Ghani Global Group

Faith

Experience

Innovation

Growth

ANNUAL REPORT 2025

Ghani Chemical Industries Limited

Manufacturers of Medical / Industrial Gases & Chemicals

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BOARD OF DIRECTORS
Masroor Ahmad Khan, Chairman
Hafiz Farooq Ahmad, Chief Executive Officer
Atique Ahmad Khan
Rabia Atique
Muhammad Hanif
Hafiz Imran Lateef
Shiekh Muhammad Saleem Ahsan

BOARD COMMITTEES

Audit & Risk Management Committee
Shiekh Muhammad Saleem Ahsan, Chairman
Masroor Ahmad Khan
Rabia Atique

HR&R and Compensation Committee
Hafiz Imran Lateef, Chairman
Rabia Atique
Hafiz Farooq Ahmad
Muhammad Hanif

Nomination Committee
Hafiz Imran Lateef, Chairman
Atique Ahmad Khan
Hafiz Farooq Ahmad

MANAGEMENT TEAM
Asim Mahmud, Director Finance / CFO
Farzand Ali, GM Corporate / Company Secretary
Syed Sibtul Hassan Gilani, GM Procurement
Bilal Butt, GM Sales & Marketing
Abid Ameen Head of Plants

EXTERNAL AUDITORS
ShineWing Hameed Chaudhri & Co., Chartered Accountants

SHARIAH ADVISOR (SUKUK)
Al Halal Shariah Advisors (Private) Limited

LEGAL ADVISOR
Asif Mahmood Khan, Advocate
DSK Law Firm, Lahore.

CREDIT RATING
Long term rating A
Short term rating A1
(by The Pakistan Credit Rating Agency Limited)

BANKERS
Albaraka Bank Pakistan Limited
Allied Bank Limited
Askari Bank Limited
Bank Alfalah Limited
Bank Al Habib Limited
Bank Islami (Pakistan) Limited
Dubai Islamic Bank Limited
Faysal Bank Limited
Habib Bank Limited
Habib Metro Bank Limited
JS Bank Limited
Meezan Bank Limited
National Bank of Pakistan
Soneri Bank Limtied
The Bank of Punjab
The Bank of Khyber

REGISTERED/CORPORATE OFFICE
10-N, Model Town Ext, Lahore.
UAN: 111 GHANI 1 (442-641)
Fax: (092) 042-35160393
E-mail: info.gases@ghaniglobal.com
Website: www.ghaniglobal.com

REGIONAL MARKETING OFFICE
C-7/A, Block F, Gulshan-e-Jamal
Rashid Minhas Road, Karachi.
Ph: 021-34572150

MANUFACTURING PLANTS
- Phool Nagar, Tehsil Pattoki.
  Distt. Kasur, Punjab.
- Eastern Industrial Zone, Port Qasim,
  Karachi, Sindh.
- Hattar Special Economic Zone,
  Distt. Haripur, KPK.

SHARE REGISTRAR
Corplink (Private) Limited
Wings Arcade, 1-K Commercial,
Model Town, Lahore-Pakistan.
Tell: 042-35916714

VISION

- Ghani Chemical Industries Limited is committed to quality, service, value and honesty, with dedication to provide the very best products of glass and to serve the health care industry particularly and greater community at large.

- Ghani Chemical Industries Limited believes in faith, experience, innovation and growth, and will strive to strengthen all employees, customers and business peers.

- Ghani Chemical Industries Limited always seek to cultivate trust and reputation in all business relationships, both large and small.

MISSION

- Ghani Chemical Industries Limited strive to achieve market leadership through technological edge, distinguished by quality and customer satisfaction, and emphasis on employee's welfare and ensure adequate return to shareholders.

- GCIL further wish to contribute to the development of healthcare, Environment, economy and country through harmonized endeavor.

CORPORATE SOCIAL RESPONSIBILITY

As Corporate Citizen, We/GCIL!

- Ensure that the business values and policies are aligned in such a way that it strikes a balance between improving and developing the wealth of business and contributing for betterment of society in an effective manner.
- Endeavor to assume an even greater responsibility towards our society and stakeholders, including employees, their families and our business partners etc.
- Believe that the Corporate Social Responsibility is primarily about conducting business in a transparent and ethical way that not only enhances value for all of our stakeholders but also supports the events that enhance the wellbeing of the community.
- Ensure that corporate social responsibilities and guidelines for corporate governance are steps in the right direction.
- Endeavor that customer relation management is a strategic business philosophy and processes are rooted through ethical practices.
- Support a clean environment and motivates its customers for this cause.
- Try our level best that business activities of customer must be environment-friendly and not be hazardous to that Society.

Safety Health Environment Quality

SHEQ

Ghani Chemical Industries cares for the employees, customers and general public and is committed to providing a safe and injury free workplace.

Ghani Chemical Industries endeavors to carry out activities in a manner which:

- Complies strictly with all the SHEQ legislations and regulations,
- Involves all personnel in a system of shared responsibility for safe operation,
- Looks for continuous improvement in the workplace through the application of best safety & quality practices,
- Contributes to the permanent improvement of operational efficiency and customers' satisfaction through a risk management program to protect our people, assets and business viability.

"We endeavor to achieve our objective of zero accidents."

CUSTOMER'S SATISFACTION

- High quality customer service is an integral part of GCIL's philosophy. It is our constant endeavor to provide exclusive service with wider accessibility.
- Besides "Safety", our corporate slogan is "Customer First". We always lay emphasis upon providing in the best quality service to our customers.
- We continuously develop and improve customer - service oriented culture within GCIL. Knowing our customers and their need is the key to our business success.
- Our team of professionals are well-equipped and well-trained to provide the most efficient and personalized service to our customers.
- It is incumbent upon the company and the management to ensure safe delivery of product to customers and that all the employees, customers and visitors coming to the site(s), go back to their families in safe condition.
- All the safety programmes, in-house and at customer's premises, have been installed to ensure continuity in programmes.
- A team of safety engineers is on board which ensures that all the safety aspects including human, machines, buildings, vehicles tankers and storage are met and taken care of.

Customer First

BRIEF HISTORY

MAY 2009	Setup 1st 110 TPD ASU Plant for manufacturing of Medical and Industrial Gases near Lahore.
OCTOBER 2010	ISO - 9001-2008 Certification
MARCH 2014	Setup 2nd 110 TPD ASU Plant for manufacturing of Medical and Industrial Gases at Port Qasim, Karachi.
AUGUST 2015	ISO - 14001-2004 Certification
JULY 2019	Transfer of entire manufacturing undertakings and business from Ghani Gases Limited to Ghani Chemical Industries Limited, as a result of merger scheme approved by the Honourable Lahore High Court.
DECEMBER 2019	Setup 3rd 110 TPD ASU Plant for manufacturing of Medical and Industrial Gases near Lahore.
AUGUST 2020	Signing of long term agreement with Attock Refinery Limited for supply of Liquid Nitrogen for a period of 05 years.
NOVEMBER 2020	Signing of long term agreement with Engro Polymer & Chemicals Limited for supply of Oxygen and Nitrogen gases for a period of 15 years.
MARCH 2021	FSSC 22000 Food Safety System Certification
APRIL 2021	ISO 45001-2018 Occupational Health and Safety Management System Certification
OCTOBER 2021	PS 4992:2010 Halal Certification
MARCH 2022	Appreciation letter issued by National Command and Operation Center (NCOC) for contributions by the Company for the national effort against COVID-19.
JULY 2022	Setup of 4th 100 TPD ASU Plant for manufacturing of Medical and Industrial gases at Port Qasim, Karachi.
OCTOBER 2022	Transfer of G3 Technologies Limited with and into Ghani Chemical Industries Limited, as a result of merger scheme approved by the Honourable Lahore High Court.
NOVEMBER 2022	Listing of Ghani Chemical Industries Limited at Pakistan Stock Exchange Limited.
FEBRUARY 2025	Carve out Calcium Carbide project located at Hattar Special Economic Zone to Ghani ChemWorld Limited (an associated company) under demerger / merger scheme sanctioned by the Honorable Lahore High Court, Lahore.
APRIL 2025	Setup of 5th 275 TPD ASU Plant for manufacturing of Medical and Industrial gases at Hattar Special Economic Zone.

CUSTOMER SEGMENTS

Oil & Gas

Light & Medium Engineering Works

Chemical & Fertilizer

Research and Analysis

Ship Breaking & Scrap Cutting

Environment

Pharmaceutical

Merchandise Market

Health Care

Glass

Food & Beverage

Refineries

Metal Fabrication

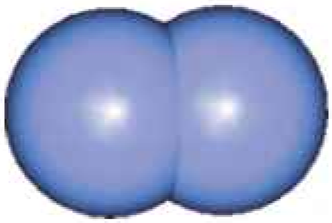
Pulp & Paper

Steel & Iron Mills

Livestock

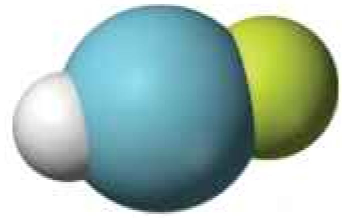
GCIL! A Good solution for every situation...

PRODUCTS & SERVICES



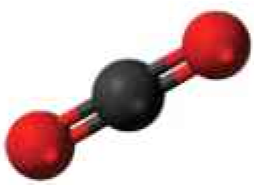
Liquid Oxygen

Liquid Nitrogen



Liquid Argon

Liquid Helium



Liquid CO_2

Dissolve Acetylene

Ethylene Ripener

Pain Relief Mixture

Industrial Gases Pipeline

Industrial Cryogenic / Gases Cylinders

Calcium Carbide

Liquid Medical Oxygen

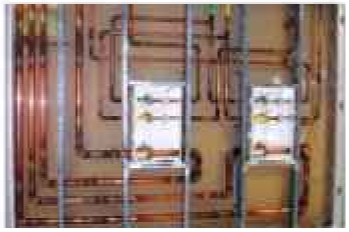
Compressed Medical Oxygen

Liquid Medical Cryogenic / Gases Cylinders

Nitrous Oxide

Helium

Oxygen Therapy Equipment



Medical Gas Pipeline

Gas Handling Equipment

Gas Manifold

Gas Outlet Points

Aviation Oxygen

Gas Regulator

Compressed Air

Compressed Argon

Compressed Acetylene

Compressed Nitrogen

Compressed Oxygen

CO_2 Mixture

High Purity Gases

Lab Mixture Gas

Lamp Mixture Gas

Argon Mixture Gas

Co_2 Mig Wire

CORE VALUES

Integrity

Sharia Compliance

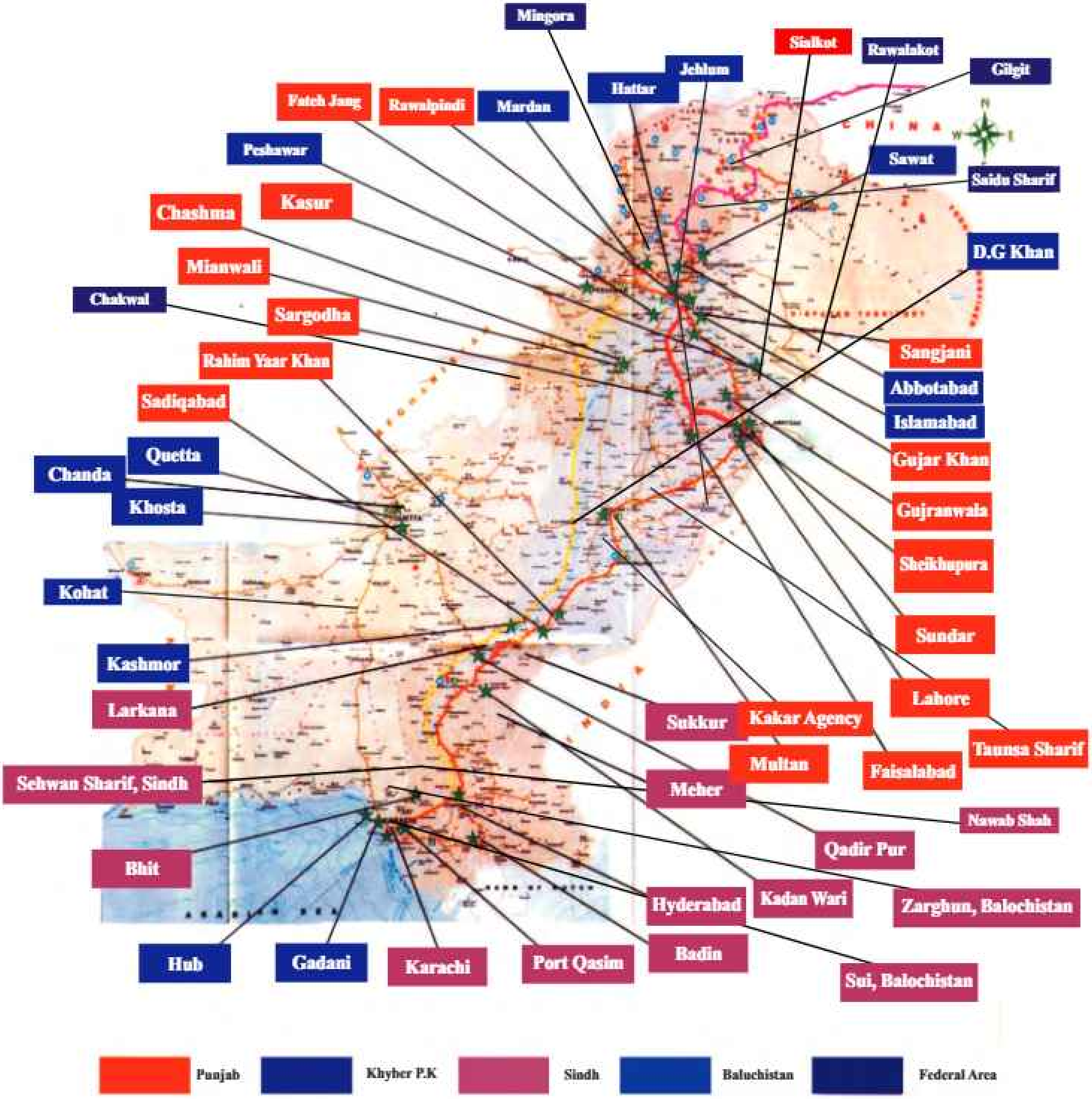
Customer Satisfaction

Excellence

SHEQ

Professionalism

GEOGRAPHICAL PRESENCE



Manufacturing Plants: ■ Punjab ■ Sindh ■ Khyber PK

We are! Where our customers are

MEMBERSHIPS / CERTIFICATIONS

Memberships

- KCCI - Karachi Chamber of Commerce & Industry
- LCCI - Lahore Chamber of Commerce & Industry
- HCCI - Haripur Chamber of Commerce & Industry
- BQATI - Bin Qasim Association of Trade & Industry
- PCMA - Pakistan Chemical Manufacturer Association

Certifications

ISO 9001: 2015	Quality Management System
ISO 14001: 2015	Environmental Management System
ISO 45001:2018	Occupational Health and Safety Management System
PS 4992: 2010	Halal Certification
FSSC 22000	Food Safety System Certification

FINANCIAL HIGHLIGHTS

(Rs. in '000')

	2025	2024	2023	2022	2021
Operating Perforamance					
Sales	8,739,189	6,394,859	5,111,123	4,781,791	4,350,558
Gross profit	3,412,030	1,612,511	1,459,838	1,746,672	1,657,115
Operating profit	3,091,724	1,673,850	1,306,021	1,390,694	1,175,011
Other income	392,322	551,108	330,935	211,830	55,092
Profit before tax	2,636,892	1,284,483	931,639	1,163,912	966,746
Profit after tax	2,016,195	785,807	507,891	812,426	691,149
Total Comprehensive Income	2,016,195	1,023,616	1,005,169	2,199,944	691,149
Earning per share (EPS)	3.92	1.58	1.06	2.26	2.28
Balance Sheet					
				Restated	
Share capital	5,704,519	5,001,879	5,001,879	4,347,163	1,535,250
Accumulated profits/reserves	3,458,855	3,952,597	3,828,079	3,257,626	1,377,161
Non-current assets	10,059,846	11,204,705	7,777,715	6,351,335	4,198,105
Current assets	6,188,110	5,675,932	5,349,908	4,405,441	1,792,056
Non-current liabilities	2,316,757	3,349,384	1,987,754	1,425,030	1,344,090
Current liabilities	4,727,825	3,677,679	2,309,911	2,405,836	1,733,585
Right issue	-	-	-	6.51%	33.5%
Bonus issue	-	-	10%	120%	-
Cash dividend	6%	-	-	-	-

Note: During April 2025, the shareholders of the Company (Ghani Chemical Industries Limited/GCIL) received shares of Ghani ChemWorld Limited (GCWL) in the ratio of 1:2 (50 shares of GCWL against every 100 shares of GCIL) as per the Demerger/Merger Scheme approved by the Honourable Lahore High Court vide its order dated February 20, 2025.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 10th Annual General Meeting (AGM) of Ghani Chemical Industries Limited (the Company/GCIL) will be held on Tuesday, 28 October 2025, at 10:30 AM, at the registered office of the Company, located at 10-N, Model Town Ext., Lahore, to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and approve the Annual Audited Accounts of the Company for the year ending June 30, 2025, together with Directors' and Auditors ' Reports thereon.

   In accordance with Section 223 of the Companies Act 2017 and pursuant to S.R.O. 389(I)/2023 dated 21 March 2023, the Company's financial statements have been uploaded to the company's website, where they can be downloaded via the provided weblink and QR-enabled code.

   https://www.ghaniglobal.com/annual-reports/

2. To appoint auditors of the Company for the year ending 30 June 2026 and to determine their remuneration. The retiring auditors, M/S ShineWing Hameed Chaudhri & Co., Chartered Accountants, being eligible, have offered themselves for reappointment.

3. To elect seven (07) directors as fixed by the board under the provisions of the Companies Act, 2017, for a term of three years beginning on 31 October 2025.

   The names of retiring directors are as follows:

1.	Mr. Masroor Ahmad Khan	2.	Mr. Atique Ahmad Khan
3.	Mr. Hafiz Farooq Ahmad	4.	Mrs. Rabia Atique
5.	Mr. Hafiz Imran Lateef	6.	Mr. Sheikh Muhammad Saleem Ahsan
7.	Mr. Muhammad Hanif		

4. Any other business with permission of the Chair.

SPECIAL BUSINESS

5. To consider and, if deemed appropriate, to increase the investment from Rs. 200 million to Rs. 300 million in Ghani Global Holdings Limited (GGL/the Holding Company) by passing the special resolution with or without modifications under section 199 of the Companies Act, 2017, as annexed with the statement under section 134(3) of the Companies Act, 2017.

6. To consider, and if deemed appropriate, to increase the investment from Rs. 1,300 million to Rs. 1500 million in Ghani Global Glass Limited (GGGL/associated Company) by passing the special resolution with or without modifications under section 199 of the Companies Act, 2017, as annexed with a statement under section 134(3) of the Companies Act, 2017.

7. To consider, and if deemed appropriate to enhance the investment from Rs. 1,500 million to Rs. 2,000 million in Ghani ChemWorld Limited (GCWL/associated Company) by passing the special resolution with or without modifications under section 199 of the Companies Act, 2017, as annexed with the statement under section 134(3) of the Companies Act, 2017.

8. To approve the issuance of cross corporate guarantee of Rs. 1,000 million for Ghani ChemWorld Limited (GCWL) being associated company to the bank(s) for financing facility by passing the resolution as special resolutions under section 199 of the Companies Act, 2017 as proposed in the Statement under section 134(3) of the Companies Act 2017 annexed to the notice of AGM.

9. To consider and if deemed fit, to approve disinvest the investment of 50,000 ordinary shares of Rs. 10/- each from its associated company namely, Ghani ChemWorld Limited (GCWL) at some appropriate price not less than par value of shares, by passing special resolution with or without modification(s), addition(s) or deletion(s) under section 183(3) of the Companies Act, 2017, as annexed with statement under section 134(3) of the Companies Act, 2017.

10. To consider and, if deemed appropriate, to replace the existing Employees Stock Option Scheme (ESOS) by passing the special resolution as proposed in the statement under section 134 (3) of the Companies Act, 2017.

By order of the Board

FARZAND ALI
Company Secretary

Place: **Lahore**
Dated: **October 06, 2025**

Notes:

1. **BOOK CLOSURE**

The share transfer books of the Company will remain closed, and no transfers of shares will be accepted for registration from Tuesday, 21 October 2025, to Tuesday, 28 October 2025 (both days inclusive). Transfer received in order at the office of the share registrar

M/S CORPLINK (PRIVATE) LIMITED
WINGS ARCADE, 1 - K, COMMERCIAL MODEL TOWN, LAHORE
TEL: +92 42 35916714, +92 42 35916719, Email: shares@corplink.com.pk

at the close of business on Monday, 20 October 2025, will be considered in time for attendance at the AGM.

2. **ELECTION OF DIRECTORS**

Any person seeking to contest the election shall, whether he or she is a retiring director or otherwise, submit his or her nomination along with all required documents (under Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulation, 2019) for election, duly signed by the member or members making the nomination or by their duly authorized representative, to the Company at its registered office, 10-N, Model Town Extension, Lahore. This must be received at least fourteen (14) clear days before the meeting date.

3. **ATTENDANCE OF MEETING**

A member entitled to attend, speak, and vote at the AGM may appoint a proxy to attend, speak, and vote on their behalf.

Proxies, to be effective, must be properly signed, filled out, and witnessed, then deposited at the company's registered office along with certified copies of a valid computerised National Identity Card (CNIC) or passport at least 48 hours before the meeting.

CDC Account Holders must adhere to the guidelines outlined in Circular No. 1 dated 26 January 2000 issued by the SECP for attending the meeting.

Attendance at the meeting shall be upon production of the original CNIC or passport.

The Securities and Exchange Commission of Pakistan (SECP) has advised, via circular No. 4 of 2021 dated 15 February, to facilitate members' participation through electronic means. Members may attend the AGM via Video Link. To participate in the meeting via Video Link, members and their proxies are requested to register by providing the following information via email at agmgcil25@ghaniglobal.com by 21 October 2025:

Full Name	Folio/CDC No.	Company Name	CNIC Number	Registered Email Address	Cell Number

Video link details and login credentials will be shared with members whose registered emails, containing all the necessary particulars, are received on or before Tuesday, 21 October 2025.

Shareholders can also submit their comments and questions regarding the AGM agenda items by email at agmgcil25@ghaniglobal.com.

4. CONVERSION OF PHYSICAL SHARES INTO THE BOOK ENTRY FORM

The SECP, through its letter No. CSD/ED/Misc/2016- 639-640 dated 26 March 2016, has advised listed companies to comply with the provisions of Section 72 of the Companies Act, 2017, by converting their issued physical shares into a book entry form.

Members of the Company holding physical folios or share certificates are requested to convert their shares from physical form to book-entry form as soon as possible. For further information and assistance, Members may contact our Share Registrar, M/s. Digital Custodian Company Limited.

5. AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON THE COMPANY'S WEBSITE:

The audited financial statements of the Company for the year ended 30 June 2025 have been made available on the Company's website www.ghaniglobal.com/ghanichemicals.

Notwithstanding the above, the Company shall provide hard copies of the audited financial statements to any Member upon their request, sent to their registered address, free of charge, within one (1) week of receipt of such request.

6. CHANGE IN ADDRESS AND CNIC

Members are requested to notify or submit the following information and documents, in case of book entry securities in CDS to their respective participants and in case of physical shares to the registrar of the Company, by quoting their folio numbers and the name of the Company at the address of the Company's Share Registrar mentioned below, if not previously notified or submitted.

- Change in their address, if any
- Members who have not yet submitted an attested photocopy of their valid CNIC are requested to do so directly to the Company's Share Registrar.

7. POSTAL BALLOT/E-VOTING:

In accordance with the Companies (Postal Ballot) Resolutions, 2018 ("the Regulations"), the members of the Company have the right to vote via electronic voting and/or postal voting, on the Election of Directors and Special Businesses at the upcoming AGM, subject to the requirements and conditions set out in the stated Regulations.

The Board of Directors of the Company has appointed M/s. Digital Custodian Company Limited, as the Service Provider for e-voting and M/s. Nasir Jamil & Co. Chartered Accountants, as Scrutinizer for the voting process under the Companies (Postal Ballot) Regulations, 2018 (the Regulations), to vote via electronic voting and postal voting for agenda items No. 3, 5, 6,7,8, and 9 of the meeting. Both the above (Service Provider & Scrutinizer) fulfil all the eligibility criteria as laid down by the Regulations and have the necessary knowledge and experience.

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

The statement outlines the material facts relating to the special business items to be transacted at the Annual General Meeting of the Company scheduled for Tuesday, 28 October 2025.

Agenda Item No. 5

The Board of Directors of Ghani Chemical Industries Limited (GCIL/the Company) has proposed to enhance the investment in Ghani Global Holdings Limited (GGL/the Holding Company).

The shareholders of GCIL have already accorded approval to invest Rs.200 million in GGL in their Annual General Meeting held on October 26, 2024. Now, at the request of the holding company (GGL) to extend its financing limits for protection against increased trading activities, the Board of Directors of GCIL has recommended increasing the investment from Rs. 200 million to Rs. 300 million in GGL through long-term loans and advances, subject to the other terms and conditions specified in the statement under Section 134(3) of the Companies Act, 2017."

The following resolutions are proposed to be passed as Special Resolutions:

RESOLVED THAT approval of the investment in Ghani Global Holdings Limited (GGL/the Holding Company) by the shareholders of the Company (Ghani Chemical Industries Limited/GCIL) under section 199 of the Companies Act, 2017, be and is hereby granted to increase from Rs. 200 million to Rs. 300 million (Rupees Three Hundred Million) through long-term loans and advances, subject to the other terms and conditions specified in the statement under Section 134(3) of the Companies Act, 2017.

"FURTHER RESOLVED THAT the resolutions as mentioned above shall be valid for a period of three years from the date of approval by the shareholders, and that the Chief Executive Officer and/or Company Secretary of the Company are hereby singly authorized to undertake the decision of the said investment as and when required. They are also empowered to take all necessary, incidental, and ancillary steps and actions, including executing any documents and agreements that may be necessary in this regard, and to perform all acts, matters, deeds, and things as may be necessary or expedient for implementing the resolutions mentioned above."

Agenda Item No. 6

The Board of Directors of Ghani Chemical Industries Limited (GCIL/the Company) has proposed to enhance the investment in Ghani Global Glass Limited (GGGL/associated Company). The shareholders of GCIL have already accorded approval to invest Rs. 1,300 million in GGGL in their AGM held on October 26, 2024. Now, upon request of the GGGL the Board of Directors of GCIL has recommended to enhance the investment from Rs.1,300 million to Rs. 1,500 million in GGGL by way of long term loans and advances, subject to the other terms and conditions specified in the statement under Section 134(3) of the Companies Act, 2017.

The following resolutions are proposed to be passed as Special Resolutions:

"RESOLVED THAT approval of investment in Ghani Global Glass Limited (GGGL/associated Company) by shareholders of the Company (Ghani Chemical Industries Limited/GCIL) under section 199 of the Companies Act, 2017 be and is hereby accorded to enhance from Rs.1,300 million to Rs.1,500 million (Rupees Fifteen Hundred Million) by way of long term loans and advances as per terms and conditions mentioned in the statement under section 134(3) of the Companies Act, 2017."

"FURTHER RESOLVED THAT the resolutions as mentioned above shall be valid for a period of three years from the date of approval by the shareholders, and that the Chief Executive Officer and/or Company Secretary of the Company are hereby singly authorized to undertake the decision of the said investment as and when required. They are also empowered to take all necessary, incidental, and ancillary steps and actions, including executing any documents and agreements that may be necessary in this regard, and to perform all acts, matters, deeds, and things as may be necessary or expedient for implementing the resolutions mentioned above."

Agenda Item No. 7

The Board of Directors of Ghani Chemical Industries Limited (GCIL/the Company) has proposed to enhance the investment in Ghani ChemWorld Limited (GCWL/associated Company). The shareholders of GCIL have already accorded approval to invest Rs. 1,500 million in GCWL in their EOGM held on 12 April 2025. Now, upon request of the GCWL the Board of Directors of GCIL has recommended to enhance the investment from Rs.1,500 million to Rs. 2,000 million in GCWL by way of long term loans and advances, subject to the other terms and conditions specified in the statement under Section 134(3) of the Companies Act, 2017.

The following resolutions are proposed to be passed as Special Resolutions:

> **"RESOLVED THAT** approval of investment in Ghani ChemWorld Limited (GCWL/associated Company) by shareholders of the Company (Ghani Chemical Industries Limited/GCIL) under section 199 of the Companies Act, 2017 be and is hereby accorded to enhance from Rs.1,500 million to Rs.2,000 million (Rupees two thousand Million) by way of long term loans and advances as per terms and conditions mentioned in the statement under section 134(3) of the Companies Act, 2017."
>
> **"FURTHER RESOLVED THAT** the resolutions as mentioned above shall be valid for a period of three years from the date of approval by the shareholders, and that the Chief Executive Officer and/or Company Secretary of the Company are hereby singly authorized to undertake the decision of the said investment as and when required. They are also empowered to take all necessary, incidental, and ancillary steps and actions, including executing any documents and agreements that may be necessary in this regard, and to perform all acts, matters, deeds, and things as may be necessary or expedient for implementing the resolutions mentioned above."

Agenda Item No. 8

On the request of Ghani ChemWorld Limited (GCWL) an associated Company, the Board of Directors of the Company (Ghani Chemical Industries Limited) has proposed to issue the cross corporate guarantee up to Rs. 1,000 million to the bank(s) of GCWL for a maximum period of five years subject to approval by shareholders of the Company.

The following resolutions are proposed to be passed as Special Resolution under section 199 of the Companies Act, 2017.

> **RESOLVED that** pursuant to the requirements of Section 199 of the Companies Act, 2017, Ghani Chemical Industries Limited (the Company) be and is hereby authorized to issue cross corporate guarantee up to Rs. 1,000 million to the bank(s) for financing facility to its associated company named Ghani ChemWorld Limited, subject to terms and conditions mentioned in the statement under Section 134(3) of the Companies Act, 2017.
>
> **Further Resolved that** the Chief Executive and Company Secretary of the Company be and is hereby singly authorized to take any and/or all actions to implement and give effect to the above resolution and to complete any or all necessary required corporate and legal formalities for the purpose of implementation of the above resolution.

Agenda Item No. 9

Ghani ChemWorld Limited (GCWL) was incorporated under the Companies Act, 2017, as a Public Limited Company on 31 July 2024 (initially a wholly owned subsidiary of Ghani Chemical Industries Limited (GCIL/the Company)). In compliance with the Demerger/Merger Scheme approved by the Honorable Lahore High Court, the entire business and undertaking of the Calcium Carbide Project, including all assets, liabilities, and properties, have been transferred from GCIL to GCWL.

The Company currently holds an investment of 50,000 ordinary shares of Rs. 10/- each in GCWL. Due to this investment, the Company, under applicable laws, is required to comply with additional legal formalities regarding the attachment and publication of the consolidated accounts of GCWL with GCIL accounts. In view of the above, the Board of Directors of GCIL has considered it in the best interest of the Company and its members to divest the said investment to the directors of GCIL at the prevailing market price, but not less than the par value.

The following resolutions are proposed to be passed as Special Resolutions:

"**RESOLVED that** approval of shareholders of the Company (Ghani Chemical Industries Limited) be and hereby is hereby accorded to disinvest the investment of 50,000 ordinary shares of Rs. 10/- each from its associated company, namely, Ghani ChemWorld Limited (GCWL), to the directors of the Company at the prevailing market price, but not less than par value."

"**FURTHER RESOLVED THAT** Mr. Mahmood Ahmad, Independent Director and Mr. Farzand Ali, Company Secretary of the Company, be and are hereby jointly authorized and empowered to take all decisions and sign the documents for the purposes of carrying out the said disinvestment."

"**FURTHER RESOLVED THAT** the Company Secretary of the Company be and is hereby singly authorized to do all acts, deeds, matters and things, as may be deemed necessary, proper or expedient for the purpose of giving effect to the resolutions as mentioned above and for matters connected therewith or incidental thereto, and to take all necessary steps as required under the law or otherwise for filing/completion of disinvestment formalities."

Agenda Item No. 10

The shareholders of the Company (Ghani Chemical Industries Limited) approved the Employee Stock Option Scheme (the Scheme) under Section 83 & 83(A) of the Companies Act, 2017, in their Extra-Ordinary General Meeting held on December 20, 2022. However, due to certain reasons the Scheme could not be implemented. The board of directors of the Company has proposed to replace the existing Employee Stock Option Scheme, in accordance with the provisions of Chapter VI under regulation 7(v)(b) – Employee Stock Option Scheme under the Companies (Further Issue of Shares) Regulations, 2020.

The following resolutions are proposed to be passed as Special Resolution.

"**RESOLVED THAT** in supersession of the existing Employee Stock Option Scheme approved by the shareholders in Extra Ordinary General Meeting dated December 20, 2022, Employee Stock Option Scheme (the "Scheme") be and is hereby replaced in accordance with Section 83(A) of the Companies Act, 2017, and Chapter VI – Employee Stock Option Scheme under the Companies (Further Issue of Shares) Regulations, 2020 as per Annexure A".

"**FURTHER RESOLVED THAT** each of the Chief Executive Officer, the Chief Financial Officer, and the Company Secretary of the Company, acting singly, be and is hereby authorized to take all necessary steps and execute all necessary documents towards fulfillment of all legal and corporate requirements involved, as may be necessary or expedient for the purpose of fully giving effect to and implementing the letter, spirit and intent of the foregoing resolutions."

THE INFORMATION REQUIRED UNDER SRO 1240(1)/2017 DATED 06 DECEMBER 2017 IS AS FOLLOWS:

(a) DISCLOSURES:

(A) Regarding the associated company or associated undertaking

Requirement	Ghani Global Holdings Limited	Ghani Global Glass Limited	Ghani ChemWorld Limited
Name of the associated company	Ghani Global Holdings Limited (GGL).	Ghani Global Glass Limited (GGGL).	Ghani ChemWorld Limited (GCIL).
Basis of Relationship	Holding Company and Common Directorship.	Associated Company and Common Directorship.	Associated Company and Common Directorship.
Earnings/(Loss) per share for the last three years	2025: 0.426 2024: 0.069 2023: 0.046	2025: 1.26 2024: 0.60 2023: 0.42	2025: 1.45 2024: - 2023: -
Breakup value per share, based on latest audited financial statements	Rs. 11.18 as on June 30, 2025	Rs. 11.92 as on June 30, 2025	Rs. 14.07 as on June 30, 2025
Financial position, including main items of balance sheet and profit and loss account on the basis of its latest financial statements;	Unconsolidated Audited Financial Statements for the period ended June 30, 2025 showed: Profit & Loss: Rupees(000) Sales (net) 95,652 Gross profit 1,217 Admin Expenses 6,396 Other income 201,265 Finance Cost 12,001 Profit after Taxation 151,010 Financial Position: Assets 3,580,711 Current Assets 440,587	Audited Financial Statements for the period ended June 30, 2025 showed: Profit & Loss: Rupees(000) Sales (net) 2,931,918 Gross profit 773,332 Admin Expenses 93,746 Other income 95,826 Finance Cost 346,371 Profit after Taxation 300,230 Financial Position: Non-current Assets 3,120,993 Current Assets 3,067,296	Audited Financial Statements for the period ended June 30, 2025 showed: Profit & Loss: Rupees Sales (net) - Gross profit - Admin Expenses 12,919,128 Other income 2,346 Finance Cost - Profit after Taxation 75,387,663 Financial Position: Non-current Assets 3,878,043,600 Current Assets 805,456,735
	Total Assets 4,021,298	**Total Assets 6,188,290**	**Total Assets 4,683,500,335**
	paid up share capital 3,541,197 Revenue Reserve 421,163 Current liabilities 58,938	paid up share capital 2,400,000 Reserve 459,854 Non-current Liabilities 549,182 Current liabilities 2,779,254	paid up share capital 2,501,439,500 Merger Reserve 943,739,525 Accumulated profit 75,387,663 Non-current Liabilities 750,000,000 Current liabilities 412,933,647
	Equity and Liabilities 4,021,298	**Equity and Liabilities 6,188,290**	**Equity and Liabilities 4,683,500,335**

(B)General Disclosures:

Maximum amount of investment to be made	Rs. 300 million as long term loans and advances being increased from Rs. 200 million.	Rs. 1,500 million as long term loans and advances being increased from Rs. 1,300 million.	-Rs. 2,000 million as long term loans and advances being increased from Rs. 1,500 million. -Upto Rs. 1,000 million in shape of issuance of Cross Corporate Guarantee.
Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;	To earn profits on Company's funds	To earn profits on Company's funds	-To earn profits on Company's funds To meet the security requirements of Bank(s).
Sources of funds to be utilized for investment	Through internal sources, equity issue and/or other options are under planning.	Through internal sources, equity issue and/or other options are under planning.	Through internal sources, equity issue and/or other options are under planning.
salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment;	Agreement will be executed before extending the advances and loans in accordance with the terms and conditions, as approved by the shareholders.	Agreement will be executed before extending the advances and loans in accordance with the terms and conditions, as approved by the shareholders.	Agreement will be executed before extending the advances and loans in accordance with the terms and conditions, as approved by the shareholders.
direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	Shareholding position of the following directors and majority shareholders of Ghani ChemWorld Limited in its holding Company Ghani Global Holdings Limited (GGL) is as under: Names of Directors / Number of Shares / % -Mr. Masroor Ahmad Khan 54,176,839 15.29 -Mr. Atique Ahmad Khan 48,819,510 13.78 -Hafiz Farooq Ahmad 51,093,082 14.42 -Mrs. Rabia Atique 10,720,515 3.02 -Hafiz Imran Lateef – – -Sheikh M. Saleem Ahsan 15,670 0.04 -Mr. M. Hanif – – GCWL holds no shares in GGL. GCIL holds no shares in GGL. :	Shareholding position of the following directors and majority shareholders of Ghani ChemWorld Limited in its associated Company Ghani Global Glass Limited (GGGL) is as under: Names of Directors / Number of Shares / % -Mr. Masroor Ahmad Khan 2,400 0.001 -Mr. Atique Ahmad Khan 2,400 0.001 -Hafiz Farooq Ahmad 2,400 0.001 -Mrs. Rabia Atique 2,400 0.001 -Hafiz Imran Lateef – – -Sheikh M. Saleem Ahsan 35 0.000 -Mr. M. Hanif – – GCWL holds no shares in GGGL. GCIL holds no shares in GGGL.	Shareholding position of the following directors and majority shareholders of Ghani ChemWorld Limited in its holding Company Ghani Chemical Industries Limited (GCIL) is as under: Names of Directors / Number of Shares / % -Mr. Masroor Ahmad Khan 6,716 0.003 -Mr. Atique Ahmad Khan 6,716 0.003 -Hafiz Farooq Ahmad 18,267 0.007 -Mrs. Rabia Atique 6,164 0.002 -Hafiz Imran Lateef 251 0.000 -Sheikh M. Saleem Ahsan 7,624 0.003 -Mr. M. Hanif 50,000 0.02 GCIL holds 50,000 shares in GCWL.

