval of annual audited accounts for the year ended 30 June 2024 and satisfactorily concluding other ordinary businesses of the said AGM, all the queries raised by the respective shareholders of the Company were responded up to their satisfaction by the Chair of the meeting, Directors, Chief Executive Officer and the Chief Financial Officer of the Company. Other than routine enquiries, no issues were raised by the shareholders which require decision or implementation thereof.

STAKEHOLDERS' ENGAGEMENT PROCESS

Stakeholders	Management of Stakeholders' Engagement	Effect and Value to Amreli Steels Limited (ASL)
Institutional Investors / Shareholders	ASL acknowledges and honors the trust our investors have put in us by striving to provide a steady return on their investment. We rigorously enforce a transparent relationship with all our stakeholders.	The providers of capital allow ASL the means to achieve its vision.
Customers & Suppliers	ASL has invested significantly over the years in customer relationship management. Our continuous and sustainable growth is also attributable to engaging reputed suppliers as business partners for supply of industrial inputs, equipment and machinery.	Our success and performance depends upon the loyalty of our customers, their preference and our supply chain management.
Banks and Other Lenders	Banks and other financial institutions are engaged by the Company on an on-going basis in relation to negotiation of rates, lending purposes, short term financing, deposits and investments. Banks are also consulted on issues linked with letters of credit and payments to suppliers, along with other disbursements of an operational nature.	Dealings with banks and lenders is key to ASL's performance in terms of the following: <ul style="list-style-type: none"> • Access to funds • Better interest rates and loan terms • Minimal fees • Higher level of customer service • Effective planning for the future
Media	Different communication mediums are used on need basis to apprise the general public about new developments, activities and philanthropic initiatives of ASL.	By informing the media of the developments and activities of ASL, effective awareness is created regarding the Company and the products and services offered, indirectly having a positive impact.
Regulators	ASL prides itself in being a responsible corporate citizen and abides by the laws and regulations of Pakistan. ASL consciously ensures that all the legal requirements of other countries are also fulfilled while conducting business outside Pakistan. ASL has paid a total of Rs. 3.96 billion tax (comprising in terms of income taxes, federal excise duties, sales taxes and custom duties) to Government Exchequer during the financial year under review and continues to be one of the highest taxpayers of Pakistan.	Laws and regulations, determination of prices and other factors controlled by the Government affect ASL and its performance.
Analysts	In order to remain transparent and attract potential investors, ASL engages with analysts on projects with due regard to regulatory restrictions imposed on inside information and or trading, to avoid any negative impact on the Company's reputation or share price.	Providing all the required information to analysts on the historical performance of the Company, material announcement made during the period and help them understand the industry and its dynamics more clearly to create a positive investor environment.
Employees	ASL's commitment to its most valued resource, a dedicated and competent workforce, is at the core of its human resource strategy. ASL provides a nurturing and employee friendly environment while investing considerably in local and foreign employee trainings. Besides monetary compensations, ASL has also invested in health and fitness activities for its employees.	ASL's employees represent its biggest asset. They implement every strategic and operational decision and represent the Company in the industry and community.
Local Community and General Public	In addition to local communities near plant sites, ASL engages with general public at large through its CSR activities. This engagement helps to identify needed interventions in the field of education, health and general economic uplift of the society.	The people of the country provide the grounds for ASL to build its future on.

ENCOURAGING MINORITY SHAREHOLDERS TO ATTEND GENERAL MEETINGS

The Company disseminates the notice of its general meetings to all registered shareholders alongwith annual report containing financial statements of the Company. Besides this, the Company also publishes the notice of AGM in English and Urdu newspapers having circulation across the country and shareholders are also informed by Company through timely updating the notice of AGM and other relevant information at the official website of the Company as well as designated web-portal of the Pakistan Stock Exchange.

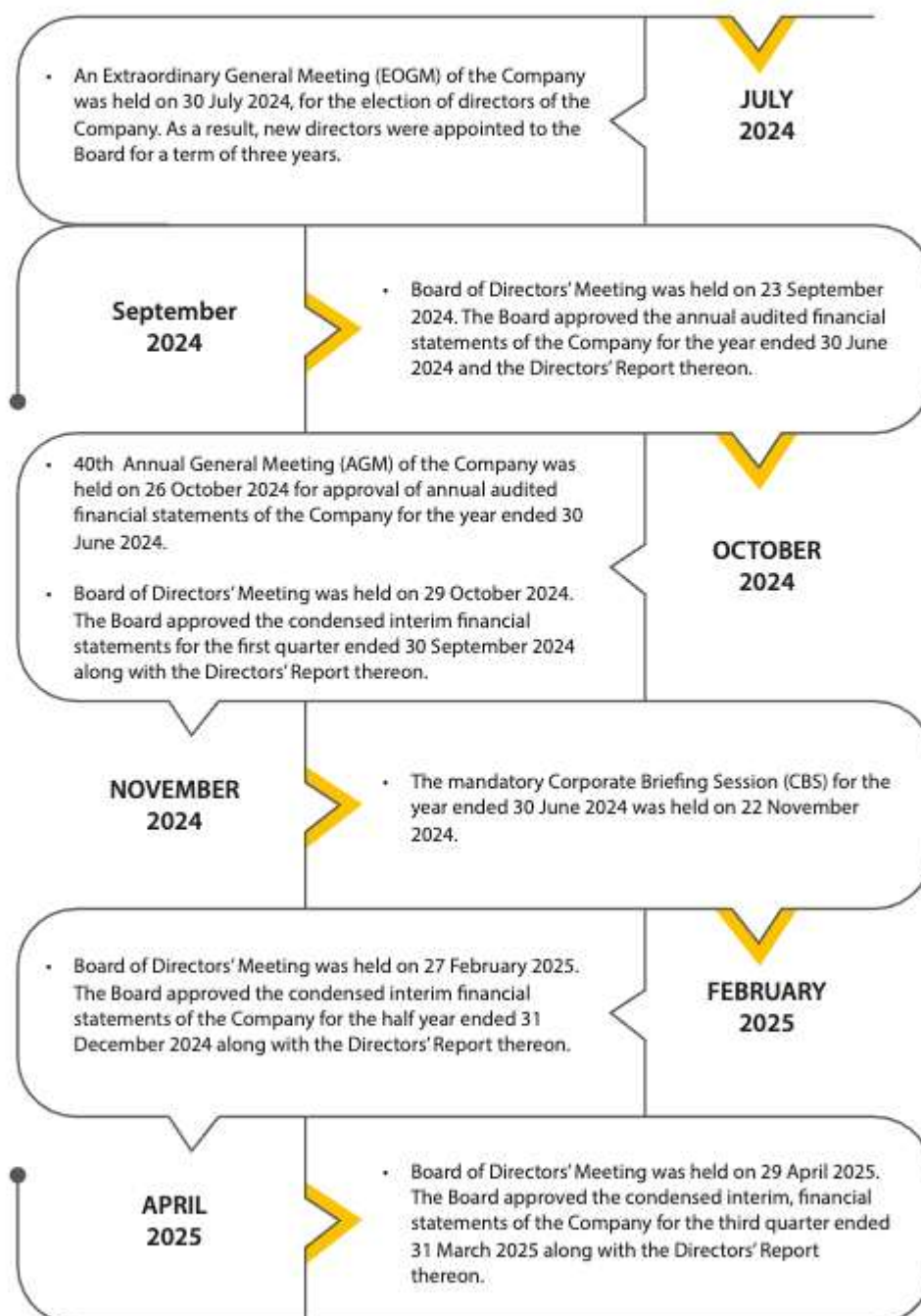
Shareholders are also encouraged to avail the facility of video conferencing (as per the prescribed procedures) and getting notices by email addresses (as provided by shareholders) to encourage maximum attendance at the meetings. The Company always facilitates and ensures shareholders' presence while entertaining their requests if feasible and viable. It values and honors their inputs, records their concerns, prepositions, suggestions in minutes and keeps them abreast on the progress and subsequent actions. Shareholders can also actively participate during general meetings in discussions on operations, objectives and future strategy of the Company.

SUMMARY OF CORPORATE BRIEFING SESSION HELD DURING THE YEAR

The Company has conducted mandatory Corporate Briefing Session (CBS), for the financial year 2024 through virtual means for better participation by giving fair advance intimation to shareholders and analysts' community. Chief Financial Officer of the Company gave presentation on financial and operational details of the Company during Corporate Briefing Session pertaining to the respective periods covered. Presentation were also posted on the Company's website after the Corporate Briefing Session, which can easily be viewed by all respected shareholders of the Company as well as the analysts. The same can be viewed by accessing Investors' Relations portion of the Company's website (i.e. <https://www.amrelisteels.com/investor-relations#investorInformation>).

Corporate Briefing Session for the year ended 30 June 2024 held on 22 November 2024.

MAJOR EVENTS DURING THE FINANCIAL YEAR



PATTERN OF SHAREHOLDING WITH ADDITIONAL INFORMATION

As at 30 June 2025

Categories of Shareholders	Number of Shareholders	Shares Held	Percentage
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Directors and their Spouse(s) and Minor Children

Abbas Akberali	2	92,549,482	31.16
Shayan Akberali	1	37,441,123	12.60
Hadi Akberali	1	37,732,212	12.70
Mariam Akberali	1	1,000	0.00
Zoeb Salemwala	1	100	0.00
Syed Asghar Jamil Rizvi	1	500	0.00
Sohail Feroz Shamsi	1	500	0.00

Associated Companies, Undertakings and Related Parties

Mahvash Akberali	1	55,732,930	18.77
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Banks, Development Financial Institutions, Non-Banking Finance Companies, Insurance Companies, Takaful, Modarabas and Pension Funds

Banks, DFI & NBFI	3	3,645,264	1.23
Insurance Companies	1	5,268,201	1.77

Mutual Funds	6	26,647,631	8.97
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General Public

Local	8,316	27,559,661	9.23
Non-Resident/ Foreign	324	6,673,988	2.25

Others	37	3,758,83	1.27
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Total	8,696	297,011,427	100.00
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Shareholders holding 5% or more	Shares Held	Percentage
Abbas Akberali	91,294,723	30.74
Mahvash Akberali	55,732,930	18.77
Hadi Abbas Akberali	37,732,212	12.70
Shayan Akberali	37,441,123	12.61

PATTERN OF SHAREHOLDING

As at 30 June 2025

Number of Shareholders	Number of Shareholders		Shares Held	Percentage
	From	To		
721	1	100	24172	0.0081
4603	101	500	2226467	0.7496
1287	501	1000	1249666	0.4207
1360	1001	5000	3520821	1.1854
318	5001	10000	2538189	0.8546
106	10001	15000	1364280	0.4593
71	15001	20000	1300795	0.4380
51	20001	25000	1216314	0.4095
20	25001	30000	560230	0.1886
12	30001	35000	400010	0.1347
24	35001	40000	924279	0.3112
10	40001	45000	425973	0.1434
11	45001	50000	544105	0.1832
5	50001	55000	261390	0.0880
6	55001	60000	351000	0.1182
4	60001	65000	249500	0.0840
4	65001	70000	271000	0.0912
4	70001	75000	289336	0.0974
2	75001	80000	154301	0.0520
2	80001	85000	168900	0.0569
2	85001	90000	180000	0.0606
1	90001	95000	92364	0.0311
9	95001	100000	896375	0.3018
3	100001	105000	310208	0.1044
2	105001	110000	219000	0.0737
1	110001	115000	110043	0.0370
3	115001	120000	355264	0.1196
5	120001	125000	617231	0.2078
3	125001	130000	378976	0.1276
1	130001	135000	130010	0.0438
3	145001	150000	447498	0.1507
2	160001	165000	325943	0.1097
1	175001	180000	180000	0.0606
1	180001	185000	181000	0.0609
2	185001	190000	380000	0.1279
1	190001	195000	195000	0.0657
1	195001	200000	200000	0.0673
2	205001	210000	419500	0.1412
1	235001	240000	238773	0.0804
1	240001	245000	244283	0.0822
1	245001	250000	250000	0.0842
1	255001	260000	259625	0.0874
1	270001	275000	272500	0.0917
2	280001	285000	568000	0.1912

PATTERN OF SHAREHOLDING

As at 30 June 2025

Number of Shareholders	Number of Shareholders		Shares Held	Percentage
	From	To		
1	290001	295000	293698	0.0989
1	320001	325000	321000	0.1081
1	335001	340000	338500	0.1140
1	345001	350000	349688	0.1177
1	360001	365000	361779	0.1218
1	470001	475000	470211	0.1583
1	495001	500000	495450	0.1668
1	500001	505000	500500	0.1685
1	540001	545000	540850	0.1821
1	595001	600000	600000	0.2020
1	650001	655000	654223	0.2203
1	695001	700000	700000	0.2357
1	700001	705000	702767	0.2366
1	745001	750000	750000	0.2525
1	1250001	1255000	1254759	0.4225
1	1735001	1740000	1738356	0.5853
1	3495001	3500000	3500000	1.1784
1	4475001	4480000	4478136	1.5077
1	5265001	5270000	5268201	1.7737
1	25995001	26000000	26000000	8.7539
1	37440001	37445000	37441123	12.6060
1	37730001	37735000	37732212	12.7040
1	55730001	55735000	55732930	18.7646
1	91290001	91295000	91294723	30.7378
8695	Company Total		297011427	100.0000



CORPORATE GOVERNANCE

**INSPIRES
GROWTH**



CORPORATE GOVERNANCE, RISK MANAGEMENT AND COMPLIANCE

The Company recognizes that Governance, Risk Management, and Compliance (GRC) are three pillars that work together for the purpose of assuring that the organization meets its objectives.

GRC is a discipline that aims to synchronize information and activity across governance, risk management and compliance in order to operate more efficiently, enable effective information sharing, more effectively report activities and avoid wasteful overlaps.

Governance

Governance (Corporate Governance) is the combination of processes established and executed by the Board of Directors (the Board) that are reflected in the Company's structure and how it is managed and led toward achieving goals of the Company as a whole.

The corporate governance structure of the Company is based on statutory and regulatory compliance requirements that are applicable to companies listed on the Pakistan Stock Exchange Limited and Company's Articles of Association complemented by several internal procedures. These procedures include a risk assessment and control system, as well as a system of assurances on compliance with applicable laws, regulations and the Company's Code of Conduct.

Major External Regulations

- Companies Act, 2017 (Formerly: Companies Ordinance, 1984) and Rules made thereunder
- Listed Companies (Code of Corporate Governance Regulations), 2019
- Securities Act, 2015
- Listing Regulations of Pakistan Stock Exchange Limited
- Rule Book of Pakistan Stock Exchange Limited
- CDC Regulations
- All applicable Labor Laws
- All applicable Taxation Laws and Rules made thereunder
- Competition Act, 2010 and Rules made thereunder
- Other SECP Regulations, Circulars, Notifications and Guidelines issued from time to time
- Other local and International laws applicable directly or indirectly

Major Internal Regulations

- The Memorandum and Articles of Association of the Company
- Code of Conduct
- Whistle Blowing Policy
- Other Significant policies formulated by the Company from time to time

The Board is responsible for governing the organization by establishing Board policies, setting the goals, objectives and strategies the Company is required to adopt, and formulating policies and guidelines for achieving the said goals and objectives. The Board is accountable to the shareholders for the discharge of its fiduciary function.

The management is responsible for implementation of the aforesaid goals and strategies in accordance with the policies and guidelines laid down by the Board. In order to facilitate the smooth running of the day-to-day affairs of the Company, the Board entrusts the Chief Executive Officer (CEO) with necessary powers and responsibilities. The CEO is, in turn, assisted by various committees comprising of the Chief Operating Officers, Chief Financial Officer and the Heads of Businesses and Functions. The Board is also assisted by sub-committees comprising mainly of independent/non-executive Directors.

Risk Management

Risk management is predicting and managing risks that could hinder the Company to achieve its objectives. The Board has the overall responsibility of overseeing the risk management processes, which include both risk management and internal control procedures. The Company's processes, which are documented and regularly reviewed, are designed to safeguard assets and address risks that the business might face or that may impact business continuity. These are, in turn, reported to the Board and senior management for timely action where required, to ensure uninterrupted operations.

The Company maintains a clear organizational structure with a well-defined chain of authority. Senior management is responsible for implementing procedures, monitoring risk and assessing the effectiveness of various controls. The Company's overall risk management program focuses on the unpredictability of financial markets, regulatory levies and taxes, external factors affecting the marketability and profit margin of its products, internal factors that may compromise the Company's ability to meet its targets, and seeks to minimize potential adverse effects on the Company's financial performance.

Compliance

Compliance at Amreli Steels means adherence with the applicable laws and regulations and the Company's policies and procedures. The Company considers strong and efficient governance as a key to the Company's success.

Due to the increasing number of regulations and need for operational transparency, the Company is increasingly adopting the use of consolidated and harmonized sets of compliance controls. This approach is used to ensure that all necessary governance requirements can be met without unnecessary duplication of efforts from resources to ensure effectiveness and efficiency.

CORPORATE CALENDAR

Tentative Dates for the Financial Year 2025-26



RISK MANAGEMENT AND GOVERNANCE



RISK MANAGEMENT PROCESS

The Board is responsible for maintaining and reviewing the effectiveness of company's risk management activities from a strategic, financial, and operational perspective. These activities are designed to identify and manage, rather than eliminate, the risk of failure to achieve business objectives or to successfully deliver our business strategy. We follow the Three Lines of Defense approach to risk management. Risks are owned and managed within company and reviewed atleast annually.

Step 1 Risk Identification	Step 2 Risk Assessment	Step 3 Risk Response	Step 4 Risk Reporting and Monitoring
<ul style="list-style-type: none">• Consider key business objectives• Identify principal risks• Identify key controls	<ul style="list-style-type: none">• Assess controls• Estimate likelihood, and impact• Consider legal, reputation and conduct exposure	<ul style="list-style-type: none">• Accept or remediate current risk and control environment• Determine corrective action if needed	<ul style="list-style-type: none">• Business Unit, Process Level, ERM steering committee and Audit Committee



INTERNAL CONTROL FRAMEWORK

Internal control is integral part of our activities. It consists of all measures taken by the company for the purpose of:

- Protecting its resources against waste, fraud, and inefficiency;
- Ensuring accuracy and reliability in accounting and operating data;
- Securing compliance with the organizational policies; and
- Evaluating the level of performance in all organizational units of the company.

We are in the process of adopting COSO framework to attain the objectives that are;

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

The Board has overall responsibility for the Company's system of internal controls and for reviewing its effectiveness. The Board considers that strong internal controls are integral to the sound management of the organization, and it is committed to maintaining strict financial, operational, and risk management control over all its activities with formally defined lines of responsibility, delegated authorities, and clear operating processes. The systems that the Board has established are designed to safeguard both the shareholders' investment and the assets of the company. Entity level controls are in place for the achievement of desired objectives. To ensure the effectiveness and reliability of internal control, ASL has outsourced internal audit function to M/s. Shekha Mufti & Co. Chartered Accountants who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.

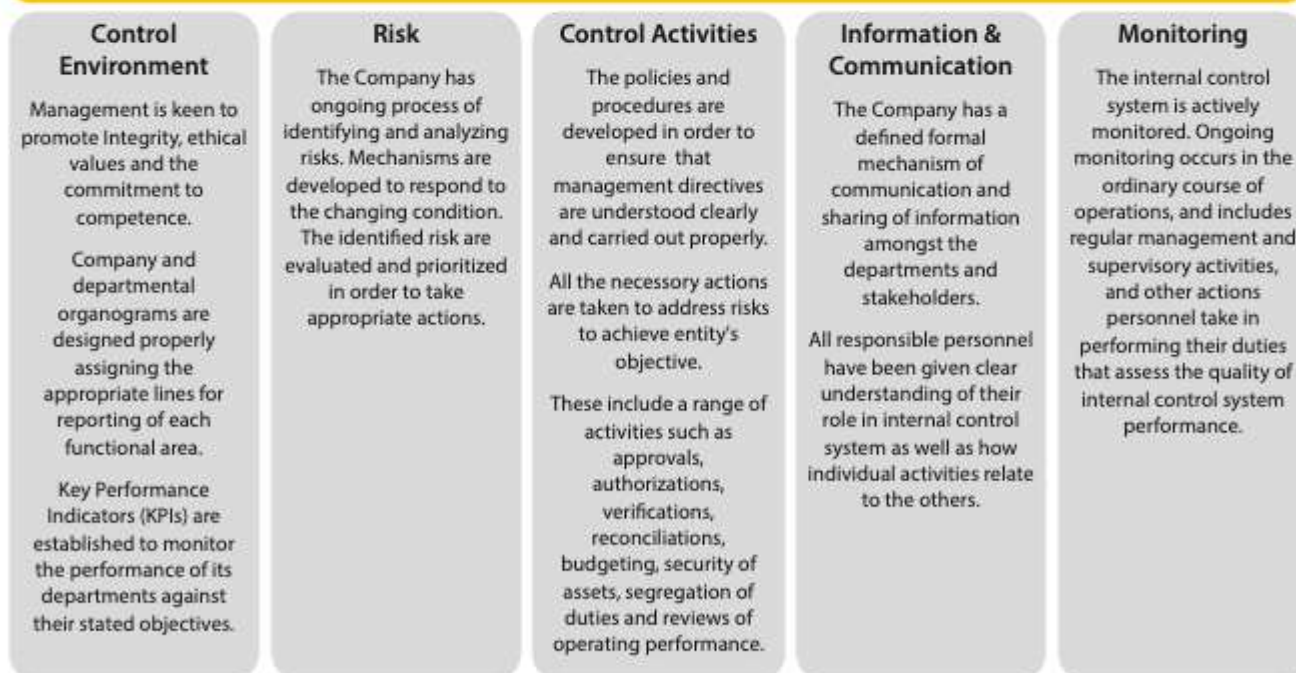
The systems, standard operating procedures, and controls are implemented by the executive leadership team and are reviewed by the internal audit team whose findings and recommendations are placed before the Audit Committee.

To maintain objectivity and independence, the Internal Audit function reports to the Audit Committee. The Internal Audit team develops an annual audit plan based on the risk profile of the business activities. The Internal Audit plan is approved by the Audit Committee, which also reviews compliance with the plan.

The Internal Audit team monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures, and policies at all locations of the Company. Based on the report of the internal audit function, process owners undertake corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

The Audit Committee reviews the reports submitted by the Internal Auditors in each of its meetings. Also, the Audit Committee at semiannually has independent sessions with the external auditors and the Management to discuss the adequacy and effectiveness of internal financial controls.

Internal Control Framework



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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Amreli Steel Limited for the year ended 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 of Compliance reflects the status of the Company's compliance with the provisions of the Regulations and report if it does not and to highlight any non-compliance with the requirements of the Regulations. A review is limited primarily to inquiries of the Company's personnel and review of various documents prepared by the Company to comply with the Regulations.

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

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

Based on our review, nothing has come to our attention that causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2025.

KARACHI

DATED: October 03, 2025

UDIN: CR202510067Dr5BpTYVH



BDO EBRAHIM & CO.

CHARTERED ACCOUNTANTS
Engagement Partner: Zulfikar Ali Causer

BDO Ebrahim & Co. Chartered Accountants

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STATEMENT OF COMPLIANCE WITH THE LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019 FOR THE YEAR ENDED 30 JUNE 2025

Amreli Steels Limited ("the Company") has complied with the requirements of Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Regulations") in the following manner.

- The total number of Directors of the Company are seven (07) as per the following:

Male	6
Female	1

- The composition of Board is as follows:

Independent Directors	Mr. Sohail Feroz Shamsi
	Syed Asghar Jamil Rizvi
Non-Executive Director/ Chairman	Mr. Abbas Akberali
Non-Executive Directors	Mr. Zoeb Saleemwala
	Ms. Mariam Akberali
Executive Directors	Mr. Shayan Akberali
	Mr. Hadi Abbas Akberali

Note: In accordance with Regulation 6(1) of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the requirement is to have at least two or one-third of the members of the Board, whichever is higher, as independent directors. The current Board of Directors of the Company comprises seven members, one-third of which equates to 2.33. As the fractional value falls below 0.5, rounding up to one is not warranted, as two independent directors elected by the shareholders in terms of Section 166 of the Companies Act, 2017 possess the requisite competencies, knowledge, skills, and diversified experience essential for rendering independent decisions in the best interest of the Company.

- The Directors have confirmed that none of them is serving as a Director on more than seven listed companies, including this Company.
- The Company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
- The Board has developed Vision and Mission statements, 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 and subsequent update is maintained by the Company.
- All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ Shareholders as empowered by the relevant provision of the Companies Act, 2017 ("the Act") and the Regulations.
- The meetings of the Board were presided over by the Chairman and, in his absence, by a Director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording and circulating minutes of meetings of the Board.
- The Board has a formal policy and transparent procedures for the remuneration of Directors in accordance with the Act and the Regulations.
- All the Directors of the Company have either obtained certificate of Directors' Training Program as required under clause 19 of listed companies (Code of corporate governance) Regulation 2019 or are exempted from the requirement as per the Regulations.
- The Board has approved the appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.
- Chief Executive Officer and Chief Financial Officer duly endorsed the financial statements before approval of the Board.
- The Board has formed the following committees comprising of members given below:

a. Audit Committee	Name of Committee Members	Category
	Syed Asghar Jamil Rizvi – Chairman	Independent Director
	Mr. Sohail Feroz Shamsi	Independent Director
	Mr. Zoeb Saleemwala	Non-Executive Director
b. Human Resource and Remuneration Committee	Name of Committee Members	Category
	Mr. Sohail Feroz Shamsi – Chairman	Independent Director
	Syed Asghar Jamil Rizvi	Independent Director
	Mr. Shayan Akberali	Executive Director

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committees for compliance.
14. The frequency of meetings of the committees held during the year are as under:
- Audit Committee – Five (05) meetings
 - Human Resource and Remuneration Committee – One (01) meeting
15. The Board has outsourced the internal audit function to M/s. Moore Shekha Mufti & Co. Chartered Accountants who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Director of the Company.
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, the Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all other requirements of the regulations 3,6,7,8,27,32,33 and 36 of the Regulations have been complied with.
19. Explanation for non-compliance with requirements, other than regulations 3,6,7,8,27,32,33 and 36 is as follows:

Non - Mandatory Requirement	Regulation No.	Explanation
Nomination Committee The Board may constitute a separate committee, designated as the nomination committee, of such number and class of directors, as it may deem appropriate in its circumstances.	29(1)	The Board and its HR&R Committee are effectively discharging the responsibilities prescribed for the Nomination Committee, as its constitution is non-mandatory.
Risk Management Committee The Board may constitute the risk management committee, of such number and class of directors, as it may deem appropriate in its circumstances, to carry out a review of effectiveness of risk management procedures and present a report to the Board.	30(1)	The Board and its Audit Committee are effectively discharging the responsibilities prescribed for the Risk Management Committee, as its constitution is non-mandatory.
Disclosure of significant policies on website The company may post on its website key elements of its significant policies including but not limited to the following: (1) Communication and disclosure policy (2) Risk management policy (3) Internal control policy (4) Director's remuneration policy	35(1)(4)	As the Regulation does not require mandatory disclosure of key elements of its significant policies on the website, the Company has not made updates to the website.
Environmental , Social and Governance (ESG) matters The Board is responsible for setting the company's sustainability strategies, priorities and targets to create long term corporate value. The Board may establish a dedicated sustainability committee having at least one female director.	10(A)(5)	The Board effectively provides governance and oversight in relation to the Company's initiatives on Environmental, Social and Governance matters.

For & on behalf of Board of Directors



Abbas Akberali
Chairman
24 September 2025
Karachi

ROLE OF CHAIRMAN OF THE BOARD



Abbas Akberali

The Chairman is responsible for leadership of the Board and ensures that the Board plays an effective role in fulfilling its responsibilities in terms of formulating and implementing corporate direction and strategy. He plays a central role in encouraging effective relationships and communications between board members especially non-executive directors to promote constructive debate and effective decision-making.

Besides effective operations of the Board, the Chairman ensures that its Committees operate in conformity with the highest standards of corporate governance and the committees are properly established, composed and operated as required under the applicable corporate laws. At the beginning of term of each Director, the Chairman ensures that each Director understands his/ her role, obligations, powers and responsibilities in accordance with the Companies Act, 2017 and Company's Articles of Association. He reviews the Board's performance and suggests the training and development of Board Members on individual and collective basis.

The Chairman sets the agenda of the Board Meetings and ensures that all written notices and relevant material, including the agenda, of meetings be circulated amongst the Board Members prior to the meetings. He maintains highest moral, ethical and professional values and good governance throughout the Company.

ROLE OF CEO

The Chief Executive of the Company is responsible to manage the overall affairs and day to day operations of the Company and to improve the shareholders' wealth by way of maximizing the profits of the Company under the overall directions of the Board.

He develops strategies for implementation of decisions taken by the Board and its Committees. The CEO ensures that he develops adequate financial and operational plans and attains the targets set by the Board in the best interest of the Company.

He acts as a direct liaison between the Board and Management of the Company and communicates to the Board on behalf of Management. He ensures that all strategic and operational risks are appropriately managed to an acceptable level and that adequate system of internal controls is in place for all major operational and financial areas. He is also responsible for the highest moral, ethical and professional values and good governance culture throughout the organization.



Shayan Akberali

CHAIRMAN'S REVIEW



Abbas Akberali

Dear Shareholders,

Your Company stands at an important inflection point where the outlook ahead signals a path toward steady stabilization and growth. The convergence of macroeconomic adjustments, regulatory rationalization, and improving liquidity conditions is creating a strong foundation for enhanced operational latitude. With market dynamics evolving, the steel industry is positioned to regain equilibrium in both supply chains and demand cycles, paving the way for renewed competitiveness and capacity utilization. It is reasonably foreseeable that the Company will transition into an era of growth, enabling the realization of its industrial potential under conditions that support long-term stability and stakeholder value creation.

The Company has taken proactive measures to strengthen its position by prioritizing cash optimization and entering into a Master Restructuring Agreement with lenders, ensuring continuity and reinforcing long-term viability. At the industry level, active engagement with the government through the Pakistan Association of Large Steel Producers has led to constructive outcomes, including the phasing out of blanket tax exemptions in the former FATA/PATA regions - an important step toward fostering a level playing field and enhancing competitiveness. At the same time, the industry continues to encourage supportive policies on energy costs and long-term investment, which will further bolster employment and growth.

Pakistan's recent infrastructure rebuilding efforts, following the monsoon season, highlight the growing emphasis on climate-resilient development. For the steel sector, this represents a significant opportunity, as demand for durable materials is expected to rise with strong government and international support for resilient and sustainable infrastructure. On the global stage, Pakistan's strengthening economic ties with Gulf countries and other regional partners underscore the importance of enhanced connectivity and cooperation, opening long-term avenues for investment, trade integration, and industrial growth.

The Board reaffirms its unwavering commitment to fulfilling its fiduciary and governance responsibilities, including the supervision of business operations, the exercise of informed and thoughtful judgment, the oversight of risk management and internal controls, adherence to applicable legal and regulatory frameworks, and the development of strategies aligned with the Company's long-term objectives and core values. In line with regulatory requirements, the Board conducted its annual self-assessment to evaluate the performance and effectiveness of the Board as a whole, its individual members, and its committees. The outcome of this review was highly encouraging, reflecting the Board's continued diligence, accountability, and dedication to upholding the highest standards of corporate governance while fostering a culture of excellence and continuous improvement.

I extend my sincere gratitude to our employees for their steadfast dedication, to my fellow Board members for their thoughtful stewardship, and to our stakeholders for their enduring confidence in the Company. The Board and management remain firmly focused on strengthening operational performance and positioning Amreli Steels to capture opportunities as the operating environment continues to improve. With a strong strategic foundation and an unwavering commitment to excellence, we remain deeply dedicated to creating sustainable, long-term value for all stakeholders and guiding the Company toward continued growth and success.



Abbas Akberali
Chairman
24 September 2025

آپ کی کمپنی اس وقت ایک نہایت اہم موڑ پر کھڑی ہے جہاں مستقبل کا منظر نامہ بتدریج استحکام اور ترقی کی جانب گامزن ہے۔ معاشی اصلاحات، مضوابط میں تسہیل، اور لیکویڈیٹی کی بہتر ہوتی صورتحال ایک مضبوط بنیاد فراہم کر رہی ہے تاکہ آپریشنز کو مزید وسعت دی جاسکے۔ مارکیٹ کے حالات میں تبدیلی کے ساتھ، اسٹیل کی صنعت ایک بار پھر چلائی چھین اور طلب کے اتار چڑھاؤ میں توازن حاصل کرنے کی پوزیشن میں ہے، جو مسابقت اور پیداواری صلاحیت کے نئے مواقع فراہم کرے گی۔ یہ بات قرین قیاس ہے کہ کمپنی ترقی کے ایک نئے دور میں داخل ہوگی، جہاں صنعتی صلاحیت کو ایسے حالات میں بروئے کار لایا جاسکے گا جو طویل مدتی استحکام اور شراکت داروں کی قدر میں اضافے کو ممکن بنائیں گے۔

کمپنی نے اپنی پوزیشن کو مستحکم کرنے کے لیے پیشگی اقدامات کیے ہیں، جن میں نقد رقوم کے بہتر استعمال کو ترجیح دینا اور قرض دہندگان کے ساتھ بنیادی اصلاحات کے معاہدے کرنا شامل ہے، تاکہ تسلسل کو یقینی بنایا جاسکے اور طویل مدتی پائیداری کو تقویت دی جاسکے۔ صنعت کی سطح پر حکومت کے ساتھ پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز کے پلیٹ فارم کے ذریعے فعال روابط کے نتیجے میں مثبت پیش رفت ہو رہی ہے، جن میں سابقہ فنانس/پائمانہ علاقوں میں عمومی ٹیکس چھوٹ کا بتدریج خاتمہ شامل ہے۔ جو ایک مساوی میدان فراہم کرنے اور مسابقت کو بڑھانے کی جانب اہم قدم ہے۔ اس کے ساتھ ساتھ، صنعت توانائی کی لاگت اور طویل مدتی سرمایہ کاری سے متعلق معاون پالیسیوں کی حوصلہ افزائی جاری رکھے ہوئے ہے، جو روزگار اور ترقی کو مزید فروغ دیں گی۔

حالیہ مون سون کے بعد، پاکستان کی حالیہ انفراسٹرکچر کی بحالی کی کوششیں ماحولیات دوست ترقی پر برہم ہوئی اہمیت کو اجاگر کرتی ہیں۔ اسٹیل کے شعبے کے لیے یہ ایک اہم موقع ہے، کیونکہ پائیدار و مضبوط مینجمنٹ کی طلب میں اضافے کی توقع ہے، جسے حکومت اور بین الاقوامی اداروں کی جانب سے لچکدار اور پائیدار انفراسٹرکچر کے لیے مضبوط حمایت حاصل ہے۔ عالمی تناظر میں، پاکستان کے خلیجی ممالک اور دیگر علاقائی شراکت داروں کے ساتھ مضبوط ہوتے معاشی روابط، بہتر ہوتے ہوئے تعلقات، تعاون کی اہمیت کو اجاگر کرتے ہیں، جو سرمایہ کاری، تجارتی انضمام، اور صنعتی ترقی کے لیے طویل مدتی مواقع فراہم کریں گے۔

بورڈ اپنی بنیادی اور گورننس کی فرائض کی ادائیگی کے لیے اپنے غیر متزلزل عزم کی توثیق کرتا ہے، جن میں کاروباری امور کی نگرانی، سوجھ بوجھ کے ساتھ دوراندیش فیصلے کرنا، خطرات کے پیش نظر اقدامات کرنا اور اندرونی کنٹرولز کی نگرانی، متعلقہ قانونی و ضابطہ جاتی فریم ورک کی پابندی، اور کمپنی کے طویل مدتی اہداف اور بنیادی اقدار سے ہم آہنگ حکمت عملیوں کی تشکیل شامل ہے۔ ضابطہ جاتی تقاضوں کے مطابق، بورڈ کی جانب سے اپنی سالانہ خود تشخیصی مشق مکمل کی جا چکی ہے تاکہ بورڈ کی مجموعی کارکردگی، انفرادی ارکان، اور اس کی کمیٹیوں کی افادیت کا جائزہ لیا گیا۔ اس جائزے کے نتائج انتہائی حوصلہ افزاء رہے، جو بورڈ کی مسلسل محنت، جوابدہی، اور اعلیٰ ترین کارپوریٹ گورننس کے معیار کو برقرار رکھنے کے عزم کی عکاسی کرتے ہیں، جبکہ عمدگی اور مسلسل بہتری کی ثقافت کو فروغ دیتے ہیں۔

میں اپنے ملازمین کی ثابت قدمی اور لگن پر تہہ سے دل شکریہ ادا کرتا ہوں، اپنے ساتھی بورڈ ممبران کی دانشمندانہ قیادت پر ممنون ہوں، اور اپنے شراکت داروں کا کمپنی پر مسلسل اعتماد پر شکریہ ادا کرتا ہوں۔ بورڈ اور انتظامیہ آپریشنل کارکردگی کو بہتر بنانے اور امریلی اسٹیل کو ان مواقع کے حصول کے لئے تیار کرنے پر مرکوز ہے، جو بہتر ہوتے ہوئے کاروباری ماحول میں دستیاب ہونگے۔ ایک مضبوط حکمت عملی اور غیر متزلزل عزم کیساتھ، ہم تمام اسٹیک ہولڈرز کے لیے پائیدار، طویل مدتی تخلیق پیدا کرنے اور کمپنی کو مسلسل ترقی اور کامیابی کی راہ پر گامزن رکھنے کے لیے پوری طرح پر عزم ہیں۔

Abdul Wahid

عباس اکبر علی

چیرمین

24 ستمبر 2025

CEO's MESSAGE



Shayan Akberali

Dear Shareholders,

Assalam-o-Alaikum. The past year has once again tested our resilience as a company. Unfortunately, FY25 was a year in which Amreli Steels could not operate at the levels required to make our business viable. With liquidity severely constrained and our focus consumed by the restructuring process, we were unable to utilize our capacity or achieve the scale of operations necessary to cover fixed costs. This reality weighed heavily on our financial performance and marked FY25 as a year primarily dedicated to survival rather than growth.

The restructuring process itself, while necessary, has taken longer than we had initially anticipated. Engaging with multiple stakeholders, navigating a difficult economic backdrop, and aligning terms with our lenders has been a complex undertaking. However, I am pleased to share that we are now closing in on the finish line and expect to conclude this restructuring shortly. Once finalized, this milestone will provide us with the financial flexibility and stability required to restart operations at sustainable levels.

While FY25 did not deliver the results we had hoped for, the time and effort invested in restructuring were unavoidable and essential. By addressing the financial constraints that crippled our operations, we are laying the foundation for a stronger Amreli Steels. The sacrifices made in the past two years - right-sizing, operational streamlining, and stringent cost management - will allow us to move forward as a leaner, more agile, and more competitive company.

Looking ahead, we see reasons for cautious optimism. The government's policies aimed at economic stabilization, infrastructure investment, and easing of interest rates provide a pathway for recovery in our industry. With the restructuring set to be completed, we will finally have the ability to focus on restoring our production levels, strengthening relationships with our customers, and regaining our market position.

I remain confident that Amreli Steels will emerge stronger from this difficult chapter. Our company has weathered adversity before, and each time we have built back with greater resilience. With the imminent restructuring behind us, we can turn our attention toward growth and value creation for all our stakeholders.

In closing, I would like to acknowledge the patience of our shareholders, the dedication of our employees, the perseverance of our management team, the support of our lenders and the trust of our business partners. The year behind us was one of sacrifice, but the year ahead holds the promise of renewal. Together, we will rebuild Amreli Steels into the company we know it can be.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Shayan Akberali', written over a horizontal line.

Shayan Akberali
Chief Executive Officer
24 September 2025

Directors' Report to the Members

Esteemed Shareholders,

The financial year 2025 was another demanding period for your Company and for Pakistan's formal steel value-chain. While macroeconomic stabilization gathered pace, operating conditions for documented steel producers remained difficult: domestic construction demand was uneven, input and energy costs were volatile, and sector-specific distortions persisted. Against this backdrop, management concentrated on operational discipline, cash preservation, and customer service continuity, while actively engaging with policymakers on reforms critical to a level playing field.

From a global vantage point, steel markets experienced a fragile, stop-start recovery. Demand in several advanced economies softened under the lagged effects of tight monetary policy, while China's protracted property-sector adjustment weighed on regional steel consumption and prices. International bodies noted a challenging backdrop for 2025, with weak profitability and excess capacity in parts of Asia keeping margins under pressure. At the same time, shipping disruptions and detours periodically lengthened transit times and raised freight costs, complicating raw material imports including scrap used in steel production.

At the same time, regional cooperation platforms provided a measure of forward-looking momentum. During the recently held Shanghai Cooperation Organisation (SCO) Summit in Tianjin, Pakistan reiterated its commitment to fostering deeper regional cooperation in trade, connectivity, and industrial development. The Summit emphasized multilateral partnerships to advance energy integration, industrial linkages, and sustainable infrastructure - with specific reference to expanding the China - Pakistan Economic Corridor (CPEC). For Pakistan's steel and construction industries, these commitments hold potential for future demand creation, industrial collaboration, and foreign investment.

Domestically, stabilization efforts produced some important macro indicators of improvement, even as real-sector momentum stayed uneven. Headline inflation decelerated sharply into mid-2025, enabling the State Bank of Pakistan (SBP) to reduce the policy rate to 11% in May 2025 - an aggregate easing of over 1,000 basis points from the FY24 peak - maintaining that setting even in September 2025. The Economic Survey reported FY25 GDP growth at 2.68%, while the external account strengthened materially, culminating in Pakistan's first full-year current account surplus in 14 years. While these developments are encouraging, sustaining reform progress and expanding investment will be critical to securing more durable growth.

The year witnessed both challenges and developments that had a bearing on Pakistan's economic outlook and the operating environment of the steel industry. Recently, Pakistan endured devastating monsoon and flash floods across Punjab and Khyber Pakhtunkhwa - provinces central to the nation's agriculture, energy, and infrastructure networks. The calamity claimed over 800 lives, displaced more than 1.8 million people, and inundated thousands of villages, agricultural lands, and critical transportation corridors. Beyond the human tragedy, these events disrupted food supply, logistics, and construction activity, weighing further on domestic industrial demand, including steel. The destruction of farmland and rural assets also dampened rural purchasing power, with spillover effects across multiple sectors of the economy. These disasters underscore the urgency of investing in climate-resilient infrastructure, improved water management, and disaster-preparedness frameworks. At the same time, they highlight an opportunity: reconstruction and rehabilitation efforts, if adequately resourced by the government and multilateral partners, can stimulate demand for long steel while supporting broader national recovery.

These developments show that Pakistan faces both challenges and opportunities. On the downside, climate shocks and long-standing weaknesses are holding back short-term growth. On the upside, regional cooperation and the push for reconstruction could help build fresh momentum. To tap into this potential, steady government support will be essential - from fairer taxes and action against informality and smuggling to ensuring a level playing field for businesses that operate within the system.

Energy remained a pivotal factor in determining competitiveness, with electricity forming a major cost component for steel melting and re-rolling operations. The federal government announced an industrial-tariff rationalization to support production and exports, including a reduction in average industrial electricity rates. However, frequent quarterly adjustments, fuel-cost changes, and surcharges continued to create uncertainty, making it difficult for energy-intensive industries like steel to plan effectively. Stable and predictable energy pricing will be crucial for ensuring investment and operational continuity.

Policy and tax measures continued to put pressure on the formal, tax-paying steel sector. Industry groups repeatedly pointed out that current tax imbalances hurt compliant producers while also costing the government valuable revenue. Steelmakers have urged policymakers not to bring back tax breaks, warning that such exemptions would worsen the unfair playing field, fuel under-invoicing and smuggling, and even threaten the survival of documented businesses.

During the year under review, the unavailability of LC lines posed a severe constraint on operations, restricting the import of critical raw materials. This hampered production continuity and directly contributed to the Company's underperformance during the reporting periods. In the absence of functional LC facilities, the Company was compelled to operate well below optimal capacity, underscoring how financing bottlenecks can translate into significant operational and financial stress.

In parallel, the Company made significant progress toward finalizing a Master Restructuring Agreement (MRA) with its lenders, underscoring its commitment to financial discipline and transparency. The framework reflects the Company's determination to sustain operations and secure long-term growth. The journey to successful execution of the MRA was prolonged and challenging. Although the Company has anticipated the need for debt reprofiling in February-23 based on prevailing macroeconomic uncertainties and political tension and has held various meeting in this matter with financial institutions. However, the reprofiling efforts could not materialized due to delays in approval process of various banks. This delay has further deteriorated the financial position of the Company due to lower capacity utilization and has eventually led to a need to master restructuring, the formal process of which started in September-24. Nevertheless, persistent collective efforts by all stakeholders ultimately prevailed. The constructive role of supporting banks, along with the valuable support and guidance of Dada Partners, proved instrumental in bridging differences, normalizing the process, and enabling the Company to move forward under a unified restructuring framework.

At the time of finalizing this report, LC lines were on the verge of reopening, allowing the Company to gradually restore procurement cycles and move toward normalized production. While this relief is recent, it presents an important opportunity to stabilize operations in the months ahead. The Board also wishes to place on record its sincere appreciation for the suppliers who extended exceptional support during this critical period, ensuring continuity of supplies despite severe working-capital pressures.

Financial Performance for the year:

The factors outlined above placed considerable pressure on the Company's financial results, reflecting the difficult external environment in which it has operated. Despite these challenges, the management and sponsors have consistently demonstrated resilience and a commitment to safeguarding the Company's future. Their strategy has been anchored in balancing the immediate need for operational survival with a broader vision for sustainable, long-term growth. This includes prioritizing efficiency improvements, strengthening governance and transparency, and seeking opportunities to diversify revenue streams. At the same time, management continues to focus on rebuilding investor and lender confidence, deepening relationships with key stakeholders, and aligning operations with emerging opportunities in construction, infrastructure, and regional trade. With these forward-looking measures, the Company aims not only to navigate current pressures but also to position itself as a stronger, more competitive player in the years ahead.

The financial year under review proved to be one of the most challenging periods in the Company's history. A comparison of the key financial indicators of the Company for the year ended 30 June 2025 with the corresponding year is as under:

Particulars	30 June 2025	30 June 2024
..... Rupees in thousands		
Sales Revenue	16,082,614	38,775,737
Gross Profit	76,006	2,401,426
Operating Loss	(1,063,332)	(130,787)
Loss Before Tax	(5,386,203)	(5,391,396)
Loss After Tax	(3,811,359)	(6,106,723)
Loss per share - basic and diluted (in Rupees)	(12.83)	(20.56)

Sales and Gross Profit

Sales revenue contracted sharply by 58.53%, falling from Rs. 38.78 billion in FY24 to Rs. 16.08 billion in FY25. This steep decline was primarily due to severely curtailed production volumes as the Company faced significant hurdles in opening LCs for the procurement of scrap, its primary raw material. As a result, overall plant utilization remained well below breakeven levels, leading to negative absorption of fixed costs and a gross profit of Rs. 76.01 million, translating to a gross margin of 0.47% compared to a gross margin of 6.19% in FY24.

Operating Performance

Total operating expenses reduced to Rs. 1.14 billion in FY25 from Rs. 2.53 billion in FY24, reflecting management's cost rationalization efforts and right-sizing initiatives in response to declining volumes. Distribution and administrative expenses fell by 50.8% and 12.5%, respectively. Additionally, allowance for expected credit losses showed a reversal of Rs. 86.73 million, compared to a charge of Rs. 379.20 million last year, demonstrating cautious credit risk management in the current environment. Despite these measures, the operating loss expanded to Rs. 1.07 billion in FY25 versus Rs. 130.79 million in FY24, owing to lower gross margins and reduced economies of scale.

Finance Costs

Finance costs remained elevated at Rs. 4.10 billion in FY25, only marginally lower than Rs. 4.77 billion in FY24. The reduction pertains mainly due to lower average interest rates as compared to previous financial year.

Taxation

For the year under review, the Company recognized a taxation credit of Rs. 1.55 billion compared to an expense of Rs. 715 million in FY24. This recognition primarily relates to deferred tax adjustments against the carried-forward taxable losses and minimum taxes under the Income Tax Ordinance, 2001.

Overall Results

Loss before tax stood at Rs. 5.39 billion in FY25, almost unchanged from Rs. 5.39 billion in FY24. However, the loss after tax narrowed to Rs. 3.84 billion compared to Rs. 6.11 billion in FY24, primarily due to the deferred tax credit recognized during the year. Consequently, loss per share recorded to Rs. 12.83 from Rs. 20.56 last year.

In summary, the financial year 2025 was shaped by the combined impact of limited access to working capital and subdued domestic demand. The inability to secure financing directly constrained production capacity, resulting in a sharp decline in sales and gross margins. Although management successfully reduced operating expenses and undertook right-sizing measures, these efforts were not sufficient to counter the structural pressures of high finance costs and low output levels. Looking ahead, the Board and management remain firmly committed to the timely and effective implementation of the Master Restructuring Agreement (MRA) concluded with lenders. This milestone is expected to provide the foundation for stabilizing operations, restoring production, and gradually strengthening the Company's financial performance in the years to come.

Future Outlook:

In reference to Note 2 of the annual audited financial statements, the Board draws attention to the external auditors' observation regarding material uncertainties that may cast doubt on the Company's ability to continue as a going concern. The Board acknowledges these concerns but emphasizes that a comprehensive action plan has been advanced to address them. Central to this plan is the successful conclusion of a significant restructuring arrangement with lending institutions under the Master Restructuring Agreement (MRA), which provides a clearer framework for financial stability and repayment capacity. In parallel, the Company has suspended all non-essential capital expenditure and expansion projects in order to conserve liquidity and focus resources on sustaining core operations. Furthermore, a disciplined program of cost rationalization is being implemented so as to preserve efficiency and protect margins. Together, these measures are designed to stabilize the business in the short term, rebuild confidence among stakeholders, and create the operational space necessary for pursuing long-term growth once external conditions improve.

The readiness of sponsors to inject fresh capital under the MRA alignment underscores their commitment to sustaining operations, reinforcing solvency, and safeguarding long-term viability. The Board, along with management, continues to monitor developments closely and remains committed to navigating these challenges decisively.

Looking ahead, the Company expects operating and financial performance in FY2026 to remain subdued, reflecting the residual impact of restricted LC lines, fragile construction demand, and working-capital constraints. The key focus of the management is the resumption of working capital limits post restructuring and revamping of production schedules, keeping near-term performance under pressure. Recovery is expected to gradually strengthen from FY2027 onward, supported by improved financial discipline under the MRA, renewed supplier confidence, stabilized LC operations, and more predictable demand dynamics.

At the macroeconomic level, tentative signs of stabilization have begun to emerge. Inflation has moderated sharply, with August 2025 CPI estimated at 3.75–4.25% year-on-year, compared to 9.6% in the same period last year. Average inflation for FY2025–26 is projected in the range of 6–7%, broadly aligned with the State Bank's target, creating space for continued monetary easing. The policy rate is expected to decline to around 10% by December 2025, helping ease financing pressures on businesses.

On the growth front, the economy is estimated to have expanded by 2.7% in FY2025 - an upward revision from earlier forecasts- reflecting resilience in industry and services. The IMF projects growth of 2.6% for FY2025 and 4.2% for FY2026, supported by structural reforms and the government's "Uraan Pakistan" economic transformation plan. Early outcomes of this initiative include lower inflation, a return to a current account surplus, stronger remittance inflows, and improved fiscal discipline.

Despite recent improvements, risks remain significant. Global commodity price volatility, trade tensions, and supply-chain vulnerabilities could weigh on export momentum. On the domestic front, weaknesses in agriculture, sluggish private investment, and reliance on state-led reforms continue to limit growth. Sustained implementation of structural reforms - particularly the privatization of state-owned enterprises, broadening of the tax base, and rationalization of energy tariffs - will be essential for maintaining macroeconomic stability.

For the steel sector, moderating inflation and lower interest rates are expected to gradually support a revival in construction activity. That said, a meaningful recovery in long steel demand will hinge on the timely execution of PSDP allocations, consistent enforcement of documentation to reduce informal supplies, and a fairer alignment of energy costs for industry.

In conclusion, while FY2026 is likely to remain challenging with limited scope for higher capacity utilization or margin expansion, the broader environment is showing signs of cautious improvement. Easing inflation, declining interest rates, and reform progress collectively provide a stronger platform for recovery. Management, with the continued support of sponsors, remains fully committed to safeguarding the Company's going-concern status and positioning it for sustainable growth in the medium term.

Role of Pakistan Association of Large Steel Producers:

The Pakistan Association of Large Steel Producers (PALSP) continued to play a pivotal role in representing the interests of the domestic steel industry during FY 2025. As the collective voice of integrated steel manufacturers, PALSP actively engaged with policymakers, regulators, and other stakeholders to highlight the structural challenges undermining the sector's viability.

A major concern during the year was the unprecedented energy crisis, as the prolonged deadlock between NEPRA and K-Electric over the government's industrial power relief package severely disrupted operations in Karachi, resulting in industry-wide losses worth billions. PALSP raised the issue at the highest forums, emphasizing that regionally competitive and predictable energy tariffs are critical to sustaining steel production. At the same time, PALSP intensified its advocacy against smuggling, misdeclaration, and under-invoicing of steel products - particularly inflows from the western borders - which undermine the documented sector and deprive the national exchequer of significant revenue.

The Association with its efforts succeeded in reduction of tax exemptions granted to units in the erstwhile FATA/PATA regions. In past, these exemption created unfair competition and badly disturbed level playing field which undermined the formal steel sector. Before the recent budget, the Government suddenly decided to reduce tariff protections for the steel industry under the Tariff Rationalization Plan. The Association effectively took up the matter with the Government, emphasizing that regionally competitive energy tariffs, financing costs, and improvements in the ease of doing business index are prerequisites before any decision to reduce tariff protections. Any unilateral liberalization, without structural reforms and without taking the industry into confidence, could prove counterproductive for the steel sector.

In summary, the year was marked by financial strain, lower capacity utilization, and mill shutdowns. PALSP continued to advocate for the documented steel industry, and the Company remains aligned with its efforts to ensure fair policies and support a sustainable steel sector in Pakistan.

Board of Directors;

The governance at Amreli Steels is a combination of processes established and executed by the Board of Directors and the management of the Company, which is reflected in the Company's structure and how it is managed and led toward achieving its goals as a whole.

The corporate governance structure of the Company is based on statutory and regulatory compliance requirements that are applicable to companies listed on the Pakistan Stock Exchange Limited and Company's Articles of Association complemented by several internal procedures. These procedures include a risk assessment and control system, as well as a system of assurances on compliance with applicable laws, regulations and the Company's Code of Conduct. The Board of Directors of your Company is highly engaged in maintaining long-term and sustainable value creation founded on durable ideologies of governance. The Board comprises of two Independent Directors, three Non-Executive Directors and two Executive Directors.

The Board of Directors of the Company as of 30 June 2025 consists of:

Total Number of Directors	7
i) Men	6
ii) Women	1

The names and composition of the Board of Directors as of 30 June 2025 are as follows:

Composition of Directors	Name of Directors
a. Independent Directors	1) Syed Asghar Jamil Rizvi
	2) Sohail Feroz Shamsi
b. Non-Executive Director	3) Abbas Akberali
	4) Zueb Salemwala
c. Female Non-Executive Director	5) Mariam Akberali
d. Executive Directors	6) Shayan Akberali
	7) Hadi Abbas Akberali

During the year, six (06) meetings of the Board of Directors took place. All the meetings took place in Pakistan. The attendance by each director in the meetings is as follows:

Name of Directors	Number of Meetings Attended
Abbas Akberali - Chairman	06/06
Syed Asghar Jamil Rizvi	06/06
Zoeb Salemwala	06/06
Sohail Feroz Shamsi	05/06
Shayan Akberali	06/06
Hadi Abbas Akberali	06/06
Mariam Akberali	06/06

Board's Audit Committee:

The Board's Audit Committee (BAC) monitors the Company's systems of internal controls and risk management process periodically, assisting the Board in fulfilling its oversight responsibilities primarily in reviewing regulatory compliance risks and reporting financial and non-financial information to shareholders.

The BAC reviews and challenges, where necessary, the actions and judgments of management. The BAC has the autonomy to call for information from management and to consult directly with the external auditors or advisors as considered appropriate. The Chief Financial Officer of the Company attends the BAC meetings by invitation to present the interim and annual accounts. After each meeting, the Chairman of the BAC reports to the Board.

During the year, five (05) meetings of the BAC took place. All the meetings took place in Pakistan. The attendance by each director in the BAC meetings is as follows:

Name of Directors	Number of Meetings Attended
Syed Asghar Jamil Rizvi - Chairman	05/05
Zoeb Salemwala	05/05
Sohail Feroz Shamsi	04/05

Human Resource and Remuneration Committee:

The purpose of the Human Resources & Remuneration Committee (HR&R) is to assist the Board in fulfilling its oversight responsibilities in the field of Human Resources, their development, succession planning and compensation and to perform all such responsibilities as are assigned to the HR&R Committee by the Act and the Code of Corporate Governance Regulations. During the year, one meeting of the HR&R Committee took place. The meetings took place in Pakistan. The CEO of the Company is a member of the Board's HR&R Committee. The Head of HR attended the HR&R Committee meeting by invitation. The attendance by each Director in the HR&R Committee meeting is as follows:

Name of Directors	Number of Meetings Attended
Sohail Feroz Shamsi - Chairman	01
Syed Asghar Jamil Rizvi	01
Shayan Akberali	01

Annual Performance Evaluation of Board of Directors and Committees of the Board:

In line with the Listed Companies (Code of Corporate Governance) Regulations, 2019 and best practices, the Company has established mechanisms for the annual evaluation of the Board of Directors and its Committees. These mechanisms are designed to assess the effectiveness of the Board in providing strategic leadership, oversight, and guidance to management. For this purpose, a structured evaluation process has been adopted, including the use of detailed questionnaires covering areas such as governance effectiveness, accountability, planning, leadership, and strategy formulation. In addition, Directors undertake self-evaluation exercises to assess their own participation and overall satisfaction with the conduct of Board proceedings.

The outcomes of these evaluations are consolidated and presented in the Chairman's Review section of this Annual Report, enabling the Board to identify strengths, address areas for improvement, and continuously enhance its performance.

Female Directors:

The Company is dedicated to fostering gender diversity in the workplace and ensuring equal opportunities for all individuals, based on merit and qualifications. Female directors currently comprise 14% of the Board of Directors. By including female representation on the Board, the Company adheres to applicable regulatory requirements. The Board and management actively encourage the recruitment of female employees within the organization.

Review of CEO's Performance:

The performance of the CEO is reviewed against pre-determined operational and strategic goals aligned with the Vision, Mission and Values of the Company. The well-defined appraisal system includes the performance of the business, the accomplishment of objectives with reference to profits, organization building, succession planning and corporate success.

Directors' Remuneration:

The Board of Directors has a formal policy and transparent procedures for remuneration of directors in accordance with the Companies Act, 2017 and Code of Corporate Governance. The remuneration of the Board members is approved by the Board. In accordance with the Code of Corporate Governance, it is ensured that no Director takes part in the proceedings of the Board Meetings in deciding his own remuneration. The Company does not pay remuneration to non-executive directors except fee for attending the meetings. The Company's remuneration policies are structured in line with prevailing industry trends and business practices. The details of the Directors and CEO's remuneration are adequately disclosed in respective notes to the financial statements.

Directors' Training:

The Board organizes orientation courses for Directors as needed to ensure they are well-acquainted with their responsibilities as specified in the Companies Act, 2017, and the Code of Corporate Governance. The Company guarantees that new Directors receive comprehensive briefing and orientation materials to provide them with an in-depth understanding of the Company's operations.

All Board members have completed the Directors' Training Program certification as required under the Listed Companies (Code of Corporate Governance) Regulations, 2019. To keep Board members updated on changes in corporate law, the Company regularly conducts refresher courses that familiarize them with recent developments in corporate legislation and other pertinent rules and regulations. These sessions are also extended to relevant executives within the organization.

External Auditors:

The present auditors, M/s. BDO Ebrahim & Co., Chartered Accountants are retiring at the conclusion of the annual general meeting scheduled on 28 October 2025 and offering themselves for re-appointment. The Board, upon recommendations of the Audit Committee, has endorsed the re-appointment of M/s. BDO Ebrahim & Co., Chartered Accountants as auditors of the Company for the year ending 30 June 2026.

Internal Audit:

The Board has outsourced the internal audit function to M/s. Moore Shekha Mufti & Co. Chartered Accountants who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.

Strategic Planning:

The Board of Directors regularly review the strategic direction of the Company in Board Meetings. The Board ensures that short term & long-term business and operational strategies established by the management are in line with the Company's overall business objectives.

Material Changes Concerning the Nature of the Business:

During the financial year under review, there has been no material change concerning the nature of business of the Company.

Material Changes Between Balance Sheet Date and Reporting Date (Subsequent Events):

There have been no material changes since 30 June 2025 to date of the report and the Company has not entered into any commitment during this period, which would have an adverse impact on the financial position of the Company. However, subsequent to the reporting date, the Board in its meeting held on 24 September 2025 has approved the rescheduling and restructuring of the Company's overall financing facilities availed from various banks and financial institutions. The Board also approved the terms sheet, the Master Restructuring Agreement and related ancillary documentation that is being agreed upon between the Company and the financial institutions. Relevant disclosure has been made in the notes to the financial statements.

Pattern of Shareholding:

The Pattern of shareholdings as of 30 June 2025 is annexed with this annual report.

Communication with Shareholders:

The Company places high priority on timely communication with its shareholders. The annual and interim financial results are disseminated to all concerned immediately upon their approval by the Board of Directors as per the compliance requirements.

The Company also has a website (www.amrelisteels.com) which, inter-alia, contains up-to-date information on the Company's activities, financial reports, notices and announcements.

The Company has a dedicated email ID (i.e. investor-relations@amrelisteels.com) to address and gives due priority to the queries of its shareholders and take appropriate measures to resolve their grievances.

Safeguarding of Records:

The Company has a well-defined system for safeguarding of its assets in an effective manner. The Company puts ample importance on storage and the safe custody of its financial records. The Company uses SAP as an ERP system for recording its financial information. The access to electronic documentation has been secured through implementation of a comprehensive password protected authorization matrix in SAP-ERP system.

As required by the Companies Act, 2017, records of all circular resolutions and minutes of Board Meetings are maintained in physical form for at least 10 years and for good in electronic form. Further, records of members' resolutions and minutes of general meetings are preserved both physically and in electronic form respectively for 20 years and permanently.

Principal Activities of the Company (Nature of Business):

The Company is engaged in manufacturing and selling of steel bars and billets and is the largest manufacturer of steel reinforcement bars in Pakistan. The Company's product portfolio includes high strength deformed bars as per globally recognized specifications.

Principal Risk and Uncertainties:

The Company has set up a disciplined approach whereby internal audit function provides independent and objective evaluations on the effectiveness of risk management and control processes. The identified risks and the respective control measures in terms of preventive, detective and corrective activities are regularly monitored and reported in a timely manner. The Company has also formulated policies and procedures which are considered a vital part of the Company's risk governance framework to determine risks and develop strategies to mitigate those risks.

Modification in the Audit Report:

The External Auditors of the Company have provided a clean opinion on the state and affairs of the Company and the same is enclosed in this annual report; and as such, there has been no modification in the Auditors' Report for the year under review. However, in reference to Note 2 to the annual audited financial statements of the Company, the Board of Directors would like to draw attention to the events, conditions, and factors that, according to the external auditors, indicate an uncertainty and may cast doubt on the Company's ability to continue as a going concern. The management has developed a comprehensive action plan to address and mitigate these concerns, focusing on stabilizing the Company's financial position and ensuring long-term sustainability. The Board and management are closely monitoring the situation and remain confident that these steps will improve the Company's financial health, allowing it to continue operations as a going concern.

Holding Company:

The Company does not have any parent company nor a subsidiary company.

Payment Methodology:

The Company strongly believes in timely payments of its debts to all its stakeholders and has not defaulted on any payment during the outgoing financial year.

Internal Control Framework:

The Board acknowledges its responsibility towards the implementation of an effective internal control environment throughout the organization. Your Company has set up an efficient and effective internal audit function which rigorously monitors the control environment of the Company. A comprehensive report on internal controls of the Company is presented in this annual report.

Information Technology and Cybersecurity Governance

The Board recognizes that information technology and cybersecurity are critical to the continuity, efficiency, and resilience of the Company's operations. Oversight of IT and cyber risk forms part of the Board's governance framework, with periodic updates presented by management on system enhancements, incident preparedness, and risk mitigation measures.

The Company is committed to strengthening its IT infrastructure by adopting industry-standard controls, enhancing data security, and improving disaster recovery arrangements. Employee awareness programs and vendor risk assessments are conducted regularly to address emerging cyber threats. The Board remains committed to continuously upgrading systems and processes in line with global best practices, thereby safeguarding critical assets and ensuring compliance with evolving regulatory requirements.

Business Continuity Plan:

The Company's comprehensive Business Continuity Plan (BCP) is in place which includes activities required to keep the organization running without interruption of normal operations during a period of disaster.

Health, Safety and Environment - Impact of the Company's Business on the Environment:

The Company is committed to developing, promoting and achieving the highest standards of Health, Safety and Environment (HSE) to ensure the well-being of people who work with us as well as of the communities where we operate. The detailed policy of HSE is enclosed in this annual report.

Human Resource Management:

The Company employs a talented workforce that steers the organization towards its vision through professional development and motivation. The Company has been on a journey of Human Resource (HR) transformation. The HR strategy is constantly evolving to meet the needs and challenges of an organization operating in an evolving market.

Employees' Retirement Benefits:

The Company has an unfunded defined gratuity scheme for all permanent employees who have completed the minimum qualifying years of service for entitlement of gratuity. The provision for gratuity is in accordance with the independent actuarial valuation. The latest actuarial valuation was carried out on 30 June 2025 using Projected Unit Credit Method.

Activities under Corporate Social Responsibility:

Contribution to the community has been at the core of Amreli Steels since its inception. The Company firmly believes in improving the standard of living of its employees and the community at large. During the year, the Company continued to invest in initiatives aimed at education, healthcare, employee welfare, and community development. A report on CSR activities forms part of this Annual Report.

The Corporate Governance Practices:

The Board of Directors of Amreli Steels Limited is committed to the principles of good corporate governance and ethical business conduct. The Company's governance framework is based on the requirements of the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Company's Articles of Association, complemented by robust internal policies and controls.

The Board provides strategic direction and oversight, while management is responsible for implementing policies to achieve organizational objectives. The Company remains fully compliant with applicable statutory and regulatory requirements, and it continues to strengthen internal governance practices to safeguard shareholder value and maintain stakeholder confidence.

Environment, Social and Governance (ESG) and Sustainability Reporting

In line with the evolving global and local regulatory landscape, including the amendments introduced through SRO 920(I)/2024 to the Code of Corporate Governance, the Company has initiated steps to embed Environmental, Social, and Governance (ESG) considerations within its governance and operational framework.

While the Company is not yet under a legal obligation to publish a standalone sustainability report, it acknowledges that such reporting will become mandatory from FY-2026. In preparation, the Company has started aligning its internal processes with internationally recognized sustainability disclosure standards, including SA1 (General Requirements for Sustainability-Related Financial Information) and SA2 (Climate-Related Disclosures), issued under the IFRS Sustainability Standards framework.

Key ESG risks and opportunities being assessed include:

- Energy efficiency and climate change – initiatives to reduce the carbon footprint through optimized production processes.
- Waste management and resource utilization – strengthening recycling practices and ensuring responsible disposal.
- Health, safety, and wellbeing of employees – implementation of robust safety protocols and wellness programs.
- Community engagement – fostering long-term partnerships to support social development initiatives.

The Board recognizes that sustainable practices are integral to long-term value creation, risk management, and resilience in a challenging economic environment. The Company intends to progressively enhance ESG disclosures to meet forthcoming regulatory expectations and investors' confidence.

Risk Identification and Management

The Board, through the Audit Committee, monitors an enterprise risk management framework designed to identify, measure, and mitigate risks across the business. Key risks during the year included:

- Macroeconomic pressures arising from inflation, currency volatility, and high interest rates;
- Energy and raw material cost fluctuations, impacting margins and competitiveness;
- Regulatory and taxation changes, including duties and compliance costs;
- Operational risks, such as supply chain disruptions, production downtime, and safety incidents; and
- Environmental and sustainability-related risks, particularly those relating to emissions, energy intensity, and compliance with evolving environmental regulations.

Mitigation strategies are in place for each of these risk categories, and progress is regularly reviewed by the Board.

Diversity, Equity, and Inclusion (DE&I)

The Company is committed to fostering a culture that is diverse, equitable, and inclusive. Equal opportunity is ensured across all employment and career development practices, regardless of gender, ethnicity, religion, or background. Key initiatives include:

- Merit-based recruitment and transparent progression pathways.
- Capacity-building programs to enhance workforce inclusivity; and
- Gender representation initiatives to support female participation in the workforce.

The Company views diversity and inclusivity as critical drivers of innovation, collaboration, and sustainable organizational growth. The Board remains fully committed to embedding ESG principles and DE&I values into the Company's long-term strategy. These measures are designed to enhance organizational sustainability, strengthen corporate governance, and align with global best practices, thereby ensuring that the Company continues to operate responsibly and ethically while protecting the interests of all stakeholders.

Anti-Harassment Measures

The Company has implemented a Code of Conduct, which has been prominently displayed and communicated across the organization. This Code outlines ethical business practices, professional conduct, and the responsibilities of employees and management in upholding integrity and compliance.

In line with applicable legal requirements, the Company has constituted a Harassment Inquiry Committee to ensure a safe and respectful workplace. The Committee addresses complaints fairly and impartially, reinforcing the Company's commitment to employee protection. Furthermore, regular awareness sessions and communication campaigns are conducted to promote understanding and reinforce the Company's zero-tolerance policy towards harassment in any form.

Dividend and Appropriations

As reflected in this financial report, the Company incurred a loss of Rs. 3.81 billion for the year ended 30 June 2025. In light of this financial performance and considering the continued volatility and uncertainty in the business environment, the Board is unable to recommend any distribution of cash dividend for the year under review.

Contribution to the National Exchequer

Notwithstanding the losses, the Company contributed Rs. 3.96 billion (FY 2024: Rs. 6.54 billion) to the National Exchequer during the year through various levies, taxes, and import duties.

Code of Conduct:

The Company's Code of Conduct sets forth the principles and values that define our culture and guide our actions. It embodies the uncompromisingly high ethical standards that the Company has upheld since its inception and applies to all employees, officers, and directors. In line with recent regulatory amendments, the Code of Conduct has been displayed bilingually at all business locations to ensure accessibility and clarity for all stakeholders.

The Code emphasizes conducting business with honesty, integrity, and fairness while fostering diversity, equity, and inclusion (DE&I) across the organization. It also incorporates the Company's zero-tolerance stance on workplace harassment and outlines mechanisms for reporting through an independent inquiry committee, in full compliance with applicable laws and regulatory requirements.

By adhering to this framework, the Company ensures that its relationships with employees, customers, suppliers, competitors, and business partners are rooted in transparency, respect, and accountability.

Operating & Financial Data:

Operating and financial data and key ratios of the Company are annexed to this annual report.

Acknowledgement:

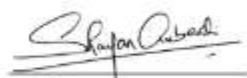
The Board of Directors would like to convey its sincere appreciation to all valued stakeholders - including our shareholders, customers, financial institutions, suppliers, and business partners - for the trust, patience, and steadfast support extended to the Company during the past year. Your continued confidence remains the cornerstone of our resilience, and it is with your encouragement that the Company has been able to navigate through a year marked by extraordinary macroeconomic and sectoral challenges.

The Board further recognizes with deep appreciation the relentless efforts of our management team and employees at every level of the organization. Their professionalism, integrity, and unwavering dedication have been instrumental in sustaining operations, executing critical initiatives such as the successful conclusion of the MRA. Their contribution has ensured that the Company continues to operate with resilience, despite the severe headwinds facing the steel sector and the economy at large.

As we move forward, the Board reaffirms its unwavering commitment to uphold the highest standards of corporate governance, transparency, and ethical business practices. We recognize the indispensable role of stakeholder trust in building a sustainable future, and assure you that every effort will be made to strengthen the Company's financial health, operational efficiency, and long-term growth prospects.

Your continued confidence is deeply valued, and together, with the collective strength of our stakeholders, leadership, and employees, we remain committed to restoring the stability, viability, and growth trajectory of the Company in the years ahead.

For & on behalf of Board of Directors



Shayan Akberali
Chief Executive Officer



Syed Asghar Jamil Rizvi
Director

24 September 2025
Karachi

ضابطہ اخلاق:

کمپنی کا ضابطہ اخلاق ان اصولوں اور اقدار پر مشتمل ہے جو ہماری تنظیمی ثقافت کی تعریف کرتے ہیں اور ہمارے اقدامات کی رہنمائی کرتے ہیں۔ یہ وہ بلند اخلاقی معیار ہیں جن پر کمپنی نے اپنے آغاز سے عمل کیا ہے اور یہ تمام ملازمین، افسران اور ڈائریکٹرز پر لاگو ہوتا ہے۔ حالیہ ریگولیٹری ترامیم کے مطابق ضابطہ اخلاق دولسانی صورت میں تمام کاروباری مقامات پر نمایاں طور پر آویزاں کیا گیا ہے تاکہ تمام شرکاء داروں کے لیے رسائی اور وضاحت یقینی بنائی جاسکے۔

یہ ضابطہ اس بات پر زور دیتا ہے کہ کاروبار کو دیانت داری، ایمانداری اور انصاف پسندی کے ساتھ کیا جائے، اور تنظیم بھر میں تنوع، برابری اور شمولیت (DE&I) کو فروغ دیا جائے۔ اس میں کام کی جگہ پر ہر انسانی کے خلاف کمپنی کی صفر برداشت کی پالیسی بھی شامل ہے اور آزاد انکوائری کمیٹی کے ذریعے رپورٹنگ اور ازالے کے طریقہ کار کی وضاحت کی گئی ہے، جو تمام متعلقہ قوانین اور ریگولیٹری تقاضوں کی مکمل تعمیل میں ہے۔

اس فریم ورک پر عمل کرتے ہوئے کمپنی اس بات کو یقینی بناتی ہے کہ ملازمین، صارفین، سپلائرز، حریفوں اور کاروباری شرکاء داروں کے ساتھ تعلقات شفافیت، احترام اور جواب دہی پر مبنی ہوں۔

کاروباری اور مالی ڈیٹا:

کمپنی کے آپریٹنگ اور مالیاتی ڈیٹا اور کلیدی تناسب اس سالانہ رپورٹ کے ساتھ منسلک ہیں۔

اعتماد و شکر

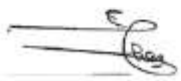
بورڈ آف ڈائریکٹرز اپنے تمام معزز شرکاء داروں، بشمول ہمارے حصص یافتگان، صارفین، مالیاتی ادارے، سپلائرز اور کاروباری شرکاء داران کا شکریہ ادا کرتا ہے جنہوں نے گزشتہ سال مستقل تعاون کا مظاہرہ کیا۔ آپ کا مسلسل اعتماد ہماری قوت مزاحمت کی بنیاد ہے اور آپ کی اسی حوصلہ افزائی سے ہی کمپنی ایک غیر معمولی معاشی اور شعبہ جاتی چیلنجز سے بھرپور سال کو کامیابی کے ساتھ عبور کر سکی ہے۔

بورڈ میڈ اس بات کا اعتراف کرتا ہے کہ انتظامیہ اور ملازمین کی ہر سطح پر مسلسل کاوشیں بے حد قابل قدر ہیں۔ ان کی پیشہ ورانہ مہارت، دیانت داری اور غیر متزلزل عزم کمپنی کے آپریشنز کو جاری رکھنے، اہم منصوبوں کو نافذ کرنے، اور بالخصوص MRA کی کامیاب تکمیل میں کلیدی کردار ادا کر چکی ہیں۔ ان کی خدمات نے اس بات کو یقینی بنایا ہے کہ کمپنی اسٹیل کے شعبے اور مجموعی معیشت کو دور پیش شدید مشکلات کے باوجود مزاحمت کے ساتھ اپنا کاروبار جاری رکھ سکے۔

بورڈ ایک بار پھر اس بات کی غیر متزلزل یقین دہانی کراتا ہے کہ وہ اعلیٰ ترین معیار کی کارپوریٹ گورننس، شفافیت اور اخلاقی کاروباری عمل کو برقرار رکھے گا۔ ہم اس بات کو تسلیم کرتے ہیں کہ شرکاء داروں کا اعتماد ایک پائیدار مستقبل بنانے میں بنیادی کردار رکھتا ہے، اور ہم آپ کو یقین دلاتے ہیں کہ کمپنی کی مالی صحت، عملی کارکردگی اور طویل مدتی ترقی کے امکانات کو مضبوط بنانے کے لیے ہر ممکن کوشش کی جائے گی۔

آپ کا مسلسل اعتماد ہمارے لیے نہایت قیمتی ہے اور ہم اپنے شرکاء داروں، قیادت اور ملازمین کی اجتماعی طاقت کے ساتھ کمپنی کے استحکام، بقا اور ترقی کی راہ کو بحال کرنے کے لیے پُر عزم ہیں۔

منجانب ویرائے بورڈ آف ڈائریکٹرز



سید اصغر جمیل رضوی
ڈائریکٹر



شایان اکبر علی
چیف ایگزیکٹو آفیسر

کراچی: 24 ستمبر 2025

- افراط زر، کرنسی میں اتار چڑھاؤ اور بلند شرح سود سے جنم لینے والے معاشی وباؤ؛
- توانائی اور خام مال کی قیمتوں میں اتار چڑھاؤ، جو مارجنز اور مسابقت پر اثر انداز ہوئے؛
- ریگولیٹری اور ٹیکسیشن میں تبدیلیاں، بشمول ڈیوٹیز اور کمپلائنس اخراجات؛
- آپریشنل خطرات، جیسے سپلائی چین میں رکاوٹیں، پیداواری تعطل اور حفاظتی واقعات؛ اور
- ماحولیاتی اور پائیداری سے متعلق خطرات، بالخصوص اخراجات، توانائی کے استعمال اور بدلتے ماحولیاتی ضوابط کی تعمیل سے جڑے ہوئے۔

ہر زمرے کے خطرے کے لیے تخفیفی حکمت عملیاں وضع کی گئی ہیں اور ان پر پیش رفت کی باقاعدہ طور پر رپورٹنگ کرنا ہے۔

تنوع، مساوات اور شمولیت (DE&I)

کمپنی ایک ایسے کلچر کے فروغ کے لیے پرعزم ہے جو متنوع، منصفانہ اور شمولیتی ہو۔ ملازمت اور کیریئر ڈیولپمنٹ کے تمام مراحل میں مساوی مواقع فراہم کیے جاتے ہیں، خواہ وہ جنس، نسل، مذہب یا پس منظر سے تعلق رکھتے ہوں۔ اہم اقدامات میں شامل ہیں:

میرٹ پر مبنی بھرتی اور شفاف ترقی کے راستے؛

ورک فورس کی شمولیت کو بڑھانے کے لیے صلاحیت سازی کے پروگرامز؛

اور خواتین کی شرکت کے فروغ کے لیے چیئرڈرمن شپ کے اقدامات۔

کمپنی تنوع اور شمولیت کو اختراع، تعاون اور پائیدار تنظیمی ترقی کے اہم محرکات تصور کرتی ہے۔ بورڈ مکمل طور پر پرعزم ہے کہ ESG اصولوں اور DE&I اقدار کو کمپنی کی طویل مدتی حکمت عملی میں ضم کرے۔ یہ اقدامات تنظیمی پائیداری کو بڑھانے، کارپوریٹ گورننس کو مضبوط بنانے اور عالمی بہترین عملی نمونوں سے ہم آہنگ رہنے کے لیے تشکیل دیے گئے ہیں، تاکہ کمپنی تمام اسٹیک ہولڈرز کے مفادات کا تحفظ کرتے ہوئے ذمہ دار اور اخلاقی انداز میں اپنی سرگرمیاں جاری رکھ سکے۔

انداز ہرسانی اقدامات

کمپنی نے ایک ضابطہ اخلاق (Code of Conduct) نافذ کیا ہے جو نمایاں طور پر آویزاں اور تنظیم بھر میں ابلاغ کیا گیا ہے۔ اس ضابطے میں اخلاقی کاروباری رویے، پیشہ ورانہ طرز عمل اور دیانت داری و تعمیل کو برقرار رکھنے کے حوالے سے ملازمین اور انتظامیہ کی ذمہ داریاں واضح کی گئی ہیں۔