	The Sponsoring directors of GGL hold the following shares in GCIL: Names of Directors | Number of Shares | % -Mr. Masroor Ahmad Khan | 1,797,832 | 0.31 -Mr. Atique Ahmad Khan | 1,797,832 | 0.31 -Mr. Umar Ahmad | 1,650,000 | 0.66 -Mrs. Saira Farooq | 5,929 | 0.002 -Mr. Mahmood Ahmad | 100 | 0.00 -Syed Sibtul Hassan Gilani | – | – -Sheikh M. Saleem Ahsan | 7,624 | 0.002	The Sponsoring directors of GGGL hold the following shares in GCIL: Names of Directors | Number of Shares | % -Mr. Atique Ahmad Khan | 1,797,832 | 0.31 -Hafiz Farooq Ahmad | 1,820,934 | 0.31 -Mr. Abdullah Ahmed | 1,650,000 | 0.66 -Mrs. Saima Shafi Rana | – | – -Syed Sibtul Hassan Gilani | – | – -Mr. Asim Mahmud | – | – -Sheikh M. Saleem Ahsan | 7,624 | 0.002	The Sponsoring directors of GCIL hold the following shares in GCIL: Names of Directors | Number of Shares | % -Mr. Masroor Ahmad Khan | 1,797,832 | 0.31 -Mr. Atique Ahmad Khan | 1,797,832 | 0.31 -Hafiz Farooq Ahmad | 1,820,934 | 0.31 -Mrs. Rabia Atique | 1,536,727 | 0.26 -Mrs. Saira Farooq | 1,536,727 | 0.26 -Hafiz Imran Lateef | 502 | 0.000 -Mahmood Ahmad | 221,000 | 0.03
In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs	The already approved investment by the shareholders of the Company in AGM held on October 26, 2024 by way of long term loans and advances for Rs. 200 million in Ghani Global Holdings Limited (GGL) be and is hereby modified and enhanced to Rs. 300 million by way of long term loans and advances as per terms and conditions mentioned in the annexed statement under section 134(3) of Companies Act, 2017. There has been no impairment or write offs in this regard. GCIL is already earning profits on the investment i.e. 2025: 11.23 million 2024: 10.18 million	The already approved investment by the shareholders of the Company in AGM held on October 26, 2024 by way of long term loans and advances for Rs. 1,300 million in Ghani Global Glass Limited (GGGL) be and is hereby modified and enhanced to Rs. 1,500 million by way of long term loans and advances as per terms and conditions mentioned in the annexed statement under section 134(3) of Companies Act, 2017. There has been no impairment or write offs in this regard. GCIL is already earning profits on the investment i.e. 2025: 169.08 million 2024: 199.13 million	The already approved investment by the shareholders of the Company in EOGM held on April12, 2025 by way of long term loans and advances for Rs. 1,500 million in Ghani ChemWorld Limited (GCWL) be and is hereby modified and enhanced to Rs. 2,000 million by way of long term loans and advances as per terms and conditions mentioned in the annexed statement under section 134(3) of Companies Act, 2017. There has been no impairment or write offs in this regard. GCIL has already earned profits from April 2025 to June 2025 i.e. 5.2 million.
In case of Equity Investment	Nil	Nil	Nil

(C) In case of Investment in form of Loans and Advances:

Category wise amount of investments.	To enhance long term loans and advances from Rs. 200 million to Rs. 300 million.	To enhance long term loans and advances from Rs. 1,300 million to Rs. 1,500 million.	-To enhance long term loans and advances from Rs. 1,500 million to Rs. 2,000 million. -Cross Corporate Guarantee up to Rs. 1,000 million
Average borrowing cost of the investing company	3 months KIBOR + 1.10bps	3 months KIBOR + 1.10bps	-3 months KIBOR + 1.10bps -Commission on guarantee @ 0.1% per quarter.
Rate of interest, markup, profit, fees or commission etc. to be charged	3 months KIBOR + 1.10bps but not less than annual average borrowing cost	3 months KIBOR + 1.10bps but not less than annual average borrowing cost	-3 months KIBOR + 1.10bps but not less than annual average borrowing cost -Commission @ 0.1% per quarter.
Particulars of collateral security to be obtained in relation to the proposed investment.	GGL will enhance Demand Promissory Note amount in favor of GCIL from Rs.200 million to Rs.300 million. Furthermore, the sponsoring directors of GGL shall issue personal guarantees in favor of GCIL, equivalent to Rs. 300 million.	GGGL will enhance Demand Promissory Note amount in favor of GCIL from Rs.1,300 million to Rs.1,500 million. Furthermore, the sponsoring directors of GGGL shall issue personal guarantees in favor of GCIL, equivalent to Rs. 1,500 million.	-GCWL will enhance Demand Promissory Note amount in favor of GCIL from Rs.1,500 million to Rs.2,000 million. Furthermore, the sponsoring directors of GCWL shall issue personal guarantees in favor of GCIL, equivalent to Rs. 2,000 million. -Demand Promissory Note of associated company.
If the investment carry conversion features:	NIL	NIL	NIL
Repayment schedule and terms & conditions of loans or advances to be given to the associated company or associated undertaking.	Repayment of loan will be within three years from the date of payment with payment of profit on quarterly basis. Any other term or conditions approved by shareholders of the company.	Repayment of loan will be within three years from the date of payment with payment of profit on quarterly basis. Any other term or conditions approved by shareholders of the company.	-Repayment of loan will be within three years from the date of payment with payment of profit on quarterly basis. -Cross Corporate Guarantee for a maximum period of five years. -Commission on quarterly basis. -Collateral security(s) from subsidiary -Company as Demand Promissory Note. -Any other terms and condition approved by shareholders of the Company.

In pursuance to Regulation No. 3 (3) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 under SRO 1240(1)/2017 dated 6 December 2017, the directors of the Company have carried out due diligence for the proposed investment in its associated companies i.e. Ghani Global Holdings Limited, Ghani Global Glass Limited and Ghani ChemWorld Limited, before recommending it for member's approval.

The following documents shall be available to the members of the Company for inspection in the AGM to be held on Tuesday October 28, 2025.

- Recommendations of the due diligence report of the investing company.
- Financial statements for the period ended June 30, 2025.

Note:

The directors of the Company (Ghani Chemical Industries Limited) have no interest in the above-mentioned Special Businesses except to the extent that those executive directors, including the chief executive officer, who may be entitled to ESOS whenever an option as an eligible employee is exercised.

PATTERN OF THE SHARE HOLDING
as at June 30, 2025

FORM - 20

NUMBER OF SHARES		NO OF SHAREHOLDERS	NUMBER OF SHARES HELD
From	To		
1	100	1902	84,791
101	500	1963	465,675
501	1,000	579	481,166
1,001	5,000	1013	2,780,904
5,001	10,000	354	2,769,410
10,001	15,000	149	1,939,762
15,001	20,000	107	1,946,077
20,001	25,000	80	1,871,583
25,001	30,000	64	1,803,941
30,001	35,000	44	1,461,972
35,001	40,000	47	1,792,790
40,001	45,000	32	1,373,964
45,001	50,000	56	2,747,385
50,001	55,000	16	848,108
55,001	60,000	17	995,356
60,001	65,000	17	1,080,029
65,001	70,000	9	607,158
70,001	75,000	16	1,187,549
75,001	80,000	11	876,595
80,001	85,000	7	585,256
85,001	90,000	11	965,896
90,001	95,000	5	462,334
95,001	100,000	27	2,689,700
100,001	105,000	5	512,273
105,001	110,000	5	548,000
110,001	115,000	4	446,108
115,001	120,000	4	469,500
120,001	125,000	5	619,180
125,001	130,000	2	255,857
130,001	135,000	7	933,819
135,001	140,000	1	137,100
140,001	145,000	1	142,100
145,001	150,000	3	450,000
150,001	155,000	4	605,443
155,001	160,000	7	1,110,679
160,001	165,000	5	821,100
165,001	170,000	6	1,006,697
170,001	175,000	2	350,000
175,001	180,000	4	710,850

180,001	185,000	2	366,500
190,001	195,000	3	583,140
195,001	200,000	8	1,600,000
200,001	205,000	3	606,099
205,001	210,000	3	627,826
210,001	215,000	3	638,300
220,001	225,000	1	225,000
225,001	230,000	2	453,976
230,001	235,000	1	231,800
235,001	240,000	1	239,189
240,001	245,000	1	241,044
245,001	250,000	4	1,000,000
250,001	255,000	1	250,600
265,001	270,000	2	537,900
275,001	280,000	1	280,000
280,001	285,000	1	280,408
290,001	295,000	1	291,500
295,001	300,000	4	1,199,500
300,001	305,000	1	303,000
305,001	310,000	1	305,350
315,001	320,000	1	320,000
325,001	330,000	1	330,000
330,001	335,000	1	331,000
340,001	345,000	1	341,644
345,001	350,000	2	700,000
355,001	360,000	1	359,580
365,001	370,000	1	366,500
370,001	375,000	2	743,213
385,001	390,000	1	386,893
395,001	400,000	3	1,200,000
405,001	410,000	1	409,000
420,001	425,000	1	421,000
445,001	450,000	3	1,348,380
450,001	455,000	1	454,719
470,001	475,000	1	475,000
485,001	490,000	1	487,000
490,001	495,000	1	493,982
495,001	500,000	5	2,499,999
500,001	505,000	1	505,000
515,001	520,000	2	1,034,748
535,001	540,000	1	540,000
560,001	565,000	1	562,302
575,001	580,000	1	580,000
600,001	605,000	1	600,750
615,001	620,000	1	618,936
630,001	635,000	1	634,800

685,001	690,000	1	690,000
695,001	700,000	2	1,400,000
715,001	720,000	1	718,683
750,001	755,000	1	752,758
770,001	775,000	1	771,866
795,001	800,000	1	800,000
895,001	900,000	1	900,000
935,001	940,000	1	935,276
985,001	990,000	1	986,960
995,001	1,000,000	1	1,000,000
1,005,001	1,010,000	1	1,010,000
1,095,001	1,100,000	1	1,100,000
1,155,001	1,160,000	1	1,158,080
1,160,001	1,165,000	1	1,163,230
1,215,001	1,220,000	1	1,218,000
1,370,001	1,375,000	1	1,372,000
1,495,001	1,500,000	1	1,500,000
1,500,001	1,505,000	1	1,500,349
1,510,001	1,515,000	1	1,510,200
1,535,001	1,540,000	3	4,609,241
1,595,001	1,600,000	1	1,600,000
1,675,001	1,680,000	1	1,680,000
1,715,001	1,720,000	1	1,720,000
1,795,001	1,800,000	3	5,391,845
1,895,001	1,900,000	1	1,900,000
2,020,001	2,025,000	1	2,023,900
2,030,001	2,035,000	1	2,035,000
2,130,001	2,135,000	1	2,134,000
2,850,001	2,855,000	1	2,855,000
2,930,001	2,935,000	1	2,930,467
3,195,001	3,200,000	1	3,200,000
3,295,001	3,300,000	3	9,900,000
3,395,001	3,400,000	1	3,400,000
4,995,001	5,000,000	1	5,000,000
6,910,001	6,915,000	2	13,826,318
7,095,001	7,100,000	1	7,096,159
8,615,001	8,620,000	1	8,616,659
9,995,001	10,000,000	1	10,000,000
13,825,001	13,830,000	1	13,826,318
31,670,001	31,675,000	1	31,671,954
69,995,001	70,000,000	1	70,000,000
276,605,001	276,610,000	1	276,605,983
		6,721	570,451,931

CATEGORIES OF SHARE HOLDERS

as at June 30, 2025

Categories of Shareholders	No. of Share Holders	Shares Held	Percentage
Directors, Chief Executive Officer, and their spouse and minor childern	9	10,566,589	1.852
Associated Companies	2	349,905,986	61.338
NIT and ICP	2	153,705	0.027
Financial Institutions	3	513,157	0.090
Insurance Companies	2	1,677	0.0003
Modaraba Companies	4	18,051	0.0032
Mutual Funds	1	7,288	0.0013
Leasing Companies	1	8,646	0.0015
Joint Stock Companies	52	16,347,568	2.8657
Foreign Companies	1	100,650	0.0176
Executives	1	123,180	0.0216
Individuals	6,643	192,705,434	33.7812
TOTAL	6,721	570,451,931	100
Shareholders holding 10% or more	2	349,905,986	61.34

CHAIRMAN'S REVIEW

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

Review of Overall Performance and Effectiveness of the Board

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

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

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

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

As required by Listed Companies (Code of Corporate Governance Regulations) 2019, annual evaluations of the Board of Directors and its subcommittees have been carried out. This evaluation aims to ensure that Board has the skills required to provide strategic leadership to the Company. Improvement areas, if any, identified as part of the evaluation process are addressed accordingly. Based on the latest feedback received, the evaluation and performance of the Board is considered satisfactory.

Acknowledgement

On behalf of the Board of Directors, I would like to acknowledge valuable contributions of directors who have completed their term and warmly welcome our new directors who bring in diverse expertise of governance, strategy and business acumen. I extend my special gratitude to all shareholders for their continued trust and support. I acknowledge with thanks our employees' dedication and hard work at all levels and look forward to their continued support. I would also like to appreciate the commendable efforts and commitment of our Board Members and CEO in providing strategic leadership to the Company.

Lahore
Dated: October 04, 2025

Masroor Ahmad Khan
Chairman, Board of Directors

SW PAKISTAN

SHINEWING HAMEED CHAUDHRI & CO.
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF GHANI CHEMICAL INDUSTRIES LIMITED

Review Report on the Statement of Compliance Contained in the 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 **GHANI CHEMICAL INDUSTRIES LIMITED** (the Company) 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 which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2025.

ShineWing Hameed Chaudhri & Co.

LAHORE; October 06, 2025
UDIN: CR202510195QS8FZtcdE

SHINEWING HAMEED CHAUDHRI & CO.,
CHARTERED ACCOUNTANTS

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Catalyst for success

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

Name of Company: **Ghani Chemical Industries Limited**
Year ended: **June 30, 2025**

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

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

   a. Male: 6
   b. Female: 1

2. The composition of the Board is as follows:-

i. Independent directors:	Sheikh Muhammad Saleem Ahsan Hafiz Imran Lateef
ii. Non-Executive directors:	Mr. Masroor Ahmad Khan Mr. Muhammad Hanif Ms. Rabia Atique
iii. Executive directors:	Hafiz Farooq Ahmad Mr. Atique Ahmad Khan
Female director:	Ms. Rabia Atique

For a Board comprising of seven members, one-third equates to 2.33. The independent directors meet the criteria of independence as laid down under the Code. The Board has fixed the number of independent directors at two considering the required skills set and experience. However, fractional contained in one-third number (i.e., 0.33) is not rounded up as one (1), being less than 0.5.

3. The directors have confirmed that none of them is serving as a director on more than seven (7) listed companies, including this company;

4. The company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;

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

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

7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;

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

9. At present, the Board is in compliance with the requirements of the time frame related to directors' training program as stipulated in the Regulations, furthermore, one (1) of the Directors is exempt from the directors training program by virtue of his education and experience as per regulations.

10. The Board has approved appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;

11. The Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;

12. The Board has formed committees comprising of members given below.-

a) Audit & Risk Management Committee:

Sr. No.	Name	Status
1.	Sheikh Muhammad Saleem Ahsan	Chairman
2.	Mr. Masroor Ahmad Khan	Member
3.	Mrs. Rabia Atique	Member

b) Human Resources & Remuneration and Compensation Committee:

Sr. No.	Name	Status
1.	Hafiz Imran Lateef	Chairman
2.	Mrs. Rabia Atique	Member
3.	Hafiz Farooq Ahmad	Member
4.	Mr. Muhammad Hanif	Member

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

14. The frequency of meetings of the Committees were as per following:-

a) Audit & Risk Management Committee - Quarterly
b) HR&R and Compensation Committee - Annually

15. The Board has set up and effective internal audit function to who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirements and the auditors have confirmed that they have observed IFAC guidelines in this regard;

18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.

(HAFIZ FAROOQ AHMAD)
Chief Executive Officer

(ATIQUE AHMAD KHAN)
Director

Lahore.
Dated: October 04, 2025

DIRECTORS' REPORT

Dear Shareholders:

Assalam-o-Alaikum Wa RehmatUllah Wa Barakatoh

The directors of Ghani Chemical Industries Limited (the Company) are pleased to present the unconsolidated as well as consolidated audited financial statements of the Company for the year ended June 30, 2025, in compliance with the requirements of Companies Act, 2017.

OVERVIEW OF THE NATIONAL ECONOMY

Pakistan's economy started to stabilize in the first half of FY 2025. Economic growth remained modest at around 1.5% during this period, with forecasts for the whole year ranging between 2.6% and 2.7%. Inflation, which had been very high at 28%, fell notably to between 4% and 7%, and in April dropped to as low as 0.3%. The current account also improved, showing a small surplus, helped by a 32% rise in remittances and a stronger export performance, although imports still outpace exports.

The government successfully managed to spend more efficiently, lowering the overall budget deficit and boosting the primary surplus. To stimulate economic activity, the central bank reduced interest rates from over 20% to around 11%. Despite these positive steps, growth remains below the official target of 3.6%.

The manufacturing sector showed signs of recovery, contributing to an overall industrial growth of 4.77%. Small-scale manufacturing performed well, helping to offset the decline in large-scale manufacturing (LSM). Notably, 12 out of 22 sectors recorded growth, including automobiles, textiles, pharmaceuticals, and petroleum products.

However, despite flood damage, the Government's measures to promote investment, along with reforms to support private sector-led growth, reduce inflation, and maintain an accommodative monetary policy, are expected to further strengthen business confidence. A supportive global environment, rising demand from trading partners, and Pakistan's recent trade agreement with the U.S. are likely to boost exports. At the same time, workers' remittances will help offset trade deficit pressures caused by tariff rationalization-driven imports.

PRINCIPLE ACTIVITY

Your Company is principally engaged in the manufacturing, sale and trading of medical/ industrial gases and chemicals.

FINANCIAL PERFORMANCE

Alhamdulillah, the sales and overall performance of your company have increased significantly. For the year ending 30 June 2025, your company recorded gross sales of Rs. 8,740 million, up from Rs. 6,395 million at the previous year-end. Gross profit rose from Rs. 1,612 million to Rs. 3,412 million. Distribution and administrative costs incurred during the year were Rs. 205 million and Rs. 282 million, respectively, compared to Rs. 144 million and Rs. 242 million in the previous year. Despite challenging economic conditions, your Company succeeded in increasing operating profit from Rs. 1,674 million to Rs. 3,091 million compared to the same period last year. By the grace of Almighty Allah, your company achieved a profit after taxation of Rs. 1.835 billion from Rs. 786 million, compared to the same period last year. Your company also increased earnings per share to Rs. 3.57, whereas during the last year, earnings per share were Rs. 1.58.

A comparison of the key financial results of your Company for the year ended June 30, 2025 is as follows:

Particulars	Rupees in '000' Except EPS	
	Jun-25	**Jun-24**
Sales	8,739,189	6,394,859
Cost of sales	(4,023,390)	(3,824,876)
Gross profit	3,412,030	1,612,511
Distribution cost	(205,483)	(144,685)
Administrative expenses	(282,112)	(242,069)
Profit from operations	3,091,724	1,673,850
Finance cost	(453,021)	(389,367)
Profit before taxation, minimum and final tax levies	2,638,703	1,284,483
Taxation	(620,697)	(498,676)
Profit after taxation	2,016,195	785,807
Earnings per share	3. 92	1.58

During the year under review, your Company commenced commercial operations at Pakistan's most significant and the Company's 5th State-of-the-Art 275TPD medical and industrial gases manufacturing project, located at Hattar Special Economic Zone, and has become the leading manufacturer in this sector.

Healthcare providers in the private sector are upgrading their infrastructure with centralized oxygen systems and strict safety standards. In accordance with regulatory focus on purity, traceability, and continuous availability, suppliers are expanding capabilities to meet increasing demand while maintaining full regulatory compliance.

Public sector hospitals across Pakistan, particularly in Punjab, remain under significant pressure due to overwhelming patient demand and critically limited resources. This strain also affects essential medical suppliers, including oxygen providers, as the demand for medical-grade oxygen continues to increase year after year. Alhamdulillah, your company is well-positioned to support this rising need, with oxygen production facilities operating throughout Sindh, Punjab, and Khyber Pakhtunkhwa. A nationwide presence allows your company to reliably serve government hospitals and ensure continuous patient care across the country.

Across sectors such as Chemical & Fertilizer, Minerals & Metallurgy, Pharmaceuticals, Glass, Food Processing, Electronics & Home Appliances, Automobiles, and Energy, demand for gases like oxygen, nitrogen, and argon continues to grow. Key trends, including automation and clean energy integration, are encouraging increased investment in efficient supply chains and bulk gas logistics.

Your company, as a market leader, is transforming distribution models to improve turnaround times and service reliability. Meanwhile, smaller players are fostering innovation and agility, offering customized solutions for small-scale healthcare providers and niche industrial needs. Sustainability is becoming a key priority for both customers and industry stakeholders. In response, Industrial and Medical Gases producers are actively exploring energy-efficient production methods, environmentally responsible sourcing, and greener storage and transportation solutions.

At GCIL, we remain committed to our mission to lead with reliability, integrity, and innovation. By aligning our operations with national priorities and global best practices, we are confident in our ability to unlock new opportunities while upholding the highest standards of quality, compliance, and sustainability.

FUTURE PROSPECTS

In April 2025, your Company formally commenced commercial operations as Pakistan's largest unit, with a production capacity of 275 TPD, and its fifth state-of-the-art medical and industrial gases manufacturing project, located at the Hattar Special Economic Zone (HSEZ), became the leading manufacturer in this sector. This is the most cost-efficient manufacturing project, compared to the Company's existing ASU plants. Furthermore, profits at HSEZ are exempt from tax.

In addition to the above, your Company has taken steps to expand into other business areas by establishing a 450 MT capacity LPG Storage and Filling Plant (the Plant) at Phool Nagar, District Kasur, for operations across the country through M/s Ghani Gases (Private) Limited (GGPL), one of the wholly owned subsidiaries of GCIL. For this purpose, GGPL has recently obtained a licence from the Oil and Gas Regulatory Authority, Islamabad. After completing all required formalities and obtaining the necessary approvals, this subsidiary (GGPL) will begin construction of the Plant shortly, Insha'Allah.

As another bold move, your Company has signed MOU with a leading Pakistani energy company (involved in the exploration, development, and production of hydrocarbons, including natural gas, crude oil, condensate, and liquefied petroleum gas) to develop a project jointly for capturing and processing cold vent/exhaust gases (including flue gas) in province of Sindh, to reduce greenhouse gas (GHG) emissions and recover commercially valuable products, including food-grade liquid CO_2. In this respect, a formal agreement is expected to be signed shortly.

As a result of the above factors, the Company's shareholders are expected to experience a sharp increase in financial results in the coming periods.

PAYOUT TO SHAREHOLDERS

The management of your Company strongly believes in returning profits to its shareholders. The board of directors of your Company paid 6% Cash Dividend during March 2025.

In addition to the above, as a result of the sanction of the demerger scheme by the Honorable Lahore High Court, Lahore, and the transfer of the Calcium Carbide project from GCIL to Ghani ChemWorld Limited (GCWL/listed at PSX), during April 2025, the shareholders of the Company were further allotted 500 shares of GCWL against every 1000 shares (held by shareholders in GCIL).

STATUTORY AUDITORS OF THE COMPANY

The current auditors, M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, will retire at the conclusion of the Annual General Meeting scheduled for 25 October 2025. As recommended by the Audit Committee, the Board of Directors has proposed their re-appointment as auditors of the Company for the year ending 30 June 2026.

SHARE PRICE TREND

The share price of your Company rose as high as Rs. 26.05 on June 30, 2025, and fell as low as Rs. 8.82 on October 4, 2024. As on the report date, share price of your Company close at Rs. 33.51.

CONSOLIDATED FINANCIAL STATEMENTS

In compliance with the requirements of Section 228 of the Companies Act 2017, the consolidated financial statements of the Company, along with the auditors' and directors' reports thereon, have been attached to the financial statements of the Company.

STATUTORY PAYMENT

There is no outstanding statutory payment payable other than those shown in the relevant Notes to the financial statements.

COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

GCIL has adopted the requirements of the Code of Corporate Governance as outlined in the Pakistan Stock Exchange Limited (PSX) Rule Book, relevant for the year ending 30 June 30, and has duly complied with them.

STATEMENT OF COMPLIANCE

A Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019 is annexed.

CODE OF CONDUCT

The board of directors of your company has adopted a code of conduct for its board members and employees. All concerned are informed of these codes and are required to observe the rules of conduct regarding customers, suppliers, and regulations.

CONTRIBUTION TO NATIONAL EXCHEQUER

During the year under review, your Company contributed Rs. 1,111 million (2024: Rs. 667.26 million) in the form of taxes, duties, and levies paid to central and provincial governments and local authorities.

AUDIT AND RISK MANAGEMENT COMMITTEE

The board of directors of your Company has established an Audit and Risk Management Committee. It consists of three members, one of whom is independent and two are non-executive directors. Names of members are as under:

Name of Director	Category	Designation in Committee
Sheikh Muhammad Saleem Ahsan	Independent director	Chairman
Mr. Masroor Ahmad Khan	Non-executive director	Member
Mrs. Rabia Atique	Non-executive director	Member

The Audit Committee has its terms of reference, which the Board of Directors determined in accordance with the guidelines provided in the Listed Companies (Code of Corporate Governance) Regulations, 2019.

HR&R AND COMPENSATION COMMITTEE

The Board has established a Human Resources and Remuneration (HR&R) and Compensation Committee. It consists of four members, of whom one is independent, two are non-executive, and one is an executive director. Names of members are as under:

Name of Director	Category	Designation in Committee
Hafiz Imran Lateef	Independent director	Chairman
Hafiz Farooq Ahmad	Executive director/CEO	Member
Mrs. Rabia Atique	Non- Executive director	Member
Mr. Muhammad Hanif	Non- Executive director	Member

NOMINATION COMMITTEE

The Board has established a Nomination Committee. It consists of three members, of whom one is independent, two are executive director. Names of members are as under:

Name of Director	Category	Designation in Committee
Hafiz Imran Lateef	Independent director	Chairman
Atique Ahmad Khan	Executive director	Member
Hafiz Farooq Ahmad	Executive director/CEO	Member

CORPORATE SOCIAL RESPONSIBILITY

GCIL is dedicated to sustainable business practices and its duties as a responsible corporate citizen. We believe that Corporate Social Responsibility mainly involves conducting business transparently and ethically, which not only increases the value for all our stakeholders but also supports events that improve community well-being.

Your company recognizes its responsibilities towards sustainability and environmental stewardship. We aim to ensure that these responsibilities not only reflect our commitment to our employees and our plant sites but also extend beyond our gates to other stakeholders, including the communities in which we operate.

For many years, the Company has selected one employee annually through a ballot to perform Hajj, with the expenses paid by the Company. GCIL strives to be a trusted corporate entity and to fulfil its responsibilities towards the environment and society as a whole.

BOARD OF DIRECTORS

The Board of Directors, which consists of seven (07) members, has the responsibility to independently and transparently monitor the performance of the Company and to make strategic decisions to achieve sustainable growth in the Company's value.

Total number of directors:

Description	Number of Directors
Male	06
Female	01
Total	**07**

The composition of the Board is as follows:-

i. Independent directors:	Sheikh Muhammad Saleem Ahsan Hafiz Imran Lateef
ii. Non-Executive directors:	Mr. Masroor Ahmad Khan Mr. Muhammad Hanif Mrs. Rabia Atique
iii. Executive directors:	Hafiz Farooq Ahmad Mr. Atique Ahmad Khan
Female director:	Ms. Rabia Atique

The Chairman board of directors is among the non-executive directors.

A written notice of the board meeting, together with working papers, was sent to the members seven days prior to the meeting.

A total of seven (07) meetings of the Board of Directors were held during the year ended June 30, 2025. A leave of absence was granted to the directors who were unable to attend some of the board meetings.

DURATION OF THE DIRECTORS

The current board of directors of the Company will retire on October 30, 2025. The board of directors of your Company has fixed 07 directors for the next term of 03 years. The agenda item for the election of directors is included in the notice of the Annual General Meeting.

BOARD EVALUATION:

In accordance with the Code of Corporate Governance (CCG) and the Companies Act, 2017, the evaluation of the Board, its committees, and individual directors was carried out.

STRATEGIC OBJECTIVES ON ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG)

The Board actively participates in and strongly endorses the Company's ESG initiatives. The Company aims to integrate ESG considerations into its strategy seamlessly. This promotes sustainable growth, mitigates risks, and fosters trust with stakeholders. The Company's strategic objectives include environmental sustainability, social responsibility, and effective governance. Key focus areas involve promoting diversity, ensuring employee well-being, and engaging with the community. Decision-making is guided by ethical conduct, openness, transparency, and prudent risk management.

GENDER, RACE & DIVERSITY

Your Company demonstrated a commitment to cultivating a culture of inclusivity and diversity, where everyone has the opportunity to thrive. We recognized diversity as a crucial driver of innovation and competitiveness. We remain committed to continuing our efforts to create a workplace that reflects the diversity of our employees, including their genders and races.

GCIL also actively promoted women's participation at all levels and provided equal opportunities for growth to everyone.

INVESTOR RELATIONS AND GRIEVANCES

The company places significant importance on its relations with investors and has established a grievance reporting mechanism which seeks to resolve any complaints or unattended issues. To ensure that the stakeholders can register their complaints conveniently, an online form is also available on the Company's website.

During the year, the Company has not received any complaints or grievances; however, certain requests for the dispatch of physical reports were received, which were addressed to the satisfaction of the shareholders.

DIRECTORS' REMUNERATION

The remuneration of executive directors, including the CEO, is reviewed annually by the Board of Directors.

No remuneration, other than a Meeting Fee of Rs. 35,000 per meeting, is paid to non-executive and independent directors for attending board meetings.

During the year under review, the total remuneration paid to the Chief Executive Officer and Executive Director is disclosed in Note No. 44 of the Audited Financial Statements of the Company.

RELATED PARTY TRANSACTIONS:

The Company has fully adhered to the best practices on transfer pricing as outlined in the listing regulations of the Pakistan Stock Exchange. The transactions with related parties were conducted at arm's-length prices, determined according to the comparable uncontrolled price method. During the year, the Company carried out transactions with its related parties. Details of related party transactions are presented to the Audit Committee, and upon the Audit Committee's recommendation, they are presented to the Board of Directors for review and approval in accordance with regulatory requirements. Details of these transactions are disclosed in financial statements attached therein (Note No. 45.1).

CHAIRMAN'S REVIEW

The chairman's review deals with the overall performance of the board and the effectiveness of the role played by the board in achieving the company's objectives for the year ended June 30, 2025, in compliance with section 192 (4) of the Companies Act, 2017, and is annexed.

PATTERN OF SHAREHOLDING

A pattern of shareholding as required under section 227(2) (f) of the Companies Act, 2017 is annexed.

POST BALANCE SHEET EVENTS

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

ACKNOWLEDGMENT

The directors sincerely thank our valued stakeholders for their trust in the Company. We also wish to commend the dedication of the Company's employees to their professional duties and the cooperation of the bankers and government agencies, which have enabled the Company and its subsidiaries to achieve commendable performance in both operational and financial areas.

We thank our shareholders who entrusted their confidence in the management of the Company, the officials of the SECP, the Pakistan Stock Exchange, all government functionaries, as well as the commandments of Allah Subhanatallah and the Sunnah of our Prophet Muhammad (peace be upon him).

On behalf of the Board

Lahore	**HAFIZ FAROOQ AHMAD**	**ATIQUE AHMAD KHAN**
Dated: October, 04 2025	(Chief Executive Officer)	(Director)

ڈائریکٹرز کا معاوضہ

ایگزیکٹوڈائریکٹروں، بشمول سی ای او، کی تنخواہ کا جائزہ سالانہ بنیادوں پر بورڈ آف ڈائریکٹرز کے ذریعے لیا جاتا ہے۔ غیر ایگزیکٹواور آزادڈائریکٹروں کو بورڈ میٹنگز میں شرکت کے لیے صرف 35,000 روپے فی میٹنگ بطور میٹنگ فیس ادا کی جاتی ہے۔ جاری سال کے دوران، چیف ایگزیکٹو آفیسر اور ایگزیکٹوڈائریکٹر کو ادا کی گئی کل تنخواہ، کمپنی کے آڈٹ شدہ مالیاتی بیانات کے نوٹ نمبر 44 میں ظاہر کی گئی ہے۔

متعلقہ پارٹی ٹرانزیکشنز

کمپنی نے پاکستان اسٹاک ایکسچینج کے درج فہرست قواعد وضوابط میں بیان کردہ منتقلی کی قیمتوں کے بارے میں بہترین طریقوں کی مکمل پابندی کی ہے۔ متعلقہ فریقوں کے ساتھ کیے گئے لین دین ذاتی قیمتوں پر کیے گئے، جو کہ بے قابو موازناتی قیمت کے طریقہ کار کے مطابق طے کیے گئے۔ سال کے دوران، کمپنی نے اپنے متعلقہ فریقوں کے ساتھ لین دین کیا۔ متعلقہ پارٹی کے لین دین کی تفصیلات آڈٹ کمیٹی کو پیش کی جاتی ہیں، اور آڈٹ کمیٹی کی سفارش پر، انہیں بورڈ آف ڈائریکٹرز کے سامنے جائزہ اور منظوری کے لیے پیش کیا جاتا ہے جیسا کہ ریگولیٹری تقاضوں کے مطابق ہے۔ ان لین دین کی تفصیلات مالیاتی بیانیہ میں شامل کی گئی ہیں (نوٹ 45.1)۔

چیئرمین کے جائزہ رپورٹ

کمپنیز ایکٹ 2017 کی دفعہ 192 (4) کے تحت بورڈ کی مجموعی کارکردگی اور کمپنی کے مقاصد کے حصول کی خاطر بورڈ کو موثر رول کے متعلق اختتامی سال 30 جون 2025 کیلئے چیئرمین کا جائزہ منسلک ہے۔

شیئرز کا نمونہ

کمپنیز ایکٹ 2017 کی دفعہ 227 (2) (ایف) کے تحت شیئر ہولڈنگ کا ایک نمونہ منسلک کیا گیا ہے۔

پوسٹ بیلنس شیٹ کے واقعات

کمپنی کے مالی سال کے اختتام اور اس رپورٹ کی تاریخ کے درمیان کمپنی کی مالی حیثیت کو متاثر کرنے والی کوئی مادی تبدیلی یا وعدے نہیں ہوئے ہیں۔

اعتراف

ڈائریکٹرز ہمارے قابل قدر اسٹیک ہولڈرز کی تعریف کرتے ہیں جنہوں نے کمپنی پر اعتماد کا اظہار کیا۔ ہم کمپنی کے ملازمین کی پیشہ ورانہ ذمہ داریوں اور بینکروں، سرکاری ایجنسیوں کے تعاون کے لئے ان کی لگن کا تہہ دل سے شکریہ ادا کرنا چاہتے ہیں، جنہوں نے کمپنی اور اس کے ماتحت اداروں کو آپریشنل اور مالی دونوں شعبوں میں اچھی کارکردگی کا مظاہرہ کرنے کے قابل بنایا ہے۔

ہم اپنے شیئر ہولڈرز کا شکریہ ادا کرتے ہیں جنہوں نے کمپنی کی انتظامیہ، ایس ای سی پی، پاکستان اسٹاک ایکسچینج اور تمام سرکاری عہدیداروں کے ساتھ ساتھ اللہ سبحانہ وتعالیٰ کے احکامات اور ہمارے نبی محمد ﷺ کی سنت پر اعتماد کا اظہار کیا۔

بورڈ آف ڈائریکٹرز کی طرف سے

عتیق احمد خان
ڈائریکٹر

حافظ فاروق احمد
چیف ایگزیکٹو آفیسر

لاہور
بتاریخ: اکتوبر 2025.04

ٹوٹل ڈائریکٹران کی تعداد

تفصیل	ڈائریکٹران کی تعداد
مرد	6
خواتین	1
کل تعداد	7

بورڈ کی تشکیل مندرجہ ذیل ہے:

i- آزاد ڈائریکٹر:	شیخ محمد سلیم احسان
	حافظ عمران لطیف
ii- نان ایگزیکٹو ڈائریکٹر:	مسرور احمد خان
	محمد حنیف
	رابعہ عتیق
iii- ایگزیکٹو ڈائریکٹر:	حافظ فاروق احمد
	عتیق احمد خان
خاتون ڈائریکٹر:	رابعہ عتیق

چیئرمین بورڈ آف ڈائریکٹرز نان ایگزیکٹو ڈائریکٹرز میں سے ہے۔

بورڈ میٹنگ کا نوٹس میٹنگ سے سات روز قبل بمعہ ورکنگ پیپرز ڈائریکٹرز کو ارسال کیا جاتا ہے۔

30 جون 2025 کو ختم ہونے والے سال کے دوران بورڈ آف ڈائریکٹرز کے کل سات (07) اجلاس منعقد ہوئے۔ ان ڈائریکٹرز کو غیر حاضری کی چھٹی دی گئی جو بورڈ کے کچھ اجلاسوں میں شرکت نہیں کر سکتے تھے۔

ڈائریکٹرز کا دورانیہ

کمپنی کے موجودہ بورڈ آف ڈائریکٹرز 30 اکتوبر 2025 کو ریٹائر ہوں گے۔ آپ کی کمپنی کے بورڈ آف ڈائریکٹرز نے اگلے تین سالہ دورانیے کے لیے 07 ڈائریکٹرز مقرر کیے ہیں۔ ڈائریکٹرز کے انتخابات کے ایجنڈا آئٹم کو سالانہ جنرل میٹنگ کے نوٹس میں شامل کیا گیا ہے۔

بورڈ کی تشخیص

کوڈ آف کارپوریٹ گورننس (سی سی جی) اور کمپنیز ایکٹ، 2017 کے مطابق بورڈ، اس کی کمیٹیوں اور انفرادی ڈائریکٹروں کا جائزہ لیا گیا۔