قانونی تقاضوں کے مطابق، کمپنی نے ایک ہرسانی انگوائزی کمیٹی تشکیل دی ہے تاکہ محفوظ اور باعزت ماحول کار کو یقینی بنایا جاسکے۔ یہ کمیٹی شکایات کو منصفانہ اور غیر جانبدارانہ طور پر دیکھتی ہے، جس سے کمپنی کے ملازمین کے تحفظ کے عزم کو تقویت ملتی ہے۔ مزید برآں، باقاعدہ آگاہی سیشنز اور ابلاغی مہمات چلائی جاتی ہیں تاکہ سمجھ بوجھ میں اضافہ ہو اور ہر قسم کی ہرسانی کے خلاف کمپنی کی زیر نگرانی پالیسی کو اجاگر کیا جاسکے۔

ڈیویڈنڈ اور تقسیم منافع:

جیسا کہ اس مالی رپورٹ میں بیان کیا گیا ہے، کمپنی کا مالی سال اختتامیہ 30 جون 2025 میں 3.76 ارب روپے کا نقصان ہوا۔ اس مالی کارکردگی اور کاروباری ماحول میں جاری غیر یقینی صورتحال اور عدم استحکام کو مد نظر رکھتے ہوئے بورڈ زیر جائزہ سال کے لیے کسی نقد ڈیویڈنڈ کی سفارش کرنے سے قاصر ہے۔

قومی خزانے میں تعاون:

نقصانات کے باوجود کمپنی نے مختلف لیویز، ٹیکسز اور درآمدی ڈیویڈنڈ کی مدد میں زیر نظر سال کے دوران قومی خزانے میں 3.96 ارب روپے (مالی سال 2024: 6.54 ارب روپے) کا تعاون کیا گیا۔

ملازمین کی رہنمائی سہولیات:

کمپنی نے اپنے تمام مستقل ملازمین کے لیے ایک غیر فائدہ گرہ جو بچہ بنی اسکیم قائم کی ہے جنہوں نے گریجویٹ کے حقدار ہونے کے لیے کم از کم سروس کے سال مکمل کر لیے ہیں۔ گریجویٹ کی فراہمی ایک آزاد انکچور ریل ویلیو ایشن کے مطابق کی جاتی ہے۔ تازہ ترین انکچور ریل ویلیو ایشن 30 جون 2025 کو پروجیکٹڈ پونٹ کریڈٹ طریقہ استعمال کرتے ہوئے کی گئی۔

کارپوریٹ سوشل ریسپانسیبلٹی (CSR) کے تحت سرگرمیاں

آغاز ہی سے، امریلی اسٹیلز کا بنیادی مقصد کمیونٹی میں اپنا کردار ادا کرنا رہا ہے۔ کمپنی اپنے ملازمین اور مجموعی طور پر معاشرے کے معیار زندگی کو بہتر بنانے پر پختہ یقین رکھتی ہے۔ سال کے دوران کمپنی نے تعلیم، صحت، ملازمین کی فلاح و بہبود اور کمیونٹی ڈیولپمنٹ پر مبنی اقدامات میں سرمایہ کاری جاری رکھی۔ سی ایس آر سرگرمیوں کی ایک جامع رپورٹ اس سالانہ رپورٹ کا حصہ ہے۔

کارپوریٹ گورننس کی عملی روایتیں

امریلی اسٹیلز لمیٹڈ کا بورڈ آف ڈائریکٹرز اچھے کارپوریٹ گورننس اور اخلاقی کاروباری طرز عمل کے اصولوں پر مکمل طور پر کاربند ہے۔ کمپنی کا گورننس فریم ورک کمپنیز ایکٹ 2017، سیکرٹریز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 اور کمپنی کے آرٹیکلز آف ایسوسی ایشن پر مبنی ہے، جسے اندرونی پالیسیوں اور کنٹرولز کے مضبوط نظام سے تقویت دی گئی ہے۔ بورڈ اسٹریٹجک سمت اور نگرانی فراہم کرتا ہے جبکہ پالیسیوں کے نفاذ اور تنظیمی مقاصد کے حصول کی ذمہ داری انتظامیہ کے سپرد ہے۔ کمپنی تمام قانونی و ضوابطی تقاضوں کی مکمل پاسداری کرتی ہے اور شیئر ہولڈرز کی قدر کے تحفظ اور اسٹیک ہولڈرز کے اعتماد کو برقرار رکھنے کے لیے اپنے اندرونی گورننس سسٹم کو مسلسل مضبوط بنا رہی ہے۔

ماحولیات، سماجی ذمہ داری اور گورننس (ESG) اور پائیداری کی رپورٹنگ

عالمی اور مقامی ضوابطی تقاضوں کے ارتقا کے پیش نظر، بشمول ایس آر اے 920/1 اور 2024 کے تحت کوڈ آف کارپوریٹ گورننس میں کی گئی ترامیم، کمپنی نے ماحولیات، سماجی ذمہ داری اور گورننس (ESG) کے اصولوں کو اپنے گورننس اور آپریشنل فریم ورک میں شامل کرنے کے اقدامات کا آغاز کیا ہے۔

اگرچہ کمپنی پر تاحال ایک علیحدہ سسٹم ایسٹبلٹی رپورٹ شائع کرنے کی قانونی ذمہ داری عائد نہیں ہوتی، لیکن اس بات کو تسلیم کیا جاتا ہے کہ مالی سال 2026 سے یہ رپورٹنگ لازمی قرار پائے گی۔ اس تیاری کے طور پر کمپنی نے اپنے اندرونی نظام کو بین الاقوامی طور پر تسلیم شدہ سسٹم ایسٹبلٹی ڈسکلوژر اسٹینڈرڈز، بشمول SA1 (General)

(Related Financial Information - Requirements for Sustainability) اور SA2 (Related Disclosures - Climate) کے ساتھ ہم آہنگ کرنا شروع کر دیا ہے۔

اہم ESG خطرات اور مواقع جو زیر غور ہیں ان میں شامل ہیں:

- توانائی کی بچت اور ماحولیاتی تبدیلی — پیداواری عمل کو بہتر بنا کر کاربن فٹ پرنٹ میں کمی۔
- فضلہ مینجمنٹ اور وسائل کا استعمال — ری سائیکلنگ کے عمل کو مستحکم کرنا اور ذمہ دارانہ تلفی کو یقینی بنانا۔
- ملازمین کی صحت، حفاظت اور فلاح — جامع حفاظتی پروٹوکولز اور فلاحی پروگرامز کا نفاذ۔
- کمیونٹی انگیجمنٹ — طویل مدتی شراکت داری کے ذریعے سماجی ترقیاتی اقدامات کی معاونت۔

بورڈ اس امر کو تسلیم کرتا ہے کہ پائیدار عملی اقدامات طویل مدتی قدر کے قیام، رسک مینجمنٹ اور مشکل معاشی ماحول میں لچک کے لیے بنیادی حیثیت رکھتے ہیں۔ کمپنی کا ارادہ ہے کہ آنے والے وقت میں ESG سے متعلقہ انکشافات کو بتدریج بڑھایا جائے تاکہ ضوابطی تقاضوں پر پورا اتر جائے اور سرمایہ کاروں کے اعتماد کو مزید تقویت دی جاسکے۔

رسک کی نشاندہی اور انتظام

بورڈ، آڈٹ کمیٹی کے ذریعے، ایک انٹرپرائز رسک مینجمنٹ فریم ورک کی نگرانی کرتا ہے جو کاروبار میں خطرات کی نشاندہی، پیمائش اور ان کے تدارک کے لیے وضع کیا گیا ہے۔ دوران سال اہم خطرات میں شامل تھے:

ہولڈنگ کمپنی:

کمپنی کی نہ کوئی پیرنٹ کمپنی ہے اور نہ ہی کوئی ذیلی کمپنی۔

ادائیگی کا طریقہ کار:

کمپنی اپنے تمام شرائط واروں کو بروقت قرضوں کی ادائیگی پر پختہ یقین رکھتی ہے اور رواں مالی سال کے دوران کسی بھی ادائیگی میں ڈیفالٹ نہیں کیا۔

اندرونی نگرانی کا نظام:

بورڈ پوری کمپنی میں ایک مؤثر اندرونی کنٹرول ماحول کے نفاذ کی ذمہ داری تسلیم کرتا ہے۔ کمپنی نے ایک مؤثر اور کارگرد اندرونی آڈٹ فنکشن قائم کیا ہے جو سختی سے کمپنی کے کنٹرول ماحول کی نگرانی کرتا ہے۔ کمپنی کے اندرونی نگرانی پر ایک جامع رپورٹ اس سالانہ رپورٹ میں پیش کی گئی ہے۔

انفارمیشن ٹیکنالوجی اور سائبر سیکیورٹی گورننس

بورڈ اس بات کو تسلیم کرتا ہے کہ انفارمیشن ٹیکنالوجی اور سائبر سیکیورٹی کمپنی کے آپریشنز کے تسلسل، کارکردگی اور پچک کے لیے نہایت اہم ہیں۔ آئی ٹی اور سائبر رسک کی نگرانی بورڈ کے گورننس فریم ورک کا حصہ ہے، جس کے تحت مینجمنٹ وقتاً فوقتاً سسٹم اپ گریڈیشن، ایمرجنسی تیاری اور خطرات کو کم کرنے کے اقدامات پر اپ ڈیٹ فراہم کرتی ہے۔ کمپنی انڈسٹری اسٹینڈرڈ کنٹرولز اپنا کر، ڈیٹا سیکیورٹی کو بہتر بنا کر اور ڈیزاسٹر ریکوری کے انتظامات کو تقویت دے کر اپنے آئی ٹی انفراسٹرکچر کو مضبوط بنا رہی ہے۔ مزید برآں، ملازمین کی آگاہی کے پروگرامز اور وینڈر رسک ایسٹیمینٹس بھی باقاعدگی سے منعقد کیے جاتے ہیں تاکہ نئے ابھرتے ہوئے سائبر خطرات کو کم کیا جاسکے۔ بورڈ عالمی بہترین عملی نمونوں کے مطابق سسٹمز اور پروسیجرز کو مسلسل اپ گریڈ کرنے کے لیے پرعزم ہے، تاکہ اہم اثاثوں کا تحفظ ہو اور بدلتے ضوابطی تقاضوں کی پاسداری یقینی بنائی جاسکے۔

کاروبار کی تسلسل کی منصوبہ بندی:

کمپنی کے کاروبار کے تسلسل کا ایک جامع منصوبہ (BCP) موجود ہے جس میں وہ سرگرمیاں شامل ہیں جو کسی آفت کے دوران معمول کے کاروباری افعال میں رکاوٹ ڈالنے بغیر تنظیم کو چلانے کے لیے ضروری ہیں۔

صحت، حفاظت اور ماحولیات - کمپنی کے کاروبار کا ماحول پر اثر:

کمپنی اس بات کے لیے پرعزم ہے کہ صحت، حفاظت اور ماحولیات (HSE) کے بلند ترین معیارات کو تیار کرے، فروغ دے اور ان پر عمل کرے تاکہ ان لوگوں کی فلاح کو یقینی بنایا جاسکے جو ہمارے ساتھ کام کرتے ہیں اور ان کیونٹیز کی بھی جہاں ہم کام کرتے ہیں۔ ایچ ایس ای (HSE) کی تفصیلی پالیسی اس سالانہ رپورٹ کے ساتھ منسلک ہے۔

انسانی وسائل کا انتظام:

کمپنی ایک باصلاحیت افرادی قوت کی حامل ہے جو پیشہ ورانہ ترقی اور حوصلہ افزائی کے ذریعے تنظیم کو اپنے وژن کی طرف لے جاتی ہے۔ کمپنی انسانی وسائل (HR) کی تبدیلی کے سفر پر ہے۔ ایچ آر (HR) حکمت عملی مسلسل ارتقاء پذیر ہے تاکہ ایک بدلتے ہوئے بازار میں کام کرنے والی تنظیم کی ضروریات اور چیلنجز کو پورا کیا جاسکے۔

کمپنی کی ایک ویب سائٹ (www.amrelisteels.com) بھی ہے جس میں دیگر معلومات کے ساتھ ساتھ کمپنی کی سرگرمیوں، مالیاتی رپورٹس، نوٹس اور اعلانات سے متعلق تازہ ترین معلومات موجود ہوتی ہیں۔

کمپنی کا ایک خصوصی ای میل ایڈریس (investor-relations@amrelisteels.com) بھی ہے جو حصص یافتگان کے سوالات کو ترجیحی بنیادوں پر حل کرنے کے لیے مختص ہے اور ان کی شکایات کو دور کرنے کے لیے مناسب اقدامات کیے جاتے ہیں۔

ریکارڈز کا تحفظ:

کمپنی نے اپنے اثاثوں کے مؤثر تحفظ کے لیے ایک واضح نظام وضع کر رکھا ہے۔ کمپنی اپنے مالیاتی ریکارڈز کو محفوظ کرنے اور اسے بحفاظت رکھنے کو اہمیت دیتی ہے۔ کمپنی اپنی مالی معلومات کو ریکارڈ کرنے کے لیے SAP کو بطور ERP سسٹم استعمال کرتی ہے۔ الیکٹرانک دستاویزات تک رسائی کو ERP-SAP سسٹم میں پاس ورڈ سے محفوظ اجازت نامے کے نظام کے ذریعے محفوظ بنایا گیا ہے۔

کمپنیز ایکٹ 2017 کے تحت بورڈ کے اجلاسوں کی قراردادوں اور تحریری کارروائی کا ریکارڈ کم از کم 10 سال تک مرنی صورت میں اور مستقل طور پر الیکٹرانک صورت میں رکھا جاتا ہے۔ مزید برآں، اراکین کی قراردادوں اور عام اجلاسوں کی تحریری کارروائی کا ریکارڈ مرنی صورت اور الیکٹرانک دونوں صورتوں میں بالترتیب 20 سال اور مستقل طور پر محفوظ رکھا جاتا ہے۔

کمپنی کی بنیادی سرگرمیاں (کاروبار کی نوعیت):

کمپنی اسٹیل بارز اور پلیٹس تیار کرنے اور فروخت کرنے کے کام میں مصروف ہے اور پاکستان میں اسٹیل ری انفراسٹرکچر بارز کی سب سے بڑی صنعت کار ہے۔ کمپنی کی مصنوعات میں اعلیٰ معیار کی ڈیفارنڈ بارز شامل ہیں جو امریکی اور برطانوی معیار کے مطابق ہیں۔

بنیادی خطرات اور غیر یقینی حالات:

کمپنی ایک منظم طریقہ کار اپنائے ہوئے ہے جس کے تحت اندرونی آڈٹ کا نظام آزادانہ اور معروضی انداز میں رسک مینجمنٹ اور کنٹرول کے عمل کی افادیت کا جائزہ لیتا ہے۔ شناخت شدہ خطرات اور ان سے متعلق کنٹرول اقدامات، احتیاطی، جانچنے والے اور اصلاحی سرگرمیاں، باقاعدگی سے مانیٹر اور بروقت رپورٹ کیے جاتے ہیں۔ کمپنی نے پالیسیاں اور طریقہ کار بھی وضع کیے ہیں جو کمپنی کے رسک گورننس فریم ورک کا اہم حصہ ہیں تاکہ خطرات کی نشاندہی کی جاسکے اور ان کے ازالے کے لیے حکمت عملی تیار کی جاسکے۔

آڈٹ رپورٹ میں ترمیم:

کمپنی کے بیرونی آڈیٹرز نے کمپنی کی حالت اور معاملات پر ایک کلین رپورٹ شائع کی ہے اور وہ رائے اس سالانہ رپورٹ میں شامل ہے؛ لہذا ہر جائزہ سال کے لیے آڈیٹرز کی رپورٹ میں کوئی ترمیم نہیں کی گئی۔ تاہم، کمپنی کے سالانہ آڈٹ شدہ مالی گوشواروں کے نوٹ 2 کے حوالے سے بورڈ آف ڈائریکٹرز توجہ مبذول کروائی جاتی ہے ان واقعات، حالات اور عوامل کی طرف جو بیرونی آڈیٹرز کے مطابق غیر یقینی صورتحال کی نشاندہی کرتے ہیں اور کمپنی کے کاروبار کے پیشگی کی بنیاد پر جاری رہنے کی صلاحیت پر شکوک پیدا کر سکتے ہیں۔ انتظامیہ نے ایک جامع ایکشن پلان تیار کیا ہے تاکہ ان خدشات کو حل کیا جاسکے اور کم کیا جاسکے، جس میں کمپنی کی مالی حالت کو مستحکم کرنے اور طویل المدتی پائیداری کو یقینی بنانے پر توجہ دی گئی ہے۔ بورڈ اور انتظامیہ اس صورتحال کی باریک بینی سے نگرانی کر رہے ہیں اور ہر اعتماد میں کہ یہ اقدامات کمپنی کی مالی صحت کو بہتر بنائیں گے اور اسے ایک جاری کاروبار کے طور پر اپنے آپریٹرز جاری رکھنے کے قابل بنائیں گے۔

لکھنپینز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے تحت بورڈ آف ڈائریکٹرز کے تمام ممبران ڈائریکٹرز ٹریننگ پروگرام کا سرٹیفکیٹ حاصل کر چکے ہیں۔ بورڈ کے ممبران کو کارپوریٹ قوانین میں کی جانے والی ترامیم سے آگاہ رکھنے کیلئے کمپنی کی جانب سے تجدید کورسز کا انعقاد کیا جاتا ہے تاکہ انھیں کارپوریٹ قوانین میں آنی والی تبدیلیوں سے مکمل آگاہی حاصل رہے۔ ان کورسز میں کمپنی کی انتظامیہ میں سینئر منتظمین کو بھی شامل کیا جاتا ہے۔

بیرونی آڈٹرز:

کمپنی کے موجودہ آڈٹرز میسرز بی ڈی او ابراہیم اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کمپنی کے سالانہ اجلاس مورخہ 28 اکتوبر 2025 کے اختتام پر پٹنارہور ہے ہیں اور دوبارہ تقرری کے لیے انکی جانب سے اپنی خدمات پیشکش کی گئی ہیں۔ آڈٹ کمیٹی کی سفارش پر بورڈ نے میسرز بی ڈی او ابراہیم اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کی تقرری کو مالی سال اختتامیہ 30 جون 2026 کے لیے منظور کر لیا ہے۔

اندرونی آڈٹ:

اندرونی آڈٹ کا کام میسرز موزیٹا مفتی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کو آڈٹ سروس کیا گیا ہے جو کمپنی کی پالیسیوں اور طریقہ کار سے بخوبی واقف ہیں اور اس سلسلے میں خاطر خواہ تجربے کے حامل ہیں۔

حکمت عملی کے تحت منصوبہ بندی:

ڈائریکٹرز کا بورڈ باقاعدگی سے بورڈ اجلاسوں میں کمپنی کی حکمت عملی و سمت کا جائزہ لیتا ہے۔ بورڈ یہ یقینی بناتا ہے کہ انتظامیہ کی جانب سے ترتیب دی گئی قلیل مدتی اور طویل مدتی کاروباری اور عملی حکمت عملیاں کمپنی کے مجموعی کاروباری مقاصد کے مطابق ہوں۔

کاروبار کی نوعیت سے متعلق مادی تبدیلیاں:

زیر جائزہ مالی سال کے دوران کمپنی کے کاروبار کی نوعیت میں کوئی قابل ذکر تبدیلی نہیں ہوئی۔

بیلنس شیٹ کی تاریخ اور رپورٹنگ کی تاریخ کے درمیان اہم تبدیلیاں (بعد کے واقعات):

30 جون 2025 سے لے کر رپورٹ کی تاریخ تک کوئی قابل ذکر تبدیلی نہیں ہوئی اور نہ ہی کمپنی نے اس دوران کسی ایسے معاہدے میں شمولیت اختیار کی ہے جو کمپنی کی مالی حالت پر منفی اثر ڈال سکتا ہو۔

تاہم، رپورٹنگ کی تاریخ کے بعد، بورڈ نے اپنی ۲۳ ستمبر ۲۰۲۵ کو منعقدہ میٹنگ میں کمپنی کی مختلف بینکوں اور مالیاتی اداروں سے حاصل کردہ مجموعی فنانسنگ سہولتوں کی دوبارہ شیڈولنگ اور ری اسٹرکچرنگ کی منظوری دی ہے۔ بورڈ نے ٹرم شیٹ، ماسٹری اسٹرکچرنگ ایگریمنٹ اور متعلقہ معاون دستاویزات کی بھی منظوری دی ہے، جو اس وقت کمپنی اور مالیاتی اداروں کے درمیان طے پائی جا رہی ہیں۔ اس حوالے سے انکشاف کھاتوں کے مطالقہ نوٹس میں کیے گئے ہیں۔

ترتیب حصص داری:

30 جون 2025 تک حصص کی ملکیت کی ترتیب اس سالانہ رپورٹ کے ساتھ منسلک ہے۔

حصص یافتگان سے رابطہ:

کمپنی اپنے حصص یافتگان کے ساتھ بروقت رابطے کو اولین ترجیح دیتی ہے۔ سالانہ اور عبوری مالی نتائج بورڈ آف ڈائریکٹرز کی منظوری کے فوراً بعد تمام متعلقہ افراد تک تقاضوں کے مطابق بہم پہنچا دیے جاتے ہیں۔

ڈائریکٹرز کے نام	اجلاسوں میں شرکت
سہیل فیروز ششی۔ چیئرمین	01
سید اصغر جمیل رضوی	01
شایان اکبر علی	01

بورڈ آف ڈائریکٹرز اور بورڈ کی کمیٹیوں کی سالانہ کارکردگی کا جائزہ:

لنڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے تحت اور گورننس کے سہرے اصولوں کے مطابق کمپنی نے بورڈ آف ڈائریکٹرز اور اس کی کمیٹیوں کی سالانہ کارکردگی کے جائزے کا نظام قائم کیا ہے۔ اس مقصد کے لیے تفصیلی سوالناموں پر مبنی ڈھانچہ جاتی طریقہ اپنایا گیا ہے جس میں گورننس کی مؤثریت، احتساب، منصوبہ بندی، قیادت اور حکمت عملی سازی جیسے پہلو شامل ہیں۔ مزید یہ کہ ڈائریکٹرز اپنی ذاتی کارکردگی کا بھی جائزہ لیتے ہیں۔

ان جائزوں کے نتائج کو باقاعدہ مرتب کیا جاتا ہے اور ان نتائج کو چیئرمین کی جائزہ رپورٹ کے حصے کے طور پر پیش کیا جاتا ہے تاکہ بورڈ اپنے مثبت پہلوؤں اور ان میں بہتری کی نشاندہی کر سکے اور اس عمل کو ہمہ وقت جاری رکھا جاسکے۔

خواتین ڈائریکٹرز:

کمپنی صنفی تنوع کو فروغ دینے اور تمام افراد کو اہلیت کی بنیاد پر یکساں مواقع فراہم کرنے کی پالیسی پر کاربند ہے۔ اس وقت بورڈ میں خواتین ڈائریکٹرز کی نمائندگی 14% ہے۔ اس طرح کمپنی کی جانب سے کمپنیز ایکٹ 2017 کے سیکشن 154 اور کوڈ آف کارپوریٹ گورننس کے تقاضوں پر عملدرآمد کر رہی ہے۔ بورڈ کی جانب سے خواتین کی حوصلہ افزائی کی جاتی ہے کہ وہ انتظامیہ کا حصہ بنیں۔

سی ای او کی کارکردگی کا جائزہ:

چیف ایگزیکٹو آفیسر کی کارکردگی کا جائزہ پہلے سے طے شدہ کاروباری افعال اور اسٹریٹجک اہداف کی بنیاد پر لیا جاتا ہے جو کمپنی کے وژن، مشن اور اقدار سے ہم آہنگ ہیں۔ اس تشخیصی نظام میں منافع، تنظیمی ترقی، جانشینی منصوبہ بندی اور مجموعی کارپوریٹ کامیابی شامل ہیں۔

ڈائریکٹرز کا مشاہرہ:

ڈائریکٹرز کا مشاہرہ کمپنیز ایکٹ 2017 اور کوڈ آف کارپوریٹ گورننس کے مطابق بورڈ کی منظور کردہ پالیسی اور شفاف طریقہ کار کے تحت متعین کیا جاتا ہے۔ ان مشاہروں کی منظوری کا باقاعدہ بورڈ کی جانب سے لی جاتی ہے۔ کوڈ آف کارپوریٹ گورننس کے تحت اس بات کو یقینی بنایا جاتا ہے کہ کوئی بھی ڈائریکٹر اس اجلاس کا حصہ نہ بنے جس میں اس کے مشاہرے سے متعلق فیصلہ کیا جانا ہو۔ کمپنی کی جانب سے غیر انتظامی ڈائریکٹرز کو صرف اجلاسوں میں شرکت کے عوض ہی فیس دی جاتی ہے۔ ڈائریکٹرز کے مشاہرے کے تعین میں مارکیٹ کے رجحانات اور کاروباری روایات کو ملحوظ خاطر رکھا جاتا ہے۔ ڈائریکٹرز اور سی ای او کے مشاہرے سے متعلق تمام تفصیلات کو مالیاتی گوشواروں میں متعلقہ نوٹس میں واضح کر دیا گیا ہے۔

ڈائریکٹرز کی ٹریننگ:

کمپنی اس بات کو یقینی بناتی ہے کہ کمپنیز ایکٹ 2017 اور کوڈ آف کارپوریٹ گورننس میں مذکور شرائط کے مطابق تمام ڈائریکٹرز اپنی ذمہ داریوں سے آگاہ رہیں۔ اس مقصد کے لیے تعارفی اور تجدیدی کورسز منعقد کیے جاتے ہیں۔ کمپنی کی پوری کوشش ہوتی ہے کہ نئے ڈائریکٹرز اپنی ذمہ داریوں سے متعلق مکمل ادراک کیلئے جامع بریفنگ اور قسم کا مواد فراہم کیا جائے۔

زیر نظر مالی سال کے دوران بورڈ آف ڈائریکٹرز کے چھ (06) اجلاس منعقد کئے گئے، اور تمام اجلاس پاکستان میں منعقد کئے گئے۔ ہر ڈائریکٹر کی حاضری درج ذیل ہے:

ڈائریکٹر کے نام	شرکت شدہ اجلاسوں کی تعداد
عباس اکبر علی - چیئر مین	06/06
سید اصغر جمیل رضوی	06/06
ذویب سلیم والا	06/06
سہیل فیروز ششی	06/05
شایان اکبر علی	06/06
ہادی عباس اکبر علی	06/06
مریم اکبر علی	06/06

بورڈ کی آڈٹ کمیٹی:

بورڈ کی آڈٹ کمیٹی (BAC) وقتاً فوقتاً کمپنی کے اندرونی کنٹرولز اور رسک مینجمنٹ کے نظام کی نگرانی کرتی ہے اور بورڈ کو اپنی ذمہ داریاں ادا کرنے میں معاونت فراہم کرتی ہے۔ اس کا بنیادی مقصد ضوابط کی پاسداری سے متعلق خطرات کا جائزہ لینا اور حصص یافتگان کو مالی معلومات فراہم کرنے کے عمل کی نگرانی کرنا ہے۔

آڈٹ کمیٹی ضرورت پڑنے پر انتظامیہ کے اقدامات اور فیصلوں کا جائزہ لیتی اور انہیں چیلنج بھی کرتی ہے۔ بی اے سی (BAC) کو یہ اختیار حاصل ہے کہ وہ انتظامیہ سے معلومات طلب کرے اور براہ راست بیرونی آڈیٹرز یا مشیروں سے مشاورت کرے۔ کمپنی کے چیف فنانشل آفیسر کمیٹی کے اجلاسوں میں دعوت پر شرکت کرتے ہیں تاکہ عبوری اور سالانہ اکاؤنٹس پیش کیے جاسکیں۔ ہر اجلاس کے بعد، بی اے سی (BAC) کے چیئر مین بورڈ کو رپورٹ پیش کرتے ہیں۔

سال کے دوران بی اے سی (BAC) کے پانچ (05) اجلاس منعقد ہوئے، تمام اجلاس پاکستان میں ہوئے۔ حاضری کی تفصیل درج ذیل ہے:

ڈائریکٹر کے نام	اجلاسوں میں شرکت
سید اصغر جمیل رضوی - چیئر مین	05/05
ذویب سلیم والا	05/05
سہیل فیروز ششی	05/04

انسانی وسائل و ادائیگیوں کی کمیٹی:

انسانی وسائل و ادائیگیوں کی کمیٹی (HR&R) بورڈ کی معاونت کرتی ہے تاکہ انسانی وسائل کے انتظام، ترقی، جانشینی منصوبہ بندی اور معاوضے کے حوالے سے نگرانی کی ذمہ داریاں مؤثر طریقے سے ادا کی جاسکیں جیسا کہ ایکٹ اور کوڈ آف کارپوریٹ گورننس ضوابط کے تحت یہ کمیٹی ہذا کی ذمہ داریوں میں شامل ہے۔ زیر نظر مالی سال کے دوران ایچ آر اینڈ آر (HR&R) کمیٹی کا ایک اجلاس منعقد ہوا جو پاکستان میں ہوا۔ کمپنی کے سی ای او بورڈ کی ایچ آر اینڈ آر (HR&R) کمیٹی کے رکن ہیں جبکہ ہیڈ آف ایچ آر نے دعوت پر اجلاس میں شرکت کی۔ اجلاس میں شرکت کی تفصیلات درج ذیل ہیں:

بورڈ آف ڈائریکٹرز:

امریلی اسٹیلز میں گورننس، ڈائریکٹرز کے بورڈ اور کمپنی کے انتظامیہ کے ذریعے قائم اور نافذ کردہ عمل کا مجموعہ ہے، جو کمپنی کے ڈھانچے اور اس کی قیادت و نظم و نسق میں جھلکتا ہے، تاکہ مجموعی طور پر کمپنی کے اہداف حاصل کیے جاسکیں۔

کمپنی کی کارپوریٹ گورننس کا ڈھانچہ ان قانونی و ریگولیٹری تقاضوں پر مبنی ہے جو پاکستان اسٹاک ایکسچینج لمیٹڈ میں فہرست شدہ کمپنیوں پر لاگو ہوتے ہیں اور کمپنی کے آرٹیکلز آف ایسوسی ایشن کے تحت مکمل کیے گئے ہیں۔ اس کے ساتھ کئی اندرونی طریقہ کار شامل ہیں، جن میں رسک کی نشاندہی اور کنٹرول سسٹم، نیز قابل اطلاق قوانین، ضوابط اور کمپنی کے کوڈ آف کنڈکٹ پر عملدرآمد کی یقین دہانی کا نظام شامل ہے۔

آپ کی کمپنی کا بورڈ آف ڈائریکٹرز طویل المدتی اور پائیدار قدر کی تعمیر کے لیے پختہ اصولوں پر مبنی گورننس کو برقرار رکھنے میں سرگرم ہے۔ بورڈ میں دو غیر جانبدار ڈائریکٹرز، تین غیر انتظامی ڈائریکٹرز اور دو انتظامی ڈائریکٹرز شامل ہیں۔

بتاریخ 30 جون 2025 کو کمپنی کے بورڈ آف ڈائریکٹرز کی تفصیل درج ذیل ہے:

کل ڈائریکٹرز کی تعداد:	7
مرد:	6
خواتین:	1

بتاریخ 30 جون 2025 بورڈ آف ڈائریکٹرز کے نام اور بورڈ کی تشکیل ذیل میں پیش کی جا رہی ہے:

ڈائریکٹرز کی تشکیل	ڈائریکٹرز کے نام
الف۔ غیر جانبدار ڈائریکٹرز	(1) سید اصغر جمیل رضوی (2) سہیل فیروز شمش
ب۔ غیر انتظامی ڈائریکٹرز	(3) عباس اکبر علی (4) زکریا سلیم والا
ج۔ خاتون غیر انتظامی ڈائریکٹر	(5) مریم اکبر علی
د۔ انتظامی ڈائریکٹر	(6) شایان اکبر علی (7) ہادی عباس اکبر علی

ترقی کے محاذ پر، معیشت کے مالی سال 2025 میں 2.7 فیصد بڑھنے کا تخمینہ ہے، جو گزشتہ لگائے گئے اندازوں سے زیادہ ہے اور صنعت و خدمات میں چمک کو ظاہر کرتا ہے۔ آئی ایم ایف نے مالی سال 2025 کے لیے 2.6 فیصد اور مالی سال 2026 کے لیے 4.2 فیصد ترقی کی پیش گوئی کی ہے، جو بنیادی ساختی اصلاحات اور حکومت کے "اُڑان پاکستان" اقتصادی تبدیلی منصوبے سے جڑی ہے۔ اس منصوبے کے ابتدائی نتائج میں کم افراط زر، کرنٹ اکاؤنٹ سرپلس کی بحالی، ترسیلات زر میں بہتری اور مالیاتی نظم و ضبط میں اضافہ شامل ہیں۔

اگرچہ حالیہ بہتری حوصلہ افزا ہے، لیکن خطرات اب بھی نمایاں ہیں۔ عالمی سطح پر اشیاء کی قیمتوں میں اتار چڑھاؤ، تجارتی کشیدگی اور سپلائی چین کی کمزوریاں برآمدات پر دباؤ ڈال سکتی ہیں۔ مقامی سطح پر زراعت کی کمزوریاں، نجی سرمایہ کاری کی سست رفتاری اور ریاستی اصلاحات پر انحصار ترقی کو محدود رکھتے ہیں۔ پائیدار استحکام کے لیے بنیادی ساختی اصلاحات — بالخصوص ریاستی اداروں کی نجکاری، ٹیکس نیٹ کا دائرہ بڑھانا اور توانائی ٹیرف کی درستگی ناگزیر ہوں گی۔ جہاں تک اسٹیل سیکٹر کا تعلق ہے، اعتدال پذیر افراط زر اور کم شرح سود تعمیری سرگرمیوں کی بحالی میں بتدریج معاون ثابت ہوں گی۔ تاہم طویل المدتی اسٹیل کی طلب میں حقیقی بحالی کا انحصار اپنی ایس ڈی پی (PSDP) کیلئے مختص اخراجات کے بروقت نفاذ، غیر رسمی سپلائز کو کم کرنے کے لیے دستاویزی عمل درآمد اور انڈسٹری کے لیے توانائی کی لاگت کی منصفانہ ترتیب پر ہوگا۔

مختصراً، اگرچہ مالی سال 2026 میں مشکلات اپنی جگہ قائم رہنے کا امکان ہے، جس میں پیداواری صلاحیت کے زیادہ استعمال یا مارجن میں نمایاں توسیع کے امکانات محدود ہیں، لیکن مجموعی طور پر ماحول میں محتاط بہتری کے آثار دکھائی دے رہے ہیں۔ کم ہوتی افراط زر، گرتی ہوئی شرح سود اور اصلاحاتی پیش رفت مل کر بحالی کے لیے مضبوط بنیاد فراہم کرتے ہیں۔ انتظامیہ، معاونین کی مسلسل حمایت کے ساتھ، کمپنی کی پیکجنگ کی بنیاد پر کاروبار کو جاری رکھنے (going concern) حیثیت کو محفوظ رکھنے اور درمیانی مدت میں پائیدار ترقی کے لیے پرعزم ہے۔

پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز کا کردار:

مالی سال 2025 کے دوران پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز (PALSP) نے ملکی اسٹیل انڈسٹری کے مفادات کے تحفظ اور نمائندگی میں کلیدی کردار ادا کیا۔ یہ ادارہ مربوط اسٹیل مینوفیکچررز کی اجتماعی آواز ہے، جس نے پالیسی سازوں، ریگولیٹرز اور دیگر شراکت داروں کے ساتھ سرگرم روابط قائم رکھے تاکہ ان بنیادی ساختی مسائل کو اجاگر کیا جاسکے جو اس شعبے کی بقا کو متاثر کر رہے ہیں۔

زیر نظر مالی سال کے دوران سب سے بڑا مسئلہ بے مثال توانائی بحران رہا، کیونکہ نیچر اور کے۔ الیکٹریک کے درمیان حکومتی انڈسٹریل پاور ریلیف پنچ پر طویل قعطل کے باعث کراچی میں پیداواری عمل شدید متاثر ہوا، جس کے نتیجے میں پوری انڈسٹری کو اربوں کے نقصان کا سامنا کرنا پڑا۔ پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز (PALSP) نے اس مسئلے کو اعلیٰ ترین پلٹ فارمز پر اٹھایا اور واضح کیا کہ خطے کے مطابق مسابقتی اور پیچیدگی کے قابل توانائی نرخ اسٹیل کی پیداواری تسلسل کے لیے نہایت ضروری ہیں۔ اسی دوران، پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز (PALSP) نے اسمگلنگ، غلط ڈیکلیریشن اور انڈرانوائسنگ کے خلاف اپنی کوششیں تیز کیں، خاص طور پر مغربی سرحدوں سے آنے والے اسٹیل پروڈکٹس کے خلاف، جو باضابطہ شعبے کو نقصان پہنچاتے ہیں اور قومی خزانے کو نمایاں محسولات سے محروم کرتے ہیں۔

ایسوسی ایشن نے اپنی کوششوں سے سابقہ فنانس/پائمانہ علاقوں میں یونٹس کو دیے گئے ٹیکس استثنیٰ میں کمی کروائی۔ ماضی میں یہ استثنیٰ غیر منصفانہ مسابقت کا باعث بنا اور باضابطہ اسٹیل سیکٹر کے لیے مساوی مواقع بری طرح متاثر ہوئے۔ اسی طرح بجٹ سے قبل حکومت نے اچانک اسٹیل انڈسٹری کے لیے ٹیرف پروٹیکشنز میں کمی کا فیصلہ کیا۔ ایسوسی ایشن نے یہ معاملہ حکومت کے سامنے مؤثر طریقے سے رکھا اور اس بات پر زور دیا کہ کسی بھی ٹیرف کمی سے قبل خطے کے مطابق توانائی نرخ، جمویل کے اخراجات اور کاروبار آسانی (Ease of Doing Business) انڈیکس میں بہتری ناگزیر ہے۔ یکطرفہ آزادی، اصلاحات کے بغیر اور انڈسٹری کو اعتماد میں لیے بغیر، اسٹیل سیکٹر کے لیے نقصان دہ ثابت ہو سکتی ہے۔

خلاصہ یہ کہ، زیر نظر مالی سال کے دوران مالی دباؤ، پیداواری صلاحیت میں کمی اور طوں کی بندش دیکھی گئی۔ پاکستان ایسوسی ایشن آف لارج اسٹیل پروڈیوسرز (PALSP) نے باضابطہ اسٹیل انڈسٹری کے لیے اپنی وکالت جاری رکھی اور کمپنی بھی اس کے ساتھ ہم آہنگ رہی تاکہ منصفانہ پالیسیوں اور پائیدار اسٹیل سیکٹر کی ترقی کو یقینی بنایا جاسکے۔

ٹیکس سے پہلے نقصان مالی سال 2025 میں 5.39 ارب روپے رہا، جو مالی سال 2024 کے تقریباً برابر ہے۔ تاہم، ٹیکس کے بعد نقصان کم ہو کر 3.84 ارب روپے رہا، جبکہ گزشتہ سال یہ 6.11 ارب روپے تھا۔ اس کمی کی بنیادی وجہ اس سال تسلیم کیا گیا مؤخر ٹیکس کریڈٹ تھا۔ نتیجتاً شیعہ نقصان 12.83 روپے رہا، جو گزشتہ سال روپے 20.56 تھا۔

خلاصہ یہ کہ مالی سال 2025 کمپنی کے لیے ورکنگ کپیکلٹی کی محدود دستیابی اور کمزور طلب کے مشترکہ اثرات سے متاثر رہا۔ فنانسنگ حاصل کرنے میں ناکامی نے براہ راست پیداواری صلاحیت کو محدود کیا، جس کے نتیجے میں فروخت اور مجموعی مارجنز میں نمایاں کمی واقع ہوئی۔ اگرچہ انتظامیہ نے کاروباری اخراجات میں کامیاب کمی اور ڈھانچے کی درستگی کے اقدامات کیے، یہ کوششیں زیادہ ترمیمی اخراجات اور کم پیداوار کے دباؤ کا ازالہ نہ کر سکیں۔ بعد ازاں، بورڈ اور انتظامیہ قرض و ہندگان کے ساتھ ماسٹری اسٹرکچرنگ ایگریمنٹ (MRA) کے بروقت اور مؤثر نفاذ کے لیے پرعزم ہیں، جو آپریشنز کے استحکام، پیداوار کی بحالی اور بتدریج مالی کارکردگی میں بہتری کے لیے بنیاد فراہم کرے گا۔

مستقبل کا لائحہ عمل:

سالانہ آڈٹ شدہ مالیاتی بیانات کے نوٹ 2 کے حوالہ سے، بورڈ نے بیرونی آڈیٹرز کی اس رائے کی طرف توجہ دلائی ہے کہ کمپنی کے بطور جاری ادارہ رہنے کی صلاحیت پر ابہم غیر یقینی عوامل اثر انداز ہو سکتے ہیں۔ بورڈ ان خدشات کو تسلیم کرتا ہے لیکن زور دیتا ہے کہ ان سے نمٹنے کے لیے ایک جامع ایکشن پلان تیار کیا گیا ہے۔ اس منصوبے کا مرکزی ستون قرض و ہندگان کے ساتھ ماسٹری اسٹرکچرنگ ایگریمنٹ (MRA) کے تحت ایک بڑے ری اسٹرکچرنگ معاہدے کا کامیاب اختتام ہے، جو مالیاتی استحکام اور ادائیگی کی صلاحیت کے لیے واضح فریم ورک فراہم کرتا ہے۔ اس کے ساتھ ساتھ، کمپنی نے غیر ضروری سرمایہ جاتی اخراجات اور توسیعی منصوبے معطل کر دیے ہیں تاکہ لیکویڈیٹی محفوظ رکھی جا سکے اور وسائل کو بنیادی آپریشنز کے تسلسل پر مرکوز کیا جاسکے۔ مزید یہ کہ ایک منظم اخراجات کی نظم و ضبط کا پروگرام نافذ کیا جا رہا ہے تاکہ کارکردگی کو برقرار رکھا جائے اور مارجنز کو تحفظ دیا جاسکے۔ یہ تمام اقدامات مشترکہ طور پر قلیل مدتی استحکام، اسٹیک ہولڈرز کا اعتماد بحال کرنے اور ایسے عملی مواقع کی فراہمی کے لئے مرتب کئے گئے ہیں جو بیرونی حالات میں بہتری آنے پر طویل مدتی ترقی کے حصول کو ممکن بنائیں گے۔

ایم آر اے (MRA) کے تحت اسپانسرز کی جانب سے نیا سرمایہ لگانے کی تیاری ان کے آپریشنز کو برقرار رکھنے، ادائیگی کی صلاحیت کو مضبوط بنانے اور طویل مدتی بقا کو یقینی بنانے کے عزم کو واضح کرتی ہے۔ بورڈ اور انتظامیہ حالات پر قریبی نظر رکھے ہوئے ہیں اور ان چیلنجز سے مؤثر انداز میں نمٹنے کے لیے پرعزم ہیں۔

آئندہ کے تناظر میں، کمپنی کو توقع ہے کہ مالی سال 2026 میں کاروباری اور مالیاتی کارکردگی دباؤ میں رہے گی، جس کی وجہ محدود ایل سی لائسنز، کمزور تعمیراتی طلب اور ورکنگ کپیکلٹی کی رکاوٹیں ہیں۔ انتظامیہ کی کلیدی توجہ ری اسٹرکچرنگ کے بعد ورکنگ سرمائے کی حدود کی بحالی اور پیداواری شیڈولز کی تنظیم نو پر ہوگی، جس سے قریبی مدت میں کارکردگی دباؤ میں رہے گی۔ بتدریج بحالی مالی سال 2027 سے آگے متوقع ہے، جس کی بنیاد بہتر مالی نظم، سپلائرز کے اعتماد کی بحالی، ایل سی آپریشنز کے طلب کے نسبتاً واضح اور متوازن محرکات سے تقویت حاصل کرے گی۔

کلی معاشی سطح پر معیشت میں استحکام کے ممکنہ آثار نظر آنا شروع ہو چکے ہیں۔ اگست 2025 میں افراط زر کی شرح (CPI) سال بہ سال 4.25-3.75 فیصد کے درمیان رہی، جو گزشتہ سال کی اسی مدت میں 9.6 فیصد تھی۔ مالی سال 2025-26 کے لیے اوسط افراط زر 7-6 فیصد کی حد میں رہنے کی توقع ہے، جو اسٹیٹ بینک کے ہدف سے ہم آہنگ ہے اور مزید مالیاتی نرمی کی گنجائش پیدا کرتا ہے۔ پالیسی ریٹ کے دسمبر 2025 تک تقریباً 10 فیصد تک گرنے کی توقع ہے، جو کاروباروں پر ترموئل کے دباؤ کو کم کرنے میں مددگار ہوگا۔

زیر جائزہ سال کمپنی کی تاریخ کا سب سے مشکل دور ثابت ہوا۔ کمپنی کے اہم مالیاتی اشاریوں کا 30 جون 2025 کو ختم ہونے والے مالی سال کا موازنہ گزشتہ سال کے ساتھ ذیل میں پیش خدمت ہے:

تفصیلات	30 جون 2025	30 جون 2024
روپے ہزاروں میں		
آمدن از فروخت	16,082,614	38,775,737
خام منافع	76,006	2,401,426
کاروباری نقصان	(1,063,332)	(130,787)
نقصان قبل از ٹیکس	(5,386,203)	(5,391,396)
نقصان بعد از ٹیکس	(3,811,359)	(6,106,723)
نقصان فی حصص - بنیادی و تخلیلی (روپے میں)	(12.83)	(20.56)

فروخت اور مجموعی منافع:

آمدن از فروخت میں نمایاں کمی 58.52 فیصد رہی، جو مالی سال 2024 میں 38.78 ارب روپے سے گھٹ کر مالی سال 2025 میں 16.08 ارب روپے تک آگئی۔ یہ بڑی گراؤ بنیادی طور پر پیداواری حجم میں شدید کمی کے باعث ہوئی، کیونکہ کمپنی کو اپنے بنیادی خام مال (اسکرپ) کی درآمد کے لیے ایل سیز کھولنے میں نمایاں رکاوٹوں کا سامنا رہا۔ اس کے نتیجے میں پلانٹ کی مجموعی استعداد بریک ایون سے کہیں نیچے رہی، جس کی وجہ سے مستقل اخراجات کے منفی اثرات بڑھے اور مجموعی منافع 76.01 ملین روپے رہا، جو 0.47 فیصد کے مجموعی مارجن کے برابر ہے، جبکہ مالی سال 2024 میں یہ شرح 6.19 فیصد تھی۔

کاروباری افعال کی کارکردگی:

کل کاروباری اخراجات مالی سال 2025 میں کم ہو کر 11.14 ارب روپے ہو گئے، جو مالی سال 2024 میں 2.53 ارب روپے تھے۔ اس کمی کی وجہ انتظامیہ کی اخراجات میں کمی اور بنیادی ڈھانچے کی درستگی کے اقدامات تھے، جو کم ہوتے ہوئے حجم کے مطابق کیے گئے تھے۔ مال کی تقسیم اور انتظامی اخراجات میں بالترتیب 50.8 فیصد اور 12.5 فیصد کمی آئی۔ اس کے علاوہ، ادھار پر دیئے گئے سامان سے متوقع نقصان کے لیے الاؤنس میں 86.73 ملین روپے کی ریورسل ہوئی، جبکہ گزشتہ سال 379.20 ملین روپے کا چارج لیا گیا تھا، جو موجودہ حالات میں مختار کریڈٹ رسک مینجمنٹ کو ظاہر کرتا ہے۔ ان اقدامات کے باوجود، آپریٹنگ نقصان مالی سال 2025 میں بڑھ کر 1.06 ارب روپے تک پہنچ چکا ہے، جبکہ گزشتہ سال یہ 130.79 ملین روپے تھا۔ اس کی بنیادی وجہ کم مجموعی مارجن اور کئی معاشی اشاریوں میں جاری کمی ہے۔

تمویلی لاگت:

تمویلی اخراجات مالی سال 2025 میں 4.10 ارب روپے رہے، جو مالی سال 2024 کے 4.77 ارب روپے کے مقابلے میں معمولی کمی تھی۔ یہ کمی بنیادی طور پر گزشتہ سال کے مقابلے میں اوسط شرح سود کے کم ہونے کے باعث ہوئی۔

ٹیکس:

مالی سال 2024 میں 715 ملین روپے کے اخراجات کے مقابلے میں زیر جائزہ مالی سال کے دوران کمپنی نے 1.55 ارب روپے کا ٹیکسیشن کریڈٹ درج کیا ہے۔ یہ زیادہ تر مؤخر ٹیکس کی مد میں ہے، جو آئندہ قابل ٹیکس نقصانات اور انکم ٹیکس آرڈیننس 2001 کے تحت کم سے کم ٹیکس کے خلاف ریکارڈ کی گئیں۔

یہ پیش رفت ظاہر کرتی ہیں کہ پاکستان ایک ہی وقت میں مسائل اور مواقع کا سامنا کر رہا ہے۔ منفی پہلو پر، موسمیاتی اتار چڑھاؤ اور گزشتہ کمزوریاں قلیل مدتی ترقی کو محدود کر رہی ہیں۔ مثبت پہلو پر، علاقائی تعاون اور تعمیر نو کی کوششیں نئی رفتار فراہم کر سکتی ہیں۔ اس صلاحیت سے فائدہ اٹھانے کے لیے حکومت کی مستقل حمایت ناگزیر ہوگی، بشمول منصفاانہ ٹیکس، اسٹگنٹ اور بے ضابطگی کے خلاف کارروائی، اور ان کاروباروں کے لیے مساوی میدان عمل کی فراہمی جو نظام کے اندر رہ کر کام کرتے ہیں۔

مسابقت کے تعین میں توانائی کی لاگت ایک بنیادی عنصر رہی ہے، کیونکہ بجلی اسٹیل میلنگ اور ری رولنگ آپریشنز کی لاگت کا ایک بڑا حصہ ہے۔ وفاقی حکومت نے پیداوار اور برآمدات کی حمایت کے لیے صنعتی ٹیرف میں اصلاحات کا اعلان کیا ہے، جس میں اوسط صنعتی بجلی کے نرخ کم کیے جائیں گے۔ تاہم، سرمایہ ایڈجسٹمنٹ، ایندھن کی لاگت میں تبدیلیاں اور سرچارجز بار بار غیر یقینی صورتحال پیدا کرتے رہے ہیں، جس سے توانائی پر انحصار کرنے والی صنعتوں کے لیے، جیسے کہ اسٹیل، مؤثر منصوبہ بندی مشکل ہوتی ہے۔ سرمایہ کاری اور کاروباری افعال، سرمایہ کاری میں تسلسل کو یقینی بنانے کے لیے مستحکم اور قابل پیش گوئی توانائی کی قیمتیں نہایت اہم کردار ادا کرتی ہیں۔

پالیسی اور ٹیکس اقدامات نے باضابطہ اور ٹیکس دینے والے اسٹیل سیکٹر پر دباؤ برقرار رکھا۔ صنعتی گروپس کی جانب سے بارہا نشاندہی کی گئی ہے کہ موجودہ ٹیکس عدم توازن باضابطہ رجسٹرڈ شدہ صنعتکاروں کو نقصان پہنچا رہا ہے اور حکومت کو بھی قیمتی آمدن سے محروم کر رہا ہے۔ اسٹیل بنانے والے اداروں نے پالیسی سازوں کو ٹیکس چھوٹ بحال نہ کرنے کی تنبیہ کی ہے، کیونکہ ایسی رعایتیں مسابقتی ماحول کو مزید غیر منصفانہ بنائیں گی، انڈر انوائسنگ اور اسٹگنٹ کو فروغ دیں گی، حتیٰ کہ رجسٹرڈ شدہ کاروباروں کے وجود کے لیے خطرہ بھی بن سکتی ہیں۔

زیر جائزہ سال کے دوران، ایل سی لائسنز کی عدم دستیابی نے کاروباری افعال میں سنگین رکاوٹیں ڈالی ہیں، جس سے اہم خام مال کی درآمد محدود ہوئی۔ اس نے پیداواری تسلسل کو متاثر کیا اور پورٹنگ کے عرصے کے دوران براہ راست کمپنی کی کارکردگی کو کمزور کیا۔ فعال ایل سی سہولت کی غیر موجودگی میں کمپنی کو اپنی صلاحیت سے بہت کم سطح پر کام کرنا پڑا، جس کی وجہ سے نہ صرف مالی بلکہ کاروباری افعال کو جاری رکھنے میں بھی نمایاں دباؤ محسوس کیا گیا ہے۔

اسی دوران کمپنی نے اپنے قرض دہندگان کے ساتھ ماسٹری اسٹرکچرنگ ایگریمنٹ (MRA) کو حتمی شکل دینے کی سست نمایاں پیش رفت کی، جو مالیاتی نظم و ضبط اور شفافیت کے عزم کو ظاہر کرتا ہے۔ یہ فریم ورک کمپنی کے اس عزم کی عکاسی کرتا ہے کہ وہ کاروباری افعال کو جاری رکھے گی اور طویل مدتی ترقی کو یقینی بنائے گی۔ ایم آر اے کے کامیاب نفاذ کا سفر طویل اور کٹھن تھا۔ اگرچہ کمپنی نے فروری 2023 میں ہی کئی معاشی اشاریوں کی غیر یقینی اور سیاسی تناؤ کے پیش نظر قرض کی ری پروڈکٹنگ کی ضرورت کو محسوس کر لیا تھا اور مالیاتی اداروں سے متعدد ملاقاتیں بھی کیں، لیکن بینکوں کی منظوری کے عمل میں تاخیر کے باعث یہ عمل مکمل نہ ہو سکا۔ اس تاخیر نے کمپنی کی مالی حالت کو مزید خراب کر دیا اور بالآخر ماسٹری اسٹرکچرنگ کی ضرورت پیدا ہوئی، جس کا باضابطہ آغاز ستمبر 2024 میں ہوا۔ تاہم، تمام شرائط داروں کی مسلسل اجتماعی کوششوں نے بالآخر کامیابی دلائی۔ معاون بینکوں کا تعمیری کردار اور دادا پانڈز کی قیمتی رہنمائی نے اختلافات کو ختم کرنے، عمل کو معمول پر لانے اور کمپنی کو متحدہ ری اسٹرکچرنگ فریم ورک کے تحت آگے بڑھنے کے قابل بنایا۔

اس رپورٹ کو حتمی شکل دیتے وقت، ایل سی لائسنز دوبارہ کھلنے کے قریب تھیں، جس سے کمپنی کو بتدریج پروکیورمنٹ سائیکل بحال کرنے اور پیداوار کو معمول پر لانے کا موقع ملا۔ اگرچہ یہ ریلیف حالیہ ہے، لیکن یہ آنے والے مہینوں میں آپریشنز کو مستحکم کرنے کا ایک اہم موقع فراہم کرتا ہے۔ بورڈ اپنے سپلائرز کا بھی شکریہ ادا کرتا ہے جنہوں نے اس نازک وقت میں غیر معمولی تعاون فراہم کیا اور شدید ورکنگ کیونٹل دباؤ کے باوجود سپلائی کا تسلسل یقینی بنایا۔

سال کی مالی کارکردگی:

مندرجہ بالا عوامل نے کمپنی کے مالی نتائج پر نمایاں دباؤ ڈالا، جو اس مشکل بیرونی ماحول کی عکاسی کرتا ہے جس میں کمپنی نے کام کیا۔ ان مسائل کے باوجود، انتظامیہ اور معاونین نے مسلسل لچک اور کمپنی کے مستقبل کے تحفظ کے عزم کا مظاہرہ کیا ہے۔ ان کی حکمت عملی فوری کاروباری افعال کی بقا کی ضرورت اور پائیدار، طویل المدتی ترقی کے وسیع تر وزن کے درمیان توازن پر مبنی رہی ہے۔ اس میں کارکردگی میں بہتری کو ترجیح دینا، گورننس اور شفافیت کو مضبوط بنانا، اور آمدنی کے ذرائع میں تنوع کے مواقع تلاش کرنا شامل ہیں۔ اسی دوران، انتظامیہ سرمایہ کاروں اور قرض دہندگان کے اعتماد کو بحال کرنے، کلیدی شرائط داروں کے ساتھ تعلقات کو گہرا کرنے اور افعال کو تعمیرات، انفراسٹرکچر اور علاقائی تجارت میں انجھرتے ہوئے مواقع کے ساتھ ہم آہنگ کرنے پر توجہ مرکوز رکھے ہوئے ہے۔ ان دوراندیش اقدامات کے ذریعے کمپنی کا مقصد نہ صرف موجودہ دباؤ کا مقابلہ کرنا ہے بلکہ آنے والے برسوں میں خود کو ایک زیادہ مضبوط اور مسابقتی ادارے کے طور پر پیش کرنا بھی ہے۔

مالی سال 2025 آپ کی کمپنی اور پاکستان کی باضابطہ اسٹیل صنعت کی قدری زنجیر کے لیے ایک اور کٹھن سال ثابت ہوا۔ اگرچہ معیشت کے استحکام کی رفتار تیز ہوئی، مگر دستاویزی اسٹیل پروڈیوسرز کے لیے کاروباری حالات مشکل ہی رہے۔ گھریلو تعمیرات کی طلب غیر متوازن رہی، خام مال اور توانائی کے اخراجات میں اتار چڑھاؤ رہا، اور شعبہ جاتی بگاڑ برقرار رہے۔ اس صورتحال میں، انتظامیہ نے عملی نظم و ضبط، مالی وسائل کے تحفظ اور گاہکوں کو مسلسل خدمات کی فراہمی پر توجہ مرکوز رکھی، ساتھ ہی پالیسی سازوں کے ساتھ بھرپور رابطے رکھے تاکہ ایک منصفانہ مسابقتی ماحول کے لیے ضروری اصلاحات کو آگے بڑھایا جاسکے۔

اسٹیل کی عالمی منڈیوں میں نازک اور غیر مسلسل بحالی دیکھنے میں آئی۔ کئی ترقی یافتہ معیشتوں میں سخت مالیاتی پالیسی کے تاخیری اثرات کے باعث طلب میں کمی آئی، جبکہ چین کے ریل اسٹیل سیکٹر میں اصلاحی عمل نے خطے میں اسٹیل کی کھپت اور قیمتوں پر دباؤ ڈالا۔ بین الاقوامی اداروں نے 2025 کے لیے ایک مشکل پس منظر کی نشاندہی کی، جس میں ایشیا کے کچھ حصوں میں منافع میں کمی اور ضرورت سے زیادہ پیداواری گنجائش نے مارجن کو باؤ میں رکھا۔ اسی دوران، بحری ترسیل میں خلل اور راستوں کی تبدیلی نے وقفے وقفے سے ترسیل کے اوقات کو بڑھایا اور مال برداری کے اخراجات میں اضافہ کیا، جس سے خام مال کی درآمدات، بشمول اسٹیل کی تیاری میں استعمال ہونے والا اسکرپ کو مزید پیچیدہ بنا دیا ہے۔

اسی دوران، علاقائی تعاون کے پلیٹ فارمز نے مستقبل کی سمت پیش رفت کے امکانات فراہم کیے۔ حال ہی میں تیانجن میں منعقدہ شنگھائی تعاون تنظیم (SCO) کے اجلاس میں پاکستان نے تجارت، رابطہ کاری اور صنعتی ترقی میں گہرے علاقائی تعاون کے عزم کو دہرایا۔ اجلاس میں توانائی کے انضمام، صنعتی روابط اور پائیدار انفراسٹرکچر کے فروغ کے لیے کثیرالجہتی شراکت داری پر زور دیا گیا، بالخصوص پاک، چین اقتصادی راہداری (CPEC) کے توسیعی منصوبوں کے حوالے سے۔ پاکستان کی اسٹیل اور تعمیراتی صنعتوں کے لیے یہ وعدے مستقبل کی طلب پیدا کرنے، صنعتی اشتراک اور غیر ملکی سرمایہ کاری کے امکانات رکھتے ہیں۔

ملکی سطح پر استحکام کی کوششوں کے نتیجے میں چند اہم میکرو اکنامک اشاریوں میں بہتری آئی، حالانکہ حقیقی شعبے کی رفتار غیر ہموار رہی۔ سرنیوں میں آنے والی مہنگائی 2025 کے وسط تک نمایاں طور پر کم ہوئی، جس سے اسٹیل بینک آف پاکستان (SBP) کو مئی 2025 میں پالیسی ریٹ 11 فیصد تک کم کرنے کا موقع ملا، جو مالی سال 2024 کی بلند ترین سطح سے 1,000 بیس پوائنٹس سے زیادہ کی مجموعی کمی تھی، اور اسے ستمبر 2025 تک برقرار رکھا گیا۔ اقتصادی سروے کے مطابق مالی سال 25 میں جی ڈی پی کی نمو 2.68 فیصد رہی، جبکہ بیرونی کھاتے میں نمایاں بہتری آئی، اور پاکستان نے 14 برس بعد مکمل مالی سال کا پہلا کرنٹ اکاؤنٹ سرپلس حاصل کیا۔ اگرچہ یہ پیش رفت حوصلہ افزا ہے، تاہم پائیدار ترقی کے لیے اصلاحات کو جاری رکھنا اور سرمایہ کاری میں توسیع کرنا ناگزیر ہوگا۔

سال کے دوران پاکستان کو ایسے مسائل اور واقعات کا سامنا رہا جنہوں نے معیشت کے منظر نامے اور اسٹیل انڈسٹری کے ماحول پر گہرا اثر ڈالا۔ حال ہی میں پنجاب اور خیبر پختونخوا میں تباہ کن مون سون اور سیلاب کا سامنا کرنا پڑا، یہ صوبے ملک کی زراعت، توانائی اور بنیادی ڈھانچے کے مراکز ہیں۔ اس آفت نے 800 سے زائد جانیں لے لیں، 18 لاکھ سے زیادہ افراد کو بے گھر کیا، اور ہزاروں دیہات، زرعی اراضی اور اہم نقل و حمل کے راستے ڈوب دیے۔ انسانی ایسے سے ہٹ کر، ان واقعات نے غذائی سپلائی، لاجسٹکس اور تعمیراتی سرگرمیوں کو متاثر کیا، جس سے گھریلو صنعتی طلب بشمول اسٹیل مزید باؤ میں آئی ہے۔ زرعی زمینوں اور دیہی اثاثوں کی تباہی نے دیہی قوت خرید کو بھی کمزور کر دیا، جس کے اثرات معیشت کے کئی شعبوں میں پھیل گئے۔ ان آفات نے ماحولیاتی پائیدار انفراسٹرکچر اور بہتر آبائی انتظامات کے فریم ورک میں سرمایہ کاری کی فوری ضرورت کو اجاگر کیا۔ اسی کے ساتھ ساتھ انہوں نے ایک موقع بھی نمایاں کیا: اگر حکومت اور کثیرالجہتی شراکت دار مناسب وسائل فراہم کریں تو تعمیر نو اور بحالی کی کوششیں اسٹیل، خصوصاً سریے کی طلب کو بڑھا سکتی ہیں اور قومی بحالی میں مددگار ثابت ہو سکتی ہیں۔

AUDIT COMMITTEE REPORT

Introduction

We are pleased to present annual Audit Committee Report which provides an insight into our work, the issues handled and the focus of the Audit Committee's deliberations during the year ended 30 June 2025. The Audit Committee assists the Board in fulfilling its oversight responsibilities in areas such as the integrity of financial reporting, the effectiveness of the risk management and internal control system and related compliance and governance matters. We are also responsible for making a recommendation to the Board on the appointment or reappointment of the external auditors.

Audit Committee Members

The committee comprises of two Independent and one Non-Executive Directors.

Chair:

Syed Asghar Jamil Rizvi (Independent Director)

Members:

Mr. Sohail Feroz Shamsi (Independent Director)

Mr. Zueb Salemwala (Non-Executive Director)

The members of the Audit Committee have the appropriate knowledge, skills and experience to carry out the tasks entrusted to the Committee by the Board. The approved minutes of Audit Committee are circulated to the Board for information and guidance.

Audit Committee Attendance

During the current year, five (05) meetings were held and attendance was as tabled.

Name of Member	Number of Meetings Attended
Syed Asghar Jamil Rizvi	05
Mr. Sohail Feroz Shamsi	04
Mr. Zueb Salemwala	05

Synopsis of Activities

Financial Reporting

The Committee has a process to review the financial information of the Company when quarterly and annual financial statements and the reports are presented to the Committee by the CFO. The financial reporting was assessed to ensure that credible and reliable information should be timely reported. Annual and quarterly financial statements were reviewed prior to their approval by the Board of Directors.

Appropriate accounting policies have been consistently applied except for the changes, if any, which have been appropriately disclosed in the financial statements. Applicable International Financial Reporting Standards were followed in the preparation of financial statements of the Company on a going concern basis, for the financial year ended 30 June 2025, which present fairly the state of affairs, results of operations, cash flows and changes in equity of the Company for the year under review.

Accounting estimates are based on reasonable and prudent judgment. Proper and adequate accounting records have been maintained by the Company in accordance with the Companies Act, 2017 and the external reporting is consistent with management processes and adequate for shareholders' needs.

Review of related party transactions

The Audit Committee reviewed the statement of significant related party transactions, submitted by the management. Audit Committee ensured the disclosure of materially significant related party transactions. During the year 2024-2025, the Company has entered into certain related party transactions as disclosed in the respective note to the Financial Statements. The details of all related party transactions were placed quarterly before the audit committee of the Company and upon recommendations of the Audit Committee, the same were placed before the Board for review and approval.

AUDIT COMMITTEE REPORT

Effectiveness of Internal Control System

The Audit Committee reviewed, discussed and briefed the Board on the regular reports on risks, controls and assurance, in order to monitor the effectiveness of internal controls over financial reporting, compliances and operational matters.

The Audit Committee, on the basis of the internal audit reports, reviewed the adequacy of controls and compliance shortcomings in areas audited and discussed corrective actions in the light of management responses. This has ensured the continual evaluation of controls and improved compliances.

External Auditors

The Audit Committee is responsible for monitoring the ongoing effectiveness & independence of the external auditors and making recommendations to the Board with respect to the re-appointment of external auditors.

The external auditors were allowed direct access to Audit Committee. The Audit Committee reviewed the Management Letter issued by external auditors and the management response thereto. Observations were discussed with the auditors and required actions recorded.

The Audit Committee met with the external auditors without the executive management during the year under review to discuss reservations, if any, arising from audit and any matters the external auditors may wish to discuss without the presence of management.

On 20 September 2024, the Audit Committee recommended to the Board re-appointment of external auditors along with fixing remuneration for the year ended 30 June 2025. The Shareholders approved the recommendation in Annual General Meeting held on 26 October 2024 and M/s. BDO Ebrahim & co., Chartered Accountants were re-appointed as external auditors of the Company for the year ended 30 June 2025.

Internal Auditor

The Company has outsourced the internal audit function to M/s. Moore Shekha Mufti & Co. Chartered Accountants who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company. The Head of Internal Audit has direct access to the Chairman Audit Committee. The Committee has ensured that the outsourced internal audit firm is adequately staffed with personnel possessing the necessary internal audit acumen. The outsourced Internal Audit firm has unrestricted access to Management and the right to seek information and explanation. It has carried out its duties under the Audit Charter defined by the Committee. The Committee has carefully reviewed material findings with management given direction to ensure that necessary steps were taken to mitigate any issues. Head of Internal Audit attends all Committee meetings, during which reports are considered and discussed in detail.



Syed Asghar Jamil Rizvi
Chairman of Board Audit Committee

CODE OF CONDUCT

The Code of Conduct (the Code) of the Company defines what we stand for and believe in, documenting the uncompromisingly high ethical standards, our Company has upheld since it was founded. Strong business ethics should form the basis for all of our relationships with employees, customers, competitors, suppliers and colleagues. It is a fundamental policy of the Company to conduct its business with honesty, integrity and in accordance with the highest ethical and legal standards.

Here we clearly state our business principles and show their impact on everyone involved with the Company; from the Board, management and employees, to the consumers, suppliers and business partners.

Following are the salient features of the Code of Conduct, however the complete code of conduct can be viewed at the Company's website at the link <https://www.amrelisteels.com/investor-relations#codeOfConduct>

Applicability

The Code applies to the following (collectively termed as "Company Personnel" for the purposes of this Code):

- Members of the Board of Directors
- Senior Management Personnel
- All employees of the Company

Consequences of Non-Compliance of Code

Any breach of the Code, terms of appointment, Company's policies, rules and regulations or any acts of misconduct and fraud or embezzlement will be viewed seriously and may invite disciplinary action, including the termination of employment and criminal prosecution, if required. For the said purpose, all Company's policies and rules will also be deemed to be an integral part of this Code.

Conflicts of Interest

The Company expects that all personnel will perform their duties conscientiously, honestly and in accordance with the best interests of the Company. The Company personnel must not use their positions or the knowledge gained as a result of their positions for private or personal advantage.

Regardless of the circumstances, if Directors/employees sense that a course of action they have pursued, or are presently pursuing, or are contemplating pursuing may involve them in a conflict of interest with their employer, they should immediately communicate all the facts to their supervisor or to the Board as the case may be.

Inside Information

The Company personnel shall not use for their own financial gain or disclose for the use of others, inside information obtained as a result of their position within the Company.

The Company personnel may find themselves in violation of the applicable securities laws if they misuse information not generally known to the public and either trade or induce others to trade in the stock of the Company or in the stock of another Company. Specific confidential information would include financial information, information concerning acquisitions or dispositions of properties and proposed acquisition or mergers with other companies.

In case of this breach of confidentiality, the Company may be subjected to regulatory penalties and therefore, to prevent and address such instances, it may consider disciplinary and legal recourse.

Health and Safety

We recognize the importance of health and safety within our business. We seek to provide a healthy, safe and clean working environment in line with local laws, regulations and industrial practice. We measure, appraise and report performance, as part of our commitment to the health and safety of our employees, contractors and everyone who works on or visits our sites.

We should take such steps as are reasonably practicable, to ensure that they meet our health and safety objectives. These are -

- To provide and maintain safe and healthy working places and systems of work in order to protect all Company personnel and others, including visitors and the public, in so far as they come into contact with foreseeable work hazards.
- To provide and maintain a safe and healthy working environment for all Company personnel, taking into account individuals' needs and abilities.
- To develop safety awareness amongst all Company's personnel to enable them to take reasonable care for their own health and safety and of other people who may be affected by their acts or omissions.

Consumers

We are committed to providing consumers with high-quality, wholesome products which are marketed truthfully, labeled clearly, and, as a minimum, meet domestic and global quality and safety regulations.

Suppliers

The Company is confident that its suppliers desire to operate in an environment that is free from influence due to unethical business practices. Therefore, suppliers are expected to conduct business in a manner that would not, in any way, compromise the ethical principles adopted by the Company. To ensure this, the Company may convey its ethics requirements to its suppliers directly and also hold trainings and orientations for this purpose.

Integrity and Professionalism

The Company personnel should remember that they are a reflection on the Company and are constantly being judged or otherwise appraised by everyone they come in contact with. All Company Personnel should conduct themselves with the highest degree of integrity and professionalism in the workplace or any other location while on Company business.

Community Activities

We recognize our responsibilities as a member of the communities in which we operate and commit resources to support community and social investment through national or locally targeted programs in partnership with others. We will also encourage and support employee efforts to be involved in and provide leadership in the educational and social fabric of the communities in which they live.

Protection of the Environment

The Company personnel shall treat the protection of the environment as an integral factor in all decision making. The Company is committed to the protection of the environment. To comply with this commitment, the Company's policy is to meet or exceed all applicable governmental requirements. Employees must report to their superior all circumstances in which toxic substances are spilled or released into the environment.

Violations of environmental laws, even if unintentional, can carry severe penalties, and could result in the prosecution of the Company or the employees involved or both. Failure to comply with the Company's instructions for the protection of the environment may result in disciplinary actions.

WHISTLEBLOWING POLICY

The Company is committed to the highest standards of transparency, honesty, openness and accountability. In order to ensure compliance with the best practices of the Corporate Governance, the Company has incorporated a Whistleblowing Policy ("the Policy") to detect, identify and report any activity which is not in line with the Company policies, any misuse of Company's properties or any breach of law which may affect the reputation of the Company.

The Policy applies to all employees, management and the Board and extends to every individual associated with the Company including contractors, suppliers, business partners and the shareholders who are encouraged to report serious concerns that could have a significant impact on the Organization, such as:

- unlawful civil or criminal offence;
- failure to comply with statutory obligations/requirements;
- financial or non-financial mismanagement, fraud and corruption, including bribery;
- violation of various corporate policies-governing business conduct;
- violation of health, safety & environmental standards applicable to the business;
- harassment, discrimination or other unfair employment practices;
- attempt to conceal or suppress information relating to the above.

Open and candid communication is an important part of our culture. All concerns are to be made in writing to ensure a clear understanding of the issues being raised. Whistleblowers may report their concerns through the following methods:

E-mail – whistleblowing@amrelisteels.com which shall only be accessible to the Whistleblowing Unit.

Mail – Captioned 'Whistleblowing Unit' – Registered Office, A-18, S.I.T.E. Karachi.

The Whistleblowing Unit shall comprise of the CEO and such other senior officials of the Company nominated by the Board of Directors.

Every effort will be made to maintain the confidentiality of complainants and to protect them from any form of retaliation, reprisal or victimization for genuinely held concerns that are raised in good faith. At the same time, it should be noted that unfounded allegations made recklessly, maliciously or knowing that they were false can expose the complainant to disciplinary action.

It is expected that all complaints will be lodged with proper identification. Anonymous complaints will also be accepted, however, the decision to take them up lies with the Whistleblowing Unit depending on their nature and urgency.

The Company undertakes that all complaints will be investigated confidentially by independent persons and feedback will be provided to the complainant. Deliberately making a false concern is also an allegation under this Policy and may lead to a disciplinary action against the complainant.

The Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

POLICY FRAMEWORK FOR DETERMINING REMUNERATION OF DIRECTORS

The Company always strives to attract and retain professionals with high expertise to operate business with determination and dedication which creates value for its shareholders. The objective of the policy framework is to provide fair, transparent and sound remuneration policy that is aligned with business strategy, risk and responsibilities to ensure that shareholders remain informed, confident in the management of the Company and to support positive outcome across the economic and social context in which the Company operates.

The remuneration policy attracts, motivates and retains qualified members of the Board of Directors to align the interests of the Board of Directors with the interests of the shareholders in such a way that it does not impair the independence of the respective Board Members.

POLICY FOR RELATED PARTY TRANSACTIONS

A complete and updated list of related parties is being maintained by the Company. All transactions with related parties are carried out on an unbiased and arm's length basis as per policy approved by the Board of Directors of the Company. A complete list of all related party transactions is compiled and submitted to the Audit Committee every quarter. The Internal Audit Function ensures that all related party transactions are carried on an arm's length basis. After review by the Audit Committee, the transactions are placed before the Board for their consideration and approval. All transactions with related parties are disclosed in the financial statements.

STATEMENT ON MECHANISM OF BOARD'S PERFORMANCE AND DELEGATION OF AUTHORITY TO MANAGEMENT BY BOARD

The Directors are fully aware of the level of trust entrusted in them by the shareholders for managing the affairs of the Company and safeguarding their interests. Thereby, the Board exercises its powers and carries out its fiduciary duties with a sense of objective judgment and independence in the best interests of the Company. The Board participates actively in major decisions of the Company including but not limited to appointment of key management, reviewing the annual business plan, approval of budgets for capital expenditures, investments in new ventures, approval of related party transactions, review of matters recommended / reported by Board's Committees, review of status of any law suits and report on governance, risk management and compliance issues. The Board also monitors Company's operations by approval of interim and annual financial statements and dividend, review of internal and external audit observations regarding internal controls and their effectiveness.

The Board has constituted Committees of Directors and management with adequate delegation of powers to effectively focus on the issues and ensure expedient resolution. These Committees meet as often as required to oversee the performance in respective areas. Each Committee has its own charter with goals and responsibilities.

The Committees of the Board include Audit Committee and Human Resource & Remuneration Committee. The Board meets at least once a quarter. The CEO, CFO and other executive members of attend the meetings of the Board at the invitation of the Chairman for the purpose of reporting or imparting information. The Committees report on their activities and results to the Board. The Board has delegated the executive management of the Company to the CEO for smooth operation and day to day business affairs of the Company.

ANNUAL PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES, MEMBERS AND THE CEO

The Company ensures to evolve and follow the corporate governance guidelines and best practices sincerely to not just boost long term shareholders' value but also to respect minority rights. The Company considers it as inherent responsibility to disclose timely and accurate information regarding financial performance as well as the leadership and governance of the Company.

The Board of Directors of the Company has recognized that it would be imperative for them to continually assess how effectively the Board, its Committees, members and CEO are performing their roles against their respective objectives as a critical structural tool for assessing Board's effectiveness and efficiency as required under the Listed Companies (Code of Corporate Governance) Regulations, 2019.

The effectiveness and performance of the Board, its Committees, Members and CEO is evaluated on following factors –

- **Board Structure:** Its composition, constitution and diversity and that of its Committees, competencies of the members, Board and Committee charters, frequency of meetings, procedures;
- **Dynamics and Functioning of the Board:** Information availability, interactions and communication with CEO and senior executives, Board's agenda, cohesiveness and the quality of participation in Board meetings;
- **Business Strategy Governance:** Role of Board in Company's strategy;
- **Financial Reporting Process, Internal Audit and Internal Controls:** The integrity and robustness of the financial and other controls regarding related party transactions on arm's length basis;
- **Monitoring Role:** Monitoring of policies, strategy implementation and systems;
- **Relationship:** Assessment of quality of relationship between the Board and its Committees.

HOW THE ORGANIZATION IMPLEMENTED GOVERNANCE PRACTICES EXCEEDING LEGAL REQUIREMENTS

The term "Governance" refers to a system of Company's management that focuses on responsibility, transparency and sustainable value creation. It encompasses the management and monitoring system of the Company, including its organization, business principles and guidelines, as well as internal and external controls and monitoring mechanisms.

At Amreli, the Board of Directors are committed towards the principles of good corporate governance across the Company through its top management. The Board and management of the Company always focus towards the stakeholders expectation that the Company is managed and supervised responsibly and proper internal controls and risk management policy and procedures are in place for efficient and effective operations of the Company, safeguarding of assets, compliance with laws and regulations and proper financial reporting in accordance with International Financial Reporting Standards and other applicable laws.

The Board encourages high standards of professionalism, ethical practices, accountability and transparency, in line with the global best practices and statutory requirements which are embedded in the Company's governance structure through implementation of sound internal controls, Code of Conduct and Whistle Blowing Policy of the Company to provide long-term benefits to all stakeholders. The Board being cognizant to its responsibility has established a robust governance mechanism surpassing the legal and regulatory requirements which regularly evaluate the processes to ensure growth in stakeholders' value besides safeguarding the interests of minority shareholders.

The Company conducts its operations in accordance with principles of good corporate governance and provides timely, regular and reliable information on its activities, structure, financial situation and performance to all shareholders. The Company continuously strives towards improving sound governance, best management and CSR practices in day-to-day business activities.

PRESENCE OF THE CHAIRMAN OF THE BOARD'S AUDIT COMMITTEE (BAC) AT THE ANNUAL GENERAL MEETING (AGM)

The Chairman of Board's Audit Committee – Syed Asghar Jamil Rizvi (Independent Director) was present in the 40th AGM of the Company which was held on 26 October 2024, to answer questions on the Audit Committee's activities and matters within the scope of the Board's Audit Committee. All queries raised by shareholders at the AGM were duly answered by the Chairman, Directors, CEO and CFO present in the meeting up to satisfaction of the shareholders.

STATEMENT ON THE MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITY TOWARDS THE PREPARATION AND PRESENTATION OF THE FINANCIAL STATEMENTS

- Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of Companies Act, 2017 and for such internal controls 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;
- The Board of Directors are responsible for overseeing the Company's financial reporting process.

CORPORATE GOVERNANCE AND FINANCIAL REPORTING FRAMEWORK

The Board of Directors of the Company are dedicated in maintaining high standards of good corporate governance. The Directors confirm compliance with the Corporate and Financial Reporting Framework of the SECP and the CCG for the following matters -

- a) 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;
- b) Proper books of accounts have been maintained by the Company;
- c) Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgments;
- d) International Financial Reporting Standards, as applicable in Pakistan, have been duly followed in preparation of financial statements;
- e) The system of internal controls is sound in design and has been effectively implemented and monitored. The process of monitoring the internal controls will continue as an ongoing process with the objective to further strengthen the controls and bring improvements in the system;
- f) There are no doubts upon the Company's ability to continue as going concern;
- g) There has been no material departure from the best practices of Corporate Governance, as detailed in the Regulations of the Rule Book of the Pakistan Stock Exchange Limited;
- h) A summary of key operating and financial data of the Company is annexed in this Annual Report;
- i) Information about taxes and levies is given in notes to the financial statements;
- j) The Company has an unfunded defined gratuity scheme for all permanent employees who have completed the minimum qualifying years of service for entitlement of gratuity. The provision for gratuity is made in accordance with the independent actuarial valuation. The latest actuarial valuation was carried out as of 30 June 2025 using Projected Unit Credit Method. Being an unfunded gratuity scheme, no investment could have been made and hence the value of investments as at 30 June 2025 stands Nil.