ماحولیاتی، سماجی اور حکومتی (ESG) کے حوالے سے اسٹریٹیجک مقاصد

بورڈ کمپنی کے ESG اقدامات میں فعال طور پر شرکت کرتا ہے اور ان کی بھرپور تائید کرتا ہے۔ کمپنی کا مقصد ESG پہلوؤں کو اپنی حکمت عملی میں مربوط طریقے سے شامل کرنا ہے۔ یہ پائیدار ترقی کو فروغ دیتا ہے، خطرات کو کم کرتا ہے، اور اسٹیک ہولڈرز کے ساتھ اعتماد کو فروغ دیتا ہے۔ کمپنی کے اسٹریٹیجک مقاصد میں ماحولیاتی پائیداری، سماجی ذمہ داری، اور مؤثر حکمرانی شامل ہیں۔ اہم توجہ کے شعبے تنوع کو فروغ دینا، ملازمین کی خوشحالی کو یقینی بنانا، اور کمیونٹی کے ساتھ مشغول ہونا ہیں۔ فیصلہ سازی اخلاقی رویے، کھلے پن، شفافیت، اور سمجھ بوجھ کے ساتھ خطرات کے انتظام پر مبنی ہوتی ہے۔

صنف، نسل اور تنوع

آپ کی کمپنی نے شمولیت اور تنوع کی ثقافت کو فروغ دینے کی پختہ عزم کا مظاہرہ کیا، جہاں ہر کسی کو ترقی کرنے کا موقع ملتا ہے۔ ہم نے تنوع کو جدت اور مسابقت کا ایک اہم عنصر تسلیم کیا۔ ہم اس عزم پر قائم ہیں کہ ایسی ورک پلیس بنانے کی کوششیں جاری رکھیں گے جو صنفوں اور نسلوں کی تنوع کی عکاسی کرتی ہو۔ جی سی ڈبلیو آئی ایل نے ہر سطح پر خواتین کی شرکت کو بھی فعال طور پر بڑھایا اور ہر ایک کو ترقی کے مساوی مواقع فراہم کیے۔

سرمایہ کار تعلقات اور شکایات

کمپنی اپنے سرمایہ کاروں کے ساتھ تعلقات کو انتہائی اہمیت دیتی ہے اور ایک شکایات رپورٹنگ کا نظام قائم کیا ہے جو کسی بھی شکایت یا نامکمل مسائل کو حل کرنے کی کوشش کرتا ہے۔ اس بات کو یقینی بنانے کے لیے کہ اسٹیک ہولڈرز اپنی شکایات آسانی سے درج کر سکیں، کمپنی کی ویب سائٹ پر ایک آن لائن فارم بھی دستیاب ہے۔ سال کے دوران کمپنی کو کوئی شکایت یا مسئلہ موصول نہیں ہوا؛ تاہم، جسمانی رپورٹس کی بھیجنے کی چند درخواستیں موصول ہوئیں، جنہیں حصص یافتگان کی رضایت کے مطابق نمٹا دیا گیا۔

قومی خزانے میں حصہ

جائزہ لینے والے سال کے دوران، آپ کی کمپنی نے مرکزی اور صوبائی حکومتوں اور مقامی حکام کو ادا کیے جانے والے ٹیکسوں، محصولات اور عائد رقموں کی صورت میں 1,111 ملین روپے (2024: 667.26 ملین روپے) کا حصہ دیا۔

محاسباتی اور رسک مینیجمنٹ کمیٹی

بورڈ نے ایک آڈٹ کمیٹی قائم کی ہے جو تین ممبران پر مشتمل ہے جن میں سے ایک آزاد اور دو نان ایگزیکٹو ڈائریکٹر ہیں۔ کمیٹی کے ممبران کے نام یہ ہیں۔

ڈائریکٹرز کا نام	تخصیص	عہدہ
شیخ محمد سلیم احسان	آزاد ڈائریکٹر	چیئرمین
مسرور احمد خان	نان ایگزیکٹو ڈائریکٹر	ممبر
رابعہ عتیق	نان ایگزیکٹو ڈائریکٹر	ممبر

آڈٹ کمیٹی کا اپنا ٹرم آف ریفرنس ہے جو بورڈ آف ڈائریکٹرز نے لسٹیڈ کمپنیز (کوڈ آف کارپوریٹ گورنس) ریگولیشنز 2019 کے تحت مرتب کیا ہے۔

ہیومن ریسورس اور معاوضہ کی کمیٹی

بورڈ نے ہیومن ریسورس اور معاوضہ کی کمیٹی تشکیل دی ہوئی ہے۔ یہ کمیٹی چار ممبران پر مشتمل ہے جن میں ایک آزاد، دو نان ایگزیکٹو اور ایک ایگزیکٹو ڈائریکٹرز ہے۔ ہیومن ریسورس اور معاوضہ کمیٹی کے ممبران کے نام یہ ہیں۔

ڈائریکٹرز کا نام	تخصیص	عہدہ
حافظ عمران لطیف	آزاد ڈائریکٹر	چیئرمین
حافظ فاروق احمد	ایگزیکٹو ڈائریکٹر	ممبر
رابعہ عتیق	نان ایگزیکٹو ڈائریکٹر	ممبر
محمد حنیف	نان ایگزیکٹو ڈائریکٹر	ممبر

نامزدگی کمیٹی

بورڈ نے ایک نامزدگی کمیٹی قائم کی ہے۔ یہ تین ارکان پر مشتمل ہے، جن میں سے ایک آزاد ہے اور دو ایگزیکٹو ڈائریکٹر ہیں۔ ارکان کے نام درج ذیل ہیں:

ڈائریکٹرز کا نام	تخصیص	عہدہ
حافظ عمران لطیف	آزاد ڈائریکٹر	چیئرمین
عتیق احمد خان	ایگزیکٹو ڈائریکٹر	ممبر
حافظ فاروق احمد	ایگزیکٹو ڈائریکٹر	ممبر

کارپوریٹ سماجی ذمہ داری

کارپوریٹ شہری کی حیثیت سے، جی سی آئی ایل پائیدار کاروباری طریقوں اور اپنی ذمہ داریوں کو نبھانے کے لئے پرعزم ہے۔ ہمارا ماننا ہے کہ کارپوریٹ سماجی ذمہ داری بنیادی طور پر شفاف اور اخلاقی طریقے سے کاروبار کرنے کے بارے میں ہے جو نہ صرف ہمارے تمام اسٹیک ہولڈرز کی قدر میں اضافہ کرتی ہے بلکہ ان واقعات کی حمایت بھی کرتی ہے جو کمیونٹی کی فلاح و بہبود کو بڑھاتی ہیں۔

کارپوریٹ سماجی ذمہ داری اور کارپوریٹ گورننس کے لئے رہنما خطوط صحیح سمت میں قدم ہیں۔ کسٹمر ریلیشن مینجمنٹ ایک اسٹریٹجک کاروباری فلسفہ ہے اور اس کا عمل اخلاقی مشق سے جڑا ہوا ہے۔ ہمارے کاروبار کی ترقی کے ساتھ، ہم نے اپنے معاشرے اور اسٹیک ہولڈرز، بشمول ملازمین، ان کے اہل خانہ اور ہمارے کاروباری شراکت دار وغیرہ کے تئیں اور بھی بڑی ذمہ داری قبول کی ہے۔

جی سی آئی ایل صاف ستھرے ماحول کی بھی حمایت کرتی ہے اور اس مقصد کے لئے اپنے صارفین کی حوصلہ افزائی کرتی ہے، جی سی آئی ایل بھی پوری کوشش کرتی ہے کہ صارفین کی کاروباری سرگرمیاں ماحول دوست ہوں اور معاشرے کے لئے خطرناک نہ ہوں۔

گزشتہ کئی سالوں سے کمپنی ہر سال کمپنی کے ایک ملازم کو حج (کمپنی کے اخراجات پر تنخواہ کے ساتھ) بھیجنے کے لیے ووٹنگ کے ذریعے منتخب کرتی آ رہی ہے۔ غنی کیمیکل انڈسٹریز ایک قابل اعتماد کارپوریٹ ادارہ بننے اور عمومی طور پر ماحولیات اور معاشرے کے تئیں اپنی ذمہ داری پوری کرنے کی کوشش کرتی ہے۔

بورڈ آف ڈائریکٹرز

کمپنی کے بورڈ آف ڈائریکٹرز جو تعداد میں سات ہیں اپنی آزاد ذمہ داریوں اور کمپنی کو شفاف طریقوں سے نگران کے طور پر اس طرح کے فیصلے کرتے ہیں کہ کمپنی کی پائیدار ترقی میں اضافہ ہو۔

آپ کی کمپنی، بحیثیت مارکیٹ لیڈر، تقسیم کے ماڈلز کو بہتر بنا کر وقت کی پابندی اور خدمات کی قابل اعتمادیت میں بہتری لا رہی ہے۔ اس دوران، چھوٹے کھلاڑی جدت اور چستی کو فروغ دے رہے ہیں، چھوٹے سطح کے صحت کی دیکھ بھال فراہم کرنے والوں اور مخصوص صنعتی ضروریات کے لیے حسب ضرورت حل پیش کر رہے ہیں۔ پائیداری دونوں صارفین اور صنعتی اسٹیک ہولڈرز کے لیے ایک اہم ترجیح بنتی جا رہی ہے۔ اس کے جواب میں، صنعتی اور طبی گیسز کے پیدا کرنے والے فعال طور پر توانائی کی بچت کرنے والے پیداوار کے طریقے، ماحولیاتی طور پر ذمہ دار سورسنگ، اور سبز ذخیرہ اور نقل و حرکات کے حل تلاش کر رہے ہیں۔

جی سی آئی ایل میں ہم اپنی مشن کے لیے پرعزم ہیں کہ ہم اعتماد، دیانت اور جدت کے ساتھ قیادت کریں۔ اپنے آپریشنز کو قومی ترجیحات اور عالمی بہترین طریقوں کے مطابق ہم آہنگ کر کے، ہمیں نئے مواقع تلاش کرنے کی اپنی صلاحیت پر یقین ہے، جبکہ ہم معیار، تعمیل اور پائیداری کے اعلیٰ ترین معیارات کو برقرار رکھتے ہیں۔

مستقبل کے امکانات

جیسے جیسے پاکستان کا اقتصادی منظرنامہ بدل رہا ہے، صنعتی اور طبی گیسز کا شعبہ صحت کی دیکھ بھال، مینوفیکچرنگ، اور انفراسٹرکچر میں مضبوطی فراہم کرنے میں اہم کردار ادا کرتا رہتا ہے۔ 2025-26 کے لیے دیکھتے ہوئے، یہ صنعت مستحکم ترقی کے لیے تیار ہے، جس کی وجہ صحت کی دیکھ بھال میں توسیع، صنعتی جدید کاری، اور مختلف ایپلیکیشنز میں بڑھتی ہوئی طلب ہے۔

آپ کی کمپنی ملک بھر میں صحت کی دیکھ بھال کو بہتر بنانے میں پیش رفت کر رہی ہے، جس میں عوامی اور نجی شعبوں دونوں پر توجہ دی جا رہی ہے، اور ایک صحت مند اور مجموعی طور پر بہتر معیار زندگی پر زور بڑھایا جا رہا ہے۔ آکسیجن کے علاوہ، نائٹرس آکسائیڈ، نائٹروجن اور آرجن جیسی گیسیں طبی مصنوعات کے استعمال کے لیے، نیز خوراک اور مشروبات کی صنعت میں تیار کی جا رہی ہیں۔

مندرجہ بالا کے علاوہ، آپ کی کمپنی نے دیگر کاروباری شعبوں میں توسیع کے لئے اقدامات کیے ہیں، جس کے تحت پھول نگر، ضلع قصور میں 450 میٹرک ٹن کی صلاحیت والا ایل پی جی اسٹوریج اور فلنگ پلانٹ (پلانٹ) قائم کیا جا رہا ہے، تاکہ M/s غنی گیسز (پرائیویٹ) لمیٹڈ (GGPL) کے ذریعے ملک بھر میں آپریشنز کیے جا سکیں، جو GCIL کی مکمل ملکیت والی سبسڈری کمپنیوں میں سے ایک ہے۔ اس مقصد کے لئے، GGPL نے حال ہی میں اسلام آباد میں آئل اینڈ گیس ریگولیٹری اتھارٹی سے لائسنس حاصل کیا ہے۔ تمام ضروری رسمی کارروائیاں مکمل کرنے اور ضروری منظوری حاصل کرنے کے بعد، یہ سبسڈری کمپنی (GGPL) جلد ہی پلانٹ کی تعمیر کا کام شروع کرے گی، ان شاء اللہ۔

شیئر ہولڈرز کو ادائیگی

آپ کی کمپنی کا انتظامیہ منافع کو اپنے شیئر ہولڈرز کو واپس کرنے پر بھرپور یقین رکھتی ہے۔ آپ کی کمپنی کے بورڈ آف ڈائریکٹرز نے مارچ 2025 کے دوران 6% کیش ڈیویڈنڈ ادا کی۔

مندرجہ بالا کے علاوہ، لاہور کی معزز ہائی کورٹ کی طرف سے ڈیمرجر اسکیم کی منظوری کے نتیجے میں، اور کیلشیم کاربائیڈ پروجیکٹ کے جی سی آئی ایل سے غنی کیم ورلڈ لمیٹڈ (GCWL/ PSX پر درج) کو منتقل کرنے کے ساتھ، اپریل 2025 کے دوران، کمپنی کے شیئر ہولڈرز کو GCIL میں ہر 1000 شیئرز کے بدلے میں GCWL کے 500 شیئرز الاٹ کیے گئے۔

کمپنی کے قانونی آڈیٹرز

موجودہ آڈیٹرز، ایم/ایس شائن ونگ حمید چوہدری اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، سالانہ جنرل میٹنگ کے اختتام پر، جو 28 اکتوبر 2025 کو منعقد ہے، ریٹائر ہو جائیں گے۔ آڈٹ کمیٹی کی سفارش پر، بورڈ آف ڈائریکٹرز نے کمپنی کے آڈیٹرز کے طور پر ان کی دوبارہ تقرری 30 جون 2026 کو ختم ہونے والے سال کے لیے تجویز کی ہے۔

شیئرز کی قیمت کا رجحان

آپ کی کمپنی کا شیئر پرائس 30 جون 2025 کو زیادہ سے زیادہ 26.05 روپے تک جا پہنچا، اور 4 اکتوبر 2024 کو کم سے کم 8.82 روپے تک گر گیا۔ اس رپورٹ کی تاریخ پر شیئر 33.51 روپے پر بند ہوا۔

مجموعی مالی بیانات

کمپنیز ایکٹ 2017 کے سیکشن 228 کے تقاضوں کے مطابق، کمپنی کے مجموعی مالی بیانات، ان پر آڈیٹرز اور ڈائریکٹرز کی رپورٹس کے ساتھ، کمپنی کے مالی بیانات کے ساتھ منسلک کیے گئے ہیں۔

قانونی ادائیگیاں

مالی بیانات کے متعلقہ نوٹوں میں دکھائے گئے اثاثوں کے علاوہ کوئی واجب الادا قانونی ادائیگی قابل ادائیگی نہیں ہے۔

کارپوریٹ گورننس کے کوڈ کے ساتھ تعمیل

آپ کی کمپنی نے 30 جون 2025 کو ختم ہونے والے سال کے لیے متعلقہ کارپوریٹ گورننس (فہرست شدہ کمپنیاں (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019) کی ضروریات کو اپنایا ہے اور ان کی مناسب طریقے سے تعمیل کی ہے۔

تعمیل کا بیانیہ

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 سے متعلق عمل کرنے کا بیانیہ اس رپورٹ میں شامل ہے۔

ضابطہ اخلاق

غنی کیمیکل انڈسٹریز کے بورڈ نے، بورڈ آف ڈائریکٹرز اور ملازمین کے لئے علیحدہ علیحدہ ضابطہ اخلاق مرتب کیا ہے۔ تمام متعلقہ لوگوں کو اس بابت اطلاع دے دی گئی ہے تاکہ اس ضابطہ کے رولز جو گاہکوں اور سپلائرز سے متعلق ہیں اس پر عمل درآمد کریں۔

ڈائریکٹرز رپورٹ

معزز شیئر ہولڈرز

السلام علیکم ورحمتہ اللہ و برکاتہ

آپ کی کمپنی (غنی کیمیکل انڈسٹریز لمیٹڈ) کے ڈائریکٹرز کمپنیز ایکٹ 2017 کے تقاضوں کی تعمیل میں 30 جون 2025 کو ختم ہونے والے سال کے لیے کمپنی کے آڈٹ شدہ مالیاتی حسابات پیش کرنے پر خوش ہیں۔

قومی معیشت کا جائزہ

پاکستان کی معیشت مالی سال 2025 کی پہلی ششماہی میں مستحکم ہونا شروع ہوئی۔ اس دوران اقتصادی ترقی تقریباً 1.5 فیصد کی سطح پر رہی، جبکہ پورے سال کے لیے پیش گوئیاں 2.6 فیصد سے 2.7 فیصد کے درمیان تھیں۔ مہنگائی، جو پہلے 28 فیصد کی بہت زیادہ تھی، نمایاں طور پر 4 فیصد سے 7 فیصد کے درمیان آ گئی، اور اپریل میں یہ کم ہو کر صرف 0.3 فیصد رہ گئی۔ کرنٹ اکاؤنٹ بھی بہتر ہوا، جس نے تھوڑا سا اضافی دکھایا، جس کی مدد 32% کی ترسیلات میں اضافہ اور بہتر برآمدات کی کارکردگی نے کی، حالانکہ درآمدات اب بھی برآمدات سے زیادہ ہیں۔

حکومت نے کامیابی کے ساتھ زیادہ موثر طریقے سے خرچ کرنے کا انتظام کیا، جو کل بجٹ خسارے کو کم کرنے اور بنیادی سرپلس کو بڑھانے میں مددگار ثابت ہوا۔ اقتصادی سرگرمی کو فروغ دینے کے لیے مرکزی بینک نے سود کی شرح کو 20% سے کم کر کے تقریباً 11% کر دیا۔ ان مثبت اقدامات کے باوجود، ترقی سرکاری ہدف 3.6% سے کم رہی ہے۔

صنعتی شعبے میں بحالی کے نشانات نظر آ رہے ہیں، جو کل صنعتی نمو میں 4.77% کا اضافہ کر رہے ہیں۔ چھوٹے پیمانے کی تیاری نے اچھی کارکردگی کا مظاہرہ کیا، جس سے بڑے پیمانے کی تیاری (LSM) میں کمی کا ازالہ ہوا۔ اہم بات یہ ہے کہ 22 شعبوں میں سے 12 نے ترقی کا ریکارڈ کیا، جن میں گاڑیاں، ٹیکسٹائل، ادویات، اور تیل کے مصنوعات شامل ہیں۔

تاہم، سیلاب کی تباہی کے باوجود، حکومت کے سرمایہ کاری کو فروغ دینے کے اقدامات، نجی شعبے کی قیادت میں ترقی کی حمایت کے لئے اصلاحات، مہنگائی کو کم کرنے، اور ایک نرم مالیاتی پالیسی کو برقرار رکھنے کی توقع ہے کہ یہ کاروباری اعتماد کو مزید مضبوط کریں گے۔ ایک معاون عالمی ماحول، تجارتی شراکت داروں کی جانب سے بڑھتی ہوئی طلب، اور پاکستان کا امریکہ کے ساتھ حالیہ تجارتی معاہدہ ممکنہ طور پر برآمدات کو بڑھانے میں مدد دے گا۔ اسی وقت، کارکنوں کی ترسیلات زر ٹیرف کے معقول بنانے کی وجہ سے پیدا ہونے والے تجارتی خسارے کے دباؤ کو کم کرنے میں مدد فراہم کریں گی۔

بنیادی سرگرمیاں

کمپنی کی بنیادی کاروباری لائن کیمیکلز اور ان سے متعلقہ مصنوعات کی پیداوار، فروخت، تقسیم، درآمد، برآمد، یا دوسری صورت میں درآمدی متبادل کیمیکلز اور متعلقہ مصنوعات کے ساتھ معاملات کرنا ہے۔

مالیاتی کارکردگی

الحمد للہ، آپ کی کمپنی کی فروخت اور مجموعی کارکردگی میں نمایاں اضافہ ہوا ہے۔ سال ختم ہونے 30 جون 2025 کے لیے، آپ کی کمپنی نے مجموعی فروخت 8,740 ملین روپے ریکارڈ کی، جو پچھلے سال کے مقابلے میں 6,395 ملین روپے تھی۔ مجموعی منافع 1,612 ملین روپے سے بڑھ کر 3,412 ملین روپے ہو گیا۔ سال کے دوران ہونے والے تقسیم اور انتظامی اخراجات بالترتیب 205 ملین روپے اور 282 ملین روپے تھے، جبکہ پچھلے سال یہ بالترتیب 144 ملین روپے اور 242 ملین روپے تھے۔ مشکل اقتصادی حالات کے باوجود، آپ کی کمپنی پچھلے سال کی اسی مدت کے مقابلے میں آپریٹنگ منافع کو 1,674 ملین روپے سے بڑھا کر 3,091 ملین روپے کرنے میں کامیاب رہی۔ اللہ تعالیٰ کے فضل سے، آپ کی کمپنی نے پچھلے سال کے اسی عرصے کے مقابلے میں ٹیکسیشن کے بعد نفع 786 ملین روپے سے بڑھا کر 1.835 ارب روپے حاصل کیا۔ آپ کی کمپنی نے فی حصص آمدنی بھی 3.57 روپے تک بڑھا دی، جبکہ پچھلے سال فی حصص آمدنی 1.58 روپے تھی۔

آپ کی کمپنی کے 30 جون 2025 کو ختم ہونے والے سال کے اہم مالی نتائج کا موازنہ درج ذیل ہے:

جائزے کے دوران، آپ کی کمپنی نے پاکستان کے سب سے اہم اور کمپنی کے پانچویں جدید ترین 275 ٹی پی ڈی طبی اور صنعتی گیسز مینوفیکچرنگ منصوبے کی تجارتی سرگرمیاں شروع کیں، جو ہٹار اسپیشل اکنامک زون میں واقع ہے، اور اس شعبے میں لیڈنگ مینوفیکچرر بن گئی ہے۔

نجی شعبے میں صحت کی دیکھ بھال فراہم کرنے والے اپنے انفراسٹرکچر کو مرکزی آکسیجن سسٹمز اور سخت حفاظتی معیارات کے ساتھ اپ گریڈ کر رہے ہیں۔ پائیدگی، ریزیلیئنس، اور مسلسل دستیابی پر ضابطہ کاری کی توجہ کے مطابق، سپلائرز بڑھتی ہوئی طلب کو پورا کرنے کے لیے اپنی صلاحیتوں کو وسعت دے رہے ہیں جبکہ مکمل ضابطہ جاتی تعمیل کو برقرار رکھ رہے ہیں۔

پاکستان بھر میں سرکاری اسپتال، خاص طور پر پنجاب میں، مریضوں کی زیادہ تعداد اور شدید محدود وسائل کے سبب نمایاں دباؤ میں ہیں۔ یہ دباؤ ضروری طبی فراہم کنندگان پر بھی اثر ڈالتا ہے، جن میں آکسیجن فراہم کرنے والے شامل ہیں، کیونکہ میڈیکل گریڈ آکسیجن کی مانگ ہر سال بڑھتی جا رہی ہے۔ الحمد للہ، آپ کی کمپنی اس بڑھتی ہوئی ضرورت کو پورا کرنے کے لیے اچھی طرح تیار ہے، جس کے پاس سندھ، پنجاب، اور خیبر پختونخوا میں آکسیجن پیدا کرنے کی سہولیات موجود ہیں۔ ملک گیر موجودگی آپ کی کمپنی کو سرکاری ہسپتالوں کی معتبر خدمت فراہم کرنے اور پورے ملک میں مریضوں کی مسلسل دیکھ بھال کو یقینی بنانے کی اجازت دیتی ہے۔

کیمیکل اور کھاد، معدنیات اور دھات سازی، دواسازی، شیشہ، خوراک کی پروسیسنگ، الیکٹرانکس اور گھریلو آلات، گاڑیاں، اور توانائی جیسے شعبوں میں آکسیجن، نائٹروجن، اور ارگون جیسے گیسوں کی طلب مسلسل بڑھ رہی ہے۔ اہم رجحانات، جن میں آٹومیشن اور صاف توانائی کا انضمام شامل ہے، موثر سپلائی چینز اور بڑی مقدار میں گیس کی لاجسٹکس میں اضافی سرمایہ کاری کی حوصلہ افزائی کر رہے ہیں۔

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GHANI CHEMICAL INDUSTRIES LIMITED

Report on the Audit of the Unconsolidated Financial Statements

Opinion

We have audited the annexed unconsolidated financial statements of **GHANI CHEMICAL INDUSTRIES LIMITED** (the Company), which comprise the unconsolidated statement of financial position as at June 30, 2025, and the unconsolidated statement of profit or loss and other comprehensive income, the unconsolidated statement of changes in equity, the unconsolidated statement of cash flows for the year then ended, and notes to the unconsolidated financial statements, including a summary of significant accounting policies and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

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

Basis for Opinion

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

Key Audit Matters

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

Following are the key audit matters:

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Karachi, Islamabad & Multan

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S.No.	Key audit matters	How the matter was addressed in our audit
1.	**The Scheme of Compromises, Arrangements and Reconstruction for Amalgamation** (the Scheme - notes 1.2 to 1.6) The Company's shareholders, in the extraordinary general meeting held on November 23, 2024, have unanimously approved this Scheme. Main features of Scheme are as under: - To carve out Calcium Carbide Project (CACP) that is being set-up by the Company at Hattar Special Economic Zone from the Company to Ghani ChemWorld Ltd. (GCWL). - To merge the left over assets of Ghani Products (Pvt.) Ltd. (GPL) with and into the Company. - To issue ordinary shares to GCWL. - Carving out of CACP from the Company and its transfer to GCWL and merger of GPL with and into the Company are considered a key audit matter due to the one-off nature of transaction, complexity of its settlement and accounting treatment in the financial statements.	Our audit procedures, amongst others, included the following: - understood and analysed the accounting treatment of the Scheme in the light of the Court's order. - evaluated the internal controls in place for identifying, measuring and recording the Scheme and ensuring their accuracy; - reviewed the relevant documentation relating to the Scheme; - reviewed the Company's shareholders' meetings minutes and resolutions related to the Scheme to ensure that the shareholders had approved the transaction and that it was carried out in accordance with their directives; - ensured that the Court's Order was duly complied with; and - assessed the adequacy of the disclosures in the financial statements made by the Company with regard to the Scheme as per the applicable accounting and reporting standards.
2.	**Financing obligations and compliance with related covenant requirements** (note 23) At the reporting date, the Company has outstanding long term financing facilities aggregating Rs.1,714 million including Rs.144.800 million obtained during the current year, which constitute approximately 24% of total liabilities of the Company.	Our audit procedures, amongst others, included the following: - reviewed terms and conditions of financing agreements entered into by the Company with various banks and financial institutions; - circularised direct balance confirmations to banks and financial institutions and verified receipts and payments from relevant statements;

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S.No.	Key audit matters	How the matter was addressed in our audit
	The Company's key operating / performance indicators including liquidity, gearing and finance cost are directly influenced by the additions to the portfolio of financing. Further, new financing arrangements entail additional financial and non-financial covenants for the Company to comply with.	- reviewed maturity analysis of financing to ascertain the classification of financing as per their remaining maturities; - assessed the status of compliance with financing covenants and also inquired from the management with regard to their ability to ensure future compliance with the covenants;
	The significance of new financing obtained during the year along with the sensitivity of compliance with underlying financing covenants are considered a key area of focus during the audit and therefore, we have identified this as a key audit matter.	- checked on test basis the calculations of finance cost recognised in the statement of profit or loss; and - assessed the adequacy of disclosures made in respect of the long term financing obligations in the financial statements.
3.	**Contingencies** (note 33)	Our audit procedures, amongst others, included the following:
	The Company is subject to material litigations involving different Courts pertaining to taxation and other matters, which require management to make assessments and judgements with respect to likelihood and impact of such litigations on the unconsolidated financial statements of the Company.	- discussed legal cases with the internal legal department of the Company to understand the management's view point, obtained and reviewed the litigation documents to assess the facts and circumstances;
	The management has engaged independent legal counsels on these matters.	- obtained opinions from legal counsels dealing with such cases in the form of confirmations;
	The assessment of provisioning against such litigations is a complex exercise and requires significant judgements to determine the level of certainty on these matters.	- evaluated the possible outcome of these legal cases in line with the requirements of IAS 37 (Provisions, contingent liabilities and contingent assets); and
	The details of contingencies along with management's assessments are disclosed in note 33 to these unconsolidated financial statements.	- disclosures of legal exposures and provisions were assessed for completeness and accuracy.

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Information Other than the Unconsolidated 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 unconsolidated financial statements and our auditors' report thereon.

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

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

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

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

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

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

Auditors' Responsibilities for the Audit of the Unconsolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the unconsolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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- 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 auditors' 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 upto the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);

b) the unconsolidated statement of financial position, the unconsolidated statement of profit or loss and other comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;

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c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and

d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980) was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditors' report is Nafees ud din.

ShineWing Hameed Chaudhri & Co.

LAHORE; October 06, 2025
UDIN:AR20251019564VjhrsJA

SHINEWING HAMEED CHAUDHRI & CO.,
CHARTERED ACCOUNTANTS

GHANI CHEMICAL INDUSTRIES LIMITED

UNCONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT JUNE 30, 2025

	Note	2025	2024 Restated
Assets		**Rupees in thousand**	
Non-current assets			
Property, plant and equipment	5	9,439,418	10,568,886
Right of use assets	6	531,758	547,649
Intangible assets	7	1,479	1,479
Long term investments	8	20,575	20,075
Long term deposits	9	66,616	66,616
		10,059,846	11,204,705
Current assets			
Stores, spares and loose tools	10	427,844	362,135
Stock-in-trade	11	94,839	160,587
Trade debts	12	2,081,861	2,142,223
Loans and advances	13	1,650,403	1,336,248
Deposits, prepayments and other receivables	14	358,297	590,358
Tax refunds due from Government	15	59,219	93,841
Prepaid tax levies		2,077	516
Advance income tax	16	677,774	421,970
Short term investments	17	100,000	100,000
Cash and bank balances	18	735,796	468,054
		6,188,110	5,675,932
Total assets		16,247,956	16,880,637
Equity and liabilities			
Share capital and reserves			
Share capital	19	5,704,519	5,001,879
Share premium	20	0	164,011
Revaluation surplus on freehold and leasehold land	21	0	735,087
Merger reserve	22	0	1,342,746
Loans from directors	23.10	40,000	0
Unappropriated profit		3,458,855	2,609,851
Total equity		9,203,374	9,853,574
Non-current liabilities			
Long term finances	23	1,214,392	1,640,536
Redeemable capital - Sukuk	24	0	800,000
Long term security deposits	25	79,366	70,136
Lease liabilities	26	5,906	5,858
Deferred liabilities	27	1,017,093	832,854
		2,316,757	3,349,384
Current liabilities			
Trade and other payables	28	607,681	313,738
Contract liabilities	29	92,026	644,340
Accrued profit	30	148,840	336,120
Short term borrowings	31	2,908,741	1,580,482
Current portion of non-current liabilities	32	528,022	486,870
Provision for tax levies		1,811	654
Taxation		437,798	314,984
Unclaimed dividend		491	491
Unpaid dividend		2,415	0
		4,727,825	3,677,679
Total liabilities		7,044,582	7,027,063
Contingencies and commitments	33		
Total equity and liabilities		16,247,956	16,880,637

The annexed notes 1 to 54 form an integral part of these unconsolidated financial statements.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
UNCONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024 Restated
		Rupees in thousand	
Sales	34	8,739,189	6,394,859
Less: sales tax	34	(1,303,769)	(957,472)
Sales - net		7,435,420	5,437,387
Cost of sales	35	(4,023,390)	(3,824,876)
Gross profit		3,412,030	1,612,511
Distribution cost	36	(205,483)	(144,685)
Administrative expenses	37	(282,112)	(242,069)
Other expenses	38	(225,033)	(103,015)
Other income	39	392,322	551,108
		(320,306)	61,339
Profit from operations		3,091,724	1,673,850
Finance cost	40	(453,021)	(389,367)
Profit before taxation, minimum and final tax levies		2,638,703	1,284,483
Minimum and final tax levies	41	(1,811)	(654)
Profit before taxation		2,636,892	1,283,829
Taxation	42	(620,697)	(498,022)
Profit after taxation		2,016,195	785,807
Other comprehensive income			
Surplus arisen upon revaluation of:			
- freehold land	5.2	0	123,040
- leasehold land	5.2 & 6.1	0	114,769
		0	237,809
Total comprehensive income for the year		2,016,195	1,023,616
		------- Rupees -------	
Earnings per share	43	3.92	1.58

The annexed notes 1 to 54 form an integral part of these unconsolidated financial statements.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
UNCONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2025

	Share capital	Capital reserves			Loans from Directors	Revenue reserve unappr-opriated profit	Total
		Share premium	Revaluation surplus on freehold and leasehold land	Merger reserve			
	Rupees in thousand						
Balance as at June 30, 2023	5,001,879	164,011	497,278	1,342,746	0	1,824,044	8,829,958
Total comprehensive income for the year ended June 30, 2024	0	0	237,809	0	0	785,807	1,023,616
Balance as at June 30, 2024	5,001,879	164,011	735,087	1,342,746	0	2,609,851	9,853,574
Transactions with owners- distribution							
Cash dividend paid for the period of six months ended December 31, 2024 at the rate of Re. 0.60 per share	0	0	0	0	0	(300,113)	(300,113)
Adjustments incorporated as per the Scheme as detailed in note 1.2	702,640	(164,011)	(735,087)	(1,342,746)	0	(867,078)	(2,406,282)
Balance transferred from mark-up bearing loans of directors	0	0	0	0	40,000	0	40,000
Total comprehensive income for the year ended June 30, 2025	0	0	0	0	0	2,016,195	2,016,195
Balance as at June 30, 2025	5,704,519	0	0	0	40,000	3,458,855	9,203,374

The annexed notes 1 to 54 form an integral part of these unconsolidated financial statements.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED

UNCONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30,2025

	Note	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		(Rupees in thousand)	
Profit for the year - before taxation, minimum and final tax levies		2,638,703	1,284,483
Adjustments for non-cash charges and other items:			
Finance cost	40	453,021	389,367
Gain on disposal of operating fixed assets	5.3	(6,063)	(74,185)
Depreciation	5.6	204,890	176,432
Depreciation on right-of-use assets	6	15,891	14,332
Allowance for expected credit loss	12.1	38,193	5,000
Adjustments incorporated as per the Scheme as detailed in note 1.2		(938,533)	0
Profit before working capital changes		2,406,102	1,795,429
Effect on cash flows due to working capital changes			
(Increase) / decrease in current assets:			
Stores, spares and loose tools		(65,709)	(48,290)
Stock-in-trade		65,748	(81,212)
Trade debts		22,169	(1,038,998)
Loans and advances		(314,155)	158,211
Deposits, prepayments and other receivables		232,061	(146,788)
Short term investments		0	811,000
Tax refunds due from Government		34,622	(59,611)
(Decrease) / increase in trade and other payables and contract liabilities		(258,371)	548,238
		(283,635)	142,550
Cash generated from operations		2,122,467	1,937,979
Income tax, minimum and final tax levies paid		(566,698)	(222,672)
Net cash generated from operating activities		1,555,769	1,715,307
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure - net of transfers to GCWL		(1,359,441)	(3,529,549)
Proceeds from sale of operating fixed assets	5.3	19,811	243,287
Long term investments made	8	(500)	(20,075)
Long term deposits		0	577
Net cash used in investing activities		(1,340,130)	(3,305,760)
CASH FLOWS FROM FINANCING ACTIVITIES			
Long term finances (repaid) / obtained - net		(350,228)	597,012
Redeemable capital - Sukuk:			
- issued	24	0	800,000
- transferred / redeemed	24	0	(162,500)
Long term security deposits - net		9,230	21,045
Short term borrowings		1,328,259	453,043
Lease liabilities	26	64	69
Finance cost paid		(640,046)	(175,335)
Dividends paid		(297,698)	0
Net cash generated from financing activities		49,581	1,533,334
Net increase / (decrease) in cash and cash equivalents		265,220	(57,119)
Cash and cash equivalents - at beginning of the year	18	468,054	525,173
Bank balance acquired on merger of GPL into GCIL	1.3	2,522	0
Cash and cash equivalents at end of the year	18	735,796	468,054

The annexed notes 1 to 54 form an integral part of these unconsolidated financial statements.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2025

1. LEGAL STATUS AND OPERATIONS

1.1 Ghani Chemical Industries Ltd. (GCIL - the Company) was incorporated in Pakistan as a private limited company on November 23, 2015 under the repealed Companies Ordinance, 1984 (now the Companies Act, 2017) and was converted into a public limited company on April 20, 2017. The Company is principally engaged in manufacturing, sale and trading of medical & industrial gases and chemicals. The registered office and head office of the Company are situated at 10-N, Model Town Extension, Lahore whereas production facilities are situated at Phool Nagar, District Kasur and Industrial Zone, Port Qasim, Karachi. The Company's liaison office is situated in Sangjani, District Rawalpindi.

Ghani Global Holdings Ltd.'s (GGHL - the Holding Company) direct and indirect holding in the Company is 55.93% as at June 30, 2025; therefore, the Company has been treated a Subsidiary of GGHL.

GGHL holds 279,905,986 (2024: 279,905,983) ordinary shares of the Company representing 49.07% (2024: 55.96%) of its paid-up capital as at June 30, 2025.

As per the Scheme of Compromises, Arrangement and Reconstruction (the Scheme), as sanctioned by the Lahore High Court, Lahore on February 06, 2019, the Holding Company had transferred its manufacturing undertaking to the Company on July 08, 2019 after the effective date.

The Company's shareholders in the extraordinary general meeting held on November 23, 2024, have unanimously approved the Scheme of Compromises, Arrangement and Reconstruction for Demerger / Merger of Ghani Chemical Industries Ltd. (GCIL) and Ghani ChemWorld Ltd. (GCWL) and Ghani Products (Pvt.) Ltd. (GPL) by passing the special resolutions under the provisions of sections 279 to 283 of the Companies Act, 2017 and other applicable provisions. Main features of the Scheme are as under:

- To carve out Calcium Carbide Project that is being set-up by the Company at Hattar Special Economic Zone from GCIL to GCWL.
- To merge the left over assets of GPL with and into GCIL against one to one swap ratio.
- To issue 500 ordinary shares of Rs.10 each of GCWL against 1,000 ordinary shares of GCIL of Rs.10 each.
- To issue and allot 70 million additional ordinary shares of GCIL to GCWL.
- To list GCWL at Pakistan Stock Exchange after submission of requisite documents.