FINANCIAL HIGHLIGHTS

**SHINES THE
WAY FORWARD**



SIX YEARS AT A GLANCE

FINANCIAL POSITION

Assets Employed

	2025	2024	2023 (Restated)	2022 (Restated)	2021	2020 (Restated)
Property, plant and equipment	27,253	29,955	22,263	21,578	20,146	17,651
Right of use asset	103	100	136	76	100	72
Intangible assets	1	3	7	12	19	24
Long-term investments	-	-	-	14	15	15
Long-term deposit and loans	142	176	194	204	152	135
Current assets	15,858	16,606	17,829	22,316	15,934	17,345
Total Assets	43,357	46,840	40,428	44,201	36,366	35,243

Financed By

Share capital and reserves	10,450	14,226	14,376	15,208	13,941	10,951
Long-term liabilities						
Long-term financing	-	-	3,705	4,821	4,821	5,430
Current portion of long-term financing	3,976	4,002	1,800	1,354	1,129	812
	3,976	4,002	5,505	6,175	5,950	6,241
Non-current and deferred liabilities	3,934	5,689	2,111	1,668	1,116	847
Current liabilities	28,973	26,925	20,236	22,504	16,489	18,015
Current portion of long term finance	(3,976)	(4,002)	(1,800)	(1,354)	(1,129)	(812)
	24,997	22,922	18,436	21,151	15,359	17,204
Total Funds Invested	43,357	46,840	40,428	44,201	36,366	35,243

OPERATIONS

Turnover - net	16,083	38,776	45,493	58,184	39,218	26,532
Gross profit	76	2,401	5,954	6,491	4,542	1,813
Operating (loss) / profit	(1,063)	(131)	3,999	4,385	3,012	356
EBITDA	79	422	4,670	5,100	3,549	1,229
(Loss) / profit before tax	(5,386)	(5,391)	(301)	2,078	1,384	(1,943)
(Loss) / profit after tax	(3,811)	(6,107)	(697)	1,326	1,368	(1,242)
Total comprehensive (loss) / income	(3,776)	(150)	(711)	1,314	2,990	(1,246)
Capital expenditures	104	514	1,598	2,158	1,273	1,369
(Loss per share) / Earnings per share	(12.83)	(20.56)	(2.35)	4.46	4.61	(4.18)

Cash Flow Summary

Net cash generated from / (used in) operating activities	2,664	(4,212)	7,040	(2,190)	2,440	(4,003)
Net cash generated from / (used in) investing activities	1,182	(484)	(1,589)	(2,138)	(1,146)	(1,361)
Net cash generated from / (used in) financing activities	432	3,345	(5,491)	4,514	(1,996)	5,825
Increase / (decrease) in cash and cash equivalents	4,279	(1,352)	(41)	185	(701)	462
Cash and cash equivalents at end of the year	1,226	(3,053)	(1,701)	(1,660)	(1,846)	(1,144)

BALANCE SHEET

EQUITY AND LIABILITIES

Share Capital And Reserves

Issued, subscribed and paid-up capital	6.85	6.34	7.35	6.72	8.17	8.43
Capital reserves	6.43	5.95	6.90	6.31	7.67	7.91
Revenue reserves – Accumulated (loss) / unappropriated profit	-9.74	-1.60	12.60	12.99	12.30	8.41
Surplus on revaluation of property, plant and equipment	20.56	19.68	8.71	8.38	10.20	6.32
	24.10	30.37	35.56	34.41	38.33	31.07

Non Current Liabilities

Long term financing	0.00	0.00	9.16	10.91	13.26	15.41
Long term provision	0.00	0.00	0.01	0.16	0.46	0.00
Loan from related parties	0.29	0.27	0.00	0.77	0.94	0.97
Deferred taxation	7.83	10.56	2.84	1.45	0.59	0.51
Deferred liability - defined benefit obligation	0.75	1.09	1.12	0.84	0.85	0.72
Lease liabilities	0.20	0.23	0.30	0.16	0.23	0.18
Government grant	0.00	0.00	0.94	0.39	0.00	0.02
	9.07	12.15	14.39	14.68	16.33	17.81

Current Liabilities

Trade and other payables	3.64	5.28	11.88	6.71	13.96	10.59
Contract liabilities	0.77	0.93	1.19	1.75	1.37	2.73
Interest / mark-up accrued	10.72	3.11	1.98	1.18	0.73	1.64
Short term borrowings	41.04	38.13	28.94	37.62	26.05	33.80
Current portion of long-term financing	9.17	8.55	4.45	3.06	3.11	2.30
Current portion of long term provision	0.65	0.60	0.67	0.44	0.00	0.00
Current portion of lease liabilities	0.04	0.07	0.09	0.03	0.06	0.02
Current portion of government grant	0.78	0.79	0.07	0.10	0.03	0.01
Current portion of loan from related parties	0.00	0.00	0.78	0.00	0.00	0.00
Unclaimed dividend	0.01	0.01	0.01	0.01	0.02	0.02
	66.82	57.48	50.05	50.91	45.34	51.12

TOTAL EQUITY AND LIABILITIES

	100.00	100.00	100.00	100.00	100.00	100.00
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ASSETS

Non-Current Assets

Property, plant and equipment	62.86	63.95	55.07	48.82	55.40	50.08
Right of use assets	0.24	0.21	0.34	0.17	0.28	0.21
Intangible assets	0.00	0.01	0.02	0.03	0.05	0.07
Long-term investments	0.00	0.00	0.00	0.03	0.04	0.04
Long-term deposits and loans	0.33	0.37	0.48	0.46	0.42	0.38
	63.39	64.52	55.86	49.51	56.19	50.78

Current Assets

Stores and spares	4.60	5.24	6.45	6.24	4.00	4.78
Stock-in-trade	9.25	15.29	17.54	24.93	16.48	22.17
Trade debts	3.61	5.02	12.30	12.39	17.38	13.90
Loans and advances	0.09	0.05	0.03	0.12	0.09	0.08
Trade deposits & short term prepayments	0.04	0.14	0.14	0.07	0.06	1.82
Short term investment	0.03	0.03	0.04	0.00	0.00	0.00
Other receivables	1.50	2.11	0.52	0.00	0.76	1.50
Taxation - net	6.68	6.25	6.41	5.93	4.00	3.51
Cash and bank balances	9.01	0.42	0.67	0.81	1.04	1.45
	34.84	34.58	44.14	50.49	43.81	49.22
Non current asset held for sale	1.76	0.90	0.00	0.00	0.00	0.00
	100.00	100.00	100.00	100.00	100.00	100.00

HORIZONTAL ANALYSIS

BALANCE SHEET

EQUITY AND LIABILITIES

Share Capital And Reserves

	2025 vs 2024	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019
	%	%	%	%	%	%
Issued, subscribed and paid-up capital	0.00	0.00	0.00	0.00	0.00	0.00
Capital reserves	0.00	0.00	0.00	0.00	0.00	0.00
Revenue reserves – Accumulated (loss) / unappropriated profit	462.20	-114.74	-11.29	28.46	50.89	-28.30
Surplus on revaluation of property, plant and equipment	-3.31	161.73	-4.96	-0.13	66.50	-3.31
	-26.55	-1.04	-5.47	9.09	27.31	-10.21

Non Current Liabilities

Long term financing	0.00	-100.00	-23.15	0.00	-11.22	260.34
Long term provision	0.00	-100.00	-91.92	-56.78	100.00	0.00
Loan from related parties	0.00	0.00	-100.00	0.00	0.00	21.90
Deferred taxation	-31.39	330.48	79.22	200.99	18.46	-79.64
Deferred liability - defined benefit obligation	-36.07	13.02	22.46	19.64	21.37	24.01
Lease liabilities	-16.65	-13.12	68.19	-14.77	33.59	100.00
Government grant	0.00	-100.00	123.61	18347.68	-87.87	100.00
	-30.85	-2.19	-10.36	9.28	-5.41	118.29

Current Liabilities

Trade and other payables	-36.23	-48.48	61.84	-41.55	36.07	4.81
Contract liabilities	-23.23	-8.75	-38.05	54.81	-48.10	242.89
Interest / mark-up accrued	218.88	82.15	53.56	94.99	-53.74	63.76
Short term borrowings	-0.38	52.69	-29.66	75.53	-20.47	31.08
Current portion of long-term financing	-0.67	122.40	32.95	19.87	39.16	-31.61
Current portion of long term provision	0.02	3.70	39.35	0.00	0.00	0.00
Current portion of lease liabilities	-46.81	-0.63	140.60	-37.21	161.25	100.00
Current portion of government grant	-8.89	1259.16	-36.31	241.31	196.42	100.00
Current portion of loan from related parties	0.00	-100.00	0.00	0.00	0.00	100.00
Unclaimed dividend	-0.47	-3.22	-2.75	-1.89	-4.54	-8.97
	7.61	33.05	-10.08	36.48	-8.47	24.46

TOTAL EQUITY AND LIABILITIES

	-7.44	15.86	-8.54	21.54	3.19	19.28
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ASSETS

Non-Current Assets

Property, plant and equipment	-9.02	34.55	3.18	7.11	14.14	4.04
Right of use assets	2.30	-26.15	77.64	-23.84	38.48	100.00
Intangible assets	-57.23	-51.71	-44.41	-36.25	-23.25	-23.99
Long-term investments	0.00	0.00	-100.00	-6.54	0.00	0.00
Long-term deposits and loans	-19.21	-9.37	-5.04	33.90	12.88	-2.02
	-9.05	33.78	3.27	7.11	14.16	4.36

Current Assets

Stores and spares	-18.66	-5.98	-5.35	89.35	-13.52	25.83
Stock-in-trade	-43.99	0.99	-35.63	83.87	-23.31	19.80
Trade debts	-33.42	-52.75	-9.21	-13.33	28.98	44.01
Loans and advances	58.02	106.26	-78.47	56.99	17.73	53.82
Trade deposits & short term prepayments	-73.76	21.31	75.15	48.35	-96.72	1688.79
Short term investment	0.70	0.00	0.00	0.00	0.00	0.00
Other receivables	-34.43	368.06	79312	-99.90	-47.87	314.40
Taxation - net	-1.03	13.05	-1.21	80.04	17.62	54.05
Cash and bank balances	1898.16	-28.12	-23.81	-5.73	-25.68	246.41
	-6.73	-9.23	-20.11	40.06	-8.14	39.92

Non current asset held for sale

	80.78	0.00	0.00	0.00	0.00	0.00
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TOTAL ASSETS

	-7.44	15.86	-8.54	21.54	3.19	19.28
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VERTICAL ANALYSIS

PROFIT OR LOSS

Turnover - net
Cost of sales
Gross profit
Distribution costs
Administrative expenses
Reversal / (charge) for expected credit losses
Other income
Other expenses
Operating (loss) / profit
Finance costs
(Loss) / profit before taxation and levy
Levy
(Loss) / profit before taxation
Taxation
(Loss) / profit after taxation
Other comprehensive income / (loss)
Total comprehensive (loss) / Income

June-25	June-24	June-23 (Restated)	June-22	June-21	June-20 (Restated)
%	%	%	%	%	%
100.00	100.00	100.00	100.00	100.00	100.00
-99.53	-93.81	-86.91	-88.84	-88.42	-93.17
0.47	6.19	13.09	11.16	11.58	6.83
-3.40	-2.87	-2.22	-2.07	-2.41	-2.57
-4.59	-2.17	-1.65	-1.26	-1.41	-1.90
0.54	-0.98	-0.26	-0.01	0.18	-0.70
3.69	0.01	0.02	0.04	0.06	0.03
-3.33	-0.51	-0.18	-0.32	-0.32	-0.36
-6.61	-0.34	8.79	7.54	7.68	1.34
-25.49	-12.31	-8.89	-3.96	-4.15	-8.67
-32.11	-12.65	-0.10	3.57	3.53	-7.32
-1.39	-1.26	-0.56	0.00	0.00	0.00
-33.49	-13.90	-0.66	3.57	3.53	-7.32
9.79	-1.84	-0.87	-1.29	-0.04	2.64
-23.70	-15.75	-1.53	2.28	3.49	-4.68
0.22	15.36	-0.03	-0.02	4.14	-0.01
-23.48	-0.39	-1.56	2.26	7.62	-4.70

HORIZONTAL ANALYSIS

PROFIT OR LOSS

Turnover - net
Cost of sales
Gross profit
Distribution costs
Administrative expenses
Reversal / (charge) for expected credit losses
Other income
Other expenses
Operating (loss) / profit
Finance costs
(Loss) / profit before taxation and levy
Levy
(Loss) / profit before taxation
Taxation
(Loss) / profit after taxation
Other comprehensive income / (loss)
Total comprehensive (loss) / Income

2025 vs 2024	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019
%	%	%	%	%	%
-58.52	-14.76	-21.81	48.36	47.81	-7.22
-55.99	-8.00	-23.51	49.07	40.28	-5.55
-96.83	-59.67	-8.28	42.92	150.51	-25.19
-50.98	10.49	-16.19	27.29	38.64	-4.80
-12.45	12.15	2.06	32.70	10.18	9.02
-122.87	217.06	2210	-107.44	-137.57	367.75
18682.25	-62.03	-66.08	1.61	195.31	15.09
168.58	136.89	-54.89	50.62	31.15	433.15
713.02	-103.27	-8.81	45.58	745.41	-70.19
-14.09	18.03	75.28	41.70	-29.20	82.15
5.31	10886.83	-102.15	50.15	-171.23	2793.08
-54.35	90.29	0.00	0.00	0.00	0.00
-0.10	1690.06	-114.49	50.15	-171.23	2793.08
-320.16	80.63	-47.38	4695.75	-102.24	601.10
-37.59	775.90	-152.60	-3.12	-210.16	-3883.96
-99.41	-42579.95	22.58	-100.71	-42994.79	-76.32
2414.53	-78.88	-154.12	-56.05	340.01	-7490.33

VERTICAL ANALYSIS

CASH FLOW

Net cash generated from / (used in) operating activities
Net cash generated from / (used in) investing activities
Net cash generated from / (used in) financing activities
Increase / (decrease) in cash and cash equivalents

2025	2024	2023	2022	2021	2020
%	%	%	%	%	%
62	312	-17364	-1182	-348	-867
28	36	3920	-1154	163	-295
10	-247	13544	2435	284	1262
100	100	100	100	100	100

HORIZONTAL ANALYSIS

CASH FLOW

Net cash generated from / (used in) operating activities
Net cash generated from / (used in) investing activities
Net cash generated from / (used in) financing activities
Increase / (decrease) in cash and cash equivalents

2025 vs 2024	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019
%	%	%	%	%	%
-163	-160	-421	-190	-161	-634
-344	-70	-26	87	-16	-36
-87	-161	-222	-326	-134	315
-417	3234	-122	-126	-252	2791

RATIO ANALYSIS

	UoM	2025	2024	2023 (Restated)	2022	2021	2020 (Restated)
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Profitability Ratios

Gross profit ratio	Percentage	0.47%	6.19%	13.09%	11.16%	11.58%	6.83%
Net profit / (loss) to sales ratio	Percentage	-23.70%	-15.75%	-1.53%	2.28%	3.49%	-4.68%
Return on equity	Percentage	-36.47%	-42.93%	-4.85%	8.72%	9.81%	-11.34%
Return on capital employed	Percentage	-30.89%	-37.80%	-3.66%	6.83%	7.79%	-8.26%
Operating leverage	Percentage	-184.19%	789.31%	67.19%	94.26%	1558.95%	972.55%
EBITDA margin to sales	Percentage	0.49%	1.09%	10.27%	8.76%	9.05%	4.63%

Liquidity Ratios

Current ratio	Times	0.52:1	0.60:1	0.88:1	0.99:1	0.97:1	0.96:1
Quick / acid test ratio	Times	0.38:1	0.34:1	0.53:1	0.50:1	0.60:1	0.53:1
Cash to current liability	Times	0.04:1	-0.11:1	-0.08:1	-0.07:1	-0.11:1	-0.06:1
Cash flow from operations to sales	Times	0.17:1	-0.11:1	0.15:1	-0.04:1	0.06:1	-0.15:1

Activity / Turnover Ratios

Inventory turnover	Times	2.9	5.1	4.4	6.1	5.0	3.4
No. of days in Inventory	Days	127	72	84	60	73	106
Debtor turnover	Times	8.2	10.6	8.7	9.9	7.0	6.4
No. of days in receivables	Days	44	35	42	37	52	57
Creditor turnover	Times	15	14	18	134	84	75
No. of days in payables	Days	24.70	26.74	20	3	4	5
Operating cycle	Days	147	80	105	94	121	158
Total asset turnover	Times	0.4	0.8	1.1	1.3	1.1	0.8
Fixed asset turnover	Times	0.6	1.3	2.0	2.7	1.9	1.5

Investment / Market Ratios

(LPS) / EPS - basic & diluted	Rupees	(12.83)	(20.56)	(2.35)	4.46	4.61	(4.18)
P/E ratio	Times	(1.82)	(1.31)	(6.54)	5.25	9.43	(7.81)
Dividend yield ratio	Percent	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Dividend payout ratio	Percent	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Dividend coverage ratio	Times	-	-	-	-	-	-
Cash dividend per share	Rupees	-	-	-	-	-	-
Price to book ratio	Times	2.34	2.70	1.53	2.34	4.34	3.26
Market value per share					-	-	-
- Year End	Rupees	23.37	26.99	15.35	23.44	43.44	32.64
- Highest	Rupees	26.22	28.96	30.86	49.98	54.65	41.61
- Lowest	Rupees	16.64	18.29	14.99	21.50	32.55	15.83
Break value per share with surplus on revaluation	Rupees	35.18	47.90	48.40	51.20	46.94	36.87
Break value per share without surplus on revaluation	Rupees	5.17	16.86	36.54	38.73	34.44	29.37

Capital Structure Ratios

Debt / equity ratio	Times	0.00:1	0.00:1	0.26:1	0.32:1	0.35:1	0.50:1
Weighted average cost of debt	Percentage	18.14%	23.29%	17.73%	9.80%	8.36%	13.31%
Financial leverage ratio	Times	2.12:1	1.58:1	1.24:1	1.77:1	1.34:1	1.83:1
Debt service ratio	Times	0.01:1	0.06:1	0.87:1	1.48:1	1.46:1	0.35:1
Interest cover	Times	-0.31	-0.13	0.93	1.90	1.85	0.15

COMMENTS ON RATIO ANALYSIS

Profitability Ratios

Gross profit

FY-20 begins with the carried forward impacts of macro-economic challenges that were faced in FY 19 resulted from twin deficits, leading to an abnormal devaluation of the national currency, reduced national consumption, and a decline in GDP 1.4% in FY-19. Having facing such challenges, the outbreak of the COVID-19 pandemic, further exacerbated the financial position resulting in a decrease of gross profit margin to 6.83%.

The economic situation began to improve at the start of FY 21, with the lifting of lockdown measures and government and State Bank of Pakistan initiatives to support the economy, particularly in the construction and related industries. This improvement in conditions led to a 3.94% GDP growth from the negative 0.4% recorded in FY 20, allowing the Company to achieve a gross profit margin of 11.58%. During FY 22, despite significant increases in production costs due to currency depreciation and inflation, the Company managed to sustain demand and pass on the rising costs to its selling prices, resulting in a slight decline in gross margin to 11.16% (a decrease of 0.42%).

In FY 23, economic challenges persisted due to political instability post change of regime, impacts of Russia/Ukraine crisis, record-high inflation, rupee devaluation, and rising utility rates. Nevertheless, the Company successfully achieved a margin of 13.11% due to improved price retention strategies.

The challenges mentioned above persisted in FY-24 which slowed down the already contracted national demand. Further, in FY-24 input costs have increased including electricity tariff from Rs. 29/kwh to Rs. 44/kwhs, gas prices and rupee devaluation of 20% and unabsorbed fixed costs due to low-capacity utilization of 28%. Further, the prevailing uncertainties regarding IMF fresh package coupled with general elections in February 2024 have kept the demand silent resulting in inability of the Company to pass through the impact of increased cost resulting in gross margin dropped to 6.19%. Consequently, the stressed financial position requires the need for reprofiling / restructuring of debt in order to enable the Company to sustain these unprecedented challenges.

FY-25, the Company record gross margin merely of 0.47%, mainly caused due to record low-capacity utilization of 11% due to unavailability of working capital lines due to on-going financial restructuring.

Operating and Net Profit

The operating profit and net profit margins followed a similar pattern as the gross margin trend discussed earlier. The Company effectively managed its administrative and distribution costs as a percentage of sales from FY 20 to FY 25. However, in FY 20, the finance cost of the Company increased due to the rise in the policy rate, leading to net loss margin of 4.25%.

In FY 21, as the gross margin improved and the policy rate decreased to 7% (compared to 13% in FY 20), the Company achieved a net profit margin of 3.49%. However, in FY 22, the net profit margin decreased to 2.28% due to an increase in the policy rate and higher borrowing costs. The significant rise in interest rates from average of 9.39% in FY 22 to 17.51% in FY 23 resulted in a substantial increase in finance costs, leading to a net loss margin of 1.53%.

In FY 24, the other factors impacting operating margin besides decrease in gross margin mentioned above includes, cartage and transportation cost due to increase in fuel prices and implementation of axle load and increase in allowance for expected credit loss for the receivables aging over and above 180 days primarily due to increase in default rates. The reason for significant negative net margin includes increased finance cost by 18% when compared with FY 23 due to increase in average interest rate from 17.51% to 22% and reversal of deferred tax assets recorded on prior turnover taxes including deferred tax asset on turnover tax recorded till March 31, 2024.

In FY-25, despite reduction in administrative and distribution expenses, the operating margin was negative 6.61% compared to negative 0.34% in FY24, mainly due to lower revenue the reasons of which are mentioned above. Similar, was the case with net loss margin that has increased from 15.75% to 23.7% despite recognition of deferred tax assets on taxable loss for the year.

Liquidity and Working Capital Ratios

Liquidity Ratios

The liquidity ratios primarily stem from the Company's internal cash generation. The current ratio improved from FY 20 till FY 22 primarily due to better profitability and financial position of the Company.

In FY 21, the current ratio saw a slight uptick to 0.97, driven by profit generation but still falling short due to impending maturities of long-term loans in FY 22. The improved collection of cash in FY 22 further enhanced the current ratio, reaching 1.00 from 0.97. However, the economic challenges pertaining to FY 23 & FY 24 as discussed above under gross margin heading, has severely impacted the Company's liquidity position resulting in current ratio to dropped to 0.88 and 0.60. Further, the steep deterioration of current ratio in FY 24 is the reclassification of long-term loans and related government grant as current liabilities under the requirements of IAS 1- Presentation of financial statements under due to breach of financial covenants that are required to be maintained by the Company as per the agreement with lenders.

In FY-25, incremental deterioration of current ratio to 0.52 was mainly caused by continued operational loss resulted from lower capacity utilization due to unavailability of working capital limits as discussed above.

COMMENTS ON RATIO ANALYSIS

Working capital ratios

The duration for which working capital required is reflective of the Company's cash conversion cycle adjusted for optimization based on prevailing market situation and liquidity position of the Company.

In FY 20, inventory days extended to 106 days primarily due to the COVID-19 lockdown in the fourth quarter, resulting in minimal consumption and an accumulation of raw material inventory during this period. In FY 21 the Company adopted a just-in-time inventory approach to facilitate cash flow, resulting in a decrease of inventory days to 73 days.

Efficient working capital management and the maintenance of an optimal inventory level led to a further 13-day improvement in inventory days, reducing them to 60 days in FY 22. However, during FY 23, the inventory days increased by 24 days due to an economic slowdown in the country, resulting in selling 38% less volume compared to FY 22. In FY 24, inventory days reduced due to lower sales volumes and capacity utilization. However, in FY 25 inventory days increased to 127 in last quarter of the financial year due to lower sales volume in contrast to production mainly due to price competition in market.

Debtor days are computed based on the average debtor balance and net sales. The Company is dedicated to reducing its debtor days and has established a specialized sales and credit administration department to manage and oversee receivables from customers. Nevertheless, FY 20 posed significant challenges due to extraordinarily low demand and COVID-19 lockdowns that disrupted sales, production, and collections. Consequently, debtor days increased to 57 days in FY 20 compared to 33 days in FY 19.

In FY 21, as sales and collections improved, debtor days were reduced to 52 days. FY 22 witnessed a notable improvement of 15 days, bringing debtor days down to 37 days, achieved through diligent follow-ups, revisiting customer credit policies, and adjusting credit limits. In FY 23 and FY 24, the robust recovery efforts coupled with effective internal credit administration and monitoring department, reduced the debtor days to 42 and 35 respectively despite depressed economic conditions. In FY 25, though the receivable in absolute amount reduced considerably, however due to significant drop in sale volume by 66% as compared to 47% decreased in average receivable, the days receivable has increased to 44.

Investment / Market Ratios

The fluctuations in earnings per share directly correlate with changes in the Company's profitability, as detailed in the profitability section.

The Company's shares were actively traded on the Pakistan Stock Exchange, with prices ranging from Rs. 16.64 to Rs. 26.22 throughout FY 25. The lowest recorded price was Rs. 16.64, while the highest was Rs. 26.22 during the fiscal year.

The breakup value per share, without considering revaluation, shown improvement from of Rs. 29.16 to Rs. 36.54 per share from FY 20 to FY 23. However, it came down to Rs. 16.86 and Rs. 5.17 per share in FY 24 and FY 25 respectively due to declining profitability as discussed above in detailed. This breakup value per share primarily relies on factors such as capital reserves, revenue reserves, and the total number of ordinary shares. Notably, the capital reserves and the quantity of ordinary shares remained unchanged over the past six years. However, fluctuations in revenue reserves occurred due to variations in profits, as discussed in the profitability section.

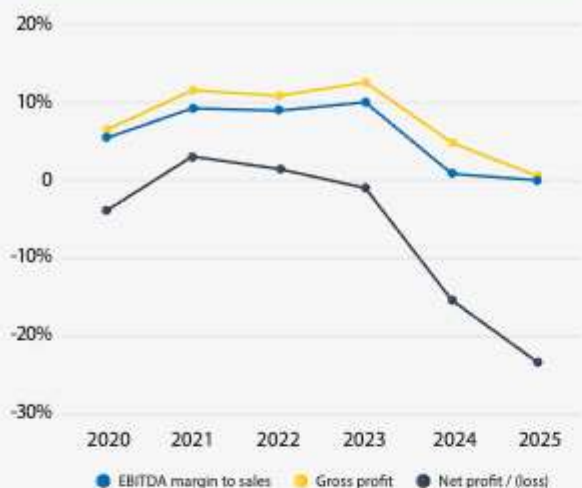
Capital Structure Ratios

The debt-to-equity ratio and financial leverage showed improvement from FY 20 to FY 23 driven by the generation of profits along with recording of a surplus on the revaluation of fixed assets in FY 21. In FY 24 and FY 25, debt-to-equity turned zero due to reclassification of long-term loan discussed above in liquidity ratio. Further, financial leverage increased in FY-24 and FY-25 due to net loss reported by the Company discussed above in profitability section.

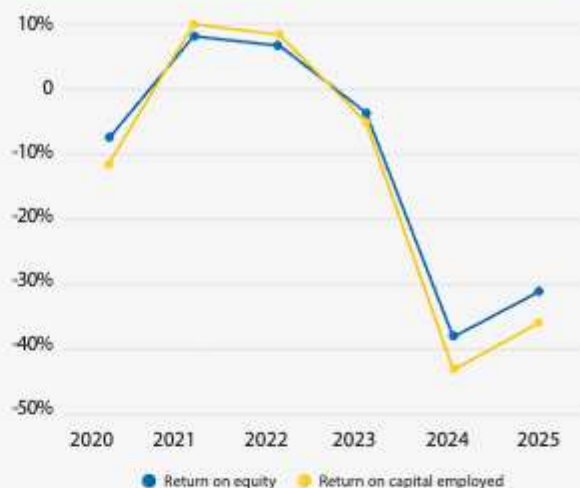
The debt service ratio and interest cover are based on Company's earnings before interest, tax and depreciation (EBITDA) which shows mixed trend from FY 20 to FY 25. Till FY 22, the both ratios shown improvement. The debt service ratio and interest cover decreased in FY 23 due to lower profitability and increased current maturity of term loan coupled with heightened finance cost. In FY24 and FY25, these ratios further deteriorated as EBITDA declined significantly, driven by lower capacity utilization, which stemmed from the unavailability of working capital lines amid ongoing financial restructuring.

GRAPHICAL PRESENTATION

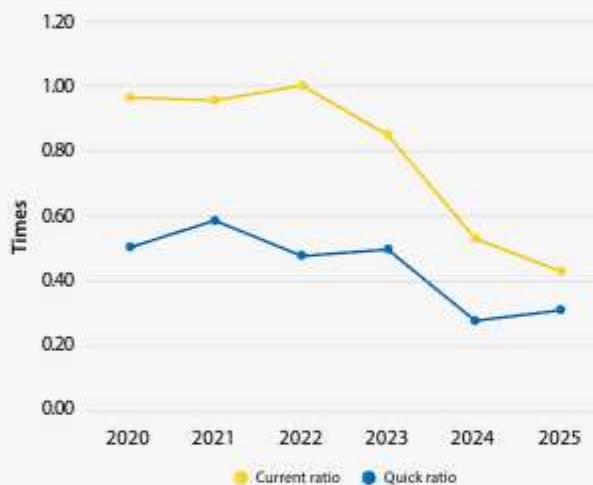
EBITDA Margin To Sales, Gross Profit & Net Profit / (Loss)



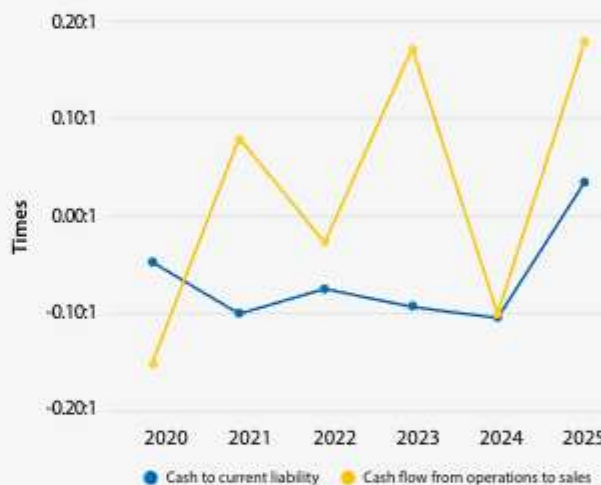
Return On Equity & Return On Capital Employed



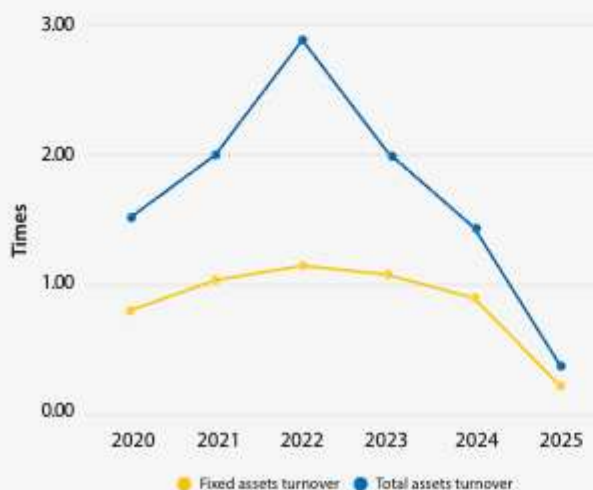
Current & Quick Ratio



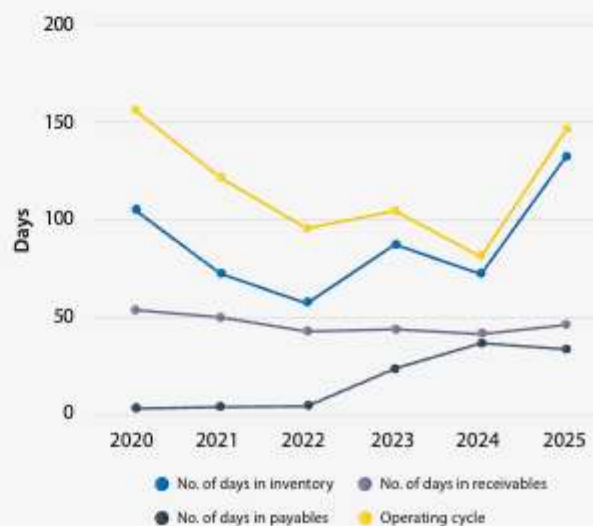
Cash To Current Liability & Cash From Operations To Sales



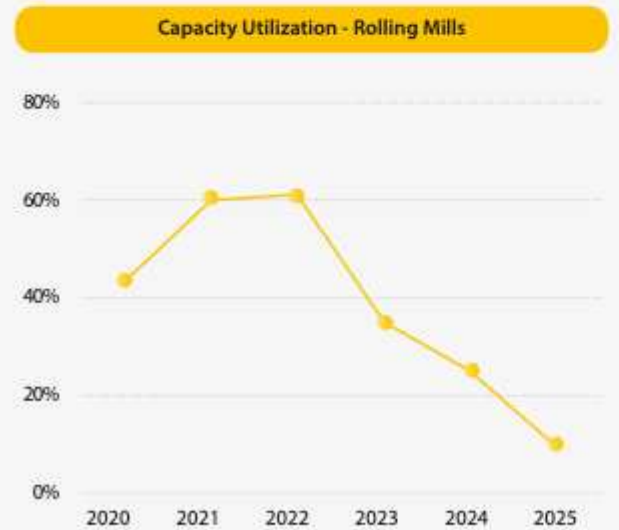
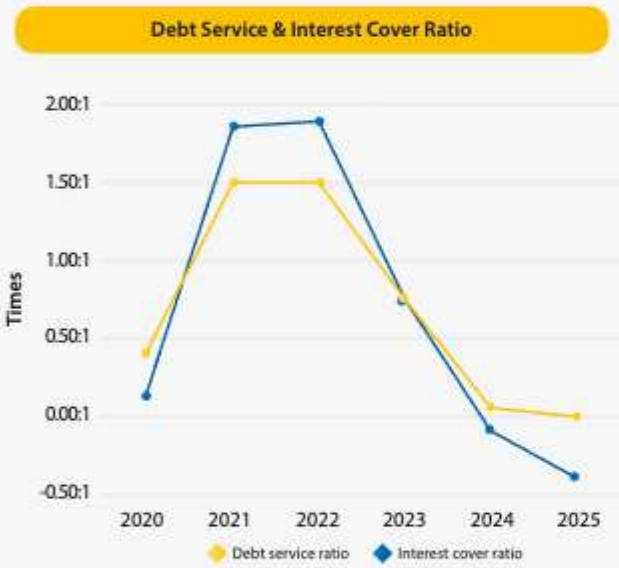
Total Assets & Fixed Assets Turnover



Cash Operating Cycle



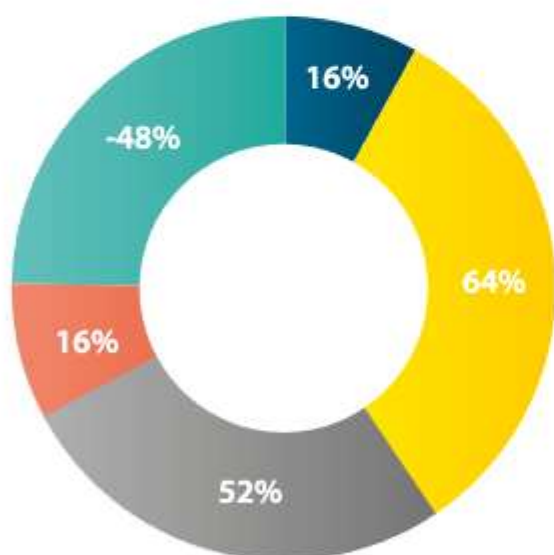
GRAPHICAL PRESENTATION



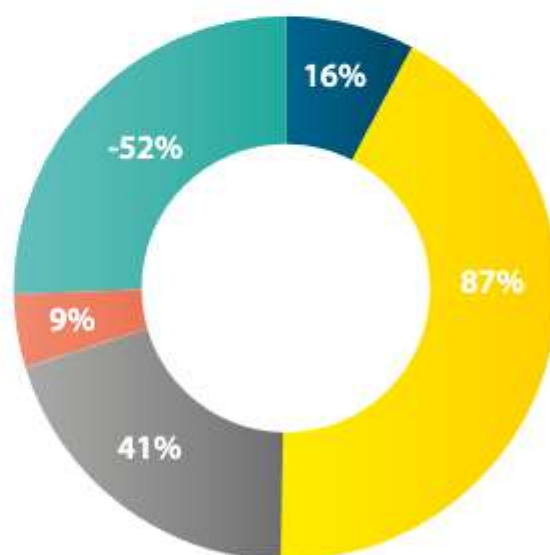
STATEMENT OF VALUE ADDITION & WEALTH DISTRIBUTION

	2025		2024	
	Rs.'000'		Rs.'000'	
WEALTH GENERATION				
Revenue from sales including sales tax	18,972,326		45,888,479	
Revenue from other income	592,800		3,156	
Bought in material and services	(11,680,592)		(34,145,752)	
Value added by the Company	7,884,533		11,745,883	
WEALTH DISTRIBUTION				
To Employees:				
Salaries, Wages and Other benefits	1,263,806	16%	1,878,362	16%
To Government:				
Income tax, Sales tax, Customs & Excise duties	5,034,553	64%	10,163,880	87%
To Providers of capital:				
Bank Charges and Markup	4,099,997	52%	4,772,416	41%
For Replacement of assets:				
Depreciation and Amortization	1,297,536	16%	1,037,949	9%
To Company:				
(Net loss)	(3,811,359)	-48%	(6,106,723)	-52%
	7,884,533	100%	11,745,883	100%

FY 2025



FY 2024



■ To employees
 ■ To government
 ■ To providers of capital
 ■ For replacement of assets
 ■ To Company

QUARTERLY ANALYSIS

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Annual
----- Rs. '000' -----					
Sales	4,227,705	4,573,119	4,109,589	3,172,201	16,082,614
Cost of Sales	(3,998,927)	(4,556,074)	(4,015,531)	(3,436,076)	(16,006,608)
Gross Profit / (loss)	228,779	17,045	94,057	(263,876)	76,006
Gross Profit / (loss) %	5.41%	0.37%	2.29%	-8.32%	0.47%
Administrative Expenses	(190,932)	(193,952)	(187,326)	(165,284)	(737,494)
Allowance for expected credit loss	6,956	50,569	20,652	8,557	86,734
Distribution Expenses	(160,452)	(150,907)	(132,692)	(102,269)	(546,321)
Other Expenses	(18,410)	(13,307)	(281,802)	(221,538)	(535,057)
Other Income	25,390	48,193	46,260	472,957	592,800
Operating loss	(108,670)	(242,359)	(440,851)	(271,452)	(1,063,332)
Operating loss %	-2.57%	-5.30%	-10.73%	-8.56%	-6.61%
Finance Cost	(1,213,103)	(1,027,535)	(900,086)	(959,273)	(4,099,997)
Loss before taxation and levy	(1,321,772)	(1,269,893)	(1,340,938)	(1,230,725)	(5,163,329)
Levy	(55,498)	(53,822)	(52,733)	(60,821)	(222,874)
Loss before taxation	(1,377,270)	(1,323,715)	(1,393,671)	(1,291,546)	(5,386,203)
Taxation	385,558	442,364	408,131	338,791	1,574,844
Net loss	(991,711)	(881,351)	(985,540)	(952,756)	(3,811,359)
Net loss %	-23.46%	-19.27%	-23.98%	-30.03%	-23.70%



COMMENTS ON QUARTERLY ANALYSIS

First Quarter:

During the first quarter, the topline of the Company declined significantly by 61% mainly due to decreased sales volume. The reason for decrease is none other than the unavailability of working capital limits due to financial restructuring.

Cost of goods sold in absolute terms decline accordingly in line with the sale volume. However, in terms of per unit cost it has increased mainly due to lower capacity utilization from 32% to 17% when compared with corresponding quarter resulting in absorption of fixed cost. Further, the cost increased due to variable electricity tariff which increased from average Rs. 30/kwh to Rs. 37/kwh along with the increased in fixed electricity tariff. Depreciation expense also increased due to recording of surplus in fourth quarter of financial year 2024. Resultantly, gross margin dropped from 12.19% in corresponding quarter to 5.41% in current quarter.

Distribution expenses reduced mainly due to declined sale volumes. Other income and a positive credit loss reversal added marginal support to earnings. Finance cost increased with compared with same quarter of last year due to increased short-term borrowing.

Second Quarter:

In Q2, the company experienced a steep 60% decline in revenue compared to the same quarter of the previous year, with sales falling to Rs. 4.57 billion. The significant drop in topline performance pertains mainly due to sale volume for the same reason as discussed in first quarter above. The cost of sales remained high due to lower capacity utilization when compared with corresponding quarter from 36% to 10% resulting in recording the gross profit margin to a mere 0.37%.

The company's operating performance weakened further, with operating loss deepening to Rs. 242 million followed by decline in gross profit. When comparing with corresponding quarter, administrative and distribution expenses reduced significantly due to right sizing by the management and lower sale volumes respectively. Expected credit loss recorded a reversal of Rs. 50.6 million due to better collection and reduced receivables. Although the company managed to reduced its operating cost, these gains were insufficient to offset mounting cost pressures arising mainly from lower capacity utilization.

Finance costs reduced in comparison to same quarter last year due to decrease in policy rate resulting in average interest reduced from 23% to 17% in current quarter. The company reported net loss of Rs. 881 million, supported by a deferred tax asset on incremental taxable loss for the period.

Third Quarter:

The third quarter when compared with corresponding quarter followed the same trend of declining topline and increasing cost of sales mainly due to lower sales volume due to unavailability of working capital lines due to in process financial restructuring. The sale volume dropped by 63% whereas capacity utilization decreased from 30% to 10% resulting in overall gross margin to dropped from 7.94% in corresponding quarter to 2.29% in current quarter. The operating expenses following the gross profit, showed similar trend as discussed in above quarter.

Finance costs reduced in comparison to same quarter last year due to decrease in policy rate resulting in average interest reduced from 23% to 13.5% in current quarter. The company reported net loss of Rs. 985 million supported by a deferred tax asset on incremental taxable loss for the period.

Fourth Quarter:

In fourth quarter, revenue declined by Rs. 2.1 billion or 41% when compared with same quarter last year due to lower sale volume. However, the cost of sales showed improvement due to reduced fixed overheads in comparison with 4th quarter last year after right sizing initiative taken by the management. Further, in corresponding quarter, cost of sale was elevated by the provision in respect of fuel charge adjustment pertaining to K-electric. Accordingly, gross loss when compared with corresponding quarter showed improvement.

Administrative and distribution costs reduced when compared with same quarter last year which is in line with the trend discussed in quarters above. ECL in current quarter reduced significantly due to increased provision provided in corresponding quarter for the receivables aging over and above 180 days primarily due to increase in default rates. Other charges increased due to reclassification of overheads pertaining to Shershah rolling mill from cost of sale in 4th quarter due to production remained idle during the year. Other operating income increased when compared with same quarter last year due to gain on disposal recorded on sale of 14th floor at Sky towers.

Finance costs reduced in comparison to same quarter last year due to decrease in policy rate resulting in average interest reduced from 22.84% to 13.19% in current quarter.

However, the net loss showed a significant reduction compared to the corresponding quarter, as that quarter included a reversal of deferred tax assets previously recognized on turnover taxes, including those recorded up to March 31, 2024, in line with the principle of prudence. For further details on the corresponding quarter, please refer to the prior year's annual report.

ANALYSIS OF VARIATION IN INTERIM RESULTS REPORTED WITH ANNUAL RESULTS

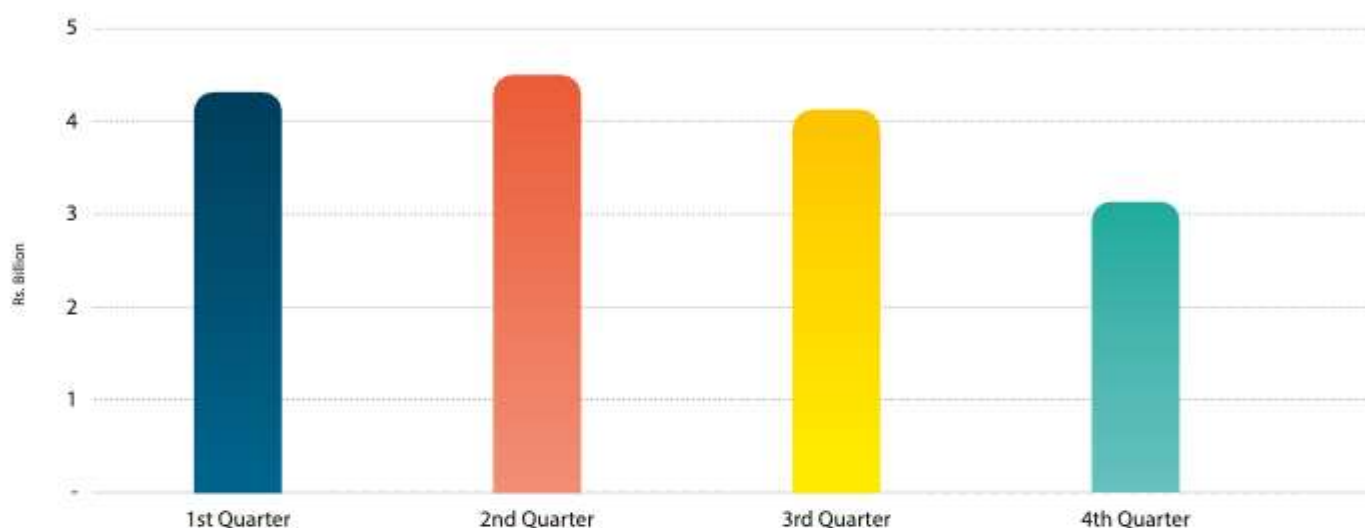
Sales Revenue:

During the year under consideration, the sales revenue recorded almost in same range for the first three quarters. However, when compared with revenue of corresponding quarters, they have dropped, the reasons of which are discussed in quarterly analysis in this report.

The macro-level challenges faced by the Company during last year showed signs of improvement in financial year under discussion, particularly driven by current account surplus, stable exchange rate and improved forex reserves. The demand for construction material remained at par when compared with last year, however the Company was unable throughout the year to increase its volume due to on-going financial restructuring, resulting in unavailability of working capital lines.

In the fourth quarter, sales dropped due to price competition and the company's stance on retaining its price due to lower volumes.

Sales Revenue



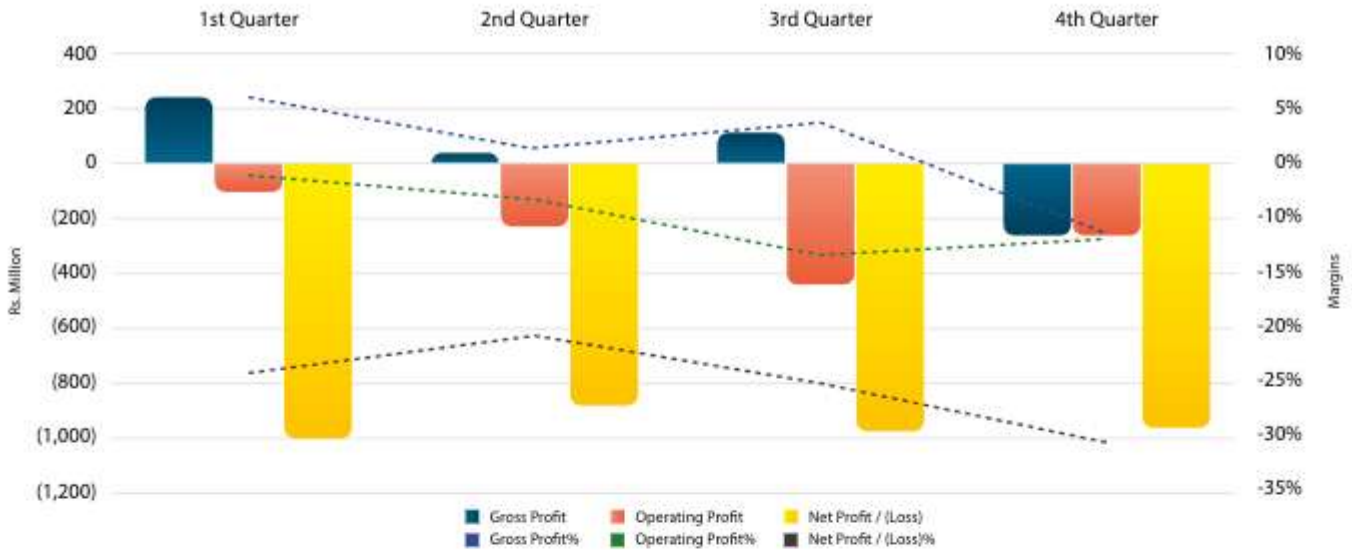
Gross Profit:

The gross profit and gross profit margin showed declining trajectory over the course of the year. In the first quarter, the gross margin was at 5.41%, primarily due to better price retention despite increase in input cost mainly due to decreased capacity utilization.

However, in the second quarter, the gross profit margin drops to 0.37% due to decreased capacity utilization in 2Q to 10% from 17% due to unavailability of material arose from unavailability of working capital lines. However, in third quarter, the gross margin rise to 2.29% due to slight improvement in steel rebar prices and reduction in cost due to decrease in electricity tariff and international scrap prices.

In fourth quarter, the Company recorded gross loss due to much lower capacity utilization from 11% to 7% due to the reason mentioned in sales above.

Quarterly Performance Analysis



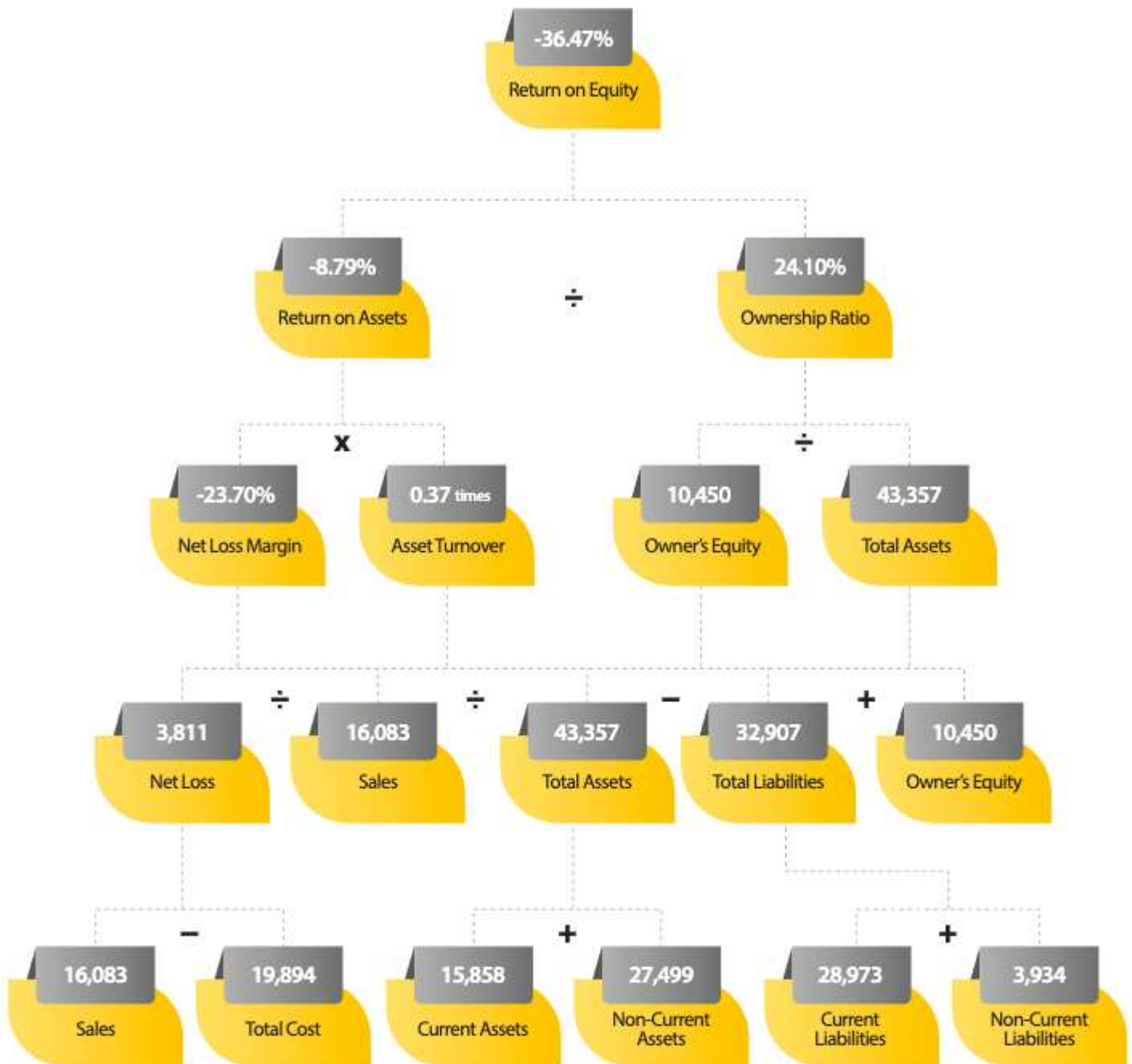
Operating Profit:

The downward trend in the operating profit margin aligns with the decline in gross margin, primarily driven by reduced revenue generation. However, the negative impact on profitability was partially offset by lower salaries and wages, cartage and transport costs, and travelling expenses. These reductions resulted from staff restructuring, decreased sales volumes, and lower fuel prices compared to the previous period. However, in fourth quarter the other operating expenses increased due to reclassification of overheads pertaining to Shershah rolling mill from cost of sale in 4th quarter due to production remained idle during the year. Further, in 4th quarter, other operating income increased due to gain on disposal recorded on sale of 14th floor at Sky towers.

Net Profit:

The net profit margin followed the similar trend as shown in gross and operating margin throughout the year primarily due to declining revenue resulted from unavailability of stock as discussed above. However, finance cost showed declining trend throughout the year due to reduction in interest rates.

DUPONT ANALYSIS



*All figures are in PKR million, otherwise indicated.

CASH FLOW STATEMENT – DIRECT METHOD

CASH FLOW FROM OPERATING ACTIVITIES

Cash receipts from the customers
Cash paid to suppliers and employees
Cash generated from operations
Income taxes paid
Gratuity paid
Finance costs paid
Long-term deposits – net
Net cash generated from / (used in) operating activities

CASH FLOW FROM INVESTING ACTIVITIES

Fixed capital expenditure
Short-term investment - net
Proceeds from disposal of operating assets
Net cash generated from / (used in) investing activities

CASH FLOW FROM FINANCING ACTIVITIES

Short term borrowings – net
Long-term financing – net
Lease rentals paid
Loan from related parties
Dividend paid
Net cash generated from financing activities

Net increase / (decrease) in cash and cash equivalent

Cash and cash equivalents at the beginning of the year
Cash and cash equivalents at the end of year

Cash and cash equivalent comprise the following:

Cash and bank balances
Running finance
Cash and cash equivalents at the end of year

2025
2024

-----Rs. In '000'-----

16,954,816	41,023,969
(12,753,885)	(40,867,640)
4,200,931	156,329
(454,836)	(334,309)
(214,881)	(54,379)
(887,933)	(3,997,871)
21,201	18,143
2,664,482	(4,212,087)
(103,911)	(513,506)
(100)	-
1,286,008	29,009
1,181,997	(484,497)
651,746	4,888,680
(178,389)	(1,502,095)
(41,154)	(38,048)
-	(3,411)
(19)	(182)
432,184	3,344,944
4,278,663	(1,351,640)
(3,052,524)	(1,700,884)
1,226,139	(3,052,524)
3,905,295	195,444
(2,679,156)	(3,247,969)
1,226,139	(3,052,524)





FINANCIAL STATEMENTS

**IN CLEAR
DAYLIGHT**



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AMRELI STEELS LIMITED

Report on the Audit of the Financial Statements

Opinion

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

Basis for Opinion

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

Material Uncertainties Related to Going Concern

We draw attention to note 2 in the financial statements, which indicates that the Company incurred a net loss of Rs. 3,811.359 million during the year ended June 30, 2025 and, as of that date the Company accumulated loss stood at Rs. 4,222.256 million and current liabilities exceeded its current assets by Rs. 13,880.415 million. These events or conditions along with other matters as set forth in the said note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

Following are the Key audit matters:

Key audit matters	How the matter was addressed in our audit
<p>1. Existence and valuation of stock in trade</p> <p>As at June 30, 2025, the Company held stock in trade amounting to Rs. 4,011.727 million which constitutes 9.25% of total assets of the Company. This comprises of raw materials, billets and rebars.</p> <p>As described in note 5.5 to the financial statements, stock in trade is measured at lower of cost and net realizable value. Cost of work in process and finished goods is determined at average manufacturing cost including the proportion of production overheads. There is an element of judgement involved in determining an appropriate costing basis, assessing its valuation including assessment of provision of slow moving and obsolete stock in trade.</p> <p>We considered existence and valuation of stock-in-trade as key audit matter due to the significance of stock in trade to the Company's total assets and significant management's judgments and estimations involved therein.</p>	<p>Our audit procedures, amongst others, included the following:</p> <ul style="list-style-type: none"> Assessed the design, implementation and operating effectiveness of the relevant key controls over valuation of stock in trade; Assessing the appropriateness of the Company's accounting policy for valuation of stock in trade and compliance of the policy with International Accounting Standard (IAS-2) "Inventories"; Observed physical inventory counts for raw material, billets and rebars performed by the Company and assessed the reasonableness of the management's process of measurement of raw materials, billets and rebars and involved an external expert to perform physical inspection of raw material held at Company's premises; Tested the valuation of specific items of raw materials and work in progress and finish goods at year end; Assessed net realizable value (NRV) by comparing management's estimation of future selling prices for the products with the selling prices achieved subsequent to the reporting period; Assessed the adequacy of the obsolescence provision and the management judgement used; Assessed the appropriateness of the disclosures made in financial statements in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan.
<p>2. Revenue recognition</p> <p>The Company is engaged in the manufacturing and sale of steel bars and billets. For the year ended June 30, 2025, the Company recognized revenue amounting to Rs. 16,082.614 million.</p> <p>As described in note 5.20 to the financial statements, revenue is recognised at amounts that reflect the consideration that the Company expects to be entitled to in exchange for transferring goods or services to a customer. Revenue is measured at the fair value of the consideration received or receivable, and is recognised when performance obligation is satisfied, at a point in time, when control of goods have been transferred to a customer.</p> <p>We considered revenue recognition as a key audit matter due to the high volume of transactions involving large number of customers spread in various geographical locations and the significance of revenue as a key performance indicator for users of the financial statements.</p>	<p>Our audit procedures, amongst others, included the following:</p> <ul style="list-style-type: none"> Assessed the design, implementation and operating effectiveness of the relevant key controls over recording of revenue; Assessed the appropriateness of the Company's accounting policy for recognition of revenue and compliance of the policy with International Accounting Standard (IFRS-15) "Revenue from Contracts with Customers"; Performed cut-off procedures on sample basis of revenue transactions with underlying documentation including delivery documents and sales invoices at near the year end to check that revenue has been recorded in the relevant period; Performed tests of details on sample basis of revenue transactions during the year with underlying documentation including delivery documents and sales invoices; Assessed the adequacy of the disclosures made in financial statements in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



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

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

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

Report on Other Legal and Regulatory Requirements

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

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditures 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.

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

KARACHI

DATED: 03 Oct 2025

UDIN: AR202510067xOLibV37w


BDO EBRAHIM & CO.
CHARTERED ACCOUNTANTS

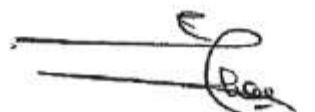
STATEMENT OF FINANCIAL POSITION


AS AT JUNE 30, 2025

		2025	2024
ASSETS	Note	(Rupees in '000)	
NON-CURRENT ASSETS			
Property, plant and equipment	7	27,253,432	29,955,370
Right-of-use assets	8	102,539	100,238
Intangible assets	9	1,363	3,187
Long term loans and deposits	10	141,839	175,575
		27,499,173	30,234,370
CURRENT ASSETS			
Stores and spares		1,995,376	2,453,480
Stock in trade	11	4,011,727	7,162,016
Trade debts	12	1,564,494	2,349,962
Loans and advances	13	37,513	60,121
Trade deposits and short term prepayments	14	17,426	30,035
Short term investments	15	14,389	14,289
Other receivables	16	648,340	988,633
Taxation – net		2,898,164	2,928,387
Cash and bank balances	17	3,905,295	195,444
		15,092,724	16,182,367
Non current assets held for sale	18	765,011	423,170
		43,356,908	46,839,907
TOTAL ASSETS			
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized share capital	19	5,000,000	5,000,000
Issued, subscribed and paid-up capital	19	2,970,114	2,970,114
Capital reserve		2,788,742	2,788,742
Revenue reserves - Accumulated loss		(4,222,256)	(751,018)
Surplus on revaluation of property, plant and equipment	20	8,912,968	9,218,163
		10,449,568	14,226,001
NON-CURRENT LIABILITIES			
Long term financing	21	-	-
Long term provision	22	-	-
Loan from related parties	23	124,922	124,922
Deferred taxation	24	3,393,751	4,946,265
Deferred liability - defined benefit obligation	25	327,311	511,949
Lease liabilities	26	88,217	105,818
Government grant	27	-	-
		3,934,201	5,688,955
CURRENT LIABILITIES			
Trade and other payables	28	1,578,000	2,474,553
Contract liabilities		335,726	437,305
Interest / markup accrued	29	4,648,357	1,457,718
Short term borrowings	30	17,793,259	17,861,957
Current portion of :			
Long term financing	21	3,975,727	4,002,484
Long term provision	22	282,238	282,189
Lease liabilities	26	18,249	34,310
Government grant	27	336,328	369,161
Unclaimed dividend		5,255	5,274
		28,973,139	26,924,951
		43,356,908	46,839,907
TOTAL EQUITY AND LIABILITIES			
CONTINGENCIES AND COMMITMENTS			
	31		

The annexed notes from 1 to 55 form an integral part of these financial statements


Chief Executive Officer


Director



Chief Financial Officer

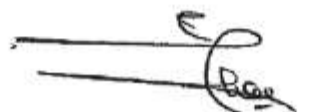
STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED JUNE 30, 2025

		2025	2024
	Note	----- (Rupees in '000) -----	
Sales-net	32	16,082,614	38,775,737
Cost of sales	33	(16,006,608)	(36,374,311)
Gross profit		76,006	2,401,426
Distribution costs	34	(546,321)	(1,114,552)
Administrative expenses	35	(737,494)	(842,398)
Reversal / (charge) for expected credit losses	12.1	86,734	(379,205)
Other expenses	36	(535,057)	(199,214)
Other income	37	592,800	3,156
Operating loss		(1,063,332)	(130,787)
Finance costs	38	(4,099,997)	(4,772,416)
Loss before taxation and levy		(5,163,329)	(4,903,203)
Levy	39	(222,874)	(488,193)
Loss before taxation		(5,386,203)	(5,391,396)
Taxation	40	1,574,844	(715,327)
Loss for the year		(3,811,359)	(6,106,723)
Loss per share – basic and diluted	41	(12.83)	(20.56)

The annexed notes from 1 to 55 form an integral part of these financial statements


Chief Executive Officer


Director


Chief Financial Officer

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED JUNE 30, 2025

Loss for the year

Other comprehensive income

Items that will not be subsequently reclassified to statement of profit or loss:

Actuarial gain on remeasurement of defined benefit obligation – net of tax

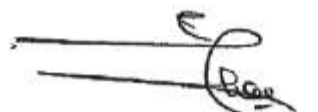
Surplus on revaluation of property, plant and equipment – net of tax

Total comprehensive loss for the year

The annexed notes from 1 to 55 form an integral part of these financial statements

Note	2025	2024
	----- (Rupees in '000) -----	
	(3,811,359)	(6,106,723)
25	34,926	4,904
20	-	5,951,635
	<u>(3,776,433)</u>	<u>(150,184)</u>


Chief Executive Officer


Director


Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED JUNE 30, 2025

Share Capital	Capital Reserve		Revenue Reserve	Total
Issued, subscribed and paid-up capital	Share premium	Surplus on revaluation of property, plant and equipment	Accumulated (loss) / unappropriated profit	

(Rupees in '000)

Balance as at July 01, 2023

2,970,114	2,788,742	3,521,961	5,095,368	14,376,185
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Total comprehensive loss for the year

Loss for the year

Other comprehensive loss for the year

- Actuarial gain on remeasurement of defined benefit obligation – net of tax

- Surplus on revaluation of property, plant and equipment - net of tax

-	-	-	(6,106,723)	(6,106,723)
-	-	-	4,904	4,904
-	-	5,951,635	-	5,951,635
-	-	5,951,635	(6,101,819)	(150,184)

Incremental depreciation transfer to accumulated losses from surplus revaluation reserves- net of tax

-	-	(255,433)	255,433	-
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Balance as at June 30, 2024

2,970,114	2,788,742	9,218,163	(751,018)	14,226,001
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Total comprehensive loss for the year

Loss for the year

Other comprehensive income for the year

- Actuarial gain on remeasurement of defined benefit obligation – net of tax

-	-	-	(3,811,359)	(3,811,359)
-	-	-	34,926	34,926
-	-	-	(3,776,433)	(3,776,433)

Incremental depreciation transfer to accumulated losses from surplus revaluation reserves - net of tax

-	-	(242,228)	242,228	-
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Transfer of surplus for assets sold during the year - net of tax

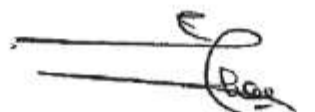
-	-	(62,967)	62,967	-
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Balance as at June 30, 2025

2,970,114	2,788,742	8,912,968	(4,222,256)	10,449,568
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The annexed notes from 1 to 55 form an integral part of these financial statements


Chief Executive Officer


Director


Chief Financial Officer

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2025

CASH FLOWS FROM OPERATING ACTIVITIES

Cash generated from operations
Income taxes paid
Gratuity paid
Finance costs paid
Long term deposits and loans
Net cash generated from / (used in) operating activities

	2025	2024
	(Rupees in '000)	
Note		
43	4,200,931	156,329
	(454,836)	(334,309)
	(214,881)	(54,379)
	(887,933)	(3,997,871)
	21,201	18,143
	2,664,482	(4,212,087)
	(103,911)	(513,506)
	(100)	-
	1,286,008	29,009
	1,181,997	(484,497)
	(19)	(182)
	651,746	4,888,680
	(178,389)	(1,502,095)
	-	(3,411)
	(41,154)	(38,048)
	432,184	3,344,944
	4,278,663	(1,351,640)
	(3,052,524)	(1,700,884)
44	1,226,139	(3,052,524)

CASH FLOWS FROM INVESTING ACTIVITIES

Capital expenditure paid
Short-term investment - net
Proceeds from disposal of property, plant and equipment
Net cash generated from / (used in) investing activities

CASH FLOWS FROM FINANCING ACTIVITIES


Dividend paid
Short term borrowings - net
Long term financing -net
Loan from related parties- net
Lease rentals paid
Net cash generated from financing activities

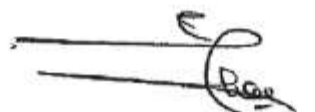
Net increase / (decrease) in cash and cash equivalents

Cash and cash equivalents at beginning of the year

Cash and cash equivalents at end of the year

The annexed notes from 1 to 55 form an integral part of these financial statements


Chief Executive Officer


Director


Chief Financial Officer

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

1. THE COMPANY AND ITS OPERATIONS

- 1.1** Amreli Steels Limited (the Company) was incorporated in 1984 as a private limited Company and converted into a public unquoted Company in 2009 under the repealed Companies Ordinance, 1984 (the Ordinance now Companies Act, 2017). The Company enlisted on Pakistan Stock Exchange (PSX) in 2015. The Company is engaged in manufacture and sale of steel bars and billets. The geographical location and addresses of the Company's business units / immovable assets are as under:

Business Units	Addresses
Registered office and warehouse	- Plot No. A-18, S.I.T.E Karachi (Land measuring area 2.490 Acres)
Production plant and warehouse	- Industrial Land, Deh Ghara, Tapo Ghara, Taluka Mirpur Sakro, District Thatta, Sindh (Land measuring area 109.5 Acres)
	- Plot No. D-89 Shershah Karachi (Land measuring area 2.220 Acres)
Warehouses	- Noor Road Badami Bagh Lahore (Land measuring 0.79 Acres)
	- Plot # 392 sector I-9/3 industrial area Islamabad (Land measuring 0.50 Acres)
Office Premises	- 10th floor, West Wing, Sky Tower, Clifton, Karachi
	- F-11, KDA Scheme 1, Karsaz, Karachi

2 MATERIAL UNCERTAINTIES RELATED TO GOING CONCERN

During the year ended June 30, 2025, the Company faced further significant challenges arising from macroeconomic conditions and political uncertainties. These challenges included, but were not limited to, a tight monetary policy, constrained fiscal space, high inflation, exorbitant energy costs, mounting external and domestic debt burdens. During the year ended June 30, 2025, the Company faced further significant challenges arising from unavailability of working capital limits due to an ongoing restructuring resulting in low capacity utilization. Therefore, the combination of low capacity utilization, which increased the fixed cost per ton, and the Company's high leverage during the year resulted in a substantial net loss for the year amounting to Rs. 3,811.359 million (2024: Rs. 6,106.723 million) and, as of that date the Company accumulated loss stood at Rs. 4,222.256 million (2024: Rs. 751.018 million).

The gap between current assets and current liabilities has widened considerably, primarily due to liquidity, operational capital expenditures, and the repayment of liabilities. The Company breached the covenant of all long term finance due to adverse liquidity position (refer note 21.6) which resulted in reclassification of long term loans and related deferred grant from "non-current liabilities" to "current liabilities" under the requirements of IAS 1- Presentation of financial statements. As at June 30, 2025, the current liabilities of the Company exceeded its current assets by Rs. 13,880.415 million. Further, the Company has shutdown its plant located at Shershah last year temporarily which is continued during the year as well.

These events or conditions, along with other matters as stated above, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

However, the management has devised financially viable strategies to navigate through these challenging times. These strategies include restructuring of short-term and long-term debt which is currently at advance stage (refer note 21.6), reducing operational costs, selling of non core assets thus conserving cash and showing much-improved liquidity ratios post-restructuring. The profitability will also improve gradually and as soon as capacity utilization kicks in after a successful restructuring. Further, the Company's Sponsors remain committed to provide unconditional financial support to the Company to ensure continued operations.

According to the IMF and World Bank's forecasts, the country's GDP is poised to grow at an average rate of 4% from financial year 2026 and beyond, and the interest rate, which has already started to climb down. It is important to highlight that strong demand potential exists in the construction industry given the current state of infrastructure, lowest water reservoir, and significant housing shortfall all within a country of approximately 240 million people, growing at an annual rate of over 2%. Pakistan currently ranks as the lowest in per capita steel consumption in the region. Therefore, in the view of above, the management believes that the future outlook of the Company is positive and accordingly, these financial statements have been prepared on a going concern basis.

3 BASIS OF PREPARATION

3.1 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 Standard Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan (ICAP) as are notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

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

3.2 Basis of measurement

These financial statements have been prepared under the historical cost convention, except for certain items as disclosed in the relevant accounting policies to the financial statements.

3.3 Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates. These financial statements are presented in Pakistani Rupees, which is the Company's functional and presentational currency.

4 APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO PUBLISHED ACCOUNTING AND REPORTING STANDARDS AS APPLICABLE IN PAKISTAN

4.1 New standards, amendments, IFRS interpretations and guidance that are effective for the year ended June 30, 2025

The following standards, amendments and interpretations are effective for the year ended June 30, 2025. These standards, amendments and interpretations are either not relevant to the Company's operations or did not have significant impact on the financial statements other than certain additional disclosures.

	Effective dates (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Supplier finance arrangements	January 01, 2024
Amendments to IFRS 16 'Leases' - Amendments to clarify how a seller-lessee subsequently measures sale and leaseback transactions	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Classification of liabilities as current or non-current	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Non-current liabilities with covenants	January 01, 2024
Amendments to IAS 7 'Statement of Cash Flows' - Supplier finance arrangements	January 01, 2024
Amendments to the Fourth schedule to the Companies Act, 2017 made in respect of shariah related disclosure.	August 15, 2024

4.2 New accounting standards, amendments and interpretations that are not yet effective and have not early adopted by the Company

The following standards, amendments and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. These standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.

	Effective dates (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates' - Lack of Exchangeability	January 01, 2025
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)	January 01, 2026
IFRS 17 Insurance Contracts	January 01, 2027

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

Certain annual improvements have also been made to a number of IFRSs and IASs.

IFRS 1 'First-time Adoption of International Financial Reporting Standards' has been issued by IASB effective from July 01, 2009. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

IFRS 17 - 'Insurance contracts' has been notified by the IASB to be effective for annual periods beginning on or after January 1, 2023. However SECP has notified the revised timeframe for the adoption of IFRS - 17 which will be adopted by January 01, 2027.

IFRS 18 'Presentation and Disclosures in Financial Statements' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

IFRS 19 'Subsidiaries without Public Accountability: Disclosures' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

5 MATERIAL ACCOUNTING POLICY INFORMATION

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

5.1 Property, plant and equipment

5.1.1 Owned assets

These are initially stated at cost. Subsequently, these are stated at cost less accumulated depreciation and accumulated impairment loss, if any, except for leasehold land, building on leasehold land and plant and machinery which are stated at revalued amounts less impairment, if any.

Depreciation is charged to statement of profit or loss applying the reducing balance method except for plant and machinery, computers and vehicles which are depreciated on straight line basis and / or unit of production method at the rates disclosed in note 7 to the financial statements. Depreciation is charged from the month in which an asset is available for use, while no depreciation is charged for the month in which asset is disposed.

Maintenance and normal repairs are charged to statement of profit or loss as and when incurred. Major renewals and improvements which increase the asset's remaining useful economic life or the performance beyond the current estimated levels are capitalized and the assets so replaced, if any, are retired.

The gain or loss on disposal or retirement of an asset represented by the difference between the sale proceeds and the carrying amount of an asset is recognized in the statement of profit or loss in the period of disposal.

The assets residual values, useful lives and depreciation methods are reviewed and adjusted if appropriate, at each reporting date.

Surplus on revaluation of land, buildings and plant and machinery is credited to the surplus on revaluation of property, plant and equipment account and is shown in the statement of changes in equity. The revaluation reserve is not available for distribution to the Company's shareholders. Revaluation is carried out with sufficient regularity to ensure that the carrying amount of assets does not differ materially from the fair value.

Cost / revalued amount at the date of the revaluation is adjusted / eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. To the extent of the incremental depreciation charged on the revalued assets, the related surplus on revaluation of property, plant and equipment (net of deferred taxation) is transferred directly to retained earnings.

If an asset's carrying amount is increased as a result of a revaluation, the increase shall be recognised in statement of comprehensive income and accumulated in equity under the heading of surplus on revaluation of property plant and equipment. If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognised in profit or loss. However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation surplus in respect of that asset.

The decrease recognised in statement of comprehensive income reduces the amount accumulated in equity under the heading of revaluation surplus. However, the increase shall be recognised in statement of profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

5.1.2 Capital work in progress

Capital work-in-progress are stated at cost less impairment and signifies expenditures incurred, advances made in respect of specific assets and financial charges on borrowings for financing the projects which takes substantial time for completion, until such projects are available for their intended use. Assets under capital work-in-progress are classified to the appropriate categories of property, plant and equipment, when completed and ready for intended use.

5.2 Right-of-use assets

The Company recognises a right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Subsequently Right-of-use assets are stated at cost less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the useful life of lease as disclosed in note 8 to the financial statements.

5.3 Intangibles

These are carried at cost less accumulated amortization and accumulated impairment loss, if any.

Amortization is charged to statement of profit or loss on straight line basis over its economic useful life at the rate given in note 9 to these financial statements. Amortization on additions is charged from the month in which an intangible asset is available for use while no amortization is charged for the month in which an intangible asset is disposed.

5.4 Stores and spares

These are valued at lower of cost or net realizable value (NRV), less impairment if any. The net realizable value of stores and spares is determined based on replacement cost. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon up to the reporting date. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon up to the reporting date.

The Company reviews the carrying amount of inventories regularly and as appropriate, inventory is written down to its NRV or provision is made for obsolescence, if there is any change in usage pattern and/or physical form of related inventory.

5.5 Stock-in-trade

These are valued at the lower of cost and NRV, less impairment if any.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Raw materials	- Weighted average cost
Work-in-process	- Consists of direct materials, labour cost, fuel cost, power cost, depreciation and maintenance etc.
Finished goods	
- Manufactured	- Weighted average cost
- Stock-in-transit	- Invoice value plus other charges paid thereon up to the reporting date

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

5.6 Trade debts

These are recognised initially are carried at original invoice amount being the fair value of the consideration to be received in future. An allowance for Expected Credit Loss (ECL) is made against trade debts on the basis of lifetime expected credit loss model as explained in note 12 to the financial statements. The amount of provision / reversal of ECL is charged / reversed to the statement of profit or loss.

Trade debts and other receivables considered irrecoverable are written-off.

5.7 Cash and cash equivalents

Cash and cash equivalents comprise of cash in hand, bank deposit, cheques in hand, short term highly liquid investments and balances with banks. Short-term borrowing facilities which are payable on demand, are included as part of cash and cash equivalents for the purpose of statement of cash flows.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

5.8 Non current assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets classified as held for sale (except for investment property measured at fair value) are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale is expected to be completed within one year from the date of the classification. Assets and liabilities classified as held for sale are presented separately in the statement of financial position.

5.9 Leases

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

5.9.1 Short-term leases

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

5.9.2 Finance lease – lease liabilities

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

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

5.10 Financial instruments

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

5.10.1 Financial assets

Classification, recognition and measurement

Financial assets are classified into appropriate categories at amortized cost, fair value through other comprehensive income or at fair value through profit or loss. The management determines the classification of financial assets into appropriate categories based on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

At amortized cost

Financial assets are measured at amortized cost when:

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

At fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income when:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Other financial assets

All financial assets which do not fall into the first two categories are classified as fair value through profit or loss.

Initial Recognition and Subsequently Measurement

All financial assets are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets at amortized cost are initially recognised at fair value and are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses, if any. Interest income and impairment losses are recognised in the statement of profit or loss.

Financial assets carried at fair value through other comprehensive income are initially and subsequently measured at fair value, with gains and losses arising from changes in fair value recognised in other comprehensive income.

Financial assets carried at fair value through profit or loss are initially recorded at fair value and transaction costs are expensed in the statement of profit or loss. Realized and unrealized gains and losses arising from changes in the fair values of the financial assets held at fair value through profit or loss are included in the statement of profit or loss in the period in which they arise.

All purchases and sales of financial assets are recognised on the trade date which is the date on which the Company commits to purchase or sell the financial asset.

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all the risk and rewards of ownership. On derecognition of a financial asset, in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in the statement of comprehensive income.

5.10.2 Financial liabilities

All financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are recognized initially at fair value less any directly attributable transaction cost. Subsequently to initial recognition, these are measured at amortized cost using the effective interest rate method.

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

5.11 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

5.12 Impairment

Financial assets

The Company assesses on a forward-looking basis the expected credit losses (ECL) associated with its debt instruments carried at amortized cost and at fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

The Company measures ECL of a financial instrument in a way that reflects:

- a) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- b) the time value of money; and
- c) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default for financial assets, this is represented by the assets' gross carrying amount at the reporting date. Generally, credit terms range from 30 to 60 days from the date of delivery.

Non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets at each reporting date to identify circumstances indicating occurrence of impairment loss or reversal of previous impairment losses. An impairment loss is recognized in the statement of profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sale and value in use. Reversal of impairment loss is restricted to the original cost of the asset.

5.13 Provisions

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

The amount recognized as provision is the best estimate of consideration required to settle the present obligation at the end of the reporting period, taking into account the risk and uncertainties surrounding the obligation.

5.14 Foreign currency transactions and translations

Transactions in foreign currencies are accounted for in Pakistan Rupees at the rates prevailing on the date of transaction. Monetary assets and liabilities in foreign currencies are translated into Pakistani Rupees at the rates of exchange which approximate those prevailing at the reporting date. Exchange differences are recognized in the statement of profit or loss.