1.2 The Scheme of Compromises, Arrangements and Reconstruction for Amalgamation

Ghani Chemical Industries Ltd. (GCIL), Ghani ChemWorld Ltd. (GCWL) and Ghani Products (Pvt.) Ltd. (GPL) [the Petitioners] have filed a joint petition under sections 279 to 283 and 285 of the Companies Act, 2017 (the Act) and all other enabling provisions of law before the Lahore High Court (LHC) for sanction of the Scheme of Compromises, Arrangements and Reconstruction (the Scheme) for amalgamation between the Petitioners and their members.

The LHC, vide its order dated February 20, 2025, in terms of section 282 (3) (4) and (5) of the Act has ordered as follows:

- In terms of the Scheme, the whole of the business and undertaking of Calcium Carbide Project (CACP) of GCIL be transferred and vest in GCWL without any further act or deed including all assets, liabilities, properties, rights, privileges, benefits of contracts, sanctions, authorizations, licenses and obligations of each of GCIL.

- In terms of the Scheme, designated assets of GPL be transferred and vest into GCIL together with all assets, liabilities, properties, rights, privileges, benefits of contracts, sanctions, authorizations, licenses and obligations of each of GPL.

- In terms of the Scheme, shares of GCIL held by GPL be transferred to shareholders of GPL. Thereafter, GPL shall be dissolved without winding up in terms of the Scheme.

GCIL is principally engaged in the manufacturing, selling and trading of medical & industrial gases and chemicals. To cater the growing demand for products in the medical sector, industries and development projects in K.P.K. and Northern areas, GCIL has been engaged for the set-up of its 5th Air Separation Unit Plant for medical & industrial gases and Calcium Carbide manufacturing plant at Hattar Special Economic Zone, District Haripur.

GCWL has been incorporated on July 31, 2024 under the Act as wholly owned Subsidiary of GCIL. GCWL will run / operate calcium carbide and related products project. Main purpose of the formation of GCWL is to transfer CACP from GCIL to GCWL.

The salient features of the Scheme are as follows:

a) CACP has been carved out / separated from GCIL and transferred to GCWL.

b) All licenses, incentives, zone enterprise status, concessions, approvals including approvals from Department of Explosives, Department of Environment, electricity connection from PESCO related to CACP, tax holidays under clause 126 E of Part 1 of the Second Schedule under the Income Tax Ordinance, 2001 available to GCIL for the project being set-up at Hattar Special Economic Zone announced by the Government of K.P.K. and Government of Pakistan are available to GCWL under the Scheme.

c) Shares of GCWL have been issued (as an additional capital) to the shareholders of GCIL under the SWAP ratio i.e. 500 ordinary shares of Rs.10 each of GCWL against 1,000 ordinary shares of Rs.10 each of GCIL. GCWL has allotted 250,093,950 shares for consideration otherwise than in cash to the shareholders of GCIL.

d) GCIL is engaged in operating / running the medical / industrial gases plants.

e) Additional shares of GCIL have also been issued to GCWL under the Scheme to help GCWL to access the revenue stream of established projects.

f) Part of assets and liabilities of GPL have been transferred to GCIL and part of assets (net) have been distributed to the shareholders of GPL.

g) Shares of GCIL (as an additional capital) have been issued to the shareholders of GPL under the SWAP ratio i.e. 8.80 shares of GCIL for every share of GPL.

h) Shares of GCIL held by GPL have been distributed to the shareholders of GPL.

i) Upon the completion of merger / amalgamation through the Scheme, GPL has been dissolved by the order of the LHC without winding up and the issuance of shares of GCIL to the registered shareholders of GPL.

j) Retained earnings, revenue reserves, capital reserves and merger reserves of GCIL and GCWL have been re-characterised / reconstructed under the Scheme.

1.3 Financial Effects of the Scheme:

a) M/s Ilyas Saeed & Co., Chartered Accountants (external Auditors of GCWL) have carried out an agreed upon procedures exercise to extract the assets, reserves and liabilities pertaining to CACP from the un-audited unconsolidated interim statement of financial position of GCIL as at February 20, 2025. M/s Ilyas Saeed & Co., vide their report bearing Ref. No. A/00187/25 dated March 14, 2025, have determined the following values for assets, reserves and liabilities pertaining to CACP as at February 20, 2025 :

	Rupees in thousand
Property, plant and equipment	
- operating fixed assets	298,838
- capital work-in-progress	1,915,010
- stores held for capital expenditure	56,423
	2,270,271
Stores, spares and loose tools	188,322
Stock-in-trade	309,620
Loans and advances	357,719
Deposits, prepayments and other receivables	200,711
Short term investments	100,000
	1,156,372
	3,426,643
Redeemable capital- Sukuk	(800,000)
Trade and other payables	(204,787)
Accrued profit	(12,691)
Adjustment	(243)
	(1,017,721)
Net assets transferred by GCIL to GCWL	2,408,922

GCIL has incorporated the aforementioned net assets of Rs.2.409 billion in its books of account as follows:

- Issued 70,000,000 ordinary shares of Rs.10 each to GCWL	(700,000)
- Utilised following reserves appearing in its books of account:	
- Share premium	164,011
- Revaluation surplus on freehold and leasehold land	735,087
- Merger reserve	1,342,746
- Unappropriated profit	867,078
	2,408,922

b) The following net assets of GPL, as per the Scheme, have been transferred to GCIL by GPL:

	Rupees in thousand
Advance income tax	**790**
Cash and bank balances	**2,522**
Trade and other payables	**(366)**
Taxation	**(63)**
Adjustment	**(243)**
Net assets transferred by GPL to GCIL.	**2,640**
263,960 ordinary shares of Rs.10 each issued to shareholders of GPL by GCIL	**2,640**

1.4 Disclosure in financial statements

The aforementioned adjustments and entries have been duly reflected in the relevant notes to these unconsolidated financial statements.

1.5 Employees and Contracts

Employees of GCIL engaged in CACP, on the effective date, have become employees of GCWL on the basis that their services have not been interrupted by the transfer and vesting of the undertaking and business of GCIL into GCWL on the same remuneration and benefits.

1.6 Accounting policy

As per the Scheme, the accounting entries in the books of account of GCWL have been recorded at the respective values appearing in the books of account of GCIL on the date preceding the effective date. For profit and loss items in the books of account, only effect has been shown in the unconsolidated statement of changes in equity.

As per the Scheme, the accounting entries in the books of account of GCIL have been recorded at the respective values appearing in the books of account of GPL on the date preceding the effective date. For profit and loss items in the books of account, only effect has been shown in the unconsolidated statement of changes in equity.

2. BASIS OF PREPARATION

2.1 Statement of compliance

These unconsolidated 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 (IFRSs) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFASs) issued by the Institute of Chartered Accountants of Pakistan as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

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

2.2 Accounting convention

These unconsolidated financial statements have been prepared under the historical cost convention, except where otherwise specifically stated.

2.3 Functional and presentation currency

Items included in the unconsolidated financial statements are measured using the currency of primary economic environment in which the Company operates. These unconsolidated financial statements are presented in Pak Rupees, which is the Company's functional currency. All financial information has been rounded-off to the nearest thousand of Rupees unless otherwise stated.

2.4 Critical accounting estimates, assumptions and judgements

In preparing these unconsolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to estimates are recognised prospectively.

The areas where various assumptions and estimates are significant to the Company's unconsolidated financial statements or where judgement was exercised in application of accounting policies are as follows:

- Useful lives, residual values and depreciation method of property, plant and equipment.
- Provision for impairment of inventories.
- Allowance for expected credit loss.
- Impairment loss of non-financial assets other than inventories.
- Estimation of provisions.
- Estimation of contingent liabilities.
- Provisions for current taxation, minimum tax and final tax levies and recognition of deferred tax asset (for carried forward tax losses).

The revisions to accounting estimates, if any, are recognised in the year in which the estimate is revised if the revision affects only that year or in the year of the revision and future year if the revision affects both current and future years.

3. INITIAL APPLICATION OF STANDARDS, AMENDMENTS OR INTERPRETATIONS TO EXISTING STANDARDS

The following amendments to existing standards have been published that are applicable to the Company's unconsolidated financial statements covering annual periods, beginning on or after the following dates:

3.1 Standards, amendments and interpretations to accounting standards that are effective in current year

Certain standards, amendments and interpretations to International Financial Reporting Standards (IFRSs) are effective for accounting period beginning on July 01, 2024 but are considered not to be relevant or to have any significant effect on the Company's operations (although they may affect the accounting for future transactions and events) and are, therefore, not detailed in these unconsolidated financial statements, except for the following:

Amendment to International Accounting Standard (IAS) 1 – Classification of liabilities as current or non-current

Under existing IAS 1 requirements, companies classify a liability as current when they do not have an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period. As part of this amendment, the requirement for a right to be unconditional has been removed and instead, the amendment requires that a right to defer settlement must have substance and exist at the end of the reporting period. This right may be subject to a Company complying with conditions (covenants) specified in a loan arrangement. The IASB, after reconsidering certain aspects of the amendment, reconfirmed that only covenants with which a Company must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the Company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date.

The above amendment did not result in any significant changes to these unconsolidated financial statements.

3.2 Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company

There are certain standards, amendments to the accounting standards and interpretations that are mandatory for the Company's accounting periods beginning on or after July 01, 2025 but are considered not to be relevant or to have any significant effect on the Company's operations and are, therefore, not detailed in these unconsolidated financial statements, except for the following:

(a) IFRS S1 General Requirements for Disclosure of Sustainability - Related Financial Information and IFRS S2 Climate - Related Disclosures (effective for annual period beginning on July 01, 2025)

These standards include the core framework for the disclosure of material information about sustainability - related risks, opportunities across an entity's value chain and set out the requirements for entities to disclose information about climate - related risks and opportunities.

IFRS S1 requires entities to disclose information about its sustainability - related risks and opportunities that is useful to primary users of general purpose financial reporting in making decisions relating to providing resources to the entity. The standards provide guidance on identifying sustainability - related risks and opportunities, and the relevant disclosures to be made in respect of those sustainability - related risks and opportunities.

IFRS S2 is a thematic standard that builds on the requirements of IFRS S1 and is focused on climate-related disclosures. IFRS S2 requires an entity to identify and disclose climate-related risks and opportunities that could affect the entity's prospects over the short, medium and long term. In addition, IFRS S2 requires entities to consider other industry-based metrics and seven cross-industry metrics when disclosing qualitative and quantitative components on how the entity uses metrics and targets to measure, monitor and manage the identified material climate-related risks and opportunities. The cross-industry metrics include disclosures on greenhouse gas ('GHG') emissions, transition risks, physical risks, climate-related opportunities, capital deployment, internal carbon prices and remuneration.

(b) Amendments to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments (effective for annual period beginning on January 01, 2026)

The amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;

- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;

- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and

- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

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

(c) Annual improvements to International Financial Reporting Standards – Volume 11 (effective for annual period beginning on January 01, 2026)

Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The 2024 amendments are to the following standards:

- IFRS 1 First-time Adoption of International Financial Reporting Standards;

- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;

- IFRS 9 Financial Instruments;

- IFRS 10 Consolidated Financial Statements; and

- IAS 7 Statement of Cash Flows.

(d) IFRS 18 - Presentation and Disclosure in Financial Statements (effective for annual period beginning on January 01, 2027)

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

- the structure of the statement of profit or loss;

- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and

- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

The Company is yet to assess the impact of this standard on its unconsolidated financial statements.

4. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted in the preparation of these unconsolidated financial statements are the same as those applied in the preparation of the unconsolidated financial statements of the Company for the year ended June 30, 2024.

4.1 IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes (the Guidance) issued by ICAP (Adoption of Approach 2)

The Institute of Chartered Accountants of Pakistan (ICAP) has issued the aforementioned Guidance through Circular No. 07 / 2024 dated May 15, 2024. The Circular has suggested two approaches for determination of taxes as per IAS 12 and levy as per IFRIC 21.

Upto June 30, 2024, the Company has applied Approach 1 and minimum and final taxes were presented as 'minimum and final tax levies'. The Company, during the current year, has adopted Approach 2 and the portion of tax computed on taxable income at the enacted tax rate has been recognised as income tax expense and the balance expense has been recognised as levy.

The aforesaid Guidance has been applied retrospectively by the Company, and comparative information has been restated, which has not affected current year's or prior years' net sales, profit after taxes and levies, equity or cash flows. The impact as of July 01, 2023 is not material to these unconsolidated financial statements. In accordance with the requirements of IAS 1 (Presentation of financial statements), balances as at June 30, 2024 have been restated and third statement of financial position as of July 01, 2023 has not been presented due to immaterial impact.

In the unconsolidated statement of profit or loss for the year ended June 30, 2024, 'minimum and final tax levies' aggregating Rs.210.789 million under Approach 1 have been reclassified to Rs.0.654 million under Approach 2 whereas current taxation expense for the preceding year amounting Rs.103.596 million has been increased to Rs.313.731 million under Approach 2.

In the unconsolidated statement of financial position as at June 30, 2024, 'provision for tax levies' amounting Rs.212.217 million previously reported under Approach 1 has been reclassified and stated at Rs.0.654 million under Approach 2 whereas 'taxation' amounting Rs.103.421 million previously reported under Approach 1 has been reclassified and stated at Rs.314.984 million under Approach 2 .

The aforesaid accounting treatments have not affected current and prior year's net sales, profit after taxes and levies, equity or cash flows.

4.2 Property, plant and equipment

a) Owned

Measurement

Items of property, plant and equipment other than freehold and leasehold land are measured at cost less accumulated depreciation and impairment loss, if any. Freehold and leasehold land are stated at revalued amounts.

Residual value and the useful life of assets are reviewed at each financial year end and if expectations differ from previous estimates the change is accounted for as change in accounting estimate in accordance with IAS 8 - Accounting policies, changes in accounting estimates and errors.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal repairs and maintenance costs are charged to statement of profit or loss as and when incurred.

Revaluation

Increases in the carrying amounts arising on revaluation of freehold and leasehold land are recognised, in statement of other comprehensive income and accumulated in reserves in shareholders' equity. To the extent that the increase reverses a decrease previously recognised in statement of profit or loss, the increase is first recognised in statement of profit or loss. Decreases that reverse previous increases of the same asset are first recognised in statement of other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to statement of profit or loss.

Depreciation

Depreciation is charged to statement of profit or loss using the reducing balance method. Depreciation on additions to property, plant and equipment is charged from the date on which the asset is acquired or capitalised, while no depreciation is charged from the date on which the asset is disposed-off.

De-recognition

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

Judgement and estimates

The useful lives, residual values and depreciation method are reviewed and adjusted, if appropriate, at each year-end. The effect of any change in estimates is accounted for on a prospective basis.

b) Right of use assets and related liabilities

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The extension and termination options are incorporated in determination of lease term only when the Company is reasonably certain to exercise these options.

Leases are recognised as right-of-use assets and corresponding liabilities at the date at which the leased assets are available for use by the Company.

The lease liabilities are initially measured at the present value of the remaining lease payments at the commencement date, discounted using the interest rate implicit in the lease, or if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. At initial recognition, liabilities have been discounted using the Company's incremental borrowing rate. Lease payment includes fixed payments with annual increments. The lease liabilities are subsequently measured at amortised cost using the effective interest rate.

Right-of-use assets are initially measured based on the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. The right-of-use assets are depreciated on a straight line method over the lease term as this method most closely reflects the expected pattern of consumption of future economic benefits. The carrying amount of the right-of-use asset is reduced by impairment losses, if any.

c) Capital work-in-progress

Capital work-in-progress represents expenditure on item of property, plant and equipment, which are in the course of construction, erection or installation.

Capital work-in-progress and stores held for capital expenditure are stated at cost less any identified impairment loss. All expenditure connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. Transfers are made to respective property, plant and equipment category as and when assets are available for use.

4.3 Intangible assets - Software

Software is stated at cost less accumulated amortisation and any identified impairment loss. An intangible asset is recognised if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and that the cost of such asset can also be measured reliably.

Software is amortised using straight line method at the rate given in note 7.1 to these unconsolidated financial statements. Amortisation is charged to statement of profit or loss from the date on which the asset is available for use. Amortisation on additions is charged on pro-rata basis from the date on which asset is put to use, while for disposals, amortisation is charged upto the date of disposal.

Subsequent expenditure on intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All expenditure are charged to income as and when incurred. Gain or loss arising on disposal and retirement of intangible asset is determined as a difference between the net disposal proceeds and the carrying amount of the asset and is recognised as income or expense in statement of profit or loss immediately.

4.4 Investments - Subsidiaries

Investments in subsidiaries are measured at cost. As per the requirements of IAS 27 (Separate financial statements) in separate financial statements at subsequent reporting dates, the recoverable amounts are estimated to determine the extent of impairment loss, if any, and carrying amounts of investments are adjusted accordingly. Impairment losses are recognised as an expense in the unconsolidated statement of profit or loss. Where impairment losses subsequently reverse, the carrying amounts of the investments are increased to the revised recoverable amounts but limited to the extent of initial cost of investments. A reversal of impairment loss is recognised in the unconsolidated statement of profit or loss.

Profit or loss of the subsidiaries is carried forward in respective financial statements and not dealt within the unconsolidated financial statements except to the extent of dividend declared by the subsidiary, which is recognised in other income. Gain and loss on disposal of such investment is included in other income. When the disposal of investment in subsidiary resulted in loss of control such that it becomes an associate, the retained investment is carried at cost.

4.5 Stores, spares and loose tools

These are stated at lower of cost and net realisable value. Cost is determined by using the weighted average method. Items in transit are valued at cost comprising invoice value, plus other charges paid thereon. Provision is also made for slow moving and obsolete items.

4.6 Stock-in-trade

These are stated at the lower of cost and net realisable value. The cost is determined as follows:

Particulars	Mode of valuation
- Raw and packing materials	At weighted average cost.
- Work-in-process	At weighted average manufacturing cost.
- Finished goods	At weighted average manufacturing cost.
- Items in transit	Cost comprise invoice values plus other charges incurred thereon.

Net realisable value signifies the estimated selling price in the ordinary course of business less estimated costs of completion and selling expenses.

4.7 Trade and other receivables

Trade and other receivables are stated initially at fair value and subsequently measured at amortised cost. Allowance is made on the basis of lifetime expected credit losses that result from all possible default events over the expected life of the trade debts and other receivables. Bad debts are written-off when considered irrecoverable.

4.8 Loans, advances, prepayments and trade deposits

These are initially recognised at cost, which is the fair value of consideration given. The Company assesses at each reporting date whether there is any indication that assets excluding inventory may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceeds recoverable amount, assets are written down to the recoverable amount and the difference is charged to statement of profit or loss.

4.9 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of cash flow statement, cash and cash equivalents comprise of cash-in-hand, banking instrument (call deposit receipt) and cash at banks, which are subject to an insignificant risk of change in value.

4.10 Trade and other payables

Trade and other payables are initially measured at cost, which is the fair value of the consideration to be paid in future for goods and services, whether or not billed to the Company.

4.11 Borrowings and borrowing costs

Borrowings are recognised initially at fair value, net of transaction costs incurred and are subsequently measured at amortised cost using the effective interest rate method.

Borrowing costs are recognised as an expense in the period in which these are incurred except to the extent of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Such borrowing costs, if any, are capitalised as part of the cost of that asset.

4.12 Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position when the Company becomes a party to the contractual provisions of the instrument. All the financial assets are derecognised at the time when the Company loses control of the contractual rights that comprise the financial assets. All financial liabilities are derecognised at the time when they are extinguished that is, when the obligation specified in the contract is discharged, cancelled or expired. Any gains or losses on de-recognition of the financial assets and financial liabilities are taken to the statement of profit or loss.

a) Financial assets

Classification

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

i) amortised cost where the effective interest rate method is applied;

ii) fair value through profit or loss; and

iii) fair value through other comprehensive income.

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

For assets measured at fair value, gains and losses are either recorded in statement of profit or loss or other comprehensive income (OCI).

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. Further, financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in statement of profit or loss.

Definition of default

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable.

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicate that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collaterals held by the Company).

Impairment of financial assets

The Company assesses on a historical as well as forward-looking basis, the expected credit loss (ECL) as associated with its trade debts. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Following are financial instruments that are subject to the ECL model:

- Trade debts

- Bank balances

Simplified approach for trade debts

The Company recognises life time ECL on trade debts, using the simplified approach. The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Recognition of loss allowance

The Company recognises an impairment gain or loss in the statement of profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Write-off

The Company writes-off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of debtor's sources of income or assets to generate sufficient future cash flows to repay the amount.
The Company may write-off financial assets that are still subject to enforcement activity. Subsequent recoveries of amounts previously written-off result in impairment gains.

b) Financial Liabilities

Classification, initial recognition and subsequent measurement

Financial liabilities are classified in the following categories:

i) fair value through profit or loss; and

ii) other financial liabilities.

The Company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in case of other financial liabilities also include directly attributable transaction costs. The subsequent measurement of financial liabilities depends on their classification, as follows:

i) Fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held-for trading and financial liabilities designated upon initial recognition as being at fair value through profit or loss. The Company has not designated any financial liability upon recognition as being at fair value through profit or loss.

ii) Other financial liabilities

After initial recognition, other financial liabilities which are interest bearing subsequently measured at amortised cost, using the effective interest rate method. Gains and losses are recognised in statement of profit or loss for the year, when the liabilities are derecognised as well as through effective interest rate amortisation process.

Derecognition of financial liabilities

The Company derecognises financial liabilities when and only when the Company's obligations are discharged, cancelled or expired.

Offsetting of financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when there is a legally enforceable right to offset the recognised amount and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

4.13 Impairment of non-financial assets other than inventories

The assets that are subject to depreciation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. If there is an indication of possible impairment, the recoverable amount of the asset is estimated and compared with its carrying amount.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. The impairment loss is recognised in the statement of profit or loss.

An impairment loss is reversed only to the extent that the asset carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised. The Company recognises the reversal immediately in the statement of profit or loss.

4.14 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably.

- Revenue from sale of goods or rendering of services is recognised when performance obligations are satisfied by transferring control (i.e. at the time when deliveries are made or services are rendered) of a promised good or service to a customer, and control either transfers over time or at a point in time. Revenue from sale of goods and rendering of services is measured net of sales tax, returns and trade discounts.
- Dividend income is recognised when the Company's right to receive dividend is established, i.e. on the date of books closure of the investee company declaring the dividend.
- Gains and losses arising on disposal of investments are included in income in the year in which these are disposed-off.
- Return on bank deposits is recognised on time proportion basis using the effective rate of return.

Contract assets

Contract assets arise when the Company performs its performance obligations by transferring goods and services to a customer before the customer pays its consideration or before payment is due.

Contract liabilities

Contract liability is the obligation of the Company to transfer goods and services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods and services, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company performs its performance obligations under the contract.

4.15 Foreign currency transactions

Foreign currency transactions are recorded in Pak Rupees using the exchange rates prevailing at the date of transactions. Monetary assets and liabilities in foreign currencies are translated in Pak Rupees at the rates of exchange prevailing at the reporting date. Exchange gains and losses are taken to statement of profit or loss.

4.16 Taxation

Taxation comprises of current tax and deferred tax.

Income tax expense is recognised in the statement of profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, if any, in which case the tax amounts are recognised directly in other comprehensive income or equity.

(a) Current

Provision for current taxation is based on taxable income at the current rates of taxation after taking into account tax credits and rebates available, if any. The charge for current year also includes adjustments where necessary, relating to prior years which arise from assessments framed / finalised during the year.

(b) Deferred

Deferred tax is recognised using the statement of financial position 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 liability is recognised for all taxable temporary differences. Deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that temporary differences will reverse in the future and taxable income will be available against which the temporary differences can be utilised. Deferred tax is charged or credited to the statement of profit or loss.

Deferred tax asset and liability is measured at the tax rate that is expected to apply to the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted by the reporting date.

4.17 Levies

Minimum taxes, that exceed the normal tax liability as well as tax deducted at source (other than from dividends received from subsidiaries and associates) under the provisions of the Income Tax Ordinance, 2001 (the Ordinance), are not within the scope of IAS 12 (Income taxes) instead these taxes fall under the provisions of IFRIC 21 (Levies) and IAS 37 (Provisions, contingent liabilities and contingent assets).

Consequently, a liability for these levies is recognised in accordance with IFRIC 21 when the event specified in the Ordinance that triggers the obligation occurs. Therefore, excess minimum taxes and final taxes are recognised as liabilities when they become due, ensuring compliance with the recognition and measurement principles outlined in IAS 37.

4.18 Earnings per share

The Company presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

4.19 Related party transactions

Transactions and contracts with related parties are based on the policy that all transactions between the Company and related parties are carried-out at an arm's length.

4.20 Provisions

Provisions are recognised when the Company has a present obligation, legal or constructive, as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

As the actual outflows can differ from estimates made for provisions due to changes in laws, regulations, public expectations, prices and conditions, and can take place many years in future, the carrying amounts of provisions are reviewed at each reporting date and adjusted to take account of such changes. Any adjustment to the amount of previously recognised provision is recognised in the statement of profit or loss unless the provision was originally recognised as part of cost of an asset.

4.21 Contingent liabilities

A contingent liability is disclosed when the Company

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

4.22 Employees' benefits

Defined contribution plan

The Company operates a funded employees' provident fund scheme for its permanent eligible employees. Equal monthly contributions at the rate of 8.33% of gross pay are made both by the Company and employees to the fund.

Compensated absences

Compensated absences are accounted for employees of the Company on un-availed balance of leave in the period in which the absences are earned.

4.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Company that makes strategic decisions.

Segment assets and liabilities include items directly attributable to segment as well as those that can be allocated on a reasonable basis. Segment assets consist primarily of property, plant & equipment, stores, spares & loose tools and stock-in-trade. Segment liabilities comprise of long term finances, lease liabilities, short term borrowings and trade & other payables.

On the basis of its internal reporting structure, the Company has two reportable segments i.e. Industrial & Medical Gases and Industrial Chemicals.

4.24 Deferred income - government grant

Government grant is initially measured at fair value; after initial recognition, it is measured at amortised cost using the effective interest rate method.

4.25 Dividend and appropriation to reserves

Dividend distribution to the Company's shareholders and appropriation to reserves are recognised in the period in which these are approved.

5. PROPERTY, PLANT AND EQUIPMENT

	Note	2025	2024
		Rupees in thousand	
Operating fixed assets	5.1	9,215,763	6,792,002
Capital work-in-progress	5.8	48,290	3,158,662
Stores held for capital expenditure	5.11	175,365	618,222
		9,439,418	10,568,886

5.1 Operating fixed assets - tangible

	Freehold land	Leasehold land	Buildings	Plant and machinery	Furniture and fixtures	Office equipment	Computers	Vehicles	Total
	----------	----------	----------	----------	Rupees in thousand	----------	----------	----------	----------
As at June 30, 2023									
Cost / revaluation	1,230,400	375,000	464,441	5,012,706	49,461	12,490	15,399	228,957	7,388,854
Accumulated depreciation	0	0	217,624	813,518	22,632	4,156	11,907	77,344	1,147,181
Book value	1,230,400	375,000	246,817	4,199,188	26,829	8,334	3,492	151,613	6,241,673
Year ended June 30, 2024									
Additions	0	7,178	516	399,257	3,875	3,235	2,365	304,735	721,161
Revaluation adjustments (note 5.2)	123,040	51,662	0	0	0	0	0	0	174,702
Disposals:									
- cost / revaluation	0	0	0	53,573	0	544	0	147,463	201,580
- accumulated depreciation	0	0	0	(2,062)	0	(283)	0	(30,133)	(32,478)
	0	0	0	51,511	0	261	0	117,330	169,102
Depreciation charge for the year	0	0	24,724	97,912	2,885	1,048	1,336	48,527	176,432
Book value	1,353,440	433,840	222,609	4,449,022	27,819	10,260	4,521	290,491	6,792,002
Year ended June 30, 2025									
Additions	0	0	926	2,672,875	7,000	15,508	4,074	240,854	2,941,237
Transferred to GCWL as per the Scheme as detailed in note 1.2									
- cost / revaluation	0	293,480	0	0	3,958	157	364	2,966	300,925
- accumulated depreciation	0	0	0	0	(662)	(8)	(165)	(1,252)	(2,087)
	0	293,480	0	0	3,296	149	199	1,714	298,838
Disposals:									
- cost	0	0	0	45	0	0	0	18,043	18,088
- accumulated depreciation	0	0	0	(6)	0	0	0	(4,334)	(4,340)
- cost	0	0	0	39	0	0	0	13,709	13,748
Depreciation charge for the year	0	0	22,296	105,757	3,093	1,345	1,838	70,561	204,890
Book value	1,353,440	140,360	201,239	7,016,101	28,430	24,274	6,558	445,361	9,215,763
As at June 30, 2024									
Cost / revaluation	1,353,440	433,840	464,957	5,358,390	53,336	15,181	17,764	386,229	8,083,137
Accumulated depreciation	0	0	242,348	909,368	25,517	4,921	13,243	95,738	1,291,135
Book value	1,353,440	433,840	222,609	4,449,022	27,819	10,260	4,521	290,491	6,792,002
As at June 30, 2025									
Cost / revaluation	1,353,440	140,360	465,883	8,031,220	56,378	30,532	21,474	606,074	10,705,361
Accumulated depreciation	0	0	264,644	1,015,119	27,948	6,258	14,916	160,713	1,489,598
Book value	1,353,440	140,360	201,239	7,016,101	28,430	24,274	6,558	445,361	9,215,763
Depreciation rate (% - per annum)		50-100 years	10%	240,000 Machine hours	10%	10%	30%	20%	

5.2 The Company, during May, 2024, has carried-out revaluations of its freehold and leasehold land situated at :

- 52 - Km, Phool Nagar, District Kasur
- Mouza Parna, Phool Nagar, Tehsil Pattoki, District Kasur
- Plot Nos. 7 and 8, 9 to 12, B2, 13-24, B3, B4, Zone - B, Hattar.

Plot Nos. 13-24 and B3, B4 have been transferred to GCWL as per the Scheme as detailed in note 1.2.

The revaluation exercises have been carried-out by independent Valuers [Unicorn International Surveyors, 74-B , Gulberg II, Lahore.]. Freehold land has been revalued on the basis of present market values whereas leasehold land has been revalued on the basis of estimated prevailing lease rate. These revaluations have resulted in revaluation surplus aggregating Rs.174.702 million as worked-out below:

		Rupees in thousand
(a)	Cost / revalued amount of freehold land as at May 07, 2024	1,230,400
	Revalued amount as at May 07, 2024	1,353,440
	Revaluation surplus arisen upon revaluation	123,040
(b)	Cost / revalued amount of leasehold land as at May 07, 2024	382,178
	Revalued amount as at May 07, 2024	433,840
	Revaluation surplus arisen upon revaluation	51,662

(c) Had there been no revaluations, book value of freehold and leasehold land would have been Rs.76.463 million (2024: Rs.76.463 million) and Rs.65.027 million (2024: Rs.200.991 million) respectively as at June 30, 2025.

(d) Based on the revaluation report of Unicorn International Surveyors dated May 07, 2024, the forced sale values of the revalued freehold and leasehold land (inclusive of land transferred to GCWL as per the Scheme as detailed in note 1.2) have been assessed at Rs.1,429.824 million.

5.3 Particulars of operating fixed assets disposed-off during the year:

Description		Cost	Accumulated depreciation	Book value	Sale proceeds	Gain	Particulars of Purchaser
		Rupees in thousand					Sold through negotiation to:
Items with individual net book value exceeding Rs. 500,000 each							
Vehicles							
Toyota Fortuner		15,261	(2,230)	13,031	14,650	1,619	Mr. Arshad Baig (a third party)
Toyota Corolla		2,782	(2,104)	678	4,550	3,872	Mr. Rashid Awan (a third party)
		18,043	(4,334)	13,709	19,200	5,491	
Aggregate value of items having individual book value not exceeding Rs. 500,000 each							
Plant and machinery		45	(6)	39	611	572	
Total	2025	18,088	(4,340)	13,748	19,811	6,063	
Total	2024	201,580	(32,478)	169,102	243,287	74,185	

5.4 Particulars of immovable property in the name of the Company are as follows:

Location	Usage of immovable property	Total Area	Covered Area
			In sq. ft.
- 52 - Km, Phool Nagar, District Kasur	Manufacturing facility (gases)	113 Kanals 8 marlas and 90 feet	67,031
- Mouza Parna, Phool Nagar, Tehsil Pattoki, District Kasur	Industrial land	83 Kanals and 9 Marlas	-
- Plot Nos. 7 and 8, 9 to 12, B2, 13-24, B3,B4, Zone - B, Plot Nos. 13-24 and B3, B4 have been transferred to GCWL as per the Scheme as detailed in note 1.2.	Industrial land	51.04 Kanals (6.38 Acres)	-

5.5 As at June 30, 2025, plant and machinery include vacuum insulated evaporator tanks installed at various customers' sites for supply of gas products. These assets are secured against deposits as disclosed in note 25. Cost and book value of these vacuum insulated evaporator tanks were as follows:

	Note	2025	2024
		Rupees in thousand	
Cost		**192,450**	207,724
Book value		**144,194**	159,953

5.6 Depreciation charge on operating fixed assets has been allocated as follows:

	Note	2025	2024
Cost of sales	35	**127,357**	120,959
Distribution costs	36	**2,845**	0
Administrative expenses	37	**74,688**	55,473
		204,890	176,432

5.7 Leasehold land rights located at Hattar under KPEZDMC is still under provisional allotment; therefore, at the reporting date, this has been carried as leasehold land.

5.8 **Capital work in progress** (plant and machinery) - at cost

	Note	2025	2024
Opening balance		**3,158,662**	209,889
Additions during the year	5.9	**1,447,727**	2,962,909
Capitalised during the year		**(2,643,089)**	(14,136)
Transferred to GCWL as per the Scheme detailed in note 1.2		**(1,915,010)**	0
Closing balance		**48,290**	3,158,662

5.9 These include expenditure aggregating Rs.1,022.317 million (2024: Rs.1,516.179 million) relating to installation of new plant (Liquid Air Separation Unit) and expenditure aggregating Rs.414.365 million (2024: Rs.1,439.404 million) relating to Calcium Carbide Plant (CACP) at Hattar, KPK.

5.10 During the year, borrowing cost at the rates ranging from 12.03% to 23.16% (2024: 21.67% to 25.53%) per annum amounting Rs.275.210 million (2024: Rs.363.580 million) has been included in the cost of plant and machinery.

5.11 **Stores held for capital expenditure**

	2025	2024
Total inventory of stores held for capital expenditure	**231,788**	618,222
Transferred to GCWL as per the Scheme detailed in note 1.2	**(56,423)**	0
Carrying value at year-end	**175,365**	618,222

6. RIGHT OF USE ASSETS	Note	2025	2024
		Rupees in thousand	
Opening balance		**550,000**	500,000
Revaluation increment	**6.1**	**0**	63,107
Revaluation adjustment - cost		**0**	(13,107)
		550,000	550,000
Depreciation			
Opening balance		**2,351**	1,126
Revaluation adjustment - accumulated depreciation		**0**	(13,107)
Depreciation charge for the year	**6.4**	**15,891**	14,332
		18,242	2,351
Closing balance		**531,758**	547,649

6.1 The Company, during May, 2024, has carried-out revaluation of leasehold land situated at Plot No. A-53, Chemical Area, East Industrial Zone, Port Qasim, Karachi with an area of 40 Kanals having covered area of 17,045 sq. ft. The revaluation exercise has been carried out by independent Valuers [Unicorn International Surveyors, 74-B, Gulberg II, Lahore]. Leasehold land has been revalued on the basis of present market rate of project land and it has resulted in revaluation surplus of Rs.63.107 million as worked-out below:

	Rupees in thousand
Carrying value of leasehold land as at May 07, 2024	486,893
Revalued amount of leasehold land as at May 07, 2024	550,000
Revaluation surplus arisen upon revaluation	63,107

6.2 Had there been no revaluation, book value of leasehold land would have been Rs.24.038 million (2024: Rs.24.724 million).

6.3 Based on the revaluation report of Unicorn International Surveyors dated May 07, 2024, the forced sale value of the revalued leasehold land has been assessed at Rs.440 million.

6.4 Depreciation charge for the year on right of use assets has been calculated by using straight line method over the lease terms i.e. ranging from 40 to 50 years and grouped under administrative expenses.

7. INTANGIBLE ASSETS

	2025	2024
Cost		
Balance at year-end	**14,808**	14,808
Amortisation		
Charged upto the year-end	**13,329**	13,329
Carrying value at year-end	**1,479**	1,479

7.1 No amortisation has been charged for the current and preceding years as carrying value represents 10% residual value.

8. LONG TERM INVESTMENTS - At cost

	Note	2025	2024
		Rupees in thousand	
Subsidiary Companies			
Ghani Gases (Pvt.) Ltd. (GGPL) - Un-quoted			
999,997 ordinary shares of Rs. 10 each Shareholding held: 99.9% (2024: 99.9%) - Value of investments based on net assets shown in the audited financial statements for the year ended June 30, 2025 Rs.4.434 million (2024: Rs. 9.013 million)	8.1	**10,075**	10,075
Ghani Power (Pvt.) Ltd. (GPPL) - Un-quoted			
999,997 ordinary shares of Rs. 10 each Shareholding held: 99.9% (2024: 99.9%) - Value of investments based on net assets shown in the audited financial statements for the year ended June 30, 2025 Rs.10.430 million (2024: Rs. 9.650 million)	8.2	**10,000**	10,000
Associated Company			
Ghani ChemWorld Ltd. (GCWL) - Quoted			
50,000 ordinary shares of Rs. 10 each Shareholding held: 0.02% - Market value Rs. 0.486 million	8.3	**500**	0
		20,575	20,075

8.1 GGPL was incorporated in Pakistan under the Companies Act, 2017 (XIX of 2017) as a private limited company on May 18, 2020. The principal business of GGPL is to carry on the business of manufacturers, buyers, sellers, importers, exporters, dealers and traders of all types of gases including LPG and LNG for use in industries, hospitals, houses, factories and all types of chemicals including petro-chemicals and their derivatives and importers, exporters and manufacturers of and dealers in heavy chemicals, alkalis, acids, drugs, tannins, essences, pharmaceutical, surgical and scientific apparatus and materials.

Provision for diminution in value of investment in GGPL has not been recognised at the reporting date as the management considers this fall a temporary phenomenon.