5.15 Unclaimed dividend

Dividend declared and remain unclaimed from the date it is due and payable.

5.16 Defined benefit obligation - Gratuity

The Company operates an un-approved and unfunded defined benefit plan for all permanent employees who have completed the minimum qualifying year of service for entitlement of gratuity. Gratuity is based on employees' last drawn salary. Provisions are made to cover the obligations under the scheme on the basis of actuarial recommendations. The actuarial valuations are carried out using the Projected Unit Credit Method.

Actuarial gain or loss (remeasurements) are immediately recognised in Statement of Comprehensive Income as they occur. The amount recognised in the statement of financial position represents the present value of defined benefit obligations as reduced by the fair value of the plan assets. Current service costs and any past service costs together with net interest cost are charged to profit or loss.

Retirement benefits are payable to employees on completion of prescribed qualifying period of service under the plan.

5.17 Ijarah contracts

Leases under Shariah compliant Ijarah contracts, where significant portion of the risk and reward of ownership is retained by the lessor, are classified as Ijarah. Rentals under these arrangements are charged to statement of profit or loss on straight line basis over the lease term.

5.18 Levy

The Company accounts for current tax calculated on taxable income using the notified tax rate as an income tax and any tax charged under the income tax laws which is not based on the taxable income recorded as a levy in accordance with the Guidance on Accounting for Minimum Taxes and Final taxes issued by the Institute of Chartered Accountants of Pakistan. The minimum tax and final taxes which are not calculated on the 'taxable profit' but calculated on turnover or other basis are recognized as a levy in the Statement of profit or loss under the scope of IFRIC 21/IAS37.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

5.19 Taxation

5.19.1 Income Tax

Income tax expense comprises current and deferred tax. Income tax expense is recognized in statement of profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case it is also recognized in other comprehensive income or directly in equity respectively.

5.19.1.1 Current

Current tax is the expected tax payable on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using tax rates enacted or substantively enacted at the reporting date after taking into account tax credits and tax rebates. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years.

5.19.1.2 Deferred

Deferred tax is recognized using the balance sheet liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts appearing in the financial statements. Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that the temporary differences will reverse in the future and taxable income will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each statement of financial position date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates that have been enacted or substantially enacted by the statement of financial position date. Deferred tax is charged or credited in the statement of profit or loss and statement of comprehensive income.

5.20 Revenue recognition

Revenue is recognised at amounts that reflect the consideration that the Company expects to be entitled to in exchange for transferring goods or services to a customer. Revenue is measured at the fair value of the consideration received or receivable, and is recognised when performance obligation is satisfied, at a point in time, when control of goods have been transferred to a customer.

5.21 Other income

Return on short-term deposits and investments at amortised cost are accounted for using the effective interest rate method.

Scrap sales are recognized as and when control is transferred.

5.22 Dividend and appropriation to / from reserves

Dividend distribution to the Company's shareholders is recognised as a liability and appropriation to / from reserves are made in the period in which these are approved. However, if these are approved after the reporting period but before the financial statements are authorised for issue, they are disclosed as subsequent event in the financial statements.

5.23 Contingent liabilities and assets

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. It can also be a present obligation arising from the past events that is not recognized because it is not probable that outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

Contingent liabilities are not recognized but are disclosed in the notes to the accounts. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognized as provision.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognized but are disclosed in the notes to the accounts when an inflow of economic benefits is probable. When an inflow is virtually certain, an asset is recognized.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

5.24 Operating segments

For management purposes, the activities of the Company are organized into one reportable operating segment. The Company operates in the said reportable operating segment based on the nature of the products, risks and returns, organizational and management structure, and internal financial reporting systems. Accordingly, the figures reported in the financial statements are related to the Company's only reportable segment.

5.25 Borrowings and related costs

Borrowings are recognised initially at fair value net of transaction cost incurred. Borrowings are subsequently carried at amortised cost. Any difference between the proceeds received (net of transaction cost) and the redemption value is recognised in the statement of profit or loss over the period of the borrowings using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the year in which they occur. Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

5.26 Trade and other payables

Liabilities are recognized for amounts to be paid for goods or services received whether or not billed to the Company.

5.27 Contract liabilities

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

5.28 Share capital

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

5.29 Earnings / (loss) per share

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

5.30 Government grant

The Company recognises benefit of a government loan at a below-market rate of interest as a government grant provided there is a reasonable assurance that the grant will be received and Company will comply with all attached conditions.

The deferred capital grant is measured upon initial recognition as the difference between fair value of the loan and loan proceeds. The fair value of the loan is the present value of the loan proceed received, discounted using the prevailing market rates of interest for a similar instrument. In subsequent periods, the loan amount would be accredited using the effective interest method.

When the grant relates to expense, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed-out. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

6 ACCOUNTING JUDGEMENTS ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with accounting and reporting standards as applicable in Pakistan requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these judgments, estimates and assumptions. Revisions to accounting estimates are recognised in the year in which the estimate is revised and in any future years affected. In the process of applying the Company's accounting policies, management has made the following estimates and judgments which are significant to the financial statements:

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

Residual value and useful life of property, plant and equipment

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

Surplus on revaluation of property, plant and equipment

The Company reviews the appropriateness of the revaluation of certain assets periodically for the purpose of ensuring that the carrying amount of the same does not differ materially from its fair value. In making this assessment, the Company uses the technical resources available with the Company. Any change in assessment in future might affect the carrying amount of respective item of property, plant and equipment, with corresponding effect on revaluation surplus of property, plant and equipment.

Impairment financial assets

The Company uses a provision matrix to calculate ECLs for trade debts and other receivables. The provision rates are based on days past due for Company's various customer that have similar loss patterns.

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Company's financial assets exposed to credit risk is disclosed in note 46.2 to these financial statements.

Determination of the lease term for lease contracts with extension and termination options

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control that affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation of the leased asset).

Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ('IBR') to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Defined Benefit Plan

Certain actuarial assumptions have been adopted as disclosed in note 25 to the financial statements for the valuation of present value of defined benefit obligations and fair value of plan assets. Any changes in these assumptions in future years might affect gains and losses in those years.

Taxation

Significant judgment is required in determining the provision for income taxes and deferred tax asset and liability. The Company recognizes liabilities for anticipated tax issues based on estimates of whether additional taxes will be due taking into account decisions/judgement of appellate authorities on similar tax issues in the past. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax assets and liabilities in the period in which such determination is made. The recognition of deferred tax is also made taking into these judgements and the best estimate of future results of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

Contingencies

The assessment of the contingencies inherently involves the exercise of significant judgment as the outcome of the future events cannot be predicted with certainty. The Company, based on the availability of the latest information, estimates the value of contingent assets and liabilities which may differ on the occurrence / non-occurrence of the uncertain future events.

Stock in trade and stores and spares

The Company reviews the NRV of stock-in-trade and stores and spares to assess any diminution in the respective carrying values. NRV is estimated with reference to the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

Provision for obsolete and slow moving stores, spares and loose tools is determined based on management's estimate regarding their future usability.

7 PROPERTY, PLANT AND EQUIPMENT

	Note	2025 ----- (Rupees in '000') -----	2024
Owned fixed assets	7.1	25,544,016	28,196,929
Capital work-in progress	7.2	1,709,416	1,758,441
		27,253,432	29,955,370

FOR THE YEAR ENDED JUNE 30, 2025

2025

7.1.1 Include assets having cost of Rs. 172.070 million under common ownership under diminishing musharaka arrangement.

7.1.1 Include assets having cost of Rs. 172.070 million under common ownership under diminishing musharaka arrangement.

2024

7.1.2 Include having cost of assets costing Rs. 192.491 million under common ownership under diminishing musharaka arrangement.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

7.1.3 Operating fixed assets include items having an aggregate cost of Rs. 474.3 million (2024: 251.1 million) which have been fully depreciated and are still in use of the Company.

7.1.4 The Company's leasehold land, building on leasehold land and plant and machinery were revalued by an independent valuer - M/s KG Traders as on June 30, 2024 on the basis of present market values of similar sized plots in the vicinity for land and replacement values of similar type of buildings based on present cost of construction (level 2) and valuations for plant and machinery were based on the estimated gross replacement cost, depreciated to reflect the residual service potential of the assets taking account of the age, condition and obsolescence.

7.1.5 Had there been no revaluation, the book value of leasehold land, buildings on leasehold land and plant and machinery would have been Rs. 517.162 (2024: Rs. 817.162) million, Rs. 1,134.760 (2024: Rs. 1,877.328) million and Rs. 11,121.548 (2024: Rs. 12,211.22) million, respectively.

7.1.6 Forced sale value as per the latest revaluation report as of June 30, 2024 of leasehold land, buildings on leasehold land and plant and machinery is Rs. 2,960 million, Rs. 2,497 million and Rs. 14,889 million, respectively.

7.1.7 The details of operating assets disposed off during the year are as follows.

Description	Cost / Revaluation	Book value	Sale proceeds	Gain/ loss	Mode of disposal	Particulars of buyers	Relationship
————— (Rupees in '000') —————							
Items having net book value of Rs. 500,000 each or more							
Building Sky Tower	866,997	834,774	1,190,296	355,522	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Wooden flooring and revamping executive area	602	589	835	246	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Engineered oak l:2'to4' w:3.5" top layer 6mm	2,982	2,868	4,090	1,222	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Engineered oak l:2'to4' w:3.5" top layer 6mm	825	804	1,147	343	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Roller blinds, chain operated color 2001	910	765	1,091	326	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Roller blinds, chain operated color 0220 sunscreen	598	503	717	214	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Hood type commercial dish washer dim: 27"x 30"x58"	679	571	814	243	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Huawei idea hub 86" infrared screen model pro 86 01	2,517	2,116	3,018	902	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Kx-tda6178-n	765	643	917	274	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Water cooled unit model: ngc-wcpu-05, cap: 1.5ton	795	668	953	285	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Smart tv, 85" qled 4k, model: q70a, samsung	846	757	1,079	322	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Supply & installation ddc controller	1,390	1,265	1,804	539	Negotiation	MSC Agency Pakistan (Private) Limited	Vendor
Sms-1 ac drive control panel with altivar-61	7,935	5,830	70	(5,760)	Negotiation	Mr. Saeed	Customer
Reheating furnace 60/75 tph - load cell	608	518	5	(513)	Negotiation	Mr. Saeed	Customer
Primetals spares po # 12-1127 (bulk trench 1)	13,924	7,054	157	(6,897)	Negotiation	Mr. Saeed	Customer
Generator 100 kva	3,800	1,525	900	(625)	Negotiation	Hobnob Bakeries	Related party
Cummins diesel generator set of 136kva prime rating	2,973	2,380	1,700	(680)	Negotiation	Hobnob Bakeries	Related party
Other assets having book value less than Rs. 500,000	95,673	60,536	76,415	15,879			
2025	1,004,819	924,166	1,286,008	361,842			
2024	412,290	390,955	316,924	(74,031)			

7.1.8 Depreciation charge for the year has been allocated as under:

Note	2025	2024
	----- (Rupees in '000') -----	
33.1	534,933	522,532
33.2	579,480	396,748
34	63,947	60,867
35	48,385	57,801
36	103,623	-
	1,330,368	1,037,948

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

7.2 Capital work-in-progress

2025				
	Leasehold land	Civil works	Plant and machinery and others	Total
Note	(Note 1)		(Note 7.2.1)	
	(Rupees in '000')			
Opening balance	120,000	266,369	1,372,072	1,758,441
Additions	-	45,240	37,842	83,082
Transfer to owned fixed assets	-	(59,474)	(72,633)	(132,107)
Closing balance	120,000	252,135	1,337,281	1,709,416

2024				
	Leasehold land	Civil works	Plant and machinery and others	Total
Note				
	(Rupees in '000')			
Opening balance	120,000	270,907	1,240,403	1,631,310
Additions	-	46,733	427,881	474,614
Transfer to owned fixed assets	-	(51,271)	(296,212)	(347,483)
Closing balance	120,000	266,369	1,372,072	1,758,441

7.2.1 During the year, Nil borrowing costs have been capitalized (2024: Rs. 22.109 million at 3.25% to 24.01%).

8. RIGHT-OF-USE-ASSETS

	Note	2025	2024
		(Rupees in '000')	
Net carrying value basis			
Balance as at July 01		100,238	135,731
Additions (at cost)		121,863	4,654
Depreciation charge	8.1	(32,616)	(40,147)
Termination		(86,946)	-
Balance as at June 30		102,539	100,238
Gross carrying value basis			
Cost		121,863	240,042
Accumulated depreciation		(19,324)	(139,804)
Net book value		102,539	100,238
Depreciation rate		22%	7% to 34%

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

		2025	2024
Distribution costs	34	12,505	17,198
Administrative expenses	35	20,111	22,949
		32,616	40,147

8.2 The right-of-use-assets comprise of office premises acquired on lease by the Company for its operations.

9 INTANGIBLE ASSETS

Software	9.1	1,363	3,187
Net carrying value basis			
Balance as at July 01		3,187	6,600
Amortization charge	9.2	(1,824)	(3,413)
Balance as at June 30		1,363	3,187
Gross carrying value basis			
Cost	9.3	74,703	74,703
Accumulated amortization		(73,340)	(71,516)
Net book value		1,363	3,187
Useful life		5 years	3 to 5 years

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

- 9.1** This represents the SAP S/4HANA accounting software, which is being amortized over a period of 5 years.
- 9.2** The entire amount of amortization charge for the year has been allocated to administrative expenses.
- 9.3** This include items having an aggregate cost of Rs. 69.406 million (2024: Rs. 63.755 million) which have been fully amortized and are still in use of the Company.

10 LONG TERM LOANS AND DEPOSITS

		2025	2024
		---- (Rupees in '000') ----	
Loans - unsecured			
Due from:			
- Executives	10.1	7,960	29,221
- Employees		10,903	20,603
	10.2	18,863	49,824
Less: Current portion			
- Executives		7,609	17,321
- Employees		10,363	19,062
	13	(17,972)	(36,383)
		891	13,441
Deposits			
Margin against guarantees		43,217	43,217
Utilities		77,305	77,305
Ijarah / Diminishing Musharaka		5,293	17,174
Container deposits		6,000	6,000
Rent		9,133	18,438
		140,948	162,134
		141,839	175,575

- 10.1** The maximum aggregate amount due from executives at the end of any month during the year was Rs. 44.023 million (2024: Rs. 30.871 million). The reconciliation of the carrying amount of loans to executives is as follows:

	2025	2024
	---- (Rupees in '000') ----	
Balance as at July 1	29,221	34,770
Disbursements during the year	26,264	13,110
Received during the year	(47,525)	(18,659)
Balance as at June 30	7,960	29,221

- 10.2** This represents interest free loans to employees in accordance with the Company policy. These are recoverable in twelve to forty two equal monthly installments. However, these advances are not amortised as the impact of discounting is immaterial.

11 STOCK-IN-TRADE

		2025	2024
		---- (Rupees in '000') ----	
Raw materials			
-In hand		1,821,956	4,196,151
-In transit		578,285	644,404
		2,400,241	4,840,555
Work-in-process		263,334	253,890
Finished goods	11.1	1,348,152	2,067,571
		4,011,727	7,162,016

- 11.1** These includes inventories having cost amounting Rs. 1,410.465 million, which have been written down to their net realizable value amounting to 1,348.152 million. Accordingly, provision for net realizable value amounting Rs. 62.313 million has been recorded in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
---- (Rupees in '000') ----			
12. TRADE DEBTS			
Unsecured			
Considered good		1,564,494	2,349,962
Considered doubtful		586,188	672,922
		2,150,682	3,022,884
Allowance for expected credit loss	12.1	(586,188)	(672,922)
		1,564,494	2,349,962
12.1 Movement of allowance for expected credit loss			
Balance as at July 01		672,922	297,714
Charged / (Reversed) during the year		(86,734)	379,205
Write-off during the year		-	(3,997)
Balance as at June 30		586,188	672,922
13. LOANS AND ADVANCES			
Unsecured - considered good			
Current portion of long term loans	10	17,972	36,383
Advances			
-to suppliers		15,388	20,760
-to employees		4,153	2,978
		19,541	23,738
		37,513	60,121
14. TRADE DEPOSITS AND SHORT TERM PREPAYMENTS			
Trade deposits			
Ijarah / Diminishing Musharaka		11,913	16,480
Short term prepayments			
Insurance		4,434	7,856
Software maintenance		961	4,241
Others		118	1,458
		5,513	13,555
		17,426	30,035
15. SHORT TERM INVESTMENTS			
This represents term deposits receipts held with various Islamic Banks as a lien for guarantee issued by the bank on behalf of the Company and carries profit at the rate ranging from 8.0% to 9.8% (2024: 9.74% to 13.63%) per annum having maturity in March 2026 (2024: March 2025).			
16. OTHER RECEIVABLES			
Sales tax refundable		646,895	980,559
Receivable from sale of property, plant and equipment		-	6,873
Accrued profit on term deposits receipts and savings account		1,445	1,201
		648,340	988,633
17. CASH AND BANK BALANCES			
Cash in hand		39,599	60,607
Bank balances			
Current accounts		84,290	134,195
Saving accounts	17.1	3,781,406	642
		3,865,696	134,837
		3,905,295	195,444
17.1	These carry markup at rates ranging from 9.25% to 19% (2024: 6.75% to 18%) per annum.		

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

18 NON CURRENT ASSET HELD FOR SALE

		2025	2024
	Note	---- (Rupees in '000') ----	
Warehouse - Islamabad			
Leasehold land		300,000	300,000
Building		60,670	60,670
Plant and machinery		62,500	62,500
	18.1	423,170	423,170
Warehouse - Lahore			
Leasehold land		160,000	-
Building		40,263	-
Plant and machinery		74,578	-
	18.1	274,841	-
Leasehold land	18.2	67,000	-
		765,011	423,170

18.1 In order to meet the working capital requirements and to settle the liabilities, the Company had decided to sell :

- Its Islamabad warehouse which comprise of leasehold land, building and machinery installed therein, having carrying amount of Rs. 300 million, Rs. 60.670 million and Rs. 62.50 million, respectively and recieved token money amounting to Rs. 50 million in this regard during the year. As per valuation carried out by M/S KG Traders, the market value of leasehold land, building and plant and machinery was Rs. 300 million, Rs. 60.670 million and Rs. 62.50 million, respectively.

- Its Lahore warehouse which comprise of leasehold land, building and machinery installed therein, having carrying amount of Rs. 160 million, Rs. 40.263 million and Rs. 74.578 million respectively during last year. As per valuation carried out by M/S KG Traders, the market value of leasehold land, building and plant and machinery was Rs. 160 million, Rs. 40.773 million and Rs. 78 million, respectively.

The Company has classified above assets, in accordance with the requirement of IFRS-5 " Non-current assets held for sale and discontinued operations".

18.2 The Company acquired land located at Gadap Town, Karachi measuring, 0.136 acres, in exchange for settling a trade debt, valued at Rs. 60 million. As per M/S KG Traders' valuation report the market value of this land was Rs. 67 million. The Company intends to sell this land hence classified the same accordance with the requirement of IFRS-5 " Non-current assets held for sale and discontinued operations".

19 SHARE CAPITAL

19.1 Authorized capital

Number of shares			2025	2024
2025	2024	Note	---- (Rupees in '000') ----	
420,000,000	420,000,000	Ordinary shares of Rs. 10/- each	4,200,000	4,200,000
80,000,000	80,000,000	Cumulative preference shares of Rs. 10/- each	800,000	800,000
500,000,000	500,000,000		5,000,000	5,000,000

19.2 Issued, subscribed and paid-up capital

			2025	2024
263,883,930	263,883,930	Ordinary shares of Rs. 10/- each		
33,127,497	33,127,497	Issued for cash	2,638,839	2,638,839
297,011,427	297,011,427	Issued for consideration other than cash	331,275	331,275
			2,970,114	2,970,114

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

19.3 Following is the detail of shares held by the related parties:

	2025	2024
	---- (No. of shares) ----	
Mr. Abbas Akberali	91,294,723	91,294,723
Ms. Mahvash Akberali	55,732,930	55,732,930
Mr. Hadi Abbas Akberali	37,732,212	37,732,212
Mr. Shayan Akberali	37,441,123	37,441,123
Ms. Kinza Shayan	-	100
Ms. Salsabil Akberali	1,254,759	1,254,759
Mr. Badar Kazmi	-	1,000
Ms. Mariam Akberali	1,000	1,000
Mr. Teizoon Khat	-	500
Mr. Zafar Ahmed Taji	-	12,000
Syed Asghar Jamil Rizvi	500	-
Mr. Sohail Feroz Shamsi	500	-
Mr. Zueb Salemwala	100	-
	223,457,847	223,470,347

19.4 This includes 952,497 ordinary shares issued to various shareholders of the Company against plant and machinery and 32,175,000 ordinary shares of the Company against purchase of other fixed assets.

19.5 Voting rights and all other rights associated with shareholders shall be in proportion to their respective shareholding.

20 REVALUATION SURPLUS ON PROPERTY, PLANT AND EQUIPMENT

Note

	2025	2024
	---- (Rupees in '000') ----	
Balance as at July 01	13,264,164	4,538,802
Surplus on revaluation	-	9,030,438
Less: Assets sold during the year		
Land	-	(177,785)
Building	(101,708)	-
	(101,708)	(177,785)
Transfer to unappropriated profit in respect of incremental depreciation charged during the year	(397,095)	(127,291)
Balance as at June 30	12,765,361	13,264,164
Related deferred tax liability		
Balance as at July 01	(4,046,001)	(1,016,841)
Asset sold during the year	38,741	(3,078,803)
Change of deferred tax rates	-	-
Incremental depreciation	154,867	49,643
Balance as at June 30	(3,852,393)	(4,046,001)
	8,912,968	9,218,163

20.1

20.1 Breakup of revaluation surplus net of deferred tax is as follows:

Leasehold land	2,882,840	2,882,839
Buildings on leasehold land	684,339	765,609
Plant and machinery	5,345,789	5,569,715
	8,912,968	9,218,163

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

		2025	2024
		---- (Rupees in '000') ----	
21 LONG-TERM FINANCING - secured	Note		
Conventional:			
Term Finance Facility	21.1	2,412,984	2,284,532
Temporary Economic Refinance Facility (TERF)	21.2	67,832	59,814
		2,480,816	2,344,346
Islamic:			
Islamic Temporary Economic Refinance Facility (ITERF)	21.3	828,558	883,359
SBP Financing for Renewable Energy	21.4	330,888	375,447
Diminishing Musharaka	21.5	335,465	399,331
		1,494,911	1,658,138
		3,975,727	4,002,484
Current portion shown under current liabilities			
Islamic		(1,494,911)	(2,344,346)
Conventional		(2,480,816)	(1,658,138)
	21.6	(3,975,727)	(4,002,484)
		-	-

21.1 This represents term finance facilities obtained from various commercial banks and development finance institution (DFI) to refinance capital expenditure incurred by the Company repayable in 16 and 20 quarterly installments starting from December 2021 and ending by June 2027. These carry markup rate ranging from 3 month KIBOR plus 1.15% to 1.50% (2024: 3 month KIBOR plus 1.15% to 1.50%). These facilities are secured against first pari passu charge over present and future fixed assets of the Company (including land, building and plant and machinery) with 25% margin. However, as at June 30, 2025, unutilized portion of the facilities is Nil (2024: Nil).

21.2 This represents financing facility obtained from development finance institution (DFI) for import of machinery under TERF Scheme by SBP. The loan is repayable in eight years through 24 equal quarterly installments starting from March 2025 and ending by December 2030. The loan is recognised at present value discounted at the effective rate of interest and carries mark-up at the SBP rate plus 2.25% per annum. The differential mark-up has been recognised as government grant (as mentioned in note 27), which will be amortised over the useful life of the assets. The facility is secured by way of first pari passu charge over fixed assets of the Company with 25% margin over the facility amount.

21.3 This represents financing facility obtained from an Islamic Bank for import of machinery under Islamic TERF Scheme by SBP repayable in ten years through 40 equal quarterly installments starting from July 2023 and ending latest by April 2031. The loan has been recognised at present value discounted at the effective rate of interest and carries mark-up at the SBP rate plus 2.25% (2024: 2.25%) per annum. The difference between the actual proceeds received and the present value of the loan has been recognised as government grant (as mentioned in note 27), which will be amortised over the useful life of the assets. This facility is secured by way of first pari passu charge over plant and machinery and mortgage charge over land and building of the Company with 25% margin over the facility amount.

21.4 This represents financing facility obtained from an Islamic Bank to setup a 7 MW Solar Power Project under SBP Financing Facility for Renewable Energy repayable in ten years through 34 equal quarterly installments starting from October 2021 and ending by December 2029. The loan has been recognised at present value discounted at the effective rate of interest. This carries mark-up at the SBP rate plus 0.95% per annum. The difference between the actual proceeds received and the present value of the loan has been recognised as government grant (as mentioned in note 27), which will be amortised over the useful life of the assets. The facility is secured by way of first pari passu charge over fixed assets of the Company with 25% margin over the facility amount. As at June 30, 2025, unutilized portion of the facility is Nil (2024: Nil).

21.5 This represents Diminishing Musharaka facilities obtained from Islamic financial institutions. The facility of Faysal Bank is repayable over a period of 5 years, commencing in December 2022 and ending by June 2027. These carries profit at six-month KIBOR plus 1.65% per annum (2024: six-month KIBOR plus 1.65% per annum). The facility from First Habib Modaraba is repayable in 48 equal monthly instalments, starting from November 2020 and ending in November 2027. These carries profit at three-month KIBOR plus 0.75% to 0.90% per annum (2024: three-month KIBOR plus 0.75% to 0.90% per annum). The Diminishing Musharaka facility from Faysal Bank is secured by a pari passu charge over plant and machinery and a mortgage charge over the Company's land and building. As at June 30, 2025, the unutilized portion of the First Habib Modaraba facility is Nil (2024: Rs. 68.918 million).

21.6 International Accounting Standard (IAS) 1 'Presentation of Financial Statements' requires that an entity shall classify a liability as current at the end of the reporting period, if it does not have an unconditional right at the end of the reporting period to defer its settlement for at least twelve months after that date.

In the prior and current year, due to the factors explained in note 2 to these financial statements as at and for the year June 30, 2025 and the Company's liquidity constraints and adverse financial position, the Company was in non-compliance with the covenants of its long-term financing agreements, such as the maintenance of a current ratio of 1:1. During the year and as at the reporting date, these conditions persist, and repayments of long-term financings have been halted. Resulting in continued non-compliance with the covenants of its long-term financing agreements. Consequently, the lenders have the right to demand immediate repayment of total amount of principal outstanding under the event of default clauses of the agreements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

As at the reporting date, the Company is in negotiations with the financial institutions for the restructuring of loans and expects that the same will be finalized in near future as the restructuring process at advanced stage and approved by majority financial institution subsequent to the year end. The term of the loans is expected to be rescheduled for a period of 10 years. In continuation of negotiations the Board has approved the rescheduling and restructuring in its meeting held of September 24, 2025 (refer note: 53).

22 LONG TERM PROVISION

This represents provision for Gas Infrastructure Development Cess (GIDC). During the year ended 2021, the Honorable Supreme Court of Pakistan (SCP) has upheld the Gas Infrastructure Development Cess Act, 2015 to be constitutional and intravires allowing settlement of GIDC over a period of forty-eight monthly installments. However, the Company has filed an appeal before the Honorable High Court of Sindh (HCS) on the grounds that no burden of GIDC had been passed to its customers and thus, the Company is not liable to pay GIDC under GIDC Act 2015. The Court vide its order dated September 22, 2020 has granted stay to the Company.

The Company without prejudice to the suit filed, has made a provision amounting to Rs. 282.238 million under the relevant accounting standards and ICAP guidelines in this regard.

	2025	2024
	---- (Rupees in '000') ----	
Balance as at July 01	282,189	277,958
Interest expense	49	4,231
	282,238	282,189
Less: Current portion	(282,238)	(282,189)
Balance as at June 30	-	-

23 LOAN FROM A RELATED PARTY

This represents loan obtained from a related party at a rate of 3 month KIBOR, repayable on December 31, 2027. The loan was obtained to meet the financial needs of the Company.

24 DEFERRED TAXATION

	Balance as at July 01, 2023	Recognised in statement of profit or loss	Recognised in OCI	Balance as at June 30, 2024	Recognised in statement of profit or loss	Recognised in OCI	Balance as at June 30, 2025
	(Rupees in '000')						
Taxable temporary differences							
Accelerated tax depreciation / amortization	3,344,573	(60,088)	-	3,284,485	(227,326)	-	3,057,159
Surplus on revaluation of property, plant and equipment	1,016,840	(49,644)	3,078,803	4,046,000	(193,609)	-	3,852,391
Right of use asset	52,935	(13,842)	-	39,093	897	-	39,990
	4,414,348	(123,574)	3,078,803	7,369,578	(420,038)	-	6,949,540
Deductible temporary differences							
Unused tax credit and losses	(2,821,262)	1,025,144	-	(1,796,118)	(1,251,820)	-	(3,047,938)
Deferred liability- Gratuity	(176,664)	(26,132)	3,136	(199,660)	49,679	22,330	(127,651)
Trade debts	(116,108)	(146,332)	-	(262,440)	33,827	-	(228,613)
GIDC Provision	(82,965)	(27,089)	-	(110,054)	(19)	-	(110,073)
Lease liabilities	(60,967)	6,317	-	(54,650)	13,136	-	(41,514)
Others	(7,382)	6,991	-	(391)	391	-	-
	(3,265,348)	838,901	3,136	(2,423,313)	(1,154,806)	22,330	(3,555,789)
	1,148,999	715,327	3,081,939	4,946,265	(1,574,844)	22,330	3,393,751

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

25 DEFERRED LIABILITY- DEFINED BENEFIT OBLIGATION

		2025	2024
	Note	---- (Rupees in '000') ----	
Defined benefit obligation – gratuity scheme	25.1	327,311	511,949
25.1 Amount recognised in statement of financial position			
Balance as at July 01		511,949	452,985
Charge for the year	25.2	87,499	121,382
Benefits paid		(214,881)	(54,379)
Remeasurement gain recognized in other comprehensive income		(57,256)	(8,039)
Balance as at July 30		327,311	511,949
25.2 Charge for the year			
Current service cost		58,015	54,082
Past service cost		827	1,321
Gain / loss on settlement		(29,240)	-
Interest cost		57,897	65,979
		87,499	121,382

25.3 Historical information for defined benefit plans

	2025	2024	2023	2022	2021
	----- (Rupees in '000') -----				
Present value of defined benefit obligations	327,311	511,949	452,985	369,916	309,193
Experience adjustment on plan liabilities	(57,257)	(8,039)	22,987	17,073	5,608

25.4 Principal actuarial assumptions

	2025	2024
Expected rate of increase in salary level	11.50%	13.75%
Valuation discount rate	12.50%	14.75%
Average expected remaining working life of employees	8.1 years	9.4 years
Expected mortality rate	SLIC 2001- 2005 Setback 1 Year Age-Based	SLIC 2001- 2005 Setback 1 Year Age-Based

25.5 Risk on account of un funded gratuity scheme

Final salary risk

The risk that the final salary at the time of cessation of service is greater than what was assumed. Since the benefit is calculated on the final salary (which will closely reflect inflation and other macroeconomic factors), the benefit amount increases proportionately with the increase in salary.

Discount rate fluctuation

The plan liabilities are calculated using a discount rate determined by reference to market yields (at the statement of financial position date) on government bond. Accordingly, there is a risk that any increase or decrease in government bond yields will decrease or increase plan liabilities.

Withdrawal risk

The risk that the actual withdrawal experience is different from assumed withdrawal probability. The significance of the withdrawal risk varies with the age, service and entitled benefits of the beneficiary.

Mortality risk

The risk that the actual mortality experience is different than the assumed mortality. This effect is more pronounced in schemes where the age and service distribution is on the higher side.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
---- (Rupees in '000') ----			
25.6 Charge for the year has been allocated as follows:			
Cost of sales – production of bars	33.1.1	16,859	33,701
Cost of sales – production of billets	33.2.2	24,211	26,725
Distribution costs	34.1	12,069	23,626
Administrative expenses	35.1	34,360	37,331
		<u>87,499</u>	<u>121,383</u>

25.7 Sensitivity analysis

2025				
	Discount rate		Salary increase	
	+ 100 bps	- 100 bps	+ 100 bps	- 100 bps
	----- (Rupees in '000) -----			
Present value of defined benefit obligations	(275,886)	335,396	335,861	(275,011)
2024				
	Discount rate		Salary increase	
	+ 100 bps	- 100 bps	+ 100 bps	- 100 bps
	----- (Rupees in '000) -----			
Present value of defined benefit obligations	(467,551)	563,504	564,275	(466,130)

25.8 As of June 30, 2025, a total of 304 employees (2024: 571) have been covered under the above scheme.

25.9 As per the recommendation of the actuary, the charge for the year ending June 30, 2026 amounts to Rs. 69.291 million.

	Note	2025	2024
---- (Rupees in '000') ----			
26 LEASE LIABILITIES			
Balance as at July 01		140,128	156,326
Additions during the year	8	121,863	4,654
Accretion of interest	38	21,376	17,196
Payments made during the year		(43,615)	(38,048)
Termination		(133,286)	-
Balance as at June 30		<u>106,466</u>	<u>140,128</u>
Current portion		<u>(18,249)</u>	<u>(34,310)</u>
		<u>88,217</u>	<u>105,818</u>

26.1 Maturity analysis

Gross lease liabilities - minimum lease payments:			
Not later than 1 year		37,833	59,720
Later than 1 year but not later than 5 years		109,137	91,330
Later than 5 years		-	35,789
		<u>146,970</u>	<u>186,839</u>
Future finance charge		<u>(40,504)</u>	<u>(46,710)</u>
Present value of finance lease liabilities		<u>106,466</u>	<u>140,128</u>

26.2 The lease liabilities were recognized against right of use asset . The Company discounted the lease payments using incremental borrowing rate ranging from 13% to 22% (2024 : 8% to 23%).

	Note	2025	2024
---- (Rupees in '000') ----			
27 GOVERNMENT GRANT			
Balance as at July 01		369,161	408,725
Amortised during the year		(32,833)	(39,564)
Balance as at June 30		<u>336,328</u>	<u>369,161</u>
Current portion	21.6	<u>(336,328)</u>	<u>(369,161)</u>
		<u>-</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

27.1 As aforementioned in notes 21.2 to 21.4, the Government grant has been recorded as per the provisions of IAS-20 due to the difference between coupon and effective interest rates of the aforementioned financial liabilities.

28 TRADE AND OTHER PAYABLES

Note 2025 2024

---- (Rupees in '000') ----

Creditors:			
- Goods		768,689	1,295,599
- Services		72,129	30,330
Accrued liabilities	28.1	365,119	511,625
Workers' Welfare Fund	28.2	128,025	128,025
Levy		222,874	488,193
Withholding tax payable		21,164	20,781
		<u>1,578,000</u>	<u>2,474,553</u>

28.1 This includes provisions with respect to infrastructure cess amounting to Rs. 188.775 million (2024: Rs. 188.775 million) and tariff for SSGC Rs. 38.227 million (2024: Rs. 38.227 million).

28.2 This represents liability pertaining to financial years ended June 30, 2015 to June 30, 2018. The amount is still outstanding as the matter is pending adjudication at the Honorable High Court of Sindh (HCS) due to the 18th amendment in the Constitution of Pakistan.

29 INTEREST / MARK-UP ACCRUED

Note 2025 2024

---- (Rupees in '000') ----

Long term financing		588,690	174,025
Short term borrowings		3,925,250	1,251,924
Murabaha		115,492	31,708
		<u>4,629,432</u>	<u>1,457,657</u>
Related party		18,925	61
		<u>4,648,357</u>	<u>1,457,718</u>

30 SHORT-TERM BORROWINGS Secured

Conventional mode

Cash finance	30.1	770,155	891,487
Finance against trust receipts	30.2	9,208,247	7,903,905
Running finance	30.3	2,279,704	2,435,960
Short term loan	30.4	-	151,632
		<u>12,258,106</u>	<u>11,382,984</u>

Islamic mode

Running finance	30.3	399,452	812,008
Murabaha	30.5	343,918	544,644
Istisna	30.6	4,791,783	5,122,321
		<u>5,535,153</u>	<u>6,478,973</u>
	30.7	<u>17,793,259</u>	<u>17,861,957</u>

30.1 This represents working capital facilities availed from various conventional banks carrying markup / profit of 1 month KIBOR plus 1% to 1.25% per annum (2024: 1 month KIBOR + 1% per annum).

30.2 This represents working capital facilities availed from various conventional banks carrying markup/profit ranging from 6 month KIBOR plus 0.75% to 3 month KIBOR plus 1.5% per annum (2024: 6 month KIBOR plus 0.75% to 3 month KIBOR plus 1.5% per annum).

30.3 This represents working capital facilities availed from various Islamic banks carrying profit ranging from 1 month KIBOR plus 0.85% to 3 month KIBOR plus 1.50% per annum (2024: 1 month KIBOR plus 0.85% to 3 month KIBOR plus 1.50% per annum).

30.4 This represents working capital facilities availed from various conventional banks carrying markup/profit ranging from 3 month KIBOR plus 1.25% per annum (2024: 3 month KIBOR plus 1.25% per annum).

30.5 These represent Murabaha facilities amounting to Rs. 4,021 million (2024: Rs. 4,021 million million) obtained from various Islamic banks for purchase of raw material. These carry profit at the rates ranging from relevant 6 month KIBOR plus 0.75% to 1% per annum (2024: 6 month KIBOR plus 0.75% to 1% per annum).

30.6 This represents working capital facilities availed from various Islamic banks carrying profit ranging from 6 month KIBOR plus 0.75% to 1.15% per annum (2024: 6 month KIBOR plus 0.75% to 1.15% per annum).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

30.7 As at June 30, 2025, the Company has unutilized facilities for short term borrowings from Islamic and conventional banks amounting to Nil (2024: Rs. 853 million and Rs. 2,753 million) respectively. These facilities are secured by way of joint hypothecation charge over present and future current assets of the Company with 25% margin.

30.8 The above facilities are secured by way of joint hypothecation charge over present and future current assets of the Company with 25% margin.

31 CONTINGENCIES AND COMMITMENTS

31.1 Contingencies

Sales tax

31.1.1 During the year ended June 30, 2016, the Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers' Unit (LTU), Karachi passed an order on the contention that the Company had violated the provisions of Rule 58H of Chapter XI of the Sales Tax Special Procedure Rules, 2007 (the Rules) and raised an alleged demand of Rs. 2,013.620 million for the tax periods from July 2013 to December 2014. The Company filed an appeal against the order before the Appellate Tribunal Inland Revenue (ATIR) and had secured interim stay from the Honorable Sindh High Court (HCS).

During the year ended June 30, 2018, the ATIR has decided the case in favour of the Company. During the year ended June 30, 2020, the Federal Board of Revenue filed reference application before HCS against ATIR's order. Although the case is still pending adjudication, the Company based on the merit of the case and as per the advice of the legal advisor expects a favourable outcome on this matter and accordingly, no provision has been made in these financial statements.

31.1.2 The Federal Board of Revenue issued Sales Tax General Order (STGO) No.18 of 2016 on March 14, 2017 and STGO No.119/2017 on August 18, 2017, whereby the procedure for payments and claiming adjustments of advance sales tax was amended. Before the STGOs, sales tax was being paid by the Company on the basis of Rules 58(H) of the Rules. The Company has challenged both the STGOs before HCS restraining the tax department to calculate the sales tax liability on the basis of the said STGOs and requesting continuation of the procedure of payment and adjustment of advance tax on the basis of the Rules. HCS granted stay against both the said STGOs with the direction that impugned STGOs shall remain suspended and the Company shall be entitled for claiming adjustment of advance sales tax on the basis of the Rules. The financial exposure of the Company up to June 30, 2025 is Rs. 1,166.03 million (2024: Rs. 1,166.03 million). The management based on a legal advice is confident that the outcome will be in favour of the Company. Accordingly, no provision has been made in these financial statements.

31.1.3 During the year ended June 30, 2020, the DCIR, LTU, Karachi issued show-cause notice under Section 11(2) of the Sales Tax Act, 1990 for alleged non-charging of further tax on the supplies made to unregistered persons and raised an alleged demand of Rs. 305 million for the tax periods from July 2015 to June 2017. The Company had filed a Constitutional Petition before HCS which issued an interim order, restraining any coercive action against the Company. The stay will remain in field until further directions from HCS. The management, based on legal advice, is confident that the eventual outcome will be in favour of the Company. Accordingly, no provision has been made in this respect in these financial statements.

31.1.4 During the year ended June 30, 2021, the DCIR, LTU Karachi issued show-cause notice under Section 11(2) of the Sales Tax Act, 1990, for alleged non-charging of further tax on the supplies made to unregistered and raised an alleged demand of Rs. 1.723 billion by disallowing various expenses for the tax periods July 2014 to June 2020. The Company had filed a constitutional petition before the HCS which issued an interim order dated December 22, 2020, restraining any coercive action against the Company. Subsequently, the HCS dismissed the petition and remanded back the case to DCIR. The management based on the legal advice, is confident that the eventual outcome will be in favour of the Company. Accordingly, no provision has been made in this respect in these financial statements.

31.1.5 During the year ended June 30, 2025, the Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers' Office (LTO), Karachi passed an order under section 11E of the Sales Tax Act and raised an alleged demand of Rs.1.375 billion on the contention that the difference in closing stock as per Annexure J and closing stock as per FBR stock count constitutes sales which have not been accounted for by the Company. The Company is currently contesting the said order at the ATIR. Although the case is still pending adjudication, the Company, based on the merits of the case and as per the opinion of its tax advisor, expects a favorable outcome. Accordingly, no provision has been made in these financial statements.

31.1.6 During the year ended June 30, 2025, the Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers' Office (LTO), Karachi passed an order under section 11E of the Sales Tax Act and raised an alleged demand of Rs.54.7 million on the contention that the Company that have made inadmissible input tax adjustment on account of goods and services having no direct relevance with taxable activity of the Company, the Company is currently contesting the said order at the ATIR. Although, the case is still pending adjudication, the Company, based on the merits of the case and as per the opinion of its tax advisor, expects a favorable outcome. Accordingly, no provision has been made in these financial statements.

31.1.7 During the year ended June 30, 2025, the Deputy Commissioner Sindh Revenue Board (DCSRB) issued a show cause notice under section 43 and 47 of the Sindh Sales Tax on Services Act, 2011 and raised an alleged demand of Rs.224 million for short withholding of Sindh Sales tax. Subsequently, the DCSR issued an assessment order. An appeal before Commissioner Sindh Revenue Board had been filed. Although, the case is still pending adjudication, subsequently the Company, based on the merits of the case and as per the opinion of its tax advisor, expects a favorable outcome. Accordingly, no provision has been made in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

Income tax

31.1.8 During the year ended June 30, 2021, the Additional Commissioner Inland Revenue (ACIR), Large Taxpayer Unit (LTU), Karachi passed an Order under section 122(5A) of the Income Tax Ordinance, 2001 (the Ordinance) and raised an alleged demand of Rs. 72.24 million by disallowing various expenses for the tax year 2015. The Company is currently contesting the said order at the Appellate Tribunal Inland Revenue (ATIR). Although the case is still pending adjudication, the Company, based on the merits of the case and as per the opinion of its tax advisor, expects a favorable outcome. Accordingly, no provision has been made in these financial statements.

31.1.9 During the year ended June 30, 2022, the Additional Commissioner Inland Revenue (ACIR), Large Taxpayer Unit (LTU), Karachi passed an Order under section 122(5A) of the Income Tax Ordinance, 2001 and raised an alleged demand of Rs. 150.207 million for the tax year 2017. The Company filed an appeal against the Order at the Commissioner Inland Revenue (Appeals) – (CIR-(Appeals)) and had secured an interim stay from the CIR (Appeals) under Section 140 of the Income Tax Ordinance, 2001. Although the case is still pending adjudication, the Company based on the merits of the case and as per the advice of the tax advisor expects a favorable outcome on this matter and accordingly, no provision has been made in these financial statements.

31.1.10 During the year ended June 30, 2022, the Additional Commissioner Inland Revenue (ACIR) issued show-cause notice dated April 05, 2022 under Section 122(5A) of the Income Tax Ordinance, 2001 whereby he had raised certain queries relating to apportionment of common expenses, tax credit under Section 65E and admissibility of provisions relating to return filed for tax year 2021. In response, the Company filed explanation along-with documentary evidence. Subsequent to the year end, ACIR issued an order under Section 122(5A) of the Ordinance whereby tax demand of Rs.196.061 million has been raised. The Company is currently contesting the said order at the ATIR. Although the case is still pending adjudication, the Company, based on the merits of the case and as per the opinion of its tax advisor, expects a favorable outcome. Accordingly, no provision has been made in these financial statements.

31.2 Commitments

2025 2024

---- (Rupees in '000') ----

31.2.1 Outstanding letters of credit

- Material	157,140	2,883,937
- Capital expenditure	-	34,860
	157,140	2,918,797
Outstanding letters of guarantee	484,856	487,856

31.2.2 Commitments for rentals payable under Ijarah contracts in respect of vehicles with Islamic banks are as follows:

Not later than one year	-	25,243
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32 SALES – NET

Note 2025 2024

---- (Rupees in '000') ----

Local

Gross sales	18,722,610	45,667,530
Less: sales tax	(2,889,712)	(7,112,742)
Less: trade discounts	(27,247)	(49,481)

Export sales

50.1.1	276,963	270,430
	16,082,614	38,775,737

32.1 Revenue recognized during the year from contract liabilities as at the beginning of the year amounted to Rs. 335.727 million (2024: Rs. 411.313 million).

33 COST OF SALES

Note 2025 2024

---- (Rupees in '000') ----

Manufactured stock

Bars	33.1	15,871,556	36,185,691
Billets		-	1,198
Export	33.2.1	135,052	187,422
		16,006,608	36,374,311

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
33.1 Cost of Sales - Manufactured stock		---- (Rupees in '000') ----	
Work in progress			
Balance as at July 01	11	253,890	967,718
Cost of billets manufactured internally	33.2	13,763,401	31,416,678
Billets sold		-	(1,198)
Balance as at June 30	11	(263,334)	(253,890)
		13,753,957	32,129,308
Manufacturing overheads			
Stores and spares consumed		72,094	204,322
Salaries, wages and other benefits	33.1.1	193,537	494,008
Cartage and transport		39,195	330,013
Fuel, power and water		481,349	1,715,947
Depreciation	7.1.8 & 27	529,943	505,876
Ijarah rentals		-	254
Repairs and maintenance		4,099	27,628
Insurance		7,317	3,642
Rent, rates and taxes		-	454
Consultancy charges		-	289
Vehicle running expense		14,105	24,751
Conveyance and travelling		27,775	37,258
Canteen expenses		3,751	27,525
Others		25,015	36,583
		1,398,180	3,408,550
Cost of goods manufactured		15,152,137	35,537,858
Cost of bars used for own use		-	(12,021)
		15,152,137	35,525,837
Finished goods			
Opening stock	11	2,067,571	2,727,425
Closing stock	11	(1,348,152)	(2,067,571)
		719,419	659,854
		15,871,556	36,185,691

33.1.1 This includes Rs. 16.859 million (2024: Rs. 33.701 million) in respect of staff retirement benefits.

33.2 Cost of billets manufactured internally

Raw material consumed	33.2.1	9,792,427	23,399,734
Stores and spares consumed		702,096	1,922,656
Salaries, wages and other benefits	33.2.2	523,413	591,341
Depreciation	7.1.8 & 27	551,637	373,840
Store and spare written off		2,478	2,806
Fuel and power		2,014,143	4,944,124
Consultancy charges		154	260
Cartage		26,599	40,419
Repairs and maintenance		55,140	30,928
Rent, rates and taxes		236	719
Insurance		3,504	6,000
Conveyance and travelling		42,563	38,635
Canteen expenses		28,414	34,990
Vehicle running expense		17,404	23,020
Others		3,193	7,206
		13,763,401	31,416,678

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

		2025	2024
		---- (Rupees in '000') ----	
33.2.1 Raw Material Consumed	Note		
Balance as at July 01,	11	4,196,151	1,911,763
Purchases		8,131,569	25,871,544
		12,327,720	27,783,307
Less: Cost of export		(135,052)	(187,422)
Less: Balance as at June 30,	11	(2,400,241)	(4,196,151)
		9,792,427	23,399,734

33.2.2 This includes Rs. 24.211 million (2024: Rs.26.725 million) in respect of staff retirement benefits.

34 DISTRIBUTION COSTS

Salaries, allowances and other benefits	34.1	145,974	271,787
Carriage and transport		161,392	468,191
Advertisement and sales promotion		16,871	72,837
Depreciation	7.1.8	63,947	60,867
Depreciation on right of use asset	8.1	12,505	17,198
Utilities		17,921	18,218
Bundling and special order charges		54,947	76,110
Rent, rates and taxes		2,045	2,089
Vehicle running expense		11,562	21,999
Travelling and conveyance		2,100	25,240
Packing material		10,996	31,605
Repair and maintenance		36,802	35,767
Entertainment		855	7,032
Others		8,404	5,612
		546,321	1,114,552

34.1 This includes Rs. 12.069 million (2024: Rs. 23.626 million) in respect of staff retirement benefits.

35 ADMINISTRATIVE EXPENSES

Salaries, allowances and other benefits	35.1	357,315	521,227
Depreciation	7.1.8	48,385	57,801
Depreciation on right of use asset	8.1	20,111	22,949
Amortisation	9	1,824	3,413
Travelling and conveyance		5,678	11,253
Legal and professional charges		85,894	28,463
Research expenses		-	3,391
Vehicles running expenses		34,310	46,442
Security guard expenses		2,455	3,822
Insurance		2,803	3,406
Computer consumables		35,888	35,577
Rent, rates and taxes		15,785	1,570
Communication charges		9,766	9,885
Printing and stationery		2,929	2,757
Utilities		17,600	21,485
Auditor's remuneration	35.2	5,023	5,023
Repairs and maintenance		48,412	43,959
Ijarah rentals		-	1,864
Others		43,316	18,111
		737,494	842,398

35.1 This includes Rs. 34.360 million (2024: Rs. 37.331 million) in respect of staff retirement benefits.

35.2 Auditor's remuneration

Annual audit fee	2,415	2,415
Review of half yearly financial statements and other certifications	1,155	1,155
Out of pocket expenses	1,453	1,453
	5,023	5,023

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

36 OTHER EXPENSES

	Note	2025 ---- (Rupees in '000') ----	2024
Loss on sale of property, plant and equipment	7.1.7	-	74,031
Exchange loss		600	55,386
Donations	36.1	4,656	51,073
Detention charges		54,679	18,724
Impairment loss	7	286,085	-
Overhead expenses	36.2	189,037	-
		535,057	199,214

36.1 Donations include the following donees to whom donations exceed 10% of total donation or Rs.1 million whichever is higher:

Hunar Foundation	-	1,524
Khana Ghar	738	2,035
Ladies Industrial Home	820	-
Namal University	-	4,000
The Citizen Foundation	-	4,200
Misbah Quddoos	489	1,071
Izhar Ali Khan	600	-
Jehangir Shah	600	-
	3,247	12,830

36.1.1 Recipients of donations do not include any donee in which any director or his spouse had any interest except for donation paid to Hunar Foundation amounting to Rs. Nil (2024 Rs. 1.52 million). Further, Mr. Abbas Akberali is also a director in Hunar Foundation.

36.2 These represents following overhead expense related to production plant located at Shershah which remained idle during the year.

Salaries, allowances and other benefits	43,567	-
Carriage and transport	254	-
Utilities	29,443	-
Depreciation	103,624	-
Repair and maintenance	3,582	-
Insurance	772	-
Vehicles running expenses	839	-
Conveyance and travelling	9	-
Other	6,947	-
	189,037	-

37 OTHER INCOME

Income from financial assets

Profit on saving accounts	172,197	105
Profit on term deposit receipts	1,196	1,720
	173,393	1,825

Income from non-financial assets

Gain on sale of property, plant and equipment	7.1.7	361,842	-
Gain on settlement of trade debts	18	7,000	-
Scrap sales		4,282	1,331
Gain on termination of lease		46,283	-
		592,800	3,156

38 FINANCE COSTS

Markup / interest

Long term financing	623,302	973,087
Short term borrowings	3,336,610	3,432,739
Murabaha	78,225	252,941
Loan from related parties	18,864	51,626
Lease liabilities	21,376	17,196
Gas infrastructure development cess	49	4,231
	4,078,426	4,731,820
Bank charges	21,571	40,596
	4,099,997	4,772,416

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

39 LEVY

	Note	2025	2024
		---- (Rupees in '000') ----	
Minimum tax	39.1	220,104	485,058
Final tax levy	39.2	2,770	3,135
		222,874	488,193

39.1 This represents portion of minimum tax paid under section 113 of Income Tax Ordinance (ITO, 2001), representing levy in terms of requirements of IFRIC 21/IAS 37.

39.2 As at June 30, 2025, the Company has levy amounting to Rs. 2,770 million. The Company based on the principle of conservatism and being prudent has provided for these levies as an expense in the financial year due to anticipating low profitability in the near term. However, in the future, if possibility arises, the same will be adjusted accordingly with tax liability.

39.3 The provision of tax liability for the year contains minimum tax at 1.25% of the net turnover for the year and final tax regime at 1% of export proceeds.

40 TAXATION

Current tax	-	-
Deferred tax (income) / expense	(1,574,844)	715,327
	(1,574,844)	715,327
Tax reconciliation		
Loss before tax	(5,386,203)	(5,391,396)
Applicable tax rate	29%	29%
Tax at applicable tax rate	(1,561,999)	(1,563,505)
Tax effect taxable at reduce rate	(39,735)	(23,243)
Change in recognized deductible temporary differences due to unavailability of future taxable profit and others	26,890	2,302,075
	(1,574,844)	715,327

40.1 The return of income for the tax year 2024 has been filed by the Company. The said return, as per the provisions of Section 120 of the Income Tax Ordinance, 2001 has been deemed to be an assessment order passed by the Commissioner of Inland Revenue.

40.2 Reconciliation of current tax charge as per tax laws for the year, with current tax recognised in the statement of profit or loss, is as follows:

Income tax under IAS 12	-	-
Income tax levy under IFRIC 21/IAS 37	222,874	488,193
Current tax liability as per Income Tax Ordinance	222,874	488,193

41 BASIC AND DILUTED (LOSS) / EARNINGS PER SHARE

Net Loss for the year	(3,811,359)	(6,106,723)
	Number of shares	
Weighted average number of ordinary shares of Rs. 10/- each	297,011,427	297,011,427
	----- (Rupees) -----	
Basic and diluted loss per share	(12.83)	(20.56)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

42 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

		2025			
		Chief Executive	Director	Executives	Total
Note		(Rupees in '000)			
Managerial remuneration		10,830	6,900	123,366	141,096
Housing allowance		4,874	3,105	54,286	62,265
Utilities & conveyance		4,874	3,105	53,688	61,667
Medical		1,083	690	12,317	14,090
Gratuity		1,309	834	14,804	16,947
Bonus		-	-	400	400
Others	42.3	-	-	33,189	33,189
		<u>22,970</u>	<u>14,634</u>	<u>292,050</u>	<u>329,654</u>
Number		<u>1</u>	<u>1</u>	<u>58</u>	<u>60</u>
		2024			
		Chief Executive	Director	Executives	Total
Note		(Rupees in '000)			
Managerial remuneration		17,100	6,900	186,920	210,920
Housing allowance		7,695	3,105	80,083	90,883
Utilities & conveyance		7,695	3,105	75,628	86,428
Medical		1,710	690	18,298	20,698
Gratuity		2,066	834	22,250	25,150
Bonus		-	-	1,736	1,736
Others	42.3	-	-	97,306	97,306
		<u>36,266</u>	<u>14,634</u>	<u>482,221</u>	<u>533,121</u>
Number		<u>1</u>	<u>1</u>	<u>71</u>	<u>73</u>

- 42.1** The Chief Executive and the Chairman are provided with free use of Company maintained cars and club memberships with certain reimbursements pertaining to business purposes in accordance with their entitlements. Certain executives are also provided with the Company maintained cars as per entitlement.
- 42.2** The aggregate amount paid to the six Non-Executive Directors (2024: six Non-Executive Directors) as a fee for attending the meetings is Rs. 3.4 million (2024: Rs. 4 million).
- 42.3** Other includes payment against car benefit allowance, drivers' salaries, mobile allowance, achievement of KPI, career merit points and gratuity contribution etc.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

43 CASH GENERATED FROM OPERATIONS

	Note	2025 ----- (Rupees in '000') -----	2024
Cash flows from operating activities			
Loss before taxation		(5,386,203)	(5,391,396)
Adjustments for:			
Depreciation – owned fixed assets	7.1.8	1,330,368	1,037,949
Depreciation – right-of-use asset	8.1	32,616	40,147
Amortization	9	1,824	3,413
Allowance for expected credit loss	12.1	(86,734)	379,205
Bad debts written off	12.1	-	(3,997)
Unrealized exchange loss / (gain)		580	(19,109)
Provision for gratuity	25.2	87,499	121,382
(Gain) / loss on disposal of owned fixed assets	7.1.7	(361,842)	74,031
Impairment loss	36	286,085	-
Gain on settlement of trade debts	37	(7,000)	-
Amortization of government grant	27	(32,833)	(39,564)
Gain on disposal of right of use assets	37	(46,283)	-
Finance costs	38	4,078,621	4,755,220
Finance cost on leases	38	21,376	17,196
Operating profit before working capital changes		(81,926)	974,477
(Increase) / decrease in current assets:			
Stores and spares		458,104	155,736
Stock-in-trade		3,150,289	(69,877)
Trade debts		812,202	2,248,233
Loans and advances		22,608	(14,627)
Trade deposits and short term prepayments		12,609	(9,268)
Other receivables		340,293	(777,397)
(Decrease) / increase in current liabilities:			
Trade and other payables		(411,669)	(2,309,026)
Contract liabilities		(101,579)	(41,922)
Cash generated from operations		4,200,931	156,329

44 CASH AND CASH EQUIVALENTS

Cash and bank balances	17	3,905,295	195,444
Running finance	30	(2,679,156)	(3,247,968)
		1,226,139	(3,052,524)

45 RECONCILIATION OF MOVEMENT OF LIABILITIES TO CASH FLOWS ARISING FROM FINANCING ACTIVITIES

Description	Long term Financing	Lease Liabilities	*Short term borrowing	Loan from related parties	Unclaimed dividend	Total
(Rupees in '000')						
Balance as at July 1, 2024	4,002,484	140,128	14,613,989	124,922	5,274	18,886,797
Received during the year	-	-	651,746	-	-	651,746
Addition of lease liabilities	-	7,492	-	-	-	7,492
Paid during the year	(178,389)	(41,154)	-	-	(19)	(219,562)
Reversal of long term loan	151,632	-	(151,632)	-	-	-
Balance as at June 30, 2025	3,975,727	106,466	15,114,103	124,922	5,255	19,326,473

*The balance of short term borrowing in the statement of financial position includes the balance of running finance which is the part of cash and cash equivalents.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

46 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a variety of financial risks i.e. market risk, credit risk, liquidity risk and operational risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company's risk management function continues to monitor the developing situation and proactively manage any risk arising thereof.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below:

46.1 Market risk

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

46.1.1 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments will fluctuate because of changes in the market interest rates. The Company interest rate risk arises from long-term financing, short-term borrowings, murabaha, loan from related party, lease liabilities and term deposit receipts having floating rates. Change in benchmark interest rate by 1% may have a positive or negative impact of approximately Rs 219 million (2024: Rs. 220 million) in statement of profit or loss. The analysis is made based on the assumption that all other variables remain constant.

46.1.2 Foreign currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. It mainly arises where receivables and payables exist due to transactions in foreign currency. The Company's exposure to the risk of changes in foreign exchange rates relate primarily to the Company's operating activities (when revenue or expenses are denominated in a different currency from the Company's functional currency).

	2025 ----- (Rupees in '000') ----- US Dollar	2024 ----- (Rupees) ----- US Dollar
Trade and other payables	2,038	3,896
The following significant exchange rates have been applied at the reporting dates:	284.1	278.8

Sensitivity Analysis

The following table demonstrates the sensitivity to a reasonable possible change in the US Dollar and Euro exchange rate, with all other variables held constant, of the Company's loss before taxation:

	Change in Dollar rate (%)	Effect on loss before tax
June 30, 2025	+10	58
	-10	(58)
June 30, 2024	+10	109
	-10	(109)

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

46.2 Credit risk

Credit risk is the risk which arises with the possibility that one party to a financial instrument will fail to discharge its obligation and cause the other party to incur a financial loss. Concentrations of credit risk arise when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations of credit risk indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

The Company seeks to minimize the credit risk exposure through having exposures only to customers considered credit worthy and obtaining securities where applicable. The carrying amount of financial assets represents the maximum credit exposure.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

		2025	2024
The maximum exposure to credit risk at the reporting date is as follows:	Note	----- (Rupees in '000') -----	
Investments	15	14,389	14,289
Trade debts	12	1,564,494	2,349,962
Security deposits	10 & 14	152,861	178,614
Other receivables	16	1,445	8,074
Bank balances	17	3,865,696	134,837
		<u>5,598,885</u>	<u>2,685,776</u>

46.2.1 Credit quality of financial assets

The credit quality of financial assets that are neither past nor impaired can be assessed by reference to external credit ratings or to historical information about counterparty default rates as shown below:

	Days past due				
2025	Total	Current	1 - 90 Days	91-180 Days	Over 180 Days
	(Rupees in '000')				
Expected credit loss rate	27.26%	0.49%	4.55%	23.85%	84.37%
Estimated total gross carrying amount at default	2,150,682	884,961	548,576	79,574	637,571
Expected credit loss	586,188	4,367	24,956	18,975	537,890
2024	Total	Current	1 - 90 Days	91-180 Days	Over 180 Days
	(Rupees in '000')				
Expected credit loss rate	22.26%	0.19%	1.46%	17.90%	72.29%
Estimated total gross carrying amount at default	3,022,884	1,112,577	737,866	344,869	827,572
Expected credit loss	672,922	2,122	10,807	61,723	598,270

Bank balances	Note	2025	2024
		---- (Rupees in '000') ----	
Ratings			
A1+		3,835,981	126,633
A-1		1,841	3,450
A-2		-	946
A-3		4,060	3,808
Unrated		23,814	-
	17	<u>3,865,696</u>	<u>134,837</u>
Investments			
Ratings			
A-1		14,289	14,289
AA+		100	-
	15	<u>14,389</u>	<u>14,289</u>

46.3 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in raising funds to meet commitments associated with the financial instruments. The management is closely monitoring the Company's liquidity and cash flow position through its treasury function and ensures availability of funds by maintaining credit facilities available from financial institutions. The liquidity management also involves monitoring of liquidity ratios and maintaining debt financing plans.

Table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

2025	Less than 3 months	3 to 12 Months	1 to 5 Years	More than 5 years	Total
	(Rupees in '000')				
Financial liabilities					
Interest bearing					
Current portion of long term financing	3,976,012	-	-	-	3,976,012
Loan from related parties	-	-	124,922	-	124,922
Long-term lease liabilities	3,999	14,268	88,199	-	106,466
Short-term borrowings	17,793,260	-	-	-	17,793,260
Non-Interest bearing					
Trade and other payables	1,333,962	-	-	-	1,333,962
Unclaimed dividend	5,255	-	-	-	5,255
Accrued mark-up	4,648,357	-	-	-	4,648,357
	27,760,845	14,268	213,121	-	27,988,234

2024	Less than 3 months	3 to 12 Months	1 to 5 Years	More than 5 years	Total
	(Rupees in '000')				
Financial liabilities					
Interest bearing					
Long-term financing	4,002,484	-	-	-	4,002,484
Loan from related parties	-	-	124,922	-	124,922
Long-term lease liabilities	7,506	26,804	105,818	-	140,128
Short-term borrowings	13,181,019	4,680,938	-	-	17,861,957
Non-Interest bearing					
Trade and other payables	1,965,579	-	-	-	1,965,579
Unclaimed dividend	5,274	-	-	-	5,274
Accrued mark-up	1,457,718	-	-	-	1,457,718
	20,619,579	4,707,742	230,740	-	25,558,062

46.4 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide adequate returns to shareholders and to benefit other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Company manages its capital structure and makes adjustment to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The capital structure of the Company consist of net debt consistent with other companies in the industry, the Company monitors the capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and bank balances with lenders. Total capital is calculated as sum of equity shown in statement of financial position and net debt. During the year, the Company's strategy was to minimize leveraged gearing. The Company finances its expansion projects through borrowings and management of its working capital with a view to maintaining an appropriate mix between various sources of finance to minimize risk. As of the date of statement of financial position, the Company was financed through equity and debt.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

		2025	2024
	Note	(Rupees in '000')	
Gearing ratio			
Long term financing	21	3,975,727	4,002,484
Trade and other payables	28	1,578,000	2,474,553
Contract liabilities		335,726	437,305
Lease liabilities	26	106,466	140,128
Accrued mark-up	29	4,648,357	1,457,718
Short-term borrowings	30	17,793,259	17,861,957
Cash and bank balances	17	(3,905,295)	(195,444)
Net debt		24,532,240	26,178,701
Share capital	19	2,970,114	2,970,114
Reserves		(1,433,514)	2,037,724
Surplus on revaluation of property, plant and equipment	20	8,912,968	9,218,163
Total equity		10,449,568	14,226,001
Equity and net debt		34,981,808	40,404,702
		70%	65%

46.5 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying values of all financial assets and liabilities reflected in the financial statements approximate fair values.

The following table shows assets recognized at fair value, analyzed between those whose fair value is based on:

- Level 1: Quoted prices in active markets for identical assets or liabilities;
- Level 2: Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability,
- Level 3: Inputs for the asset or liability that are not based on observable market data.

46.6 Valuation techniques used in determination of fair values

- Currently, no assets are classified in level 1.
- Assets included in level 2 comprise of property, plant and equipment.
- Currently, no assets are classified in level 3.

46.6.1 There were no transfers amongst the levels during the year.

	2025			
	Level 1	Level 2	Level 3	Total
	(Rupees in '000')			
Property, plant and equipment	-	25,263,987	-	25,263,987
	2024			
	Level 1	Level 2	Level 3	Total
	(Rupees in '000')			
Property, plant and equipment	-	27,327,689	-	27,327,689

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

47 FINANCIAL INSTRUMENTS BY CATEGORY

47.1 Financial assets	Note	2025	2024
---- (Rupees in '000') ----			
At amortised cost			
Investment	15	14,389	14,289
Trade debts	12	1,564,494	2,349,962
Security deposits	10 & 14	152,861	178,614
Other receivables	16	1,445	8,074
Cash and bank balances	17	3,905,295	195,444
47.2 Financial liabilities			
At amortised cost			
Current portion of long term financing	21	4,002,484	4,002,484
Loan from related parties	23	124,922	124,922
Lease liabilities	26	106,466	140,128
Trade payable	28	1,333,962	1,965,579
Interest / mark up accrued	29	4,648,357	1,457,718
Short term borrowing	30	17,793,259	17,861,957
		5,255	5,274

48 TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of associated companies, directors and key management personnel of the Company. Details of transactions with related parties during the year, other than those which have been disclosed elsewhere in these financial statements are as follows:

Name of related party	Relationship	Transactions during the year	2025	2024
Transaction with directors			---- (Rupees in '000') ----	
Mr. Abbas Akberali	Director	Payment of interest to related party	-	17,485
Mr. Hadi Akberali	Director	Payment of interest to related party	-	25,506
Mr. Abbas Akberali	Director	Principal Repayment to related party	-	83,333
Mr. Hadi Akberali	Director	Principal Repayment to related party	-	62,196
Mr. Hadi Akberali	Director	Loan received from related party	-	142,118
Mr. Abbas Akberali	Director	Sale of bars	-	3,036
Transactions with associates				
Hobnob Bakeries	Associate	Entertainment expense	910	975
Hobnob Bakeries	Associate	Sale of fixed assets	2,600	-
Hunar Foundation	Associate	Donation	-	1,524
Transactions with shareholder				
Ms. Salsabil Akberali	Shareholder	Payment of rent and security deposit of rented office	21,299	9,447

48.1.1 Following are the related parties with whom the Company had entered into transactions or have arrangement / agreement in place:

S.No	Company Name	Basis of association	Aggregate % of shareholding	
1	Paramount Steel Company	Associate (common directorship)	-	
2	Hobnob Bakeries	Associate (common directorship)	-	
3	Amreli Holding (Pvt.) Ltd	Associate (common directorship)	-	
4	Hi-Tech Special Economic Zone (Pvt.) Ltd	Associate (common directorship)	-	
5	The Hunar Foundation	Associate (common directorship)	-	
6	Amreli Global Enterprises (Private) Limited	Associate (common directorship)	-	
7	Amreli Foundation	Associate (common directorship)	-	
8	Ms. Salsabil Akberali	Shareholder	0.42%	
9	Mr. Hadi Akberali	Director	12.70%	
			2025	2024
Year end balances			---- (Rupees in '000') ----	
Loan from Mr. Hadi Akberali			124,922	124,922

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

48.1.2 None of the key management personnel had any arrangements with the Company other than the employment contract.

48.1.3 All the transactions with related parties are entered in accordance with the terms of agreement as approved by Board of Directors of the Company.

49 PLANT CAPACITY AND ACTUAL PRODUCTION

	2025	2024
	---- (Metric Ton) ----	
49.1 Billets		
Plant - name plate capacity	600,000	600,000
Available capacity	492,000	492,000
Actual production	70,515	167,043
49.2 Bars		
Plant - name plate capacity	605,000	605,000
Available capacity	605,000	605,000
Actual production	67,251	168,538

49.3 The variance in production is attributable to the unavailability of working capital due to limitations caused by ongoing restructuring which also resulted in temporary shutdown of Shershah rolling mill (refer note 2).

50 OPERATING SEGMENTS

These financial statements have been prepared on the basis of a single reportable segment. Total sales of the Company relating to customers in Pakistan were 98.28% during the year ended June 30, 2025 (June 30, 2024: 99.30%).

All non-current assets of the Company as at June 30, 2025 and 2024 are located in Pakistan.

Revenue from export sales represents 1.7% (June 30, 2024: 0.7%) of the total net revenue of the Company.

Sales to twenty major customers of the Company are around 13% during the year ended June 30, 2025 (June 30, 2024: 15%).

50.1 Geographical information

The Company's gross revenue from external customers by geographical location is detailed below:

	Note	2025	2024
		---- (Rupees in '000') ----	
Domestic sales	32	18,722,610	45,667,530
Export sales	32	276,963	270,430
		18,999,573	45,937,960

50.1.1 Region wise export sales are as under:

Indonesia	42,456	132,584
China	185,058	137,846
Thailand	49,449	-
	276,963	270,430

51 NUMBER OF EMPLOYEES

The total number of employees and average number of employees at year end and during the year respectively are as follows:

	----- (Number) -----	
Total number of employees' as at June 30	345	662
Average number of employees' during the year	394	727

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

52 SHARIAH COMPLIANT DISCLOSURE

2025

2024

--- (Rupees in '000') ---

The total number of employees and average number of employees at year end and during the year respectively are as follows:

Statement of Financial Position

Shariah complaint

Long-term borrowing	1,494,910	1,658,138
Short-term borrowing	5,535,154	6,478,974
Accrued profit	1,486,372	508,742
Investment	14,289	14,289
Bank balances	1,756	104,031

Non-Shariah complaint

Accrued interest	3,161,985	948,977
------------------	-----------	---------

Statement of comprehensive income

Shariah complaint income

Revenue earned business	16,082,614	38,775,737
Profit earned from banks	1,530	1,825
Gain on disposal of property, plant & equipment	361,842	-
Scrap sales	4,282	1,330

Non-Shariah complaint income

Profit earned from banks	171,863	-
Gain on termination of lease	46,283	-

Relationship with Shariah-compliant financial institutions

Islamic banks

The Company has facilities with Islamic Banks for short-term and long-term amounting to Rs. 7,700 million and Rs. 2,430 million, respectively.

Takaful Operator

The Company has Takaful relationship with Salaam Takaful Limited.

53 SUBSEQUENT EVENT

Subsequent to the reporting date, the Board of Directors of the Company, in its meeting held on September 24, 2025, approved the rescheduling and restructuring of the Company's overall financing facilities aggregating up to PKR 22.6 billion, availed from various banks and financial institutions (the "Financiers") and conversion of short term loan of Rs. 11 billion into long term facilities (conventional and Islamic). The Board also approved the terms sheet, the Master Restructuring Agreement (MRA), the Master Collection Agreement, and related ancillary documentation that is being agreed upon between the Company and the Financiers.

54 GENERAL

54.1 Figures have been rounded off to the nearest thousand, unless otherwise stated.

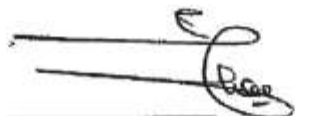
54.2 Corresponding figures have been reclassified wherever necessary to reflect more appropriate presentation of events and transactions for the purpose of comparison and better presentation.

55 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on 24 September 2025 by the Board of Directors of the Company.



Chief Executive Officer



Director



Chief Financial Officer





OTHER INFORMATION

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E-DIVIDEND MANDATE FORM

Mandatory Credit of Dividend into Bank Account

To: _____

Date: _____

The undersigned being member of **AMRELI STEELS LIMITED** (the Company), hereby authorize the Company that all my cash dividend amounts declared by the Company, from time to time, be credited into the bank account as per following details:

(i) Shareholder's Details	
Name of the shareholder	
Folio No. / CDC Participants ID & Sub Acc. No./CDC IAS Account	
CNIC/NICOP No. (Please attach copy)	
Passport No.[in case of Foreign Shareholder] (Please attach copy)	
Landline Phone No.	
Cellphone No.	
Email Address.	
(ii) Shareholder's Bank Details	
Title of Bank Account	
Bank Account Number	
Bank's Name	
Branch Name and Address	
International Bank Account Number (IBAN) (24 digit)	

It is stated that the above mentioned information is correct that I will intimate the change in the above mentioned information to the Company and the concerned Share Registrar as soon as these occur.

Signature of the member/shareholder
(Please affix company stamp in case of corporate entity)

NOTE:

1. Please provide complete IBAN after consultation with your bank branch. In case of any error or omission in IBAN, the Company will not be held responsible in any manner for any loss or delay in your cash dividend payment.
2. In case of physical shares, a duly filled-in e-Dividend Mandate Form shall be submitted with the Company's Share Registrar. While for shares held in CDC, E-Dividend Mandate Form shall be submitted directly to member's broker/participant/CDC as required by the Central Depository Company of Pakistan Limited vide its Circular No. 16 of 2017 issued on 31 August 2017.

**AFFIX
CORRECT
POSTAGE**

The Company Secretary
Amreli Steels Limited
A-18, S.I.T.E, Karachi, Pakistan
UAN: 111-267-354
Fax: +92-21-32587240, 38798328
URL: www.amrelisteels.com

Proxy Form

The Company Secretary
Amreli Steels Limited
A-18, S.I.T.E, Karachi.

I/We _____ S/o, W/o _____, Resident of _____ being member(s) of Amreli Steels Limited (the Company), holding _____ ordinary shares as per Registered Folio No. / CDC Participant ID No. _____ and Sub Account No. _____ hereby appoint _____ S/o, W/o _____ as my / our proxy to attend, act and vote on my / our behalf at the 41st Annual General Meeting of the Company to be held on 28th day of October 2025 and at any adjournment thereof.

Signed this _____ day of _____ 2025.

Affix
Revenue
Stamp

Signature of Shareholder

WITNESS:

-1)

Signature: _____

Name: _____

CNIC / Passport No. _____

Address: _____

-2)

Signature: _____

Name: _____

CNIC / Passport No. _____

Address: _____

NOTE:

1. The proxy form, duly completed and signed, must be received at the Registered Office of the Company, A-18, S.I.T.E. Karachi, not less than 48 hours before the time of holding the meeting.
2. All members are entitled to attend and vote at the Meeting.
3. If a member appoints more than one proxy for the annual general meeting and more than one instruments of proxy are deposited by the member with the Company, all such instruments of proxy shall be rendered invalid.
4. Members are requested to notify any changes in their address immediately.

**AFFIX
CORRECT
POSTAGE**

The Company Secretary
Amreli Steels Limited
A-18, S.I.T.E, Karachi, Pakistan
UAN: 111-267-354
Fax: +92-21-32587240, 38798328
URL: www.amrelisteels.com

پراکسی فارم

کمپنی سیکریٹری
امریلی اسٹیلو لمیٹڈ
A-18، سائٹ، کراچی۔

میں / ہم _____ ولد / زوجہ _____ سکینہ / ساکنان _____ بطور ممبر
(ممبران) امریلی اسٹیلو لمیٹڈ حامل / حاملین _____ عام حصص بحوالہ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر _____
اور ذیلی اکاؤنٹ نمبر _____ بذریعہ ہذا جناب / محترمہ _____ سکینہ / ساکنان _____
کو اپنا / ہمارا پراکسی مقرر کرتا / کرتی ہوں / کرتے ہیں تاکہ وہ میری / ہماری جانب سے کمپنی کے آئٹالیو سواں (41st) سالانہ اجلاس عام میں شرکت کرے اور حق رائے دہی کا استعمال کرے، یا مزکورہ اجلاس منسوخ ہونے کی صورت میں اس کی جگہ ہونے والے دیگر اجلاس میں شریک ہو۔

دستخط شدہ بروز _____ مورخہ _____ 2025۔

ریونیو ممبر یہاں چسپاں کریں

دستخط حامل / حاملین حصص

گواہ نمبر 1

دستخط:

نام:

قومی شناختی کارڈ / پاسپورٹ نمبر:

پتہ:

گواہ نمبر 2

دستخط:

نام:

قومی شناختی کارڈ / پاسپورٹ نمبر:

پتہ:

اہم نکات:

- 1۔ باقاعدہ پر شدہ اور دستخط شدہ پراکسی فارم کمپنی کے رجسٹرڈ دفتر A-18 سائٹ کراچی میں اجلاس منعقد ہونے سے کم از کم 48 گھنٹے قبل موصول ہو جانے چاہئیں۔
- 2۔ تمام ممبران اجلاس میں شرکت کرنے اور ووٹ ڈالنے کا استحقاق رکھتے ہیں۔
- 3۔ اگر کسی ممبر کی جانب سے سالانہ اجلاس عام میں شرکت کیلئے ایک سے زائد پراکسی کا انتخاب کیا جاتا ہے اور اس سلسلے میں ایک سے زائد پراکسی فارم کمپنی کے پاس جمع کر دئے جاتے ہیں تو ایسے تمام فارم مسترد کر دیے جائیں گے۔
- 4۔ اگر ممبران کے پتے میں کسی بھی قسم کی کوئی تبدیلی واقع ہوئی ہے تو اس سے فوری طور پر مطلع کریں۔

ریونیومہر یہاں
چسپاں کریں

کمپنی سیکریٹری
امریلی اسٹیلز لمیٹڈ
A-18، سائٹ کراچی

UAN:111-(AMRELI)267354
www.amrelisteels.com

STANDARD REQUEST LETTER FOR HARD COPY OF AMRELI STEELS LIMITED ANNUAL REPORT

Date: _____

The Share Registrar
Amreli Steels Limited
THK Associates (Pvt.) Limited
Plot No.32-C, Jami Commercial Street-2
D.H.A, Phase-VII, Karachi.
Email: sfc@thk.com.pk

Subject: Request for Hard Copy of Annual Report of Amreli Steels Limited (the "Company")

Dear Sir,

As notified by the Securities and Exchange Commission of Pakistan ["SECP"] vide its S.R.O. 389(I)/2023 dated 21 March 2023 allowed the Companies to transmit annual audited financial statements/ notice of general meeting(s)/ annual report to the members for future years commencing from the financial year 2023 through QR enabled code and weblink instead of transmitting the same through CD/DVD/USB, at their registered addresses, except for those who opt for a hardcopy of the Annual Audited Accounts by filling out the details below and sending it to the Company's share registrar and Company Secretary.

I, being a registered member of Amreli Steels Limited, with my particulars as mentioned below, hereby request that my name be added to the list of members of the Company who opt for delivery of a hardcopy of the Annual Audited Accounts of the Company at their registered addresses instead of providing the same through QR enabled code and weblink on registered email.

Name of Member(s)	
CDC Participant ID & Sub-Account No.	
CNIC/NICOP/Passport/NTN No.(please attach copy)	
Address of Shareholder	
Land Line Telephone No. (if any)	
Cell No. (if any)	
Email Address	

Yours truly,

Member's Signature (Please affix company stamp in case of corporate entity)

Copy to:
The Company Secretary
Amreli Steels Limited
A-18, S.I.T.E.,
Karachi
Email: investor-relations@amrelisteels.com



 sales@amrelisteels.com  www.amrelisteels.com  021-111-267354 (AMRELI)