8.2 GPPL was incorporated in Pakistan as a private limited company on March 15, 2024 under the Companies Act, 2017. The principal line of business of GPPL is to carry on all or any of the businesses of generating, purchasing, importing, transforming, converting, manufacturing, distributing, supplying, exporting and dealing in power, electricity, oil, gas, hydrocarbons, petrochemicals, petroleum solar, hydel power plants and petroleum products, asphalt, bituminous substances or services associated therewith and all other forms of energy and energy related products / services including all kinds of efficient use of energy and to perform all other acts which are necessary or incidental to the above businesses and related products. GPPL has not commenced its commercial operations till the reporting date.

8.3 GCWL was incorporated in Pakistan under the Companies Act, 2017 as a limited company on July 31, 2024. The principal line of business of GCWL is to manufacture, produce, refine, process, formulate, acquire, convert, sell, distribute, buy, import, export or otherwise deal in all types of chemicals, basic drugs, all types of acids, etc. The registered office and head office of GCWL are situated at 10-N, Model Town Extension, Lahore whereas production facility is situated at plot No. 13 to 24 B3 & B4 Zone Hattar Special Economic Zone, Dhorian Chowk Near Tanoli Filling Station Hattar, Haripur. GCWL has not commenced its commercial operations till the reporting date.

GCWL was a wholly owned Subsidiary of the Company; however, after the issuance of shares by GCWL as per the Scheme detailed in note 1.2, GCWL has become an Associated Company at the reporting date.

9. LONG TERM DEPOSITS - Considered good

	Note	2025	2024
		Rupees in thousand	
Security deposits against:			
- utility bills	9.1	**64,873**	64,873
- rented premises		**1,743**	1,743
		66,616	66,616

9.1 These deposits are being held for an indefinite period with no fixed maturity date; therefore, have been carried at cost, as amortised cost is impractical to determine.

10. STORES, SPARES AND LOOSE TOOLS

	2025	2024
Stores	**116,130**	56,413
Spare parts	**311,196**	305,269
Loose tools	**518**	453
	427,844	362,135

10.1 The Company, during the year, has transferred stores, spares and loose tools inventory valuing Rs.188.322 million to GCWL as per the Scheme detailed in note 1.2.

11. STOCK IN TRADE

	2025	2024
Finished goods		
- industrial gases	**48,568**	79,595
- industrial chemicals	**46,271**	80,992
Raw materials	**309,620**	0
Transferred to GCWL as per the Scheme detailed in note 1.2	**(309,620)**	0
	0	0
	94,839	160,587

12. TRADE DEBTS - Unsecured

	Note	2025	2024
		Rupees in thousand	
Considered good	12.4	**2,081,861**	2,142,223
Considered doubtful		**38,882**	24,856
		2,120,743	2,167,079
Allowance for expected credit loss	12.1	**(38,882)**	(24,856)
		2,081,861	2,142,223

12.1 Allowance for expected credit loss

Opening balance	**24,856**	19,856
Charge for the year	**38,193**	5,000
Balances written-off during the year	**(24,167)**	0
Closing balance	**38,882**	24,856

12.2 Trade debts aggregating Rs.1,111.511 million (2024: Rs.659.861 million) were either past due or overdue but not impaired as allowance for expected credit loss. These balances relate to various customers, primarily Government organisations, with whom there was no recent history of default. The ageing analysis of these trade debts is as follows:

Up to 1 month	**134,200**	90,348
31 to 60 days	**52,522**	75,868
61 to 90 days	**78,972**	58,007
91 to 180 days	**436,453**	173,570
181 to 365 days	**267,853**	114,077
Above 365 days	**141,511**	147,991
	1,111,511	659,861

12.3 Receivables from the government institutions aggregate Rs.1,075.810 million as at June 30, 2025 (2024: Rs.659.861 million).

12.4 The balance includes receivable from Ghani Global Glass Ltd. (a related party) amounting Rs.78.350 million as at June 30, 2025 (2024: Rs.68.182 million).

13. LOAN AND ADVANCES

	Note	2025	2024
Advances to employees against expenses		**3,435**	4,109
Advances to suppliers and contractors		**315,790**	149,515
Transferred to GCWL as per the Scheme detailed in note 1.2		**(153,264)**	0
		162,526	149,515
Letters of credit		**210,916**	61,831
Transferred to GCWL as per the Scheme detailed in note 1.2		**(204,455)**	0
		6,461	61,831
Due from related parties	13.1	**1,479,466**	1,122,278
		1,651,888	1,337,733
Allowance for impairment		**(1,485)**	(1,485)
		1,650,403	1,336,248

		Note	2025	2024
			Rupees in thousand	
13.1	**Due from related parties**			
	Ghani Global Glass Ltd. (GGGL) {net of accrued mark-up and common allocation of expenses aggregating Rs.36.682 million (2024: balance included Rs. 172.805 million on account of accrued mark-up and common allocation of expenses)}	**13.2**	**1,182,273**	1,019,397
	Ghani Global Holdings Ltd. (GGHL) (the Holding Company) (including accrued mark-up amounting Rs. Nil (2024:Rs.5.581 million)	**13.3**	**17,992**	102,881
	Ghani ChemWorld Ltd. (GCWL) (including accrued mark-up amounting Rs.5.252 million.	**13.4**	**279,201**	0
			1,479,466	1,122,278

13.2

(a) The Company's shareholders, vide special resolution dated October 26, 2024 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised the Company to make investment upto Rs.1,300 million in GGGL by way of advances and loans, as and when required by GGGL. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by the Company during the year ranged from 13.19% to 21.72% (2024: 22.96% to 24.40%) per annum.

(b) Maximum amount due from GGGL, including markup, at the end of any month during the year was Rs. 1,257.119 million (2024: Rs.1,087.578 million).

13.3

(a) The Company's shareholders, vide special resolution dated October 26, 2024 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised the Company to make investment upto Rs. 200 million in the Holding Company by way of advances and loans, as and when required by the Holding Company. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by the Company during the year ranged from 13.19% to 21.07% (2024: 22.31% to 23.75%) per annum.

(b) Maximum amount due from the Holding Company, including markup, at the end of any month during the year was Rs. 95.481 million (2024: Rs.102.881 million).

(c) Payable to the Holding Company on account of mark-up and commission aggregating Rs. 3.508 million has been adjusted against this receivable balance.

13.4

(a) The Company's shareholders, vide special resolution dated April 12, 2025 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised the Company to make investment upto Rs.1,500 million in GCWL by way of advances and loans, as and when required by GCWL. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by the Company during the year ranged from 13.26% to 13.28% per annum.

(b) Maximum amount due from GCWL, including mark-up, at the end of any month during the year was Rs. 279.201 million.

14. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	Note	2025	2024
		Rupees in thousand	
Trade deposits		**254,370**	197,036
Prepayments		**16,273**	10,442
Bank profit receivable		**396**	811
Letters of credit margins		**3,315**	4,136
Advances to suppliers		**24,275**	9,216
Advances to construction contractor	14.1	**260,379**	178,379
Other receivable	14.2	**0**	190,338
		559,008	590,358
Balances transferred to GCWL as per the Scheme detailed in note 1.2		**(200,711)**	0
		358,297	590,358

14.1 This represents advance made to Baig Construction Company against civil works for Hattar project.

14.2 This represents advance made to Digital Custodian Company Ltd. against sale of shares.

The Company, during the year, has fully received back the opening receivable balance.

15. TAX REFUNDS DUE FROM GOVERNMENT

	2025	2024
Sales tax refundable - net	**59,219**	93,841

16. ADVANCE INCOME TAX

	2025	2024
Opening balance	**421,970**	440,031
Paid during the year	**564,129**	289,712
Refunds received during the year	**0**	(67,556)
Balance transferred from GPL as per the Scheme detailed in note 1.2	**787**	0
	986,886	662,187
Adjusted against income tax payable	**(309,112)**	(240,217)
	677,774	421,970

17. SHORT TERM INVESTMENTS

	Note	2025	2024
Term deposit receipts	17.1 & 17.2	**100,000**	100,000

17.1 As per the Scheme detailed in note 1.2, these short term investments along with related liabilities (bills payable amounting Rs.87.400 million) were initially transferred to GCWL. However, due to problem in transfer of related letter of credit to GCWL, these investments and related liabilities have been transferred back to the Company before the reporting date.

17.2 Also refer contents of note 28.1

18. CASH AND BANK BALANCES

	Note	2025	2024
		Rupees in thousand	
Cash-in-hand		**560**	899
Banking instrument (call deposit receipt)		**90,000**	0
Cash at banks on:			
- current accounts		**208,651**	209,190
- deposit accounts	18.1	**436,585**	257,965
		645,236	467,155
		735,796	468,054

18.1 These carry profit at the rates ranging from 6.00% to 18.30% (2024: 12.76% to 19.50%) per annum.

18.2 As per the Scheme detailed in note 1.2, balance of Rs.2.522 million was transferred by GPL to the Company.

19. SHARE CAPITAL

19.1 Authorised share capital

	Note	2025	2024
600,000,000 (2024: 800,000,000 ordinary shares of Rs.10 each)		**6,000,000**	8,000,000
Nil shares (2024: 50,000,000 class B shares of Rs.10 each)		**0**	500,000
	19.3	**6,000,000**	8,500,000

19.2 Issued, subscribed and paid up share capital

	Note	2025	2024
53,525,000 ordinary shares of Rs.10 each fully paid in cash		**535,250**	535,250
100,000,000 ordinary shares of Rs. 10 each issued for consideration other than cash i.e. Scheme of Arrangement		**1,000,000**	1,000,000
10,000,000 ordinary shares issued as right shares of Rs.10 each fully paid in cash		**100,000**	100,000
239,701,633 ordinary shares of Rs.10 each issued as fully paid bonus shares	19.4	**2,397,016**	2,397,016
74,961,338 ordinary shares of Rs.10 each issued upon merger of G3 Technologies Ltd. with and into the Company		**749,613**	749,613
22,000,000 Class B shares converted into ordinary shares of Rs.10 each	19.5	**220,000**	220,000
70,263,960 ordinary shares of Rs.10 each allotted for consideration otherwise than in cash	19.6	**702,640**	0
		5,704,519	5,001,879

19.3 The authorised share capital of the Company, during the financial year ended June 30, 2023, was increased from Rs.5.500 billion divided into 550,000,000 ordinary shares of Rs.10 each to Rs.8.500 billion divided into 800,000,000 ordinary shares of Rs.10 each and 50,000,000 Class B shares of Rs.10 each.

The authorised share capital of the Company, as per the Scheme detailed in note 1.2, has been reduced to Rs. six billion during the current year. The Company has filed the necessary application for data rectification of Memorandum of Association of the Company with SECP on March 14, 2025. After rectification, the authorised share capital of the Company is Rs. six billion divided into 600,000,000 ordinary shares of Rs.10 each.

19.4 The balance includes 43,471,634 ordinary shares of Rs.10 each issued as fully paid bonus shares in the proportion of 10 ordinary shares for every 100 ordinary shares held during the financial year ended June 30, 2023.

19.5 The Company, during the financial year ended June 30, 2023, had issued 22,000,000 class B shares at the rate of Rs.10 per share. This right issue was made at the rate of 8.8045 class B shares for every 100 existing ordinary shares. These class B shares were converted into ordinary shares during the preceding financial year as per the conversion ratio of 1:1.

19.6 The Company, in compliance with the Scheme detailed in note 1.2, during the year has credited 70,000,000 and 263,960 ordinary shares of the Company to Ghani ChemWorld Ltd. and shareholders of merged entity i.e. Ghani Products (Pvt.) Ltd. respectively. After these credits, revised paid-up share capital of the Company is 570,451,931 ordinary shares of Rs.10 each.

19.7 Shares held by related parties	**Note**	**2025**	2024
		(Number of Shares)	
Ghani Global Holdings Ltd.		**279,905,986**	279,905,983
Ghani Products (Pvt.) Ltd.	**19.8**	**0**	91,911,490
Ghani ChemWorld Ltd.		**70,000,000**	0
		349,905,986	371,817,473

19.8 The Scheme, as detailed in note 1.2, also envisages transfer of designated assets of Ghani Products (Pvt.) Ltd. (GPL) with and into the Company and distribution of shares of the Company held by GPL to the shareholders of GPL. GPL held 91,911,490 shares of the Company, which have been transferred to the shareholders of GPL during the year in proportion to their respective shareholdings.

20. SHARE PREMIUM

	2025	2024
	Rupees in thousand	
Opening balance	**164,011**	164,011
Less: premium utilised during the year as per the Scheme detailed in note 1.2	**(164,011)**	0
Balance as at June 30,	**0**	164,011

21. REVALUATION SURPLUS ON FREEHOLD AND LEASEHOLD LAND

	Note	2025	2024
		Rupees in thousand	
Opening balance		**735,087**	497,278
Surplus on revaluations of freehold and leasehold land carried-out during the preceding year		**0**	174,702
Surplus on revaluations of leasehold land carried-out during the preceding year		**0**	63,107
Less: surplus utilised during the year as per the Scheme detailed in note 1.2		**(735,087)**	0
Balance as at June 30,		**0**	735,087

22. MERGER RESERVE

	Note	2025	2024
Opening balance	22.1	**1,342,746**	1,342,746
Less: reserve utilised during the year as per the Scheme detailed in note 1.2		**(1,342,746)**	0
Balance as at June 30,		**0**	1,342,746

22.1 Merger reserve represents gain arisen upon merger of G3 Technologies Ltd. with and into the Company during the financial year ended June 30, 2022.

23. LONG TERM FINANCES

	Note	2025	2024
From banking companies - secured			
Diminishing Musharakah	23.2	**750**	750
Diminishing Musharakah	23.3	**27,263**	136,348
Diminishing Musharakah and Islamic Refinance Facility	23.4	**0**	2,286
Diminishing Musharakah	23.5	**500,000**	500,000
Diminishing Musharakah (ITERF)	23.6	**263,257**	330,159
Long Term Islamic Finance Facility	23.7	**293,831**	384,612
Diminishing Musharakah	23.8	**388,884**	499,993
From Islamic Financial Institution - secured			
Diminishing Musharakah	23.9	**240,478**	192,281
Others			
From sponsoring directors - unsecured - mark-up bearing	23.10	**0**	52,000
		1,714,463	2,098,429
Current portion grouped under current liabilities		**(500,071)**	(457,893)
		1,214,392	1,640,536

23.1

	2025	2024
Balance at beginning of the year	**2,098,429**	1,493,931
Availed during the year	**144,800**	835,262
Balance of mark-up bearing loans of directors transferred to equity during the year	**(40,000)**	0
Repayments made during the year	**(488,766)**	(230,764)
Balance at the end of the year	**1,714,463**	2,098,429

23.2 This represents Diminishing Musharakah facilities having credit limit of Rs.5.987 million and Rs.37.711 million availed from a banking company to finance machinery & equipment. The facilities were available upto July, 2022 and May, 2023 respectively. The facilities carried profit at the rate of 1 year KIBOR + 0.80% and 6 months KIBOR + 0.80% respectively. These facilities are secured against first pari passu charge of Rs.110 million over fixed assets, first specific charge of Rs.17.500 million over imported assets and equitable mortgage over land and buildings. These facilities have been matured during the financial year ended June 30, 2023 and the management is negotiating with the bank for final settlement.

23.3 This represents Diminishing Musharakah facility having credit limit of Rs.450 million availed from a banking company to finance machinery and equipment; the facility tenor is 5 years including 1 year grace period. The balance is repayable in 16 equal quarterly instalments and carries profit at the rate of 3 months KIBOR + 1%. The facility is secured against pari passu charge with 25% margin aggregating Rs.600 million over all plant and machinery of the Company. The banking company has allowed moratorium of one year under SBP BPRD circular no. 13/2020; accordingly, repayment has commenced from October, 2021.

23.4 Diminishing Musharakah and Islamic refinance facility

	2025	2024
	Rupees in thousand	
Opening balance	**2,286**	11,429
Payment made during the year	**(2,286)**	(9,143)
	0	2,286

This represents Diminishing Musharakah and Islamic refinance facility having credit limit of Rs.110 million under Islamic Refinance Scheme for payment of salaries and wages to workers and employees of the Company to dampen the effect of Covid-19 for a period of 2.5 years including six months grace period. The outstanding balance of salary finance was fully repaid during the financial year ended June 30, 2023. The repayment of salary loan was made in 8 equal quarterly instalments after a grace period and commenced from January, 2021. It carried profit at the rate of 3%. The facility was secured against first pari passu charge of Rs.96 million over plant & machinery and personal guarantees of three sponsoring Directors of the Company. The Company, during the current financial year, has fully repaid the outstanding balance of this finance facility.

23.5 This represents long term Diminishing Musharakah finance facilities having credit limit of Rs.500 million availed from a banking company during November, 2023, for retirement of letters of credit established through other banks for import of Air Separation Plant (275 tons) or its components / equipment or to finance CAPEX related to Industrial & Medical Plant at Hattar Economic Zone. The finance facility carries profit at 3 months KIBOR + 1% and its tenor is six years inclusive of two years grace period. The finance facility is secured against charge of Rs.667 million over fixed assets (land, buildings, plant and machinery) of the Company, cross corporate guarantee of the Holding Company (Ghani Global Holdings Ltd.) and personal guarantees of three sponsoring directors of the Company.

23.6

(a) This represents Diminishing Musharakah facility having credit limit of Rs.439 million under State Bank of Pakistan (SBP) ITERF Scheme to finance capital expenditure requirements related to procuring Gaseous Air Separation Unit (ASU); draw down has been allowed in multiple tranches. The facility tenor is 8 years including 2 years grace period; repayment will be made in 24 quarterly instalments and commenced from May, 2023. It carries profit at SBP rate + 4% per annum. The facility is secured against exclusive charge over operating fixed assets (excluding land and buildings) of the new unit for Rs.625 million, first pari passu charge of Rs.625 million over all present and future fixed assets of the Company, personal guarantees of sponsoring directors of the Company and assignment of receivables.

(b) As the above finance is below market rate of mark-up, this has been initially measured at its fair value i.e. the present value of the future cash flows discounted at prevailing market mark-up rate . The difference between the fair value of the finance on initial recognition and the amount received has been accounted for as Government grant.

(c) The Company, during the financial year ended June 30, 2023, has recorded Rs.33.679 million as Government grant on finances obtained at below market rate of mark-up as per the requirements of IAS 20 (Accounting for government grants and disclosure of government assistance).

(d) The Company has adhered to the terms of the grant; hence, this is being amortised at average borrowing cost rate of the Company. An amount of Rs. 6.262 million (2024: Rs.7.486 million) has been recognised in the current's year statement of profit or loss in this regard and this amount has been adjusted against finance cost for the year.

23.7 This Long Term Islamic Finance Facility (LTIFF) has been obtained during the financial year ended June 30, 2023 from a banking company. The facility has a credit limit of Rs.500 million and has been obtained to meet CAPEX requirements of the Company; the facility tenor is 6 years including one year grace period. The balance is repayable in 20 equal quarterly instalments ending December, 2028. It carries profit at the rate of 3 months KIBOR + 1.50%. The facility is secured against first pari passu hypothecation charge of Rs.667 million over all present and future fixed assets of the Company inclusive of 25% margin.

23.8 This represents Diminishing Musharakah facility obtained during the financial year ended June 30, 2023 having credit limit of Rs.500 million. The facility has been availed from a banking company to finance project at Hattar for setting up an additional manufacturing plant of medical and industrial gases; the facility tenor is six years including 1.5 years grace period. The balance is repayable in 18 equal quarterly instalments ending December, 2028. It carries profit at the rate of 3 months KIBOR + 0.90%. The facility is secured against first pari passu / joint pari passu charge over all existing and future fixed assets of the Company with 25% margin and personal guarantees of three sponsoring directors of the Company.

23.9 These Islamic finance facilities carry profit at the rates ranging from 3 to 6 months KIBOR + 1%. These Islamic finance facilities having credit limit of Rs.415 million (2024: Rs.260 million) are secured against ownership of Musharakah assets in favour of a financial institution. These finance facilities are repayable in monthly instalments ending March, 2028. These finance facilities are secured against ownership of vehicles in the name of financial institution and post dated cheques of all instalments.

23.10 LOANS FROM DIRECTORS

These loans were provided by sponsoring Directors to meet capital expenditure requirements of the Company and were repayable after 5 years at the discretion of the lenders. Profit rates on these loans ranged from 1 month KIBOR and profit was payable on monthly basis. The Company, during the current year, has paid loan balance aggregating Rs.12 million and the balance of Rs.40 million has been transferred to mark-up free loan. The loan balance of Rs.40 million is repayable by the Company at its discretion as and when funds are available.

In line with Technical Release - 32 (TR 32 - Accounting Directors' Loan) issued by the Institute of Chartered Accountants of Pakistan, these loans are shown as part of the equity as these loans are repayable at the discretion of the Company.

24. REDEEMABLE CAPITAL - Sukuk

	Note	2025	2024
		Rupees in thousand	
Opening balance		**800,000**	162,500
Sukuk certificates redeemed during the preceding year	24.1	**0**	(162,500)
Sukuk certificates issued during the preceding year	24.2	**0**	800,000
Sukuk balance transferred to GCWL as per the Scheme detailed in note 1.2		**(800,000)**	0
Closing balance		**0**	800,000

24.1 The Company had issued rated, privately placed and secured long term Islamic Certificates (Sukuk) as instrument of redeemable capital under section 120 of the Companies Ordinance, 1984 (now the Companies Act, 2017) amounting Rs.1,300 million divided into 13,000 certificates of Rs.100,000 each for a period of 6 years under an agreement dated November 15, 2016 for swapping of financing facilities and to meet business requirements. These certificates were redeemable in 24 consecutive quarterly instalments commenced from February 03, 2017 and ended on February 03, 2024. Rentals were payable on quarterly basis along with redemption of certificates. These carried profit rate of 3 months KIBOR plus 1%. These certificates were secured against first pari passu charge over present and future fixed assets of the Company to the extent of Rs.1,625 million. The banking company had allowed moratorium of one year; consequently, repayment of instalments for the months of May, 2020 to February, 2021 were deferred for one year. The balance of these Sukuk Certificates was fully redeemed during the preceding financial year.

24.2 The Company, during the preceding financial year, has issued rated, privately placed and secured long term Islamic Certificates (Sukuk) as instrument of redeemable capital under section 66 of the Companies Act, 2017 (Issue of securities and redeemable capital not based on interest) upto Rs.800 million for a period of 6 years under an agreement dated December 13, 2022 to finance capital expenditure requirements at Hattar Industrial Estate, Hattar, which includes plants, machinery, spares and auxiliary equipment, etc. Principal will be repaid in 16 consecutive quarterly instalments after expiry of 24 months from the date of last disbursement i.e. January 16, 2024. These carry profit at the rate of 3 months KIBOR plus 1.25% with no floor and no cap. These certificates are secured against first pari passu charge over present and future fixed assets of the Company inclusive of 25% margin. The balance of these Sukuk certificates has been transferred to GCWL as per the Scheme detailed in note 1.2.

25. LONG TERM SECURITY DEPOSITS

These security deposits have been utilised for the purpose of the business in accordance with written agreements. These represent amounts received from the customers on installation of certain equipment and may be used in ordinary course of the Company's business under the provisions of section 217 of the Companies Act, 2017. The Company, during the year, has received deposits aggregating Rs. 9.905 million (2024: Rs.23.370 million) and repaid / adjusted deposits aggregating Rs. 0.675 million (2024:Rs.2.325 million).

	Note	2025	2024
26. LEASE LIABILITIES		**Rupees in thousand**	
Lease liabilities		**6,254**	6,190
Less: current portion grouped under current liabilities		**348**	332
		5,906	5,858
26.1 Movement of lease liabilities			
Balance at beginning of the year		**6,190**	6,121
Profit charge for the year		**550**	532
Payment made during the year		**(486)**	(463)
Balance at end of the year		**6,254**	6,190
Maturity analysis of undiscounted lease payments			
Payable upto one year		**348**	332
Payable between one to five years		**2,021**	1,924
Payable after five years		**27,255**	27,670
		29,624	29,926

26.2 Depreciation for the year on right of use assets has been calculated by straight line method over the lease terms i.e. ranging from 40 to 50 years and grouped under administrative expenses. Right of use assets represent leasehold land, which is located at 53 - A, Industrial Zone, Bin Qasim, Karachi with an area of 40 kanals having covered area of 217,800 sq. ft.

27. DEFERRED LIABILITIES

	Note	2025	2024
Gas infrastructure development cess	27.1	**0**	0
Deferred income - Government grant	27.2	**6,142**	11,107
Deferred taxation	27.4	**1,010,951**	821,747
		1,017,093	832,854

27.1 Gas Infrastructure Development Cess (GIDC)

	Note	2025	2024
		Rupees in thousand	
Balance at year-end		**22,383**	21,684
Interest against provision for GIDC		**255**	699
Closing liability based on present value		**22,638**	22,383
Current portion grouped under current liabilities		**(22,638)**	(22,383)
		0	0

The Supreme Court of Pakistan (SCP), during the financial year ended June 30, 2021, had decided the appeal against consumers upholding the vires of Gas Infrastructure Development Cess (GIDC) Act, 2015 through its judgment dated August 13, 2020. The review petition was filed against the judgment, wherein the SCP provided some relief by increasing the time period for recovery of GIDC from 24 instalments to 48 instalments. The review application, however, was dismissed.

The Company has filed a constitutional petition before the Lahore High Court (LHC) challenging the imposition of GIDC amount of Rs.22.638 million. The order of the writ petition was not in favour of the Company, which was challenged in ICA before the LHC.

The Company had recorded provision for GIDC, which was grouped under trade and other payables during the financial year ended June 30, 2020. This amount was classified as non-current liability at its value, by discounting future estimated cash flows using risk free rate of return i.e. 8.60%. This resulted in income of Rs.3.540 million, which was grouped in other income during the financial year ended June 30, 2021.

27.2 Deferred income - Government grant

	Note	2025	2024
Balance at beginning of the year	**27.3**	**17,369**	24,855
Amortised during the year		**(6,262)**	(7,486)
		11,107	17,369
Current portion grouped under current liabilities		**(4,965)**	(6,262)
		6,142	11,107

27.3

(a) In response to COVID-19, the State Bank of Pakistan (SBP) through Circular No. 6 of 2020, has introduced a Refinance Scheme for payment of wages and salaries to the workers and employees of business concerns. The Refinance Scheme has been managed through Participating Financial Institutions (PFIs) and funded by SBP. Borrowers obtained loans from PFIs to ease their cash flow constraints and thereby avoid layoffs. The benefit of a government loan at a below-market rate of interest has been treated as a government grant. The loan has been measured in accordance with IFRS 9 (Financial instruments). The benefit of the below market rate of interest has been measured as the difference between the initial carrying value of loan determined in accordance with IFRS 9 and the proceeds received. The benefit has been accounted for and presented as deferred grant in accordance with IAS 20. The deferred grant has been amortised at average borrowing cost rate of the Company; an amount of Rs.6.262 million (2024: Rs.7.486 million) has been recognised in the current year statement of profit or loss in this regard.

(b) Also refer contents of note 23.6

27.4 Deferred taxation

	Note	2025	2024
		Rupees in thousand	
This is composed of the following:			
Taxable temporary difference arising in respect of accelerated tax depreciation allowances		**1,022,657**	955,952
Deductible temporary differences arising in respect of:			
- allowance for expected credit loss		**(11,706)**	(7,639)
- alternate corporate tax / minimum tax recoverable against normal tax charge in future years		**0**	(126,566)
		(11,706)	(134,205)
		1,010,951	821,747

28. TRADE AND OTHER PAYABLES

	Note	2025	2024
Trade creditors		**512,769**	59,888
Balance transferred to GCWL as per the Scheme detailed in note 1.2		**(204,787)**	0
Balance transferred from GPL as per the Scheme detailed in note 1.2		**366**	0
		308,348	59,888
Bills payable	**28.1**	**89,207**	87,400
Accrued liabilities		**89,932**	83,882
Workers' (profit) participation fund	**28.2**	**60,859**	10,047
Workers' welfare fund	**28.3**	**52,718**	65,078
Withholding taxes		**6,617**	7,443
		607,681	313,738

28.1 These are secured against term deposit receipts as disclosed in note 17.

28.2 Workers' (profit) participation fund

	Note	2025	2024
Opening balance		**10,047**	18,328
Paid during the year		**(89,837)**	(77,265)
Allocation for the year		**140,649**	68,984
Closing balance		**60,859**	10,047

28.3 Workers' welfare fund

	Note	2025	2024
Opening balance		**65,078**	46,764
Written-back / adjusted during the year	**39.1**	**(45,984)**	(7,900)
Charge for the year		**33,624**	26,214
Closing balance		**52,718**	65,078

29. CONTRACT LIABILITIES

The Company, during the year, has recognised revenue aggregating Rs.281.437 million (2024: Rs. 30.439 million) out of the contract liabilities balance outstanding at beginning of the year.

30. ACCRUED PROFIT

	Note	2025	2024
		Rupees in thousand	
Profit accrued on :			
- long term finances		**80,020**	245,323
- redeemable capital - Sukuk	30.1	**0**	38,072
- short term borrowings		**68,820**	52,725
		148,840	336,120

30.1 The Company, during the current year, has transferred payable balance of Rs.12.691 million to GCWL as per the Scheme detailed in note 1.2.

31. SHORT TERM BORROWINGS

	Note	2025	2024
From banking companies - secured	31.1	**2,898,747**	1,570,488
Temporary book overdraft - unsecured	31.2	**9,994**	9,994
		2,908,741	1,580,482

31.1 These finances have been obtained under profit arrangements and are secured against charge of Rs.600 million over all present and future plant and machinery of the Company, charge on present and future current assets, personal guarantees of sponsoring directors of the Company, corporate guarantees of the Holding Company and lien over import documents. These form part of total credit funded facilities of Rs.3,213 million (2024: Rs.1,650 million). The rates of profit range from 12.07% to 22.89% (2024: 18.65% to 24.43%) per annum. These facilities are expiring on various dates by June 2026.

31.2 This temporary book overdraft has arisen due to issuance of cheques for amounts in excess of balance in a bank account.

32. CURRENT PORTION OF NON-CURRENT LIABILITIES

	Note	2025	2024
Long term finances	23	**500,071**	457,893
Lease liabilities	26	**348**	332
Gas Infrastructure Development Cess	27.1	**22,638**	22,383
Deferred income	27.2	**4,965**	6,262
		528,022	486,870

33. CONTINGENCIES AND COMMITMENTS

Contingencies

33.1 The Company has filed two separate constitutional petitions on February 15, 2009 before the Lahore High Court (the LHC), Lahore on the ground that the Company was not required to pay any advance tax on electricity bills due to huge carried forward tax losses and available refunds. The LHC has granted stay orders upon furnishing of bank guarantees in favour of LESCO amounting Rs.3.140 million. The outcome of the cases is pending and the management is hopeful that matter shall be decided in favour of the Company.

33.2 A constitutional petition has been filed before the Lahore High Court (LHC) subsequent to the reporting date challenging the vires of section 4C (Super tax on high earning persons) of the Income Tax Ordinance, 2001. The issue has been decided by a Division Bench of the LHC; however, since the appeals / CPLAs filed by the taxpayers are pending before the Supreme Court of Pakistan (SCP), which has issued a direction vide order dated March 12, 2025 for transmission of all such matters to SCP. The LHC, vide its order dated September 22, 2025, has ordered for appropriate action in the Company's case as well.

33.3 The Tax Department has filed references before the Lahore High Court against the orders passed by the Appellate Tribunal in favour of the Company for the Tax Years 2011 and 2014.The references are pending adjudication.

33.4 Punjab Revenue Authority vide show cause notice dated March 28, 2024 has raised demands aggregating Rs.101.944 million under section 49 of the Punjab Sales Tax on Services Act, 2012 and the Rules made there under. The Company has filed a writ petition before the Lahore High Court; the petition is pending adjudication.

33.5 The Company has filed a petition before the Supreme Court of Pakistan (SCP) against imposition of the Fuel Price Adjustment & Quarterly Tariff Adjustment. Based on the Company's legal advisors certificate, total amount related to the Company is Rs.225.019 million on the basis of actual consumption of electricity. The Company has prayed to SCP to suspend the judgment of the Islamabad High Court dated June 26, 2024. The petition filed before the SCP is pending adjudication.

33.6 The Company has filed a writ petition against imposition of FC-Surcharge amounting Rs.14.178 million before the Lahore High Court (LHC). The petition filed before LHC is pending adjudication.

33.7 The un-availed funded and unfunded credit facilities from banks (other than loans from directors) as of reporting date were for Rs.1,130.162 million (2024: Rs.567.880 million). These limits include credit lines that are interchangeable and may be utilised for either funded facilities or unfunded facilities.

33.8 Bank guarantees aggregating Rs.316.727 million (2024: Rs.186.858 million) have been provided to various customers / institutions against supplies of products.

Commitments

33.9 Commitments in respect of letters of credit amounted to Rs.270.261 million as at June 30, 2025 (2024: Rs.147.783 million).

33.10 Commitments for construction of buildings as at June 30, 2025 amounted to Rs.100 million (2024:Rs.150 million).

34. SALES

	Note	2025	2024
		Rupees in thousand	
Local			
Gross sales			
Supplies		**8,447,820**	6,269,968
Services		**90,165**	59,510
		8,537,985	6,329,478
Sales / service tax		**(1,303,769)**	(957,472)
		7,234,216	5,372,006
Export			
Services		**181,067**	65,381
Supplies		**20,137**	0
		201,204	65,381
		7,435,420	5,437,387

35. COST OF SALES

	Note	2025	2024
Salaries, wages and other benefits	35.1	**137,288**	136,302
Fuel and power		**2,609,960**	2,772,920
Utilities		**8,686**	7,091
Consumable stores and spares		**80,052**	97,988
Rent, rates and taxes		**104**	1,125
Repair and maintenance		**8,669**	6,144
Communication		**940**	495
Travelling and vehicles' running		**6,745**	6,894
Insurance		**12,015**	9,533
Depreciation	5.6	**127,357**	120,959
Inadmissible sales tax (input), freight and others		**20,348**	21,120
Cost of goods manufactured		**3,012,164**	3,180,571
Changes in finished goods			
Opening stock		**160,587**	79,375
Purchases		**945,478**	725,517
Closing stock	11	**(94,839)**	(160,587)
		1,011,226	644,305
		4,023,390	3,824,876

35.1 These include Rs.7.831 million (2024: Rs.7.204 million) in respect of retirement benefits.

36. DISTRIBUTION COSTS

	Note	2025	2024
		Rupees in thousand	
Salaries, wages and other benefits	36.1	**66,596**	62,767
Transportation		**68,243**	48,335
Traveling, boarding, lodging and conveyance		**2,063**	1,581
Communication		**296**	482
Vehicles' running and maintenance		**8,053**	11,251
Rent, rates and taxes		**1,288**	2,057
Loading and unloading		**892**	693
Postage and courier		**227**	293
Repair and maintenance		**201**	163
Office expenses		**813**	1,333
Insurance		**31**	0
Depreciation	5.6	**2,845**	0
Sales promotion		**23,499**	0
Others		**30,436**	15,730
		205,483	144,685

36.1 These include Rs.5.074 million (2024: Rs.4.356 million) in respect of retirement benefits.

37. ADMINISTRATIVE EXPENSES

	Note	2025	2024
Salaries and other benefits	37.1	**90,263**	90,570
Communication		**2,062**	2,364
Electricity and other utilities		**8,370**	11,037
Rent, rates and taxes		**4,615**	6,900
Repair and maintenance		**49**	74
Traveling and conveyance		**3,568**	366
Vehicles' running and maintenance		**9,688**	9,502
Printing and stationery		**3,349**	4,092
Donations and charity		**1,836**	1,765
Fees and subscription		**18,986**	12,968
Insurance		**8,721**	7,420
Depreciation	5.6	**74,688**	55,473
Depreciation on right of use assets	6	**15,891**	14,332
Others		**40,026**	25,206
		282,112	242,069

37.1 These include Rs.5.917 million (2024: Rs.5.559 million) in respect of retirement benefits.

38. OTHER EXPENSES

	Note	2025	2024
		Rupees in thousand	
Legal and professional (other than Auditors)		**1,310**	952
Allowance for expected credit loss	12.1	**38,193**	5,000
Auditors' remuneration:			
- statutory audit		**1,025**	942
- half yearly review		**257**	231
- other certifications		**689**	569
		1,971	1,742
Workers' (profit) participation fund	28.2	**140,649**	68,984
Workers' welfare fund	28.3	**33,624**	26,214
Exchange fluctuation loss		**1,806**	0
Receivable balances written-off		**7,480**	0
Others		**0**	123
		225,033	103,015

39. OTHER INCOME

	Note	2025	2024
Profit on bank deposits		**23,154**	129,824
Return on advances to Associated Companies		**185,562**	209,311
Gain on disposal of operating fixed assets	5.3	**6,063**	74,185
Compensation charges recovered from a customer due to short lifting of chemical supplies		**129,362**	110,958
Commission related to services work at an hospital		**0**	20,903
Excess provision for workers' welfare fund (WWF) written-back	39.1	**45,984**	0
Unclaimed payable balances written-back		**191**	0
Miscellaneous		**2,006**	5,927
		392,322	551,108

39.1 The Company, during the year based on its tax Advisors' opinion, has written-back excess WWF provision beyond 2% of its taxable income. The management believes that this action is supported by both legal definitions and judicial interpretations regarding the nature of WWF payments.

40.	FINANCE COST	Note	2025	2024
			Rupees in thousand	
	Finance cost on:			
	- long term finances		**102,968**	95,989
	- redeemable capital - Sukuk		**0**	12,941
	- short term borrowings		**328,279**	265,914
	- lease liabilities		**550**	532
			431,797	375,376
	Interest against provision for Gas Infrastructure Development Cess		**255**	699
	Bank charges and commission		**20,969**	13,292
			453,021	389,367

			2025	2024 Restated
41.	**MINIMUM AND FINAL TAX LEVIES**		**Rupees in thousand**	
	For the year		**1,811**	654
42.	**TAXATION**			
	For the year		**435,919**	313,167
	Prior years		**(4,426)**	564
			431,493	313,731
	Deferred	27.4	**189,204**	184,291
			620,697	498,022

42.1 Returns filed by the Company upto the tax year 2024 have been assessed under the self assessment scheme envisaged in section 120 of the Income Tax Ordinance, 2001.

42.2 Also refer contents of note 33.2.

42.3	**Tax charge reconciliation**	2025	2024
	Numerical reconciliation between the tax expense as per accounting profit with taxable income	**Rupees in thousand**	
	Profit before taxation, minimum and final tax levies	**2,638,703**	1,284,483
	Tax expense as per accounting profit at the rate of 29%	**765,224**	372,500
	Impact of super tax at the rate of 10%	**0**	103,647
	Impact of minimum tax and final tax levies	**(52,509)**	(16,883)
	Effect of prior year tax	**(4,426)**	564
	Adjustment of alternate corporate tax	**(126,566)**	72,039
	Impact of admissible / inadmissible expenses	**11,151**	(52,788)
	Adjustment of unused tax losses	**0**	19,989
	Effect of permanent differences	**46,422**	0
	Effect of exempt income	**(12,299)**	0
	Others	**(4,489)**	(392)
	Total taxation, minimum and final tax levies expense	**622,508**	498,676

43. EARNINGS PER SHARE

	2025	2024
	Rupees in thousand	
There is no dilutive effect on earnings per share of the Company, which is based on:		
Profit after taxation attributable to ordinary shareholders	**2,016,195**	785,807
	(Number of shares)	
Weighted average number of ordinary shares in issue during the year	**514,625,772**	497,122,398
	---------- Rupees ----------	
Earnings per share - basic	**3.92**	1.58

44. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in the financial statements for remuneration, allowances including all benefits to the chief executive, directors and executives of the Company were as follows:

	2025			2024		
Description	Chief Executive	Director	Executives	Chief Executive	Director	Executives
	Rupees in thousand					
Managerial remuneration	**17,408**	**17,408**	**38,696**	17,408	17,408	39,243
Medical	**696**	**696**	**1,548**	696	696	1,306
Provident fund contribution	**1,450**	**1,450**	**3,223**	1,450	1,450	3,269
	19,554	**19,554**	**43,467**	19,554	19,554	43,818
No. of persons	**1**	**1**	**14**	1	1	13

44.1 The chief executive and directors of the Company have been provided with free use of the Company maintained cars in accordance with their entitlement. Some of the executives have also been provided with the Company maintained cars as per their terms of employment.

44.2 Meeting fees aggregating Rs.1,250 thousand (2024:Rs.1,225 thousand) were paid to 5 (2024:5) directors for attending Board meetings during the year.

45. TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of Holding, Subsidiary and Associated Companies, directors of the Company, key management personnel and staff retirement benefit fund. The Company in the normal course of business carries out transactions with various related parties. Details of related parties with whom the Company has transacted along with relationship and transactions, other than those which have been disclosed in these unconsolidated financial statements, were as follows:

Name of related party	Relationship
- Ghani Global Holdings Ltd.	Parent Company
- Ghani Gases (Pvt.) Ltd.	Subsidiary Company
- Ghani Power (Pvt.) Ltd.	Subsidiary Company
- Ghani Global Glass Ltd.	Associated Company - common directorship
- Kilowatt Labs Technologies Ltd.	-do-
- Air Ghani (Pvt.) Ltd.	-do-
- Ghani ChemWorld Ltd.	-do-
- Ghani Global Foods (Pvt.) Ltd.	-do-
- Ghani Engineering (Pvt.) Ltd.	Associated Company - common directorship
- A-One Prefabs (Pvt) Ltd.	-do-
- A-One Batteries (Pvt.) Ltd.	-do-
- Ghani Industrial Complex (Pvt.) Ltd.	-do-
- Kaya Projects (Pvt.) Ltd.	-do-
- Mr. Masroor Ahmad Khan	Director/ shareholder
- Mr. Atique Ahmad Khan	-do-
- Hafiz Farooq Ahmad	-do-
- Provident Fund Trust	Employees' retirement fund

45.1(a) Transactions with related parties

Relationship with related party	**Nature of transaction**	**2025**	2024
		Rupees in thousand	
Holding Company	Commission against corporate guarantees	**10,476**	9,037
	Return on advances given	**11,228**	10,179
	Purchases	**3,557**	0
	Dividend paid	**167,944**	0
Subsidiary Companies	Investments made	**0**	19,975
Associated Companies			
- Ghani Global Glass Ltd.	Sales	**91,054**	60,767
	Sale of fixed assets	**0**	82,600
	Return on advances given	**169,081**	199,131
	Expenses shared	**465,790**	182,208
- Ghani ChemWorld Ltd. (GCWL)	Investment made	**500**	0
	Return on advances given	**5,252**	0

(b) **Transfer of assets and liabilities to GCWL as per the Scheme detailed in note 1.2**

	Nature of transaction	2025	2024
		Rupees in thousand	
Assets :			
	Property, plant and equipment	**2,270,271**	0
	Stores, spares and loose tools	**188,322**	0
	Stock-in-trade	**309,620**	0
	Loans and advances	**357,719**	0
	Deposits, prepayments and other receivables	**200,711**	0
	Short term Investments	**100,000**	0
Liabilities :	Redeemable capital - Sukuk	**800,000**	0
	Trade and other payables	**204,787**	0
	Accrued profit	**12,691**	0
(c) **Key management personnel (directors)**	Purchase of shares	**0**	100
(d) **Employees' provident fund trust**	Contribution paid	**37,632**	34,238

46. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

Financial instruments by category

	2025	2024
Financial assets - at amortised cost		
Long term deposits	**66,616**	66,616
Trade debts	**2,120,743**	2,167,079
Trade deposits and bank profit	**254,766**	197,847
Bank balances	**735,236**	467,155
	3,177,361	2,898,697
Financial liabilities - at amortised cost		
Long term finances	**1,714,463**	2,098,429
Redeemable capital - Sukuk	**0**	800,000
Long term security deposits	**79,366**	70,136
Lease liabilities	**6,254**	6,190
Gas Infrastructure Development Cess	**22,638**	22,383
Trade and other payables	**487,487**	231,170
Accrued profit	**148,840**	336,120
Short term borrowings	**2,908,741**	1,580,482
Unclaimed dividend	**491**	491
Unpaid dividend	**2,415**	0
	5,370,695	5,145,401

46.1 Financial Risk Factors

The Company's activities expose it to a variety of financial risks: market risk (including interest rate risk and currency risk), credit risk and liquidity risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried-out by the Company's finance department under policies approved by the board of directors. The Company's finance department evaluates financial risks based on principles for overall risk management as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity, provided by the board of directors.

46.2 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: currency risk, interest rate risk and price risk.

(a) Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into in foreign currencies. The Company is exposed to currency risk on import of plant & machinery, stores & spares and stock-in-trade. The Company exposure to foreign currency risk at the reporting date was as follows:

	Rupees	EUR €	CNY ¥	U.S.$
	------------------- in thousand			-------------------
2025				
Funded				
Bills payable	89,207	0	0	314
Unfunded				
Outstanding letters of credit	270,261	0	0	951
Total exposure	359,468	0	0	1,265
2024				
Funded				
Bills payable	87,400	0	0	314
Unfunded				
Outstanding letters of credit	147,783	17	35	508
Total exposure	235,183	17	35	822

The following significant exchange rates have been applied:

	Average rate		Reporting date rate	
	2025	2024	**2025**	2024
EUR € to Rupee	-	299.26	-	297.92
CNY ¥ to Rupee	-	38.26	-	38.35
U.S. $ to Rupee	**283.97**	277.07	**284.10**	278.59

Sensitivity analysis

As at June 30, 2025, if Rupee had strengthened / devalued by 10% against U.S.$ with all other variables held constant, profit before taxation for the current year would have been higher / lower by Rs.8.921 million (2024: Rs.8.740 million) mainly as a result of net foreign exchange gain / loss on translation of foreign currency financial liabilities.

(b) Profit rate risk

Profit rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market profit rates. At the reporting date, the profit rate profile of the Company's profit bearing financial instruments is as follows:

	2025	2024	2025	2024
	Effective rates per annum		Carrying amount	
Fixed rate instruments			Rupees in thousand	
Cash at banks on deposit accounts	6.00% to 18.30%	12.76% to 19.50%	436,585	257,965
Variable rate instruments				
Long term finances	SBP rate +4% & 3 to 6 months KIBOR + 1 % to 1.5%	SBP rate +4% & 3 to 6 months KIBOR + 1 % to 1.5%	1,714,463	2,098,429
Redeemable capital - Sukuk	-	3 months KIBOR + 1.25%	0	800,000
Lease liabilities	8.50%	8.50%	6,254	6,190
Short term borrowings	12.07% to 22.89%	18.65% to 24.43%	2,898,747	1,570,488

Fair value sensitivity analysis for fixed rate instruments

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

Fair value sensitivity analysis for variable rate instruments

At June 30, 2025, if profit rate on variable rate financial liabilities had been 1% higher / lower with all other variables held constant, profit before taxation for the year would have been lower / higher by Rs.46.194 million (2024: Rs.44.751 million) mainly as a result of higher profit rates.

(c) Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instruments or its issuer or factors affecting all similar financial instruments traded in the market. The Company is not exposed to any significant price risk.

46.3 Credit risk exposure and concentration of credit risk

Credit risk represents the risk of a loss if the counter party fails to discharge its obligation and cause the other party to incur a financial loss. The Company attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counterparties and continually assessing the credit worthiness of counterparties.

Concentration of credit risk arises when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the Company's performance to developments affecting a particular industry.

Credit risk primarily arises from trade debts and balances with banks. To manage exposure to credit risk in respect of trade debts, management performs credit reviews taking into account the customer's financial position, past experience and other relevant factors. Where considered necessary, advance payments are obtained from certain parties. The management has set a maximum credit period of 30 days to reduce the credit risk. Credit risk on bank balances is limited as the counter parties are banks with reasonably high credit ratings.

In respect of other counter parties, due to the Company's long standing business relationship with them, management does not expect non-performance by these counter parties on their obligations to the Company.

Exposure to credit risk

The maximum exposure to credit risk as at June 30, 2025 along with comparative is tabulated below:

	2025	2024
	Rupees in thousand	
Long term deposits	**66,616**	66,616
Trade debts	**2,120,743**	2,167,079
Trade deposits and bank profit	**254,766**	197,847
Bank balances	**735,236**	467,155
	3,177,361	2,898,697

Out of the total financial assets credit risk is concentrated in trade debts and balances with banks as they constitute 90% (2024: 91%) of the total financial assets. The Company's exposure to credit risk in respect of trade debts other than Government parties is influenced mainly by the individual characteristics of each customer. The Company establishes an allowance for expected credit loss that represents its estimate of incurred losses in respect of trade debts except for Government parties.

Trade debts are mainly due from local customers against sale of medical & industrial gases and chemicals. Sales to the Company's customers are made on specific terms and conditions. Customers' credit risk is managed by each business unit subject to the Company's established policy, procedures and controls relating to customers' credit risk management. Credit limits have been established for all customers based on internal rating criteria. Credit quality of the customers is also assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

Trade debts of the Company are not exposed to significant credit risk as the Company trades with credit worthy customers. Trade debts except for Government parties aggregating Rs.1,009.232 million (2024: Rs.1,507.218 million) are past due of which Rs.38.882 million (2024: Rs.24.856 million) have been impaired. Required allowance as determined by management as per IFRS 9 (Financial instruments) has been made in these unconsolidated financial statements.

Credit risk on bank balances is limited as the counter parties are banks with reasonably high credit ratings.

Bank balances

The credit quality of Company's bank balances can be assessed with reference to external credit ratings assigned to them as follows :

	Rating Short term	Rating Long term	Rating agency	2025	2024
				Rupees in thousand	
Bank Alfalah Ltd.	A1+	AAA	PACRA	**34,775**	95,015
The Bank of Punjab	A1+	AA+	PACRA	**63,830**	14,764
Allied Bank Ltd.	A1+	AAA	PACRA	**186**	4,165
Askari Bank Ltd.	A1+	AA+	PACRA	**59,146**	194
Bank Islami Pakistan Ltd.	A1	AA-	PACRA	**31,469**	2,072
Dubai Islamic Bank (Pakistan) Ltd.	A1+	AA	VIS	**21,120**	46,180
Faysal Bank Ltd.	A1+	AA	PACRA	**19,160**	2,231
JS Bank Ltd.	A1+	AA	PACRA	**57**	262
National Bank of Pakistan	A1+	AAA	PACRA	**30,090**	36,013
Habib Metropolitan Bank Ltd.	A1+	AA+	PACRA	**9,520**	54,893
MCB Bank Ltd.	A1+	AAA	PACRA	**13**	12
Al-Baraka Bank (Pakistan) Ltd.	A1	AA-	VIS	**295,793**	18,433
Habib Bank Ltd.	A1+	AAA	VIS	**793**	20,219
Meezan Bank Ltd.	A1+	AAA	VIS	**144,720**	69,890
Soneri Bank Ltd.	A1+	AA-	PACRA	**6,050**	2,511
Bank Al Habib Ltd.	A1+	AAA	PACRA	**6,739**	116
The Bank of Khyber	A1	AA-	VIS	**483**	100,135
United Bank Ltd.	A1+	AAA	VIS	**1,154**	50
Pak- Qatar Takaful Ltd.	N/A	AA	VIS	**10,138**	0
				735,236	467,155

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach is to ensure, as far as possible, to always have sufficient liquidity to meet its liabilities when due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and ensuring the availability of adequate credit facilities. The Company's treasury department aims at maintaining flexibility in funding by keeping committed credit lines available.

Financial liabilities in accordance with their contractual maturities are presented below:

Particulars	Carrying amount	Contractual cash flows	Less than 1 year	Between 1 and 5 years	More than 5 years
	---------- Rupees in thousand ----------				
Year ended June 30, 2025					
Long term finances	1,754,463	2,314,456	751,134	1,563,322	0
Redeemable capital - Sukuk	0	0	0	0	0
Long term security deposits	79,366	79,366	0	79,366	0
Lease liabilities	6,254	29,624	348	2,021	27,255
Gas Infrastructure Development Cess	22,638	22,638	22,638	0	0
Trade and other payables	487,487	487,487	487,487	0	0
Accrued profit	148,840	148,840	148,840	0	0
Short term borrowings	2,908,741	3,415,442	3,415,442	0	0
Unclaimed dividend	491	491	491	0	0
Unpaid dividend	2,415	2,415	2,415	0	0
	5,410,695	6,500,759	4,828,795	1,644,709	27,255
Year ended June 30, 2024					
Long term finances	2,098,429	2,688,886	630,059	2,058,827	0
Redeemable capital - Sukuk	800,000	1,428,089	136,399	1,125,626	166,064
Long term security deposits	70,136	70,136	0	70,136	0
Lease liabilities	6,190	29,926	332	1,924	27,670
Gas Infrastructure Development Cess	22,383	22,638	22,638	0	0
Trade and other payables	231,170	231,170	231,170	0	0
Accrued profit	336,120	336,120	336,120	0	0
Short term borrowings	1,580,482	1,918,765	1,918,765	0	0
Unclaimed dividend	491	491	491	0	0
	5,145,401	6,726,221	3,275,974	3,256,513	193,734

The contractual cash flows relating to the above financial liabilities have been determined on the basis of profit rates effective at the respective reporting dates. The rates of profit have been disclosed in the respective notes to these unconsolidated financial statements.

47. CAPITAL RISK MANAGEMENT

The Company's prime objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders, benefits for other stakeholders and to maintain a strong capital base to support the sustained development of its business.

The Company manages its capital structure by monitoring return on net assets and makes adjustments 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 or issue new shares. The Company also monitors capital using a gearing ratio, which is net debt comprising of profit bearing long term & short term finances and lease liabilities less cash & bank balances. Capital signifies equity as shown in the statement of financial position plus net debt. The gearing ratio as at June 30, 2025 and June 30, 2024 is as follows:

	2025	2024
	Rupees in thousand	
Total debt	**4,629,458**	4,485,101
Cash and bank balances	**(735,796)**	(468,054)
Net debt	**3,893,662**	4,017,047
Share capital	**5,704,519**	5,001,879
Share premium	**0**	164,011
Revaluation surplus on freehold land and leasehold land	**0**	735,087
Merger reserve	**0**	1,342,746
Loans from directors	**40,000**	0
Unappropriated profit	**3,458,855**	2,609,851
Equity	**9,203,374**	9,853,574
Capital	**13,097,036**	13,870,621
Gearing ratio (Net debt / (Net debt + Equity))	**29.73%**	28.96%

48. SEGMENT REPORTING

48.1 The Company has following two strategic divisions which are its reportable segments. Following summary describes the operations of each reportable segments:

a) Industrial Chemicals

This segment covers business of trading of chemicals.

b) Industrial and Medical Gases

This segment covers business with large-scale industrial consumers, typically in the oil, chemical, food and beverage, metal, glass sectors and medical customers in healthcare sectors. Gases and services are supplied as part of customer specific solutions and range from supply by road tankers in liquefied form. Gases for cutting and welding, hospital, laboratory applications and a variety of medical purposes are also distributed under pressure in cylinders.

48.2 Segment results were as follows:

	Year ended June 30, 2025			Year ended June 30, 2024		
	Industrial and Medical Gases	Industrial Chemicals	Total	Industrial and Medical Gases	Industrial Chemicals	Total
	Rupees in thousand					
Net sales	6,573,754	861,666	7,435,420	4,722,622	714,765	5,437,387
Cost of sales	(3,198,612)	(824,778)	(4,023,390)	(3,158,648)	(666,228)	(3,824,876)
Gross profit	3,375,142	36,888	3,412,030	1,563,974	48,537	1,612,511
Distribution cost	(199,319)	(6,164)	(205,483)	(140,344)	(4,341)	(144,685)
Administrative expenses	(268,006)	(14,106)	(282,112)	(229,966)	(12,103)	(242,069)
	(467,325)	(20,270)	(487,595)	(370,310)	(16,444)	(386,754)
Segment profit	2,907,817	16,618	2,924,435	1,193,664	32,093	1,225,757
Unallocated corporate expenses						
Other expenses			(225,033)			(103,015)
Other income			392,322			551,108
			3,091,724			1,673,850
Finance cost			(453,021)			(389,367)
Profit before taxation, minimum and final tax levies			2,638,703			1,284,483
Minimum and final tax levies			(1,811)			(654)
Profit before taxation			2,636,892			1,283,829
Taxation			(620,697)			(498,022)
Profit after taxation			2,016,195			785,807

The segment assets and liabilities at the reporting date for the year-end were as follows:

	As at June 30, 2025			As at June 30, 2024		
	Industrial and Medical Gases	Industrial Chemicals	Total	Industrial and Medical Gases	Industrial Chemicals	Total
	Rupees in thousand					
Segment assets	12,085,356	62,305	12,147,661	11,059,252	2,131,890	13,191,142
Unallocated assets			4,100,295			3,689,495
Total assets			16,247,956			16,880,637
Segment liabilities	4,221,476	3,172	4,224,648	2,498,456	603,459	3,101,915
Unallocated liabilities			2,819,934			3,925,148
Total liabilities			7,044,582			7,027,063

48.3 All the non-current assets of the Company at the reporting date were located within Pakistan. Depreciation expense mainly relates to industrial and medical gases segment.

48.4 Transfers between business segments are recorded at cost. There were no inter segment transfers during the year.

48.5 One (2024: One) of the Company's customers having sales aggregating Rs.1.621 billion (2024: Rs.1.390 billion) contributed towards 18.55% (2024: 21.73%) of the Company's gross sales.

49. PLANT CAPACITY AND ACTUAL PRODUCTION

The following normal production capacity has been worked-out on the basis of daily triple shift basis:

	2025	2024
	---------- Cubic Meter ----------	
Industrial and medical gases		
Production at normal capacity - gross	**115,217,214**	98,846,964
Production at normal capacity - net of normal losses	**105,999,837**	90,939,207
Actual production - net of normal losses	**60,860,924**	55,469,935
Efficiency achieved	**57%**	61%

49.1 Under-utilisation

Under-utilisation of available capacity is due to unavoidable / abnormal shutdowns and repair and maintenance of plant & machinery.

50. DISCLOSURE REQUIREMENTS FOR ALL SHARES ISLAMIC INDEX

Following information has been disclosed as required under Paragraph 10 of item VI and item VII of Part I of the 4th Schedule to the Companies Act, 2017 relating to "All Shares Islamic Index".

		2025		2024	
		Carried under		Carried under	
		Non - Sharia arrangement	Sharia arrangements	Non - Sharia arrangements	Sharia arrangements
	Note	------------------------- Rupees in thousand -------------------------			
Long term financing	23 & 24	0	1,714,463	0	2,898,429
Lease liabilities	26	0	6,254	0	6,190
Short term borrowings	31	0	2,898,747	0	1,570,488
Accrued profit	30	0	148,840	0	336,120
Short term investments and loans	13.1 & 17	0	1,541,040	0	1,043,892
Bank balances - current and deposi	18	0	645,236	0	467,155
Profit earned on bank deposits	39	0	23,154	0	129,824
Profit earned on short term loans	39	0	185,562	0	209,311
Revenue earned	34	0	8,739,189	0	6,394,859
Profit on Islamic mode of financing	40	0	431,797	0	375,376

The Company has banking relationship with Islamic windows of conventional banking system as well as Shariah compliant banks only.

51. NUMBER OF EMPLOYEES

	2025	2024
	(Number)	
Total number of employees at the year-end	**341**	357
Average number of employees during the year	**349**	332

52. DISCLOSURES RELATING TO PROVIDENT FUND

52.1 The Company operates funded contributory provident fund scheme for all its permanent and eligible employees. The following information is based on the audited financial statements for the year ended June 30, 2025 and June 30, 2024.

		2025	2024
		Rupees in thousand	
Size of the Fund - total assets	52.2	**41,097**	82,257

52.2 The summarised movement in the members' fund account during the year based on the audited financial statements of the Fund for the year ended June 30, 2025 was as follows:

	Rupees in thousand
Balance as at June 30, 2024	82,257
Contribution received during the year from employees and employer	37,632
Allocation of the Fund's income to members	3,044
Withdrawals by members from the Fund	(81,836)
	41,097

53. CORRESPONDING FIGURES

Corresponding figures have been re-arranged and re-classified, wherever necessary, for the purposes of comparison; significant re-classifications / re-statements made in these unconsolidated financial statements have been detailed in note 4.1.

54. DATE OF AUTHORISATION FOR ISSUE

These unconsolidated financial statements were authorised for issue on 04-10-2025 by the board of directors of the Company.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GHANI CHEMICAL INDUSTRIES LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the annexed consolidated financial statements of **GHANI CHEMICAL INDUSTRIES LIMITED** and its Subsidiaries (the Group), which comprise the consolidated statement of financial position as at June 30, 2025, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at June 30, 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the accounting and reporting standards as applicable in Pakistan.

Basis for Opinion

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

Key Audit Matters

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

Following are the key audit matters:

S.No.	Key audit matters	How the matter was addressed in our audit
1.	**The Scheme of Compromises, Arrangements and Reconstruction for Amalgamation** (the Scheme - notes 1.2 to 1.6) GCIL's shareholders, in the extraordinary general meeting held on November 23, 2024, have unanimously approved this Scheme.	Our audit procedures, amongst others, included the following: - understood and analysed the accounting treatment of the Scheme in the light of the Court's order.

S.No.	Key audit matters	How the matter was addressed in our audit
	Main features of Scheme are as under: - To carve out Calcium Carbide Project (CACP) that is being set-up by GCIL at Hattar Special Economic Zone from GCIL to Ghani ChemWorld Ltd. (GCWL). - To merge the left over assets of Ghani Products (Pvt.) Ltd. (GPL) with and into GCIL. - To issue ordinary shares to GCWL. - Carving out of CACP from GCIL and its transfer to GCWL and merger of GPL with and into GCIL are considered a key audit matter due to the one-off nature of transaction, complexity of its settlement and accounting treatment in the consolidated financial statements.	- evaluated the internal controls in place for identifying, measuring and recording the Scheme and ensuring their accuracy; - reviewed the relevant documentation relating to the Scheme; - reviewed GCIL's shareholders' meetings minutes and resolutions related to the Scheme to ensure that the shareholders had approved the transaction and that it was carried out in accordance with their directives; - ensured that the Court's Order was duly complied with; and - assessed the adequacy of the disclosures in the consolidated financial statements made by the Group with regard to the Scheme as per the applicable accounting and reporting standards.
2.	**Financing obligations and compliance with related covenant requirements** (note 24) At the reporting date, the Group has outstanding long term financing facilities aggregating Rs.1,714 million including Rs.144.800 million obtained during the current year, which constitute approximately 24% of total liabilities of the Group. The Group's key operating / performance indicators including liquidity, gearing and finance cost are directly influenced by the additions to the portfolio of financing. Further, new financing arrangements entail additional financial and non-financial covenants for the Group to comply with.	Our audit procedures, amongst others, included the following: - reviewed terms and conditions of financing agreements entered into by the Group with various banks and financial institutions; - circularised direct balance confirmations to banks and financial institutions and verified receipts and payments from relevant statements; - reviewed maturity analysis of financing to ascertain the classification of financing as per their remaining maturities; - assessed the status of compliance with financing covenants and also inquired from the management with regard to their ability to ensure future compliance with the covenants;

SWHC

S.No.	Key audit matters	How the matter was addressed in our audit
	The significance of new financing obtained during the year along with the sensitivity of compliance with underlying financing covenants are considered a key area of focus during the audit and therefore, we have identified this as a key audit matter.	- checked on test basis the calculations of finance cost recognised in the consolidated statement of profit or loss; and - assessed the adequacy of disclosures made in respect of the long term financing obligations in the consolidated financial statements.
3.	**Contingencies** (note 34)	Our audit procedures, amongst others, included the following:
	The Group is subject to material litigations involving different Courts pertaining to taxation and other matters, which require management to make assessments and judgements with respect to likelihood and impact of such litigations on the consolidated financial statements of the Group.	- discussed legal cases with the internal legal department of the Group to understand the management's view point, obtained and reviewed the litigation documents to assess the facts and circumstances;
	The management has engaged independent legal counsels on these matters.	- obtained opinions from legal counsels dealing with such cases in the form of confirmations;
	The assessment of provisioning against such litigations is a complex exercise and requires significant judgements to determine the level of certainty on these matters.	- evaluated the possible outcome of these legal cases in line with the requirements of IAS 37 (Provisions, contingent liabilities and contingent assets); and
	The details of contingencies along with management's assessments are disclosed in note 34 to these consolidated financial statements.	- disclosures of legal exposures and provisions were assessed for completeness and accuracy.

Information Other than the Consolidated 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 consolidated financial statements and our auditors' report thereon.

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

SWHC

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

SWHC

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partner on the audit resulting in this independent auditors' report is Nafees ud din.

ShineWing Hameed Chaudhri

LAHORE; October 06, 2025
UDIN: AR2025101952vjG5t76q

SHINEWING HAMEED CHAUDHRI & CO.,
CHARTERED ACCOUNTANTS

GHANI CHEMICAL INDUSTRIES LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT JUNE 30, 2025

	Note	2025	2024 Restated
Assets	**Note**	**Rupees in thousand**	
Non-current assets			
Property, plant and equipment	6	9,439,418	10,568,886
Right of use assets	7	531,758	547,649
Intangible assets	8	1,652	1,652
Long term investments	9	515	0
Long term deposits	10	66,616	66,616
		10,039,959	11,184,803
Current assets			
Stores, spares and loose tools	11	427,844	362,135
Stock-in-trade	12	94,839	160,587
Trade debts	13	2,081,861	2,142,223
Loans and advances	14	1,650,403	1,336,248
Deposits, prepayments and other receivables	15	358,360	590,358
Tax refunds due from Government	16	59,219	93,841
Prepaid tax levies		2,077	516
Advance income tax	17	678,207	421,995
Short term investments	18	100,000	100,000
Cash and bank balances	19	750,420	486,760
		6,203,230	5,694,663
Total assets		16,243,189	16,879,466
Equity and liabilities			
Share capital and reserves			
Share capital	20	5,704,519	5,001,879
Share premium	21	0	164,011
Revaluation surplus on freehold and leasehold land	22	0	735,087
Merger reserve	23	0	1,342,746
Loans from directors	24.10	40,000	0
Unappropriated profit		3,453,834	2,608,613
Total equity		9,198,353	9,852,336
Non-current liabilities			
Long term finances	24	1,214,392	1,640,536
Redeemable capital - Sukuk	25	0	800,000
Long term security deposits	26	79,366	70,136
Lease liabilities	27	5,906	5,858
Deferred liabilities	28	1,017,093	832,854
		2,316,757	3,349,384
Current liabilities			
Trade and other payables	29	607,759	313,805
Contract liabilities	30	92,026	644,340
Accrued profit	31	148,840	336,120
Short term borrowings	32	2,908,741	1,580,482
Current portion of non-current liabilities	33	528,022	486,870
Provision for tax levies		1,811	654
Taxation		437,974	314,984
Unclaimed dividend		491	491
Unpaid dividend		2,415	0
		4,728,079	3,677,746
Total liabilities		7,044,836	7,027,130
Contingencies and commitments	34		
Total equity and liabilities		16,243,189	16,879,466

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

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024 Restated
		Rupees in thousand	
Sales	35	8,739,189	6,394,859
Less: sales tax	35	(1,303,769)	(957,472)
Sales - net		7,435,420	5,437,387
Cost of sales	36	(4,023,390)	(3,824,876)
Gross profit		3,412,030	1,612,511
Distribution cost	37	(205,483)	(144,685)
Administrative expenses	38	(287,541)	(243,355)
Other expenses	39	(225,100)	(103,079)
Other income	40	394,196	551,221
		(323,928)	60,102
Profit from operations		3,088,102	1,672,613
Finance cost	41	(453,021)	(389,368)
		2,635,081	1,283,245
Share of profit from an Associated Company		15	0
Profit before taxation, minimum and final tax levies		2,635,096	1,283,245
Minimum and final tax levies	42	(1,811)	(654)
Profit before taxation		2,633,285	1,282,591
Taxation	43	(620,873)	(498,022)
Profit after taxation		2,012,412	784,569
Other comprehensive income			
Surplus arisen upon revaluation of:			
- freehold land	6.2	0	123,040
- leasehold land	5.2 & 6.1	0	114,769
		0	237,809
Total comprehensive income for the year		2,012,412	1,022,378
		------- Rupees -------	
Earnings per share	44	3.91	1.58

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

Hafiz Farooq Ahmad (Chief Executive Officer)	Asim Mahmud (Chief Financial Officer)	Atique Ahmad Khan (Director)

GHANI CHEMICAL INDUSTRIES LIMITED
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024 Restated
		Rupees in thousand	
Sales	35	8,739,189	6,394,859
Less: sales tax	35	(1,303,769)	(957,472)
Sales - net		7,435,420	5,437,387
Cost of sales	36	(4,023,390)	(3,824,876)
Gross profit		3,412,030	1,612,511
Distribution cost	37	(205,483)	(144,685)
Administrative expenses	38	(287,541)	(243,355)
Other expenses	39	(225,100)	(103,079)
Other income	40	394,196	551,221
		(323,928)	60,102
Profit from operations		3,088,102	1,672,613
Finance cost	41	(453,021)	(389,368)
		2,635,081	1,283,245
Share of profit from an Associated Company		15	0
Profit before taxation, minimum and final tax levies		2,635,096	1,283,245
Minimum and final tax levies	42	(1,811)	(654)
Profit before taxation		2,633,285	1,282,591
Taxation	43	(620,873)	(498,022)
Profit after taxation		2,012,412	784,569
Other comprehensive income			
Surplus arisen upon revaluation of:			
- freehold land	6.2	0	123,040
- leasehold land	5.2 & 6.1	0	114,769
		0	237,809
Total comprehensive income for the year		2,012,412	1,022,378
		------- Rupees -------	
Earnings per share	44	3.91	1.58

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

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2025

	Share capital	Capital reserves			Loans from Directors	Revenue reserve unappr-opriated profit	Total
		Share premium	Revaluation surplus on freehold and leasehold land	Merger reserve			
	Rupees in thousand						
Balance as at June 30, 2023	5,001,879	164,011	497,278	1,342,746	0	1,824,044	8,829,958
Total comprehensive income for the year ended June 30, 2024	0	0	237,809	0	0	784,569	1,022,378
Balance as at June 30, 2024	5,001,879	164,011	735,087	1,342,746	0	2,608,613	9,852,336
Transactions with owners- distribution							
Cash dividend paid for the period of six months ended December 31, 2024 at the rate of Re. 0.60 per share	0	0	0	0	0	(300,113)	(300,113)
Adjustments incorporated as per the Scheme as detailed in note 1.2	702,640	(164,011)	(735,087)	(1,342,746)	0	(867,078)	(2,406,282)
Balance transferred from mark-up bearing loans of directors	0	0	0	0	40,000	0	40,000
Total comprehensive income for the year ended June 30, 2025	0	0	0	0	0	2,012,412	2,012,412
Balance as at June 30, 2025	5,704,519	0	0	0	40,000	3,453,834	9,198,353

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

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30,2025

	Note	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES	**Note**	**(Rupees in thousand)**	
Profit for the year - before taxation, minimum and final tax levies		**2,635,096**	1,283,245
Adjustments for non-cash charges and other items:			
Finance cost	**41**	**453,021**	389,368
Gain on disposal of operating fixed assets	**6.3**	**(6,063)**	(74,185)
Depreciation	**6.6**	**204,890**	176,432
Depreciation on right-of-use assets	**7**	**15,891**	14,332
Allowance for expected credit loss	**13.1**	**38,193**	5,000
Goodwill	**9.1**	**0**	(173)
Adjustments incorporated as per the Scheme as detailed in note 1.2		**(938,533)**	0
Profit before working capital changes		**2,402,495**	1,794,019
Effect on cash flows due to working capital changes			
(Increase) / decrease in current assets:			
Stores, spares and loose tools		**(65,709)**	(48,290)
Stock-in-trade		**65,748**	(81,212)
Trade debts		**22,169**	(1,038,998)
Loans and advances		**(314,155)**	158,211
Deposits, prepayments and other receivables		**231,998**	(146,788)
Short term investments		**0**	811,000
Tax refunds due from Government		**34,622**	(59,611)
(Decrease) / increase in trade and other payables and contract liabilities		**(258,360)**	548,305
		(283,687)	142,617
Cash generated from operations		**2,118,808**	1,936,636
Income tax, minimum and final tax levies paid		**(567,106)**	(222,697)
Net cash generated from operating activities		**1,551,702**	1,713,939
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure - net of transfers to GCWL		**(1,359,441)**	(3,529,549)
Proceeds from sale of operating fixed assets	**6.3**	**19,811**	243,287
Long term investments made	**9**	**(515)**	0
Long term deposits		**0**	577
Net cash used in investing activities		**(1,340,145)**	(3,285,685)
CASH FLOWS FROM FINANCING ACTIVITIES			
Long term finances (repaid) / obtained - net		**(350,228)**	597,012
Redeemable capital - Sukuk:			
- issued	**25**	**0**	800,000
- transferred / redeemed	**25**	**0**	(162,500)
Long term security deposits - net		**9,230**	21,045
Short term borrowings		**1,328,259**	453,043
Lease liabilities	**27**	**64**	69
Finance cost paid		**(640,046)**	(175,336)
Dividends paid		**(297,698)**	0
Net cash generated from financing activities		**49,581**	1,533,333
Net increase / (decrease) in cash and cash equivalents		**261,138**	(38,413)
Cash and cash equivalents - at beginning of the year	**19**	**486,760**	525,173
Bank balance acquired on merger of GPL into GCIL	**1.3**	**2,522**	0
Cash and cash equivalents at end of the year	**19**	**750,420**	486,760

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

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

GHANI CHEMICAL INDUSTRIES LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2025

1. LEGAL STATUS AND OPERATIONS

1.1 Ghani Chemical Industries Ltd. (GCIL) was incorporated in Pakistan as a private limited company on November 23, 2015 under the repealed Companies Ordinance, 1984 (now the Companies Act, 2017) and was converted into a public limited company on April 20, 2017. GCIL is principally engaged in manufacturing, sale and trading of medical & industrial gases and chemicals. The registered office and head office of GCIL are situated at 10-N, Model Town Extension, Lahore whereas production facilities are situated at Phool Nagar, District Kasur and Industrial Zone, Port Qasim, Karachi. GCIL's liaison office is situated in Sangjani, District Rawalpindi.

Ghani Global Holdings Ltd.'s (GGHL - the Holding Company) direct and indirect holding in GCIL is 55.93% as at June 30, 2025; therefore, GCIL has been treated a Subsidiary of GGHL.

GGHL holds 279,905,986 (2024: 279,905,983) ordinary shares of GCIL representing 49.07% (2024: 55.96%) of its paid-up capital as at June 30, 2025.

As per the Scheme of Compromises, Arrangement and Reconstruction (the Scheme), as sanctioned by the Lahore High Court, Lahore on February 06, 2019, the Holding Company had transferred its manufacturing undertaking to GCIL on July 08, 2019 after the effective date.

GCIL's shareholders in the extraordinary general meeting held on November 23, 2024, have unanimously approved the Scheme of Compromises, Arrangement and Reconstruction for Demerger / Merger of Ghani Chemical Industries Ltd. (GCIL) and Ghani ChemWorld Ltd. (GCWL) and Ghani Products (Pvt.) Ltd. (GPL) by passing the special resolutions under the provisions of sections 279 to 283 of the Companies Act, 2017 and other applicable provisions. Main features of the Scheme are as under:

- To carve out Calcium Carbide Project that is being set-up by GCIL at Hattar Special Economic Zone from GCIL to GCWL.
- To merge the left over assets of GPL with and into GCIL against one to one swap ratio.
- To issue 500 ordinary shares of Rs.10 each of GCWL against 1,000 ordinary shares of GCIL of Rs.10 each.
- To issue and allot 70 million additional ordinary shares of GCIL to GCWL.
- To list GCWL at Pakistan Stock Exchange after submission of requisite documents.

1.2 The Scheme of Compromises, Arrangements and Reconstruction for Amalgamation

Ghani Chemical Industries Ltd. (GCIL), Ghani ChemWorld Ltd. (GCWL) and Ghani Products (Pvt.) Ltd. (GPL) [the Petitioners] have filed a joint petition under sections 279 to 283 and 285 of the Companies Act, 2017 (the Act) and all other enabling provisions of law before the Lahore High Court (LHC) for sanction of the Scheme of Compromises, Arrangements and Reconstruction (the Scheme) for amalgamation between the Petitioners and their members.

The LHC, vide its order dated February 20, 2025, in terms of section 282 (3) (4) and (5) of the Act has ordered as follows:

- In terms of the Scheme, the whole of the business and undertaking of Calcium Carbide Project (CACP) of GCIL be transferred and vest in GCWL without any further act or deed including all assets, liabilities, properties, rights, privileges, benefits of contracts, sanctions, authorizations, licenses and obligations of each of GCIL.

- In terms of the Scheme, designated assets of GPL be transferred and vest into GCIL together with all assets, liabilities, properties, rights, privileges, benefits of contracts, sanctions, authorizations, licenses and obligations of each of GPL.

- In terms of the Scheme, shares of GCIL held by GPL be transferred to shareholders of GPL. Thereafter, GPL shall be dissolved without winding up in terms of the Scheme.

GCIL is principally engaged in the manufacturing, selling and trading of medical & industrial gases and chemicals. To cater the growing demand for products in the medical sector, industries and development projects in K.P.K. and Northern areas, GCIL has been engaged for the set-up of its 5th Air Separation Unit Plant for medical & industrial gases and Calcium Carbide manufacturing plant at Hattar Special Economic Zone, District Haripur.

GCWL has been incorporated on July 31, 2024 under the Act as wholly owned Subsidiary of GCIL. GCWL will run / operate calcium carbide and related products project. Main purpose of the formation of GCWL is to transfer CACP from GCIL to GCWL.

The salient features of the Scheme are as follows:

a) CACP has been carved out / separated from GCIL and transferred to GCWL.

b) All licenses, incentives, zone enterprise status, concessions, approvals including approvals from Department of Explosives, Department of Environment, electricity connection from PESCO related to CACP, tax holidays under clause 126 E of Part 1 of the Second Schedule under the Income Tax Ordinance, 2001 available to GCIL for the project being set-up at Hattar Special Economic Zone announced by the Government of K.P.K. and Government of Pakistan are available to GCWL under the Scheme.

c) Shares of GCWL have been issued (as an additional capital) to the shareholders of GCIL under the SWAP ratio i.e. 500 ordinary shares of Rs.10 each of GCWL against 1,000 ordinary shares of Rs.10 each of GCIL. GCWL has allotted 250,093,950 shares for consideration otherwise than in cash to the shareholders of GCIL.

d) GCIL is engaged in operating / running the medical / industrial gases plants.

e) Additional shares of GCIL have also been issued to GCWL under the Scheme to help GCWL to access the revenue stream of established projects.

f) Part of assets and liabilities of GPL have been transferred to GCIL and part of assets (net) have been distributed to the shareholders of GPL.

g) Shares of GCIL (as an additional capital) have been issued to the shareholders of GPL under the SWAP ratio i.e. 8.80 shares of GCIL for every share of GPL.

h) Shares of GCIL held by GPL have been distributed to the shareholders of GPL.

i) Upon the completion of merger / amalgamation through the Scheme, GPL has been dissolved by the order of the LHC without winding up and the issuance of shares of GCIL to the registered shareholders of GPL.

j) Retained earnings, revenue reserves, capital reserves and merger reserves of GCIL and GCWL have been re-characterised / reconstructed under the Scheme.

1.3 Financial Effects of the Scheme:

a) M/s Ilyas Saeed & Co., Chartered Accountants (external Auditors of GCWL) have carried out an agreed upon procedures exercise to extract the assets, reserves and liabilities pertaining to CACP from the un-audited unconsolidated interim statement of financial position of GCIL as at February 20, 2025. M/s Ilyas Saeed & Co., vide their report bearing Ref. No. A/00187/25 dated March 14, 2025, have determined the following values for assets, reserves and liabilities pertaining to CACP as at February 20, 2025 :

	Rupees in thousand
Property, plant and equipment	
- operating fixed assets	298,838
- capital work-in-progress	1,915,010
- stores held for capital expenditure	56,423
	2,270,271
Stores, spares and loose tools	188,322
Stock-in-trade	309,620
Loans and advances	357,719
Deposits, prepayments and other receivables	200,711
Short term investments	100,000
	1,156,372
	3,426,643
Redeemable capital- Sukuk	(800,000)
Trade and other payables	(204,787)
Accrued profit	(12,691)
Adjustment	(243)
	(1,017,721)
Net assets transferred by GCIL to GCWL	2,408,922

GCIL has incorporated the aforementioned net assets of Rs.2.409 billion in its books of account as follows:

- Issued 70,000,000 ordinary shares of Rs.10 each to GCWL	(700,000)
- Utilised following reserves appearing in its books of account:	
- Share premium	164,011
- Revaluation surplus on freehold and leasehold land	735,087
- Merger reserve	1,342,746
- Unappropriated profit	867,078
	2,408,922

b) The following net assets of GPL, as per the Scheme, have been transferred to GCIL by GPL:

	Rupees in thousand
Advance income tax	790
Cash and bank balances	2,522
Trade and other payables	(366)
Taxation	(63)
Adjustment	(243)
Net assets transferred by GPL to GCIL.	2,640
263,960 ordinary shares of Rs.10 each issued to shareholders of GPL by GCIL	2,640

1.4 Disclosure in financial statements

The aforementioned adjustments and entries have been duly reflected in the relevant notes to these consolidated financial statements.

1.5 Employees and Contracts

Employees of GCIL engaged in CACP, on the effective date, have become employees of GCWL on the basis that their services have not been interrupted by the transfer and vesting of the undertaking and business of GCIL into GCWL on the same remuneration and benefits.

1.6 Accounting policy

As per the Scheme, the accounting entries in the books of account of GCWL have been recorded at the respective values appearing in the books of account of GCIL on the date preceding the effective date. For profit and loss items in the books of account, only effect has been shown in the consolidated statement of changes in equity.

As per the Scheme, the accounting entries in the books of account of GCIL have been recorded at the respective values appearing in the books of account of GPL on the date preceding the effective date. For profit and loss items in the books of account, only effect has been shown in the consolidated statement of changes in equity.

1.7 Subsidiary Companies

(a) Ghani Gases (Pvt.) Ltd. (GGPL)

GGPL was incorporated in Pakistan under the Companies Act, 2017 (XIX of 2017) as a private limited company on May 18, 2020. The principal business of GGPL is to carry on the business of manufacturers, buyers, sellers, importers, exporters, dealers and traders of all types of gases including LPG and LNG for use in industries, hospitals, houses, factories and all types of chemicals including petro-chemicals and their derivatives and importers, exporters and manufacturers of and dealers in heavy chemicals, alkalis, acids, drugs, tannins, essences, pharmaceutical, surgical and scientific apparatus and materials.

GGPL is a wholly owned Subsidiary of GCIL, which holds 999,997 (2024: 999,997) ordinary shares representing 99.99% (2024: 99.99%) of its paid-up capital as at June 30, 2025.

GGPL has not commenced its commercial operations till the reporting date.

(b) Ghani Power (Pvt.) Ltd. (GPPL)

GPPL was incorporated in Pakistan as a private limited company on March 15, 2024 under the Companies Act, 2017. The principal line of business of GPPL shall be to carry on all or any of the businesses of generating, purchasing, importing, transforming, converting, manufacturing, distributing, supplying, exporting and dealing in power, electricity, oil, gas, hydrocarbons, petrochemicals, petroleum solar, hydel power plants and petroleum products, asphalt, bituminous substances or services associated therewith and all other forms of energy and energy related products / services including all kinds of efficient use of energy and to perform all other acts which are necessary or incidental to the above businesses and related products. GPPL has not commenced its commercial operations till the reporting date.

GPPL is a wholly owned Subsidiary of GCIL, which holds 999,997 (2024: 999,997) ordinary shares representing 99.99% (2024: 99.99%) of its paid-up capital as at June 30, 2025.

2. BASIS OF PREPARATION

2.1 Statement of compliance

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

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

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

2.2 Accounting convention

These consolidated financial statements have been prepared under the historical cost convention, except where otherwise specifically stated.

2.3 Functional and presentation currency

Items included in the consolidated financial statements are measured using the currency of primary economic environment in which the Company operates. These consolidated financial statements are presented in Pak Rupees, which is the Group's functional currency. All financial information has been rounded-off to the nearest thousand of Rupees unless otherwise stated.

2.4 Critical accounting estimates, assumptions and judgements

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to estimates are recognised prospectively.

The areas where various assumptions and estimates are significant to the Group's consolidated financial statements or where judgement was exercised in application of accounting policies are as follows:

- Useful lives, residual values and depreciation method of property, plant and equipment.
- Provision for impairment of inventories.
- Allowance for expected credit loss.
- Impairment loss of non-financial assets other than inventories.
- Estimation of provisions.
- Estimation of contingent liabilities.
- Provisions for current taxation, minimum tax and final tax levies and recognition of deferred tax asset (for carried forward tax losses).

The revisions to accounting estimates, if any, are recognised in the year in which the estimate is revised if the revision affects only that year or in the year of the revision and future year if the revision affects both current and future years.

3. PRINCIPLES OF CONSOLIDATION

These consolidated financial statements have been prepared under the historical cost convention, except where otherwise specifically stated.

These consolidated financial statements include the financial statements of GCIL, GGPL and GPPL as at and for the year ended June 30, 2025. GCIL's direct interests in Subsidiary Companies as at June 30, 2025 were as follows:

	2025	2024
	%	%
- GGPL	**99.99**	**99.99**
- GPPL	**99.99**	**99.99**

Non-controlling interests are not calculated as both the Subsidiary Companies are virtually wholly owned.

Subsidiary is an entity over which GCIL has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether GCIL controls another entity. GCIL also assesses existence of control where it does not have more than 50% of the voting power but is able to govern the financial and operating policies by virtue of de-facto control. De-facto control may arise in circumstances where the size of GCIL's voting rights relative to the size and dispersion of holdings of other shareholders give GCIL the power to govern the financial and operating policies, etc.

Subsidiary is fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

All significant inter-company transactions, balances, income and expenses on transactions between group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognised in assets are also eliminated. Accounting policies of Subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

4. INITIAL APPLICATION OF STANDARDS, AMENDMENTS OR INTERPRETATIONS TO EXISTING STANDARDS

The following amendments to existing standards have been published that are applicable to the Group's consolidated financial statements covering annual periods, beginning on or after the following dates:

4.1 Standards, amendments and interpretations to accounting standards that are effective in current year

Certain standards, amendments and interpretations to International Financial Reporting Standards (IFRSs) are effective for accounting period beginning on July 01, 2024 but are considered not to be relevant or to have any significant effect on the Group's operations (although they may affect the accounting for future transactions and events) and are, therefore, not detailed in these consolidated financial statements, except for the following:

Amendment to International Accounting Standard (IAS) 1 – Classification of liabilities as current or non-current

Under existing IAS 1 requirements, companies classify a liability as current when they do not have an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period. As part of this amendment, the requirement for a right to be unconditional has been removed and instead, the amendment requires that a right to defer settlement must have substance and exist at the end of the reporting period. This right may be subject to a Company complying with conditions (covenants) specified in a loan arrangement. The IASB, after reconsidering certain aspects of the amendment, reconfirmed that only covenants with which a Company must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the Company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date.

The above amendment did not result in any significant changes to these consolidated financial statements.

4.2 Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Group

There are certain standards, amendments to the accounting standards and interpretations that are mandatory for the Group's accounting periods beginning on or after July 01, 2025 but are considered not to be relevant or to have any significant effect on the Group's operations and are, therefore, not detailed in these consolidated financial statements, except for the following:

(a) IFRS S1 General Requirements for Disclosure of Sustainability - Related Financial Information and IFRS S2 Climate - Related Disclosures (effective for annual period beginning on July 01, 2025)

These standards include the core framework for the disclosure of material information about sustainability - related risks, opportunities across an entity's value chain and set out the requirements for entities to disclose information about climate - related risks and opportunities.

IFRS S1 requires entities to disclose information about its sustainability - related risks and opportunities that is useful to primary users of general purpose financial reporting in making decisions relating to providing resources to the entity. The standards provide guidance on identifying sustainability - related risks and opportunities, and the relevant disclosures to be made in respect of those sustainability - related risks and opportunities.

IFRS S2 is a thematic standard that builds on the requirements of IFRS S1 and is focused on climate-related disclosures. IFRS S2 requires an entity to identify and disclose climate-related risks and opportunities that could affect the entity's prospects over the short, medium and long term. In addition, IFRS S2 requires entities to consider other industry-based metrics and seven cross-industry metrics when disclosing qualitative and quantitative components on how the entity uses metrics and targets to measure, monitor and manage the identified material climate-related risks and opportunities. The cross-industry metrics include disclosures on greenhouse gas ('GHG') emissions, transition risks, physical risks, climate-related opportunities, capital deployment, internal carbon prices and remuneration.

(b) Amendments to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments (effective for annual period beginning on January 01, 2026)

The amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;

- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;

- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and

- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

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

(c) Annual improvements to International Financial Reporting Standards – Volume 11 (effective for annual period beginning on January 01, 2026)

Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The 2024 amendments are to the following standards:

- IFRS 1 First-time Adoption of International Financial Reporting Standards;

- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;

- IFRS 9 Financial Instruments;

- IFRS 10 Consolidated Financial Statements; and

- IAS 7 Statement of Cash Flows.

(d) IFRS 18 - Presentation and Disclosure in Financial Statements (effective for annual period beginning on January 01, 2027)

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

- the structure of the statement of profit or loss;

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

The Group is yet to assess the impact of this standard on its consolidated financial statements.

5. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted in the preparation of these consolidated financial statements are the same as those applied in the preparation of the consolidated financial statements of the Group for the year ended June 30, 2024.

5.1 IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes (the Guidance) issued by ICAP (Adoption of Approach 2)

The Institute of Chartered Accountants of Pakistan (ICAP) has issued the aforementioned Guidance through Circular No. 07 / 2024 dated May 15, 2024. The Circular has suggested two approaches for determination of taxes as per IAS 12 and levy as per IFRIC 21.

Upto June 30, 2024, GCIL has applied Approach 1 and minimum and final taxes were presented as 'minimum and final tax levies'. GCIL, during the current year, has adopted Approach 2 and the portion of tax computed on taxable income at the enacted tax rate has been recognised as income tax expense and the balance expense has been recognised as levy.

The aforesaid Guidance has been applied retrospectively by GCIL, and comparative information has been restated, which has not affected current year's or prior years' net sales, profit after taxes and levies, equity or cash flows. The impact as of July 01, 2023 is not material to these consolidated financial statements. In accordance with the requirements of IAS 1 (Presentation of financial statements), balances as at June 30, 2024 have been restated and third statement of financial position as of July 01, 2023 has not been presented due to immaterial impact.

In the consolidated statement of profit or loss for the year ended June 30, 2024, 'minimum and final tax levies' aggregating Rs.210.789 million under Approach 1 have been reclassified to Rs.0.654 million under Approach 2 whereas current taxation expense for the preceding year amounting Rs.103.596 million has been increased to Rs.313.731 million under Approach 2.

In the consolidated statement of financial position as at June 30, 2024, 'provision for tax levies' amounting Rs.212.217 million previously reported under Approach 1 has been reclassified and stated at Rs.0.654 million under Approach 2 whereas 'taxation' amounting Rs.103.421 million previously reported under Approach 1 has been reclassified and stated at Rs.314.984 million under Approach 2 .

The aforesaid accounting treatments have not affected current and prior year's net sales, profit after taxes and levies, equity or cash flows.

5.2 Property, plant and equipment

a) Owned

Measurement

Items of property, plant and equipment other than freehold and leasehold land are measured at cost less accumulated depreciation and impairment loss, if any. Freehold and leasehold land are stated at revalued amounts.

Residual value and the useful life of assets are reviewed at each financial year end and if expectations differ from previous estimates the change is accounted for as change in accounting estimate in accordance with IAS 8 - Accounting policies, changes in accounting estimates and errors.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal repairs and maintenance costs are charged to statement of profit or loss as and when incurred.

Revaluation

Increases in the carrying amounts arising on revaluation of freehold and leasehold land are recognised, in consolidated statement of other comprehensive income and accumulated in reserves in shareholders' equity. To the extent that the increase reverses a decrease previously recognised in consolidated statement of profit or loss, the increase is first recognised in consolidated statement of profit or loss. Decreases that reverse previous increases of the same asset are first recognised in consolidated statement of other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to consolidated statement of profit or loss.

Depreciation

Depreciation is charged to consolidated statement of profit or loss using the reducing balance method. Depreciation on additions to property, plant and equipment is charged from the date on which the asset is acquired or capitalised, while no depreciation is charged from the date on which the asset is disposed-off.

De-recognition

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

Judgement and estimates

The useful lives, residual values and depreciation method are reviewed and adjusted, if appropriate, at each year-end. The effect of any change in estimates is accounted for on a prospective basis.

b) Right of use assets and related liabilities

At the inception of a contract, the Group assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The extension and termination options are incorporated in determination of lease term only when the Group is reasonably certain to exercise these options.

Leases are recognised as right-of-use assets and corresponding liabilities at the date at which the leased assets are available for use by the Group.

The lease liabilities are initially measured at the present value of the remaining lease payments at the commencement date, discounted using the interest rate implicit in the lease, or if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate. At initial recognition, liabilities have been discounted using the Group's incremental borrowing rate. Lease payment includes fixed payments with annual increments. The lease liabilities are subsequently measured at amortised cost using the effective interest rate.

Right-of-use assets are initially measured based on the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. The right-of-use assets are depreciated on a straight line method over the lease term as this method most closely reflects the expected pattern of consumption of future economic benefits. The carrying amount of the right-of-use asset is reduced by impairment losses, if any.

c) Capital work-in-progress

Capital work-in-progress represents expenditure on item of property, plant and equipment, which are in the course of construction, erection or installation.

Capital work-in-progress and stores held for capital expenditure are stated at cost less any identified impairment loss. All expenditure connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. Transfers are made to respective property, plant and equipment category as and when assets are available for use.

5.3 Intangible assets - Software

Software is stated at cost less accumulated amortisation and any identified impairment loss. An intangible asset is recognised if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and that the cost of such asset can also be measured reliably.

Software is amortised using straight line method at the rate given in note 8.2 to these consolidated financial statements. Amortisation is charged to statement of profit or loss from the date on which the asset is available for use. Amortisation on additions is charged on pro-rata basis from the date on which asset is put to use, while for disposals, amortisation is charged upto the date of disposal.

Subsequent expenditure on intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All expenditure are charged to income as and when incurred. Gain or loss arising on disposal and retirement of intangible asset is determined as a difference between the net disposal proceeds and the carrying amount of the asset and is recognised as income or expense in statement of profit or loss immediately.

5.4 Stores, spares and loose tools

These are stated at lower of cost and net realisable value. Cost is determined by using the weighted average method. Items in transit are valued at cost comprising invoice value, plus other charges paid thereon. Provision is also made for slow moving and obsolete items.

5.5 Stock-in-trade

These are stated at the lower of cost and net realisable value. The cost is determined as follows:

Particulars	Mode of valuation
- Raw and packing materials	At weighted average cost.
- Work-in-process	At weighted average manufacturing cost.
- Finished goods	At weighted average manufacturing cost.
- Items in transit	Cost comprise invoice values plus other charges incurred thereon.

Net realisable value signifies the estimated selling price in the ordinary course of business less estimated costs of completion and selling expenses.

5.6 Trade and other receivables

Trade and other receivables are stated initially at fair value and subsequently measured at amortised cost. Allowance is made on the basis of lifetime expected credit losses that result from all possible default events over the expected life of the trade debts and other receivables. Bad debts are written-off when considered irrecoverable.

5.7 Loans, advances, prepayments and trade deposits

These are initially recognised at cost, which is the fair value of consideration given. The Group assesses at each reporting date whether there is any indication that assets excluding inventory may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceeds recoverable amount, assets are written down to the recoverable amount and the difference is charged to consolidated statement of profit or loss.

5.8 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of cash flow statement, cash and cash equivalents comprise of cash-in-hand, banking instrument (call deposit receipt) and cash at banks, which are subject to an insignificant risk of change in value.

5.9 Trade and other payables

Trade and other payables are initially measured at cost, which is the fair value of the consideration to be paid in future for goods and services, whether or not billed to the Group.

5.10 Borrowings and borrowing costs

Borrowings are recognised initially at fair value, net of transaction costs incurred and are subsequently measured at amortised cost using the effective interest rate method.

Borrowing costs are recognised as an expense in the period in which these are incurred except to the extent of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Such borrowing costs, if any, are capitalised as part of the cost of that asset.

5.11 Financial instruments

Financial assets and financial liabilities are recognised in the consolidated statement of financial position when the Group becomes a party to the contractual provisions of the instrument. All the financial assets are derecognised at the time when the Group loses control of the contractual rights that comprise the financial assets. All financial liabilities are derecognised at the time when they are extinguished that is, when the obligation specified in the contract is discharged, cancelled or expired. Any gains or losses on de-recognition of the financial assets and financial liabilities are taken to the consolidated statement of profit or loss.

a) Financial assets

Classification

The Group classifies its financial assets in the following measurement categories:

i) amortised cost where the effective interest rate method is applied;

ii) fair value through profit or loss; and

iii) fair value through other comprehensive income.

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

For assets measured at fair value, gains and losses are either recorded in consolidated statement of profit or loss or other comprehensive income (OCI).

Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Further, financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in consolidated statement of profit or loss.

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable.

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicate that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Impairment of financial assets

The Group assesses on a historical as well as forward-looking basis, the expected credit loss (ECL) as associated with its trade debts. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Following are financial instruments that are subject to the ECL model:

- Trade debts

- Bank balances

Simplified approach for trade debts

The Group recognises life time ECL on trade debts, using the simplified approach. The measurement of ECL reflects:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Recognition of loss allowance

The Group recognises an impairment gain or loss in the statement of profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Write-off

The Group writes-off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of debtor's sources of income or assets to generate sufficient future cash flows to repay the amount.
The Group may write-off financial assets that are still subject to enforcement activity. Subsequent recoveries of amounts previously written-off result in impairment gains.

b) Financial Liabilities

Classification, initial recognition and subsequent measurement

Financial liabilities are classified in the following categories:

i) fair value through profit or loss; and

ii) other financial liabilities.

The Group determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in case of other financial liabilities also include directly attributable transaction costs. The subsequent measurement of financial liabilities depends on their classification, as follows:

i) Fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held-for trading and financial liabilities designated upon initial recognition as being at fair value through profit or loss. The Group has not designated any financial liability upon recognition as being at fair value through profit or loss.

ii) Other financial liabilities

After initial recognition, other financial liabilities which are interest bearing subsequently measured at amortised cost, using the effective interest rate method. Gains and losses are recognised in consolidated statement of profit or loss for the year, when the liabilities are derecognised as well as through effective interest rate amortisation process.

Derecognition of financial liabilities

The Group derecognises financial liabilities when and only when the Group's obligations are discharged, cancelled or expired.

Offsetting of financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount presented in the consolidated statement of financial position when there is a legally enforceable right to offset the recognised amount and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

5.12 Impairment of non-financial assets other than inventories

The assets that are subject to depreciation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. If there is an indication of possible impairment, the recoverable amount of the asset is estimated and compared with its carrying amount.

An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. The impairment loss is recognised in the consolidated statement of profit or loss.

An impairment loss is reversed only to the extent that the asset carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised. The Group recognises the reversal immediately in the consolidated statement of profit or loss.

5.13 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably.

- Revenue from sale of goods or rendering of services is recognised when performance obligations are satisfied by transferring control (i.e. at the time when deliveries are made or services are rendered) of a promised good or service to a customer, and control either transfers over time or at a point in time. Revenue from sale of goods and rendering of services is measured net of sales tax, returns and trade discounts.
- Dividend income is recognised when the Group's right to receive dividend is established, i.e. on the date of books closure of the investee company declaring the dividend.
- Gains and losses arising on disposal of investments are included in income in the year in which these are disposed-off.
- Return on bank deposits is recognised on time proportion basis using the effective rate of return.

Contract assets

Contract assets arise when the Group performs its performance obligations by transferring goods and services to a customer before the customer pays its consideration or before payment is due.

Contract liabilities

Contract liability is the obligation of the Group to transfer goods and services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods and services, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group performs its performance obligations under the contract.

5.14 Foreign currency transactions

Foreign currency transactions are recorded in Pak Rupees using the exchange rates prevailing at the date of transactions. Monetary assets and liabilities in foreign currencies are translated in Pak Rupees at the rates of exchange prevailing at the reporting date. Exchange gains and losses are taken to statement of profit or loss.

5.15 Taxation

Taxation comprises of current tax and deferred tax.

Income tax expense is recognised in the consolidated statement of profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity, if any, in which case the tax amounts are recognised directly in other comprehensive income or equity.

(a) Current

Provision for current taxation is based on taxable income at the current rates of taxation after taking into account tax credits and rebates available, if any. The charge for current year also includes adjustments where necessary, relating to prior years which arise from assessments framed / finalised during the year.

(b) Deferred

Deferred tax is recognised using the statement of financial position 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 liability is recognised for all taxable temporary differences. Deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that temporary differences will reverse in the future and taxable income will be available against which the temporary differences can be utilised. Deferred tax is charged or credited to the consolidated statement of profit or loss.

Deferred tax asset and liability is measured at the tax rate that is expected to apply to the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted by the reporting date.

5.16 Levies

Minimum taxes, that exceed the normal tax liability as well as tax deducted at source (other than from dividends received from subsidiaries and associates) under the provisions of the Income Tax Ordinance, 2001 (the Ordinance), are not within the scope of IAS 12 (Income taxes) instead these taxes fall under the provisions of IFRIC 21 (Levies) and IAS 37 (Provisions, contingent liabilities and contingent assets).

Consequently, a liability for these levies is recognised in accordance with IFRIC 21 when the event specified in the Ordinance that triggers the obligation occurs. Therefore, excess minimum taxes and final taxes are recognised as liabilities when they become due, ensuring compliance with the recognition and measurement principles outlined in IAS 37.

5.17 Earnings per share

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the year.

5.18 Related party transactions

Transactions and contracts with related parties are based on the policy that all transactions between the Group and related parties are carried-out at an arm's length.

5.19 Provisions

Provisions are recognised when the Group has a present obligation, legal or constructive, as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

As the actual outflows can differ from estimates made for provisions due to changes in laws, regulations, public expectations, prices and conditions, and can take place many years in future, the carrying amounts of provisions are reviewed at each reporting date and adjusted to take account of such changes. Any adjustment to the amount of previously recognised provision is recognised in the consolidated statement of profit or loss unless the provision was originally recognised as part of cost of an asset.

5.20 Contingent liabilities

A contingent liability is disclosed when the Group

- has a possible obligation as a result of past events, 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 Group; or

- has a present legal or constructive obligation that arises from past events, but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of obligation cannot be measured with sufficient reliability.

5.21 Employees' benefits

Defined contribution plan

GCIL operates a funded employees' provident fund scheme for its permanent eligible employees. Equal monthly contributions at the rate of 8.33% of gross pay are made both by GCIL and employees to the fund.

Compensated absences

Compensated absences are accounted for employees of GCIL on un-availed balance of leave in the period in which the absences are earned.

5.22 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of GCIL that makes strategic decisions.

Segment assets and liabilities include items directly attributable to segment as well as those that can be allocated on a reasonable basis. Segment assets consist primarily of property, plant & equipment, stores, spares & loose tools and stock-in-trade. Segment liabilities comprise of long term finances, lease liabilities, short term borrowings and trade & other payables.

On the basis of its internal reporting structure, GCIL has two reportable segments i.e. Industrial & Medical Gases and Industrial Chemicals.

5.23 Deferred income - government grant

Government grant is initially measured at fair value; after initial recognition, it is measured at amortised cost using the effective interest rate method.

5.24 Dividend and appropriation to reserves

Dividend distribution to the GCIL's shareholders and appropriation to reserves are recognised in the period in which these are approved.

6. PROPERTY, PLANT AND EQUIPMENT

	Note	2025	2024
		Rupees in thousand	
Operating fixed assets	6.1	9,215,763	6,792,002
Capital work-in-progress	6.8	48,290	3,158,662
Stores held for capital expenditure	6.11	175,365	618,222
		9,439,418	10,568,886

6.1 Operating fixed assets - tangible

	Freehold land	Leasehold land	Buildings	Plant and machinery	Furniture and fixtures	Office equipment	Computers	Vehicles	Total
	------	------	------	------	Rupees in thousand	------	------	------	------
As at June 30, 2023									
Cost / revaluation	1,230,400	375,000	464,441	5,012,706	49,461	12,490	15,399	228,957	7,388,854
Accumulated depreciation	0	0	217,624	813,518	22,632	4,156	11,907	77,344	1,147,181
Book value	1,230,400	375,000	246,817	4,199,188	26,829	8,334	3,492	151,613	6,241,673
Year ended June 30, 2024									
Additions	0	7,178	516	399,257	3,875	3,235	2,365	304,735	721,161
Revaluation adjustments (note 5.2)	123,040	51,662	0	0	0	0	0	0	174,702
Disposals:									
- cost / revaluation	0	0	0	53,573	0	544	0	147,463	201,580
- accumulated depreciation	0	0	0	(2,062)	0	(283)	0	(30,133)	(32,478)
	0	0	0	51,511	0	261	0	117,330	169,102
Depreciation charge for the year	0	0	24,724	97,912	2,885	1,048	1,336	48,527	176,432
Book value	1,353,440	433,840	222,609	4,449,022	27,819	10,260	4,521	290,491	6,792,002
Year ended June 30, 2025									
Additions	0	0	926	2,672,875	7,000	15,508	4,074	240,854	2,941,237
Transferred to GCWL as per the Scheme as detailed in note 1.2									
- cost / revaluation	0	293,480	0	0	3,958	157	364	2,966	300,925
- accumulated depreciation	0	0	0	0	(662)	(8)	(165)	(1,252)	(2,087)
	0	293,480	0	0	3,296	149	199	1,714	298,838
Disposals:									
- cost	0	0	0	45	0	0	0	18,043	18,088
- accumulated depreciation	0	0	0	(6)	0	0	0	(4,334)	(4,340)
- cost	0	0	0	39	0	0	0	13,709	13,748
Depreciation charge for the year	0	0	22,296	105,757	3,093	1,345	1,838	70,561	204,890
Book value	1,353,440	140,360	201,239	7,016,101	28,430	24,274	6,558	445,361	9,215,763
As at June 30, 2024									
Cost / revaluation	1,353,440	433,840	464,957	5,358,390	53,336	15,181	17,764	386,229	8,083,137
Accumulated depreciation	0	0	242,348	909,368	25,517	4,921	13,243	95,738	1,291,135
Book value	1,353,440	433,840	222,609	4,449,022	27,819	10,260	4,521	290,491	6,792,002
As at June 30, 2025									
Cost / revaluation	1,353,440	140,360	465,883	8,031,220	56,378	30,532	21,474	606,074	10,705,361
Accumulated depreciation	0	0	264,644	1,015,119	27,948	6,258	14,916	160,713	1,489,598
Book value	1,353,440	140,360	201,239	7,016,101	28,430	24,274	6,558	445,361	9,215,763
Depreciation rate (% - per annum)		50-100 years	10%	240,000 Machine hours	10%	10%	30%	20%	

6.2 GCIL, during May, 2024, has carried-out revaluations of its freehold and leasehold land situated at :

- 52 - Km, Phool Nagar, District Kasur
- Mouza Parna, Phool Nagar, Tehsil Pattoki, District Kasur
- Plot Nos. 7 and 8, 9 to 12, B2, 13-24, B3, B4, Zone - B, Hattar.

Plot Nos. 13-24 and B3, B4 have been transferred to GCWL as per the Scheme as detailed in note 1.2.

The revaluation exercises have been carried-out by independent Valuers [Unicorn International Surveyors, 74-B , Gulberg II, Lahore.]. Freehold land has been revalued on the basis of present market values whereas leasehold land has been revalued on the basis of estimated prevailing lease rate. These revaluations have resulted in revaluation surplus aggregating Rs.174.702 million as worked-out below:

		Rupees in thousand
(a)	Cost / revalued amount of freehold land as at May 07, 2024	**1,230,400**
	Revalued amount as at May 07, 2024	**1,353,440**
	Revaluation surplus arisen upon revaluation	**123,040**
(b)	Cost / revalued amount of leasehold land as at May 07, 2024	**382,178**
	Revalued amount as at May 07, 2024	**433,840**
	Revaluation surplus arisen upon revaluation	**51,662**

(c) Had there been no revaluations, book value of freehold and leasehold land would have been Rs.76.463 million (2024: Rs.76.463 million) and Rs.65.027 million (2024: Rs.200.991 million) respectively as at June 30, 2025.

(d) Based on the revaluation report of Unicorn International Surveyors dated May 07, 2024, the forced sale values of the revalued freehold and leasehold land (inclusive of land transferred to GCWL as per the Scheme as detailed in note 1.2) have been assessed at Rs.1,429.824 million.

6.3 **Particulars of operating fixed assets disposed-off during the year:**

Description		Cost	Accumulated depreciation	Book value	Sale proceeds	Gain	Particulars of Purchaser
		------------------- Rupees in thousand			-------------------		Sold through negotiation to:
Items with individual net book value exceeding Rs. 500,000 each							
Vehicles							
Toyota Fortuner		15,261	(2,230)	13,031	14,650	1,619	Mr. Arshad Baig (a third party)
Toyota Corolla		2,782	(2,104)	678	4,550	3,872	Mr. Rashid Awan (a third party)
		18,043	(4,334)	13,709	19,200	5,491	
Aggregate value of items having individual book value not exceeding Rs. 500,000 each							
Plant and machinery		45	(6)	39	611	572	
Total	2025	18,088	(4,340)	13,748	19,811	6,063	
Total	2024	201,580	(32,478)	169,102	243,287	74,185	

6.4 Particulars of immovable property in the name of GCIL are as follows:

Location	Usage of immovable property	Total Area	Covered Area In sq. ft.
- 52 - Km, Phool Nagar, District Kasur	Manufacturing facility (gases)	113 Kanals 8 marlas and 90 feet	67,031
- Mouza Parna, Phool Nagar, Tehsil Pattoki, District Kasur	Industrial land	83 Kanals and 9 Marlas	-
- Plot Nos. 7 and 8, 9 to 12, B2, 13-24, B3,B4, Zone - B, Plot Nos. 13-24 and B3, B4 have been transferred to GCWL as per the Scheme as detailed in note 1.2.	Industrial land	51.04 Kanals (6.38 Acres)	-

6.5 As at June 30, 2025, plant and machinery include vacuum insulated evaporator tanks installed at various customers' sites for supply of gas products. These assets are secured against deposits as disclosed in note 26. Cost and book value of these vacuum insulated evaporator tanks were as follows:

	Note	2025	2024
		Rupees in thousand	
Cost		**192,450**	207,724
Book value		**144,194**	159,953

6.6 Depreciation charge on operating fixed assets has been allocated as follows:

	Note	2025	2024
Cost of sales	36	**127,357**	120,959
Distribution costs	37	**2,845**	0
Administrative expenses	38	**74,688**	55,473
		204,890	176,432

6.7 Leasehold land rights located at Hattar under KPEZDMC is still under provisional allotment; therefore, at the reporting date, this has been carried as leasehold land.

6.8 **Capital work in progress** (plant and machinery) - at cost

	Note	2025	2024
Opening balance		**3,158,662**	209,889
Additions during the year	6.9	**1,447,727**	2,962,909
Capitalised during the year		**(2,643,089)**	(14,136)
Transferred to GCWL as per the Scheme detailed in note 1.2		**(1,915,010)**	0
Closing balance		**48,290**	3,158,662

6.9 These include expenditure aggregating Rs.1,022.317 million (2024: Rs.1,516.179 million) relating to installation of new plant (Liquid Air Separation Unit) and expenditure aggregating Rs.414.365 million (2024: Rs.1,439.404 million) relating to Calcium Carbide Plant (CACP) at Hattar, KPK.

6.10 During the year, borrowing cost at the rates ranging from 12.03% to 23.16% (2024: 21.67% to 25.53%) per annum amounting Rs.275.210 million (2024: Rs.363.580 million) has been included in the cost of plant and machinery.

6.11 **Stores held for capital expenditure**

	2025	2024
Total inventory of stores held for capital expenditure	**231,788**	618,222
Transferred to GCWL as per the Scheme detailed in note 1.2	**(56,423)**	0
Carrying value at year-end	**175,365**	618,222

7. RIGHT OF USE ASSETS

	Note	2025	2024
		Rupees in thousand	
Opening balance		**550,000**	500,000
Revaluation increment	7.1	**0**	63,107
Revaluation adjustment - cost		**0**	(13,107)
		550,000	550,000
Depreciation			
Opening balance		**2,351**	1,126
Revaluation adjustment - accumulated depreciation		**0**	(13,107)
Depreciation charge for the year	7.4	**15,891**	14,332
		18,242	2,351
Closing balance		**531,758**	547,649

7.1 GCIL, during May, 2024, has carried-out revaluation of leasehold land situated at Plot No. A-53, Chemical Area, East Industrial Zone, Port Qasim, Karachi with an area of 40 Kanals having covered area of 17,045 sq. ft. The revaluation exercise has been carried out by independent Valuers [Unicorn International Surveyors, 74-B, Gulberg II, Lahore]. Leasehold land has been revalued on the basis of present market rate of project land and it has resulted in revaluation surplus of Rs.63.107 million as worked-out below:

	Rupees in thousand
Carrying value of leasehold land as at May 07, 2024	486,893
Revalued amount of leasehold land as at May 07, 2024	550,000
Revaluation surplus arisen upon revaluation	63,107

7.2 Had there been no revaluation, book value of leasehold land would have been Rs.24.038 million (2024: Rs.24.724 million).

7.3 Based on the revaluation report of Unicorn International Surveyors dated May 07, 2024, the forced sale value of the revalued leasehold land has been assessed at Rs.440 million.

7.4 Depreciation charge for the year on right of use assets has been calculated by using straight line method over the lease terms i.e. ranging from 40 to 50 years and grouped under administrative expenses.

8. INTANGIBLE ASSETS

	Note	2025	2024
Software	8.1	**1,479**	1,479
Goodwill originated	8.3	**173**	173
		1,652	1,652

8.1 Software

	Note	2025	2024
Cost			
Balance at year-end		**14,808**	14,808
Amortisation			
Charged upto the year-end	8.2	**13,329**	13,329
Carrying value at year-end		**1,479**	1,479

8.2 No amortisation has been charged for the current and preceding years as carrying value represents 10% residual value.

8.3 Goodwill represents the difference between the cost of acquisition (fair value of the consideration paid) and the fair value of net identifiable assets acquired at the time of acquisition of Ghani Gasses (Pvt.) Ltd.

9. LONG TERM INVESTMENTS

	Note	2025	2024
		Rupees in thousand	
Associated Company			
Ghani ChemWorld Ltd. (GCWL) - Quoted			
50,000 ordinary shares of Rs. 10 each Shareholding held: 0.02% - Market value Rs. 0.486 million	9.1	**500**	0
Share of profit for the year		**15**	0
		515	0

9.1 GCWL was incorporated in Pakistan under the Companies Act, 2017 as a limited company on July 31, 2024. The principal line of business of GCWL is to manufacture, produce, refine, process, formulate, acquire, convert, sell, distribute, buy, import, export or otherwise deal in all types of chemicals, basic drugs, all types of acids, etc. The registered office and head office of GCWL are situated at 10-N, Model Town Extension, Lahore whereas production facility is situated at plot No. 13 to 24 B3 & B4 Zone Hattar Special Economic Zone, Dhorian Chowk Near Tanoli Filling Station Hattar, Haripur. GCWL has not commenced its commercial operations till the reporting date.

GCWL was a wholly owned Subsidiary of GCIL; however, after the issuance of shares by GCWL as per the Scheme detailed in note 1.2, GCWL has become an Associated Company at the reporting date.

10. LONG TERM DEPOSITS - Considered good

Security deposits against:	Note		
- utility bills	10.1	**64,873**	64,873
- rented premises		**1,743**	1,743
		66,616	66,616

10.1 These deposits are being held for an indefinite period with no fixed maturity date; therefore, have been carried at cost, as amortised cost is impractical to determine.

11. STORES, SPARES AND LOOSE TOOLS

Stores	**116,130**	56,413
Spare parts	**311,196**	305,269
Loose tools	**518**	453
	427,844	362,135

11.1 GCIL, during the year, has transferred stores, spares and loose tools inventory valuing Rs.188.322 million to GCWL as per the Scheme detailed in note 1.2.

12. STOCK IN TRADE

	Note	2025	2024
		Rupees in thousand	
Finished goods			
- industrial gases		**48,568**	79,595
- industrial chemicals		**46,271**	80,992
Raw materials		**309,620**	0
Transferred to GCWL as per the Scheme detailed in note 1.2		**(309,620)**	0
		0	0
		94,839	160,587

13. TRADE DEBTS - Unsecured

	Note	2025	2024
Considered good	**12.4**	**2,081,861**	2,142,223
Considered doubtful		**38,882**	24,856
		2,120,743	2,167,079
Allowance for expected credit loss	**13.1**	**(38,882)**	(24,856)
		2,081,861	2,142,223

13.1 Allowance for expected credit loss

	2025	2024
Opening balance	**24,856**	19,856
Charge for the year	**38,193**	5,000
Balances written-off during the year	**(24,167)**	0
Closing balance	**38,882**	24,856

12.2 Trade debts aggregating Rs.1,111.511 million (2024: Rs.659.861 million) were either past due or overdue but not impaired as allowance for expected credit loss. These balances relate to various customers, primarily Government organisations, with whom there was no recent history of default. The ageing analysis of these trade debts is as follows:

	2025	2024
Up to 1 month	**134,200**	90,348
31 to 60 days	**52,522**	75,868
61 to 90 days	**78,972**	58,007
91 to 180 days	**436,453**	173,570
181 to 365 days	**267,853**	114,077
Above 365 days	**141,511**	147,991
	1,111,511	659,861

12.3 Receivables from the government institutions aggregate Rs.1,075.810 million as at June 30, 2025 (2024: Rs.659.861 million).

12.4 The balance includes receivable from Ghani Global Glass Ltd. (a related party) amounting Rs.78.350 million as at June 30, 2025 (2024: Rs.68.182 million).

14. LOAN AND ADVANCES	Note	2025	2024
		Rupees in thousand	
Advances to employees against expenses		**3,435**	4,109
Advances to suppliers and contractors		**315,790**	149,515
Transferred to GCWL as per the Scheme detailed in note 1.2		**(153,264)**	0
		162,526	149,515
Letters of credit		**210,916**	61,831
Transferred to GCWL as per the Scheme detailed in note 1.2		**(204,455)**	0
		6,461	61,831
Due from related parties	**14.1**	**1,479,466**	1,122,278
		1,651,888	1,337,733
Allowance for impairment		**(1,485)**	(1,485)
		1,650,403	1,336,248

14.1 Due from related parties

	Note	2025	2024
Ghani Global Glass Ltd. (GGGL) {net of accrued mark-up and common allocation of expenses aggregating Rs.36.682 million (2024: balance included Rs. 172.805 million on account of accrued mark-up and common allocation of expenses)}	**14.2**	**1,182,273**	1,019,397
Ghani Global Holdings Ltd. (GGHL) (the Holding Company) (including accrued mark-up amounting Rs. Nil (2024:Rs.5.581 million)	**14.3**	**17,992**	102,881
Ghani ChemWorld Ltd. (GCWL) (including accrued mark-up amounting Rs.5.252 million.	**14.4**	**279,201**	0
		1,479,466	1,122,278

14.2

(a) GCIL's shareholders, vide special resolution dated October 26, 2024 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised GCIL to make investment upto Rs.1,300 million in GGGL by way of advances and loans, as and when required by GGGL. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by GCIL during the year ranged from 13.19% to 21.72% (2024: 22.96% to 24.40%) per annum.

(b) Maximum amount due from GGGL, including markup, at the end of any month during the year was Rs. 1,257.119 million (2024: Rs.1,087.578 million).

14.3

(a) GCIL's shareholders, vide special resolution dated October 26, 2024 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised GCIL to make investment upto Rs. 200 million in the Holding Company by way of advances and loans, as and when required by the Holding Company. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by GCIL during the year ranged from 13.19% to 21.07% (2024: 22.31% to 23.75%) per annum.

(b) Maximum amount due from the Holding Company, including markup, at the end of any month during the year was Rs. 95.481 million (2024: Rs.102.881 million).

(c) Payable to the Holding Company on account of mark-up and commission aggregating Rs. 3.508 million has been adjusted against this receivable balance.

14.4

(a) GCIL's shareholders, vide special resolution dated April 12, 2025 pursuant to the requirements of section 199 of the Companies Act, 2017, have authorised GCIL to make investment upto Rs.1,500 million in GCWL by way of advances and loans, as and when required by GCWL. These advances carry mark-up at the rate of 3 months KIBOR + 1.10%; the effective mark-up rates charged by GCIL during the year ranged from 13.26% to 13.28% per annum.

(b) Maximum amount due from GCWL, including mark-up, at the end of any month during the year was Rs.279.201 million.

15. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	Note	2025	2024
		Rupees in thousand	
Trade deposits		**254,370**	197,036
Prepayments		**16,273**	10,442
Bank profit receivable		**396**	811
Letters of credit margins		**3,315**	4,136
Advances to suppliers		**24,275**	9,216
Advances to construction contractor	15.1	**260,379**	178,379
Due from Digital Custodian Company Ltd.	15.2	**0**	190,338
Other receivables		**63**	0
		559,071	590,358
Balances transferred to GCWL as per the Scheme detailed in note 1.2		**(200,711)**	0
		358,360	590,358

15.1 This represents advance made to Baig Construction Company against civil works for Hattar project.

15.2 This represents advance made to Digital Custodian Company Ltd. against sale of shares. GCIL, during the year, has fully received back the opening receivable balance.

16. TAX REFUNDS DUE FROM GOVERNMENT

	2025	2024
Sales tax refundable - net	**59,219**	93,841

17. ADVANCE INCOME TAX

	2025	2024
Opening balance	**421,995**	440,031
Paid during the year	**564,537**	289,737
Refunds received during the year	**0**	(67,556)
Balance transferred from GPL as per the Scheme detailed in note 1.2	**787**	0
	987,319	662,212
Adjusted against income tax payable	**(309,112)**	(240,217)
	678,207	421,995

18. SHORT TERM INVESTMENTS

	Note	2025	2024
		Rupees in thousand	
Term deposit receipts	18.1 & 18.2	**100,000**	100,000

18.1 As per the Scheme detailed in note 1.2, these short term investments along with related liabilities (bills payable amounting Rs.87.400 million) were initially transferred to GCWL. However, due to problem in transfer of related letter of credit to GCWL, these investments and related liabilities have been transferred back to GCIL before the reporting date.

18.2 Also refer contents of note 29.1

19. CASH AND BANK BALANCES

	Note	2025	2024
Cash-in-hand		**560**	899
Banking instrument (call deposit receipt)		**90,000**	0
Cash at banks on:			
- current accounts		**212,786**	218,223
- saving and deposit accounts	19.1	**447,074**	267,638
		659,860	485,861
		750,420	486,760

19.1 These carry profit at the rates ranging from 4.00% to 18.30% (2024: 12.76% to 19.50%) per annum.

19.2 As per the Scheme detailed in note 1.2, balance of Rs.2.522 million was transferred by GPL to GCIL.

20. SHARE CAPITAL

20.1 Authorised share capital

	Note	2025	2024
600,000,000 (2024: 800,000,000 ordinary shares of Rs.10 each)		**6,000,000**	8,000,000
Nil shares (2024: 50,000,000 class B shares of Rs.10 each)		**0**	500,000
	20.3	**6,000,000**	8,500,000

20.2 Issued, subscribed and paid up share capital

	Note	2025	2024
53,525,000 ordinary shares of Rs.10 each fully paid in cash		**535,250**	535,250
100,000,000 ordinary shares of Rs. 10 each issued for consideration other than cash i.e. Scheme of Arrangement		**1,000,000**	1,000,000
10,000,000 ordinary shares issued as right shares of Rs.10 each fully paid in cash		**100,000**	100,000
239,701,633 ordinary shares of Rs.10 each issued as fully paid bonus shares	20.4	**2,397,016**	2,397,016
74,961,338 ordinary shares of Rs.10 each issued upon merger of G3 Technologies Ltd. with and into the Company		**749,613**	749,613
22,000,000 Class B shares converted into ordinary shares of Rs.10 each	20.5	**220,000**	220,000
70,263,960 ordinary shares of Rs.10 each allotted for consideration otherwise than in cash	20.6	**702,640**	0
		5,704,519	5,001,879

20.3 The authorised share capital of GCIL, during the financial year ended June 30, 2023, was increased from Rs.5.500 billion divided into 550,000,000 ordinary shares of Rs.10 each to Rs.8.500 billion divided into 800,000,000 ordinary shares of Rs.10 each and 50,000,000 Class B shares of Rs.10 each.

The authorised share capital of GCIL, as per the Scheme detailed in note 1.2, has been reduced to Rs. six billion during the current year. GCIL has filed the necessary application for data rectification of Memorandum of Association of the Company with SECP on March 14, 2025. After rectification, the authorised share capital of GCIL is Rs. six billion divided into 600,000,000 ordinary shares of Rs.10 each.

20.4 The balance includes 43,471,634 ordinary shares of Rs.10 each issued as fully paid bonus shares in the proportion of 10 ordinary shares for every 100 ordinary shares held during the financial year ended June 30, 2023.

20.5 GCIL, during the financial year ended June 30, 2023, had issued 22,000,000 class B shares at the rate of Rs.10 per share. This right issue was made at the rate of 8.8045 class B shares for every 100 existing ordinary shares. These class B shares were converted into ordinary shares during the preceding financial year as per the conversion ratio of 1:1.

20.6 GCIL, in compliance with the Scheme detailed in note 1.2, during the year has credited its 70,000,000 and 263,960 ordinary shares to Ghani ChemWorld Ltd. and shareholders of merged entity i.e. Ghani Products (Pvt.) Ltd. respectively. After these credits, revised paid-up share capital of GCIL is 570,451,931 ordinary shares of Rs.10 each.

20.7 Shares held by related parties

	Note	2025	2024
		(Number of Shares)	
Ghani Global Holdings Ltd.		**279,905,986**	279,905,983
Ghani Products (Pvt.) Ltd.	**20.8**	**0**	91,911,490
Ghani ChemWorld Ltd.		**70,000,000**	0
		349,905,986	371,817,473

20.8 The Scheme, as detailed in note 1.2, also envisages transfer of designated assets of Ghani Products (Pvt.) Ltd. (GPL) with and into GCIL and distribution of shares of GCIL held by GPL to the shareholders of GPL. GPL held 91,911,490 shares of GCIL, which have been transferred to the shareholders of GPL during the year in proportion to their respective shareholdings.

21. SHARE PREMIUM

	2025	2024
	Rupees in thousand	
Opening balance	**164,011**	164,011
Less: premium utilised during the year as per the Scheme detailed in note 1.2	**(164,011)**	0
Balance as at June 30,	**0**	164,011

22. REVALUATION SURPLUS ON FREEHOLD AND LEASEHOLD LAND

	Note	2025	2024
		Rupees in thousand	
Opening balance		**735,087**	497,278
Surplus on revaluations of freehold and leasehold land carried-out during the preceding year		**0**	174,702
Surplus on revaluations of leasehold land carried-out during the preceding year		**0**	63,107
Less: surplus utilised during the year as per the Scheme detailed in note 1.2		**(735,087)**	0
Balance as at June 30,		**0**	735,087

23. MERGER RESERVE

	Note	2025	2024
Opening balance	**23.1**	**1,342,746**	1,342,746
Less: reserve utilised during the year as per the Scheme detailed in note 1.2		**(1,342,746)**	0
Balance as at June 30,		**0**	1,342,746

23.1 Merger reserve represents gain arisen upon merger of G3 Technologies Ltd. with and into GCIL during the financial year ended June 30, 2022.

24. LONG TERM FINANCES (GCIL)

	Note	2025	2024
From banking companies - secured			
Diminishing Musharakah	**24.2**	**750**	750
Diminishing Musharakah	**24.3**	**27,263**	136,348
Diminishing Musharakah and Islamic Refinance Facility	**24.4**	**0**	2,286
Diminishing Musharakah	**24.5**	**500,000**	500,000
Diminishing Musharakah (ITERF)	**24.6**	**263,257**	330,159
Long Term Islamic Finance Facility	**24.7**	**293,831**	384,612
Diminishing Musharakah	**24.8**	**388,884**	499,993
From Islamic Financial Institution - secured			
Diminishing Musharakah	**24.9**	**240,478**	192,281
Others			
From sponsoring directors - unsecured - mark-up bearing	**24.10**	**0**	52,000
		1,714,463	2,098,429
Current portion grouped under current liabilities		**(500,071)**	(457,893)
		1,214,392	1,640,536

		2025	2024
24.1	Balance at beginning of the year	**2,098,429**	1,493,931
	Availed during the year	**144,800**	835,262
	Balance of mark-up bearing loans of directors transferred to equity during the year	**(40,000)**	0
	Repayments made during the year	**(488,766)**	(230,764)
	Balance at the end of the year	**1,714,463**	2,098,429

24.2 This represents Diminishing Musharakah facilities having credit limit of Rs.5.987 million and Rs.37.711 million availed from a banking company to finance machinery & equipment. The facilities were available upto July, 2022 and May, 2023 respectively. The facilities carried profit at the rate of 1 year KIBOR + 0.80% and 6 months KIBOR + 0.80% respectively. These facilities are secured against first pari passu charge of Rs.110 million over fixed assets, first specific charge of Rs.17.500 million over imported assets and equitable mortgage over land and buildings. These facilities have been matured during the financial year ended June 30, 2023 and the management is negotiating with the bank for final settlement.

24.3 This represents Diminishing Musharakah facility having credit limit of Rs.450 million availed from a banking company to finance machinery and equipment of GCIL; the facility tenor is 5 years including 1 year grace period. The balance is repayable in 16 equal quarterly instalments and carries profit at the rate of 3 months KIBOR + 1%. The facility is secured against pari passu charge with 25% margin aggregating Rs.600 million over all plant and machinery of GCIL. The banking company has allowed moratorium of one year under SBP BPRD circular no. 13/2020; accordingly, repayment has commenced from October, 2021.

24.4 Diminishing Musharakah and Islamic refinance facility

	2025	2024
	Rupees in thousand	
Opening balance	**2,286**	11,429
Payment made during the year	**(2,286)**	(9,143)
	0	2,286

This represents Diminishing Musharakah and Islamic refinance facility having credit limit of Rs.110 million under Islamic Refinance Scheme for payment of salaries and wages to workers and employees of GCIL to dampen the effect of Covid-19 for a period of 2.5 years including six months grace period. The outstanding balance of salary finance was fully repaid during the financial year ended June 30, 2023. The repayment of salary loan was made in 8 equal quarterly instalments after a grace period and commenced from January, 2021. It carried profit at the rate of 3%. The facility was secured against first pari passu charge of Rs.96 million over plant & machinery and personal guarantees of three sponsoring Directors of GCIL. GCIL, during the current financial year, has fully repaid the outstanding balance of this finance facility.

24.5 This represents long term Diminishing Musharakah finance facilities having credit limit of Rs.500 million availed from a banking company during November, 2023, for retirement of letters of credit established through other banks for import of Air Separation Plant (275 tons) or its components / equipment or to finance CAPEX related to Industrial & Medical Plant at Hattar Economic Zone. The finance facility carries profit at 3 months KIBOR + 1% and its tenor is six years inclusive of two years grace period. The finance facility is secured against charge of Rs.667 million over fixed assets (land, buildings, plant and machinery) of GCIL, cross corporate guarantee of the Holding Company (Ghani Global Holdings Ltd.) and personal guarantees of three sponsoring directors of GCIL.

24.6

(a) This represents Diminishing Musharakah facility having credit limit of Rs.439 million under State Bank of Pakistan (SBP) ITERF Scheme to finance capital expenditure requirements related to procuring Gaseous Air Separation Unit (ASU); draw down has been allowed in multiple tranches. The facility tenor is 8 years including 2 years grace period; repayment will be made in 24 quarterly instalments and commenced from May, 2023. It carries profit at SBP rate + 4% per annum. The facility is secured against exclusive charge over operating fixed assets (excluding land and buildings) of the new unit for Rs.625 million, first pari passu charge of Rs.625 million over all present and future fixed assets of GCIL, personal guarantees of sponsoring directors of GCIL and assignment of receivables.

(b) As the above finance is below market rate of mark-up, this has been initially measured at its fair value i.e. the present value of the future cash flows discounted at prevailing market mark-up rate . The difference between the fair value of the finance on initial recognition and the amount received has been accounted for as Government grant.

(c) GCIL, during the financial year ended June 30, 2023, has recorded Rs.33.679 million as Government grant on finances obtained at below market rate of mark-up as per the requirements of IAS 20 (Accounting for government grants and disclosure of government assistance).

(d) GCIL has adhered to the terms of the grant; hence, this is being amortised at average borrowing cost rate of GCIL. An amount of Rs. 6.262 million (2024: Rs.7.486 million) has been recognised in the current's year consolidated statement of profit or loss in this regard and this amount has been adjusted against finance cost for the year.

24.7 This Long Term Islamic Finance Facility (LTIFF) has been obtained during the financial year ended June 30, 2023 from a banking company. The facility has a credit limit of Rs.500 million and has been obtained to meet CAPEX requirements of GCIL; the facility tenor is 6 years including one year grace period. The balance is repayable in 20 equal quarterly instalments ending December, 2028. It carries profit at the rate of 3 months KIBOR + 1.50%. The facility is secured against first pari passu hypothecation charge of Rs.667 million over all present and future fixed assets of GCIL inclusive of 25% margin.

24.8 This represents Diminishing Musharakah facility obtained during the financial year ended June 30, 2023 having credit limit of Rs.500 million. The facility has been availed from a banking company to finance project at Hattar for setting up an additional manufacturing plant of medical and industrial gases; the facility tenor is six years including 1.5 years grace period. The balance is repayable in 18 equal quarterly instalments ending December, 2028. It carries profit at the rate of 3 months KIBOR + 0.90%. The facility is secured against first pari passu / joint pari passu charge over all existing and future fixed assets of GCIL with 25% margin and personal guarantees of three sponsoring directors of GCIL.

24.9 These Islamic finance facilities carry profit at the rates ranging from 3 to 6 months KIBOR + 1%. These Islamic finance facilities having credit limit of Rs.415 million (2024: Rs.260 million) are secured against ownership of Musharakah assets in favour of a financial institution. These finance facilities are repayable in monthly instalments ending March, 2028. These finance facilities are secured against ownership of vehicles in the name of financial institution and post dated cheques of all installments.

24.10 LOANS FROM DIRECTORS

These loans were provided by sponsoring Directors to meet capital expenditure requirements of GCIL and were repayable after 5 years at the discretion of the lenders. Profit rates on these loans ranged from 1 month KIBOR and profit was payable on monthly basis. GCIL, during the current year, has paid loan balance aggregating Rs.12 million and the balance of Rs.40 million has been transferred to mark-up free loan. The loan balance of Rs.40 million is repayable by GCIL at its discretion as and when funds are available.

In line with Technical Release - 32 (TR 32 - Accounting Directors' Loan) issued by the Institute of Chartered Accountants of Pakistan, these loans are shown as part of the equity as these loans are repayable at the discretion of GCIL.

25. REDEEMABLE CAPITAL - Sukuk

	Note	2025	2024
		Rupees in thousand	
Opening balance		**800,000**	162,500
Sukuk certificates redeemed during the preceding year	**25.1**	**0**	(162,500)
Sukuk certificates issued during the preceding year	**25.2**	**0**	800,000
Sukuk balance transferred to GCWL as per the Scheme detailed in note 1.2		**(800,000)**	0
Closing balance		**0**	800,000

25.1 GCIL had issued rated, privately placed and secured long term Islamic Certificates (Sukuk) as instrument of redeemable capital under section 120 of the Companies Ordinance, 1984 (now the Companies Act, 2017) amounting Rs.1,300 million divided into 13,000 certificates of Rs.100,000 each for a period of 6 years under an agreement dated November 15, 2016 for swapping of financing facilities and to meet business requirements. These certificates were redeemable in 24 consecutive quarterly instalments commenced from February 03, 2017 and ended on February 03, 2024. Rentals were payable on quarterly basis along with redemption of certificates. These carried profit rate of 3 months KIBOR plus 1%. These certificates were secured against first pari passu charge over present and future fixed assets of GCIL to the extent of Rs.1,625 million. The banking company had allowed moratorium of one year; consequently, repayment of instalments for the months of May, 2020 to February, 2021 were deferred for one year. The balance of these Sukuk Certificates was fully redeemed during the preceding financial year.

25.2 GCIL, during the preceding financial year, has issued rated, privately placed and secured long term Islamic Certificates (Sukuk) as instrument of redeemable capital under section 66 of the Companies Act, 2017 (Issue of securities and redeemable capital not based on interest) upto Rs.800 million for a period of 6 years under an agreement dated December 13, 2022 to finance capital expenditure requirements at Hattar Industrial Estate, Hattar, which includes plants, machinery, spares and auxiliary equipment, etc. Principal will be repaid in 16 consecutive quarterly instalments after expiry of 24 months from the date of last disbursement i.e. January 16, 2024. These carry profit at the rate of 3 months KIBOR plus 1.25% with no floor and no cap. These certificates are secured against first pari passu charge over present and future fixed assets of GCIL inclusive of 25% margin. The balance of these Sukuk certificates has been transferred to GCWL as per the Scheme detailed in note 1.2.

26. LONG TERM SECURITY DEPOSITS

These security deposits have been utilised for the purpose of the business by GCIL in accordance with written agreements. These represent amounts received from the customers on installation of certain equipment and may be used in ordinary course of the GCIL's business under the provisions of section 217 of the Companies Act, 2017. GCIL, during the year, has received deposits aggregating Rs. 9.905 million (2024: Rs.23.370 million) and repaid / adjusted deposits aggregating Rs. 0.675 million (2024:Rs.2.325 million).

27. LEASE LIABILITIES

	Note	2025	2024
		Rupees in thousand	
Lease liabilities		**6,254**	6,190
Less: current portion grouped under current liabilities		**348**	332
		5,906	5,858

27.1 Movement of lease liabilities

	2025	2024
Balance at beginning of the year	**6,190**	6,121
Profit charge for the year	**550**	532
Payment made during the year	**(486)**	(463)
Balance at end of the year	**6,254**	6,190
Maturity analysis of undiscounted lease payments		
Payable upto one year	**348**	332
Payable between one to five years	**2,021**	1,924
Payable after five years	**27,255**	27,670
	29,624	29,926

27.2 Depreciation for the year on right of use assets has been calculated by straight line method over the lease terms i.e. ranging from 40 to 50 years and grouped under administrative expenses. Right of use assets represent leasehold land, which is located at 53 - A, Industrial Zone, Bin Qasim, Karachi with an area of 40 kanals having covered area of 217,800 sq. ft.

28. DEFERRED LIABILITIES

	Note	2025	2024
Gas infrastructure development cess	28.1	**0**	0
Deferred income - Government grant	28.2	**6,142**	11,107
Deferred taxation	28.4	**1,010,951**	821,747
		1,017,093	832,854

28.1 **Gas Infrastructure Development Cess** (GIDC)

	Note	2025	2024
		Rupees in thousand	
Balance at year-end		**22,383**	21,684
Interest against provision for GIDC		**255**	699
Closing liability based on present value		**22,638**	22,383
Current portion grouped under current liabilities		**(22,638)**	(22,383)
		0	0

The Supreme Court of Pakistan (SCP), during the financial year ended June 30, 2021, had decided the appeal against consumers upholding the vires of Gas Infrastructure Development Cess (GIDC) Act, 2015 through its judgment dated August 13, 2020. The review petition was filed against the judgment, wherein the SCP provided some relief by increasing the time period for recovery of GIDC from 24 instalments to 48 instalments. The review application, however, was dismissed.

GCIL has filed a constitutional petition before the Lahore High Court (LHC) challenging the imposition of GIDC amount of Rs.22.638 million. The order of the writ petition was not in favour of GCIL, which was challenged in ICA before the LHC.

GCIL had recorded provision for GIDC, which was grouped under trade and other payables during the financial year ended June 30, 2020. This amount was classified as non-current liability at its value, by discounting future estimated cash flows using risk free rate of return i.e. 8.60%. This resulted in income of Rs.3.540 million, which was grouped in other income during the financial year ended June 30, 2021.

28.2 **Deferred income -** Government grant

	Note	2025	2024
Balance at beginning of the year	28.3	**17,369**	24,855
Amortised during the year		**(6,262)**	(7,486)
		11,107	17,369
Current portion grouped under current liabilities		**(4,965)**	(6,262)
		6,142	11,107

28.3

(a) In response to COVID-19, the State Bank of Pakistan (SBP) through Circular No. 6 of 2020, has introduced a Refinance Scheme for payment of wages and salaries to the workers and employees of business concerns. The Refinance Scheme has been managed through Participating Financial Institutions (PFIs) and funded by SBP. Borrowers obtained loans from PFIs to ease their cash flow constraints and thereby avoid layoffs. The benefit of a government loan at a below-market rate of interest has been treated as a government grant. The loan has been measured in accordance with IFRS 9 (Financial instruments). The benefit of the below market rate of interest has been measured as the difference between the initial carrying value of loan determined in accordance with IFRS 9 and the proceeds received. The benefit has been accounted for and presented as deferred grant in accordance with IAS 20. The deferred grant has been amortised at average borrowing cost rate of GCIL; an amount of Rs.6.262 million (2024: Rs.7.486 million) has been recognised in the current's year consolidated statement of profit or loss in this regard.

(b) **Also refer contents of note 24.6**

28.4 Deferred taxation

	Note	2025	2024
		Rupees in thousand	
This is composed of the following:			
Taxable temporary difference arising in respect of accelerated tax depreciation allowances		**1,022,657**	955,952
Deductible temporary differences arising in respect of:			
- allowance for expected credit loss		**(11,706)**	(7,639)
- alternate corporate tax / minimum tax recoverable against normal tax charge in future years		**0**	(126,566)
		(11,706)	(134,205)
		1,010,951	821,747

29. TRADE AND OTHER PAYABLES

	Note	2025	2024
Trade creditors		**512,769**	59,888
Balance transferred to GCWL as per the Scheme detailed in note 1.2		**(204,787)**	0
Balance transferred from GPL as per the Scheme detailed in note 1.2		**366**	0
		308,348	59,888
Bills payable	29.1	**89,207**	87,400
Accrued liabilities		**89,932**	83,882
Workers' (profit) participation fund	29.2	**60,859**	10,047
Workers' welfare fund	29.3	**52,718**	65,078
Withholding taxes		**6,617**	7,443
Other payables		**78**	67
		607,759	313,805

29.1 These are secured against term deposit receipts as disclosed in note 18.

29.2 Workers' (profit) participation fund

	Note	2025	2024
Opening balance		**10,047**	18,328
Paid during the year		**(89,837)**	(77,265)
Allocation for the year		**140,649**	68,984
Closing balance		**60,859**	10,047

29.3 Workers' welfare fund

	Note	2025	2024
Opening balance		**65,078**	46,764
Written-back / adjusted during the year	40.1	**(45,984)**	(7,900)
Charge for the year		**33,624**	26,214
Closing balance		**52,718**	65,078

30. CONTRACT LIABILITIES

GCIL, during the year, has recognised revenue aggregating Rs.281.437 million (2024: Rs. 30.439 million) out of the contract liabilities balance outstanding at beginning of the year.

31. ACCRUED PROFIT

	Note	2025	2024
		Rupees in thousand	
Profit accrued on :			
- long term finances		**80,020**	245,323
- redeemable capital - Sukuk	**31.1**	**0**	38,072
- short term borrowings		**68,820**	52,725
		148,840	336,120

31.1 GCIL, during the current year, has transferred payable balance of Rs.12.691 million to GCWL as per the Scheme detailed in note 1.2.

32. SHORT TERM BORROWINGS (GCIL)

	Note	2025	2024
From banking companies - secured	**32.1**	**2,898,747**	1,570,488
Temporary book overdraft - unsecured	**32.2**	**9,994**	9,994
		2,908,741	1,580,482

32.1 These finances have been obtained under profit arrangements and are secured against charge of Rs.600 million over all present and future plant and machinery of GCIL, charge on present and future current assets, personal guarantees of sponsoring directors of GCIL, corporate guarantees of the Holding Company and lien over import documents. These form part of total credit funded facilities of Rs.3,213 million (2024: Rs.1,650 million). The rates of profit range from 12.07% to 22.89% (2024: 18.65% to 24.43%) per annum. These facilities are expiring on various dates by June 2026.

32.2 This temporary book overdraft has arisen due to issuance of cheques for amounts in excess of balance in a bank account of GCIL.

33. CURRENT PORTION OF NON-CURRENT LIABILITIES

	Note	2025	2024
Long term finances	**24**	**500,071**	457,893
Lease liabilities	**27**	**348**	332
Gas Infrastructure Development Cess	**28.1**	**22,638**	22,383
Deferred income	**28.2**	**4,965**	6,262
		528,022	486,870

34. CONTINGENCIES AND COMMITMENTS

Contingencies

34.1 GCIL has filed two separate constitutional petitions on February 15, 2009 before the Lahore High Court (the LHC), Lahore on the ground that it was not required to pay any advance tax on electricity bills due to huge carried forward tax losses and available refunds. The LHC has granted stay orders upon furnishing of bank guarantees in favour of LESCO amounting Rs.3.140 million. The outcome of the cases is pending and the management is hopeful that matter shall be decided in favour of GCIL.

34.2 A constitutional petition has been filed by GCIL before the Lahore High Court (LHC) subsequent to the reporting date challenging the vires of section 4C (Super tax on high earning persons) of the Income Tax Ordinance, 2001. The issue has been decided by a Division Bench of the LHC; however, since the appeals / CPLAs filed by the taxpayers are pending before the Supreme Court of Pakistan (SCP), which has issued a direction vide order dated March 12, 2025 for transmission of all such matters to SCP. The LHC, vide its order dated September 22, 2025, has ordered for appropriate action in GCIL's case as well.

34.3 The Tax Department has filed references before the Lahore High Court against the orders passed by the Appellate Tribunal in favour of GCIL for the Tax Years 2011 and 2014.The references are pending adjudication.

34.4 Punjab Revenue Authority vide show cause notice dated March 28, 2024 has raised demands aggregating Rs.101.944 million under section 49 of the Punjab Sales Tax on Services Act, 2012 and the Rules made there under. GCIL has filed a writ petition before the Lahore High Court; the petition is pending adjudication.

34.5 GCIL has filed a petition before the Supreme Court of Pakistan (SCP) against imposition of the Fuel Price Adjustment & Quarterly Tariff Adjustment. Based on the GCIL's legal advisors certificate, total amount related to GCIL is Rs.225.019 million on the basis of actual consumption of electricity. GCIL has prayed to SCP to suspend the judgment of the Islamabad High Court dated June 26, 2024. The petition filed before the SCP is pending adjudication.

34.6 GCIL has filed a writ petition against imposition of FC-Surcharge amounting Rs.14.178 million before the Lahore High Court (LHC). The petition filed before LHC is pending adjudication.

34.7 The un-availed funded and unfunded credit facilities from banks (other than loans from directors) as of reporting date were for Rs.1,130.162 million (2024: Rs.567.880 million). These limits include credit lines that are interchangeable and may be utilised for either funded facilities or unfunded facilities.

34.8 Bank guarantees aggregating Rs.316.727 million (2024: Rs.186.858 million) have been provided to various customers / institutions against supplies of products.

Commitments

34.9 Commitments in respect of letters of credit amounted to Rs.270.261 million as at June 30, 2025 (2024: Rs.147.783 million).

33.10 Commitments for construction of buildings as at June 30, 2025 amounted to Rs.100 million (2024:Rs.150 million).

35. SALES

	Note	2025	2024
		Rupees in thousand	
Local			
Gross sales			
Supplies		**8,447,820**	6,269,968
Services		**90,165**	59,510
		8,537,985	6,329,478
Sales / service tax		**(1,303,769)**	(957,472)
		7,234,216	5,372,006
Export			
Services		**181,067**	65,381
Supplies		**20,137**	0
		201,204	65,381
		7,435,420	5,437,387

36. COST OF SALES

	Note	2025	2024
Salaries, wages and other benefits	36.1	**137,288**	136,302
Fuel and power		**2,609,960**	2,772,920
Utilities		**8,686**	7,091
Consumable stores and spares		**80,052**	97,988
Rent, rates and taxes		**104**	1,125
Repair and maintenance		**8,669**	6,144
Communication		**940**	495
Travelling and vehicles' running		**6,745**	6,894
Insurance		**12,015**	9,533
Depreciation	6.6	**127,357**	120,959
Inadmissible sales tax (input), freight and others		**20,348**	21,120
Cost of goods manufactured		**3,012,164**	3,180,571
Changes in finished goods			
Opening stock		**160,587**	79,375
Purchases		**945,478**	725,517
Closing stock	12	**(94,839)**	(160,587)
		1,011,226	644,305
		4,023,390	3,824,876

36.1 These include Rs.7.831 million (2024: Rs.7.204 million) in respect of retirement benefits.

37. DISTRIBUTION COSTS

	Note	2025	2024
		Rupees in thousand	
Salaries, wages and other benefits	37.1	**66,596**	62,767
Transportation		**68,243**	48,335
Traveling, boarding, lodging and conveyance		**2,063**	1,581
Communication		**296**	482
Vehicles' running and maintenance		**8,053**	11,251
Rent, rates and taxes		**1,288**	2,057
Loading and unloading		**892**	693
Postage and courier		**227**	293
Repair and maintenance		**201**	163
Office expenses		**813**	1,333
Insurance		**31**	0
Depreciation	6.6	**2,845**	0
Sales promotion		**23,499**	0
Others		**30,436**	15,730
		205,483	144,685

37.1 These include Rs.5.074 million (2024: Rs.4.356 million) in respect of retirement benefits.

38. ADMINISTRATIVE EXPENSES

	Note	2025	2024
Salaries and other benefits	38.1	**90,263**	90,570
Communication		**2,062**	2,364
Electricity and other utilities		**8,370**	11,037
Rent, rates and taxes		**4,615**	6,900
Repair and maintenance		**49**	74
Traveling and conveyance		**3,568**	366
Vehicles' running and maintenance		**9,688**	9,502
Printing and stationery		**3,349**	4,092
Donations and charity		**1,836**	1,765
Fees and subscription		**23,777**	14,254
Insurance		**8,721**	7,420
Depreciation	6.6	**74,688**	55,473
Depreciation on right of use assets	7	**15,891**	14,332
Others		**40,664**	25,206
		287,541	243,355

38.1 These include Rs.5.917 million (2024: Rs.5.559 million) in respect of retirement benefits.

39. OTHER EXPENSES

	Note	2025	2024
		Rupees in thousand	
Legal and professional (other than Auditors)		**1,310**	952
Allowance for expected credit loss	13.1	**38,193**	5,000
Auditors' remuneration:			
- statutory audit		**1,092**	1,006
- half yearly review		**257**	231
- other certifications		**689**	569
		2,038	1,806
Workers' (profit) participation fund	29.2	**140,649**	68,984
Workers' welfare fund	29.3	**33,624**	26,214
Exchange fluctuation loss		**1,806**	0
Receivable balances written-off		**7,480**	0
Others		**0**	123
		225,100	103,079

40. OTHER INCOME

	Note	2025	2024
Profit on bank deposits		**25,028**	129,937
Return on advances to Associated Companies		**185,562**	209,311
Gain on disposal of operating fixed assets	6.3	**6,063**	74,185
Compensation charges recovered from a customer due to short lifting of chemical supplies		**129,362**	110,958
Commission related to services work at an hospital		**0**	20,903
Excess provision for workers' welfare fund (WWF) written-back	40.1	**45,984**	0
Unclaimed payable balances written-back		**191**	0
Miscellaneous		**2,006**	5,927
		394,196	551,221

40.1 GCIL, during the year based on its tax Advisors' opinion, has written-back excess WWF provision beyond 2% of its taxable income. The management believes that this action is supported by both legal definitions and judicial interpretations regarding the nature of WWF payments.

41. FINANCE COST

	Note	2025	2024
		Rupees in thousand	
Finance cost on:			
- long term finances		**102,968**	95,989
- redeemable capital - Sukuk		**0**	12,941
- short term borrowings		**328,279**	265,914
- lease liabilities		**550**	532
		431,797	375,376
Interest against provision for Gas Infrastructure Development Cess		**255**	699
Bank charges and commission		**20,969**	13,293
		453,021	389,368

42. MINIMUM AND FINAL TAX LEVIES

	2025	2024 Restated
	Rupees in thousand	
For the year	**1,811**	654

43. TAXATION

	Note	2025	2024
For the year		**436,095**	313,167
Prior years		**(4,426)**	564
		431,669	313,731
Deferred	**28.4**	**189,204**	184,291
		620,873	498,022

43.1 Returns filed by GCIL upto the tax year 2024 have been assessed under the self assessment scheme envisaged in section 120 of the Income Tax Ordinance, 2001.

43.2 Also refer contents of note 34.2.

43.3 Tax charge reconciliation

	2025	2024
Numerical reconciliation between the tax expense as per accounting profit with taxable income	**Rupees in thousand**	
Profit before taxation, minimum and final tax levies	**2,635,096**	1,283,245
Tax expense as per accounting profit at the rate of 29%	**764,178**	372,141
Impact of super tax at the rate of 10%	**0**	103,647
Impact of minimum tax and final tax levies	**(52,509)**	(16,883)
Effect of prior year tax	**(4,426)**	564
Adjustment of alternate corporate tax	**(126,566)**	72,039
Impact of admissible / inadmissible expenses	**11,151**	(52,788)
Adjustment of unused tax losses	**0**	19,989
Effect of permanent differences	**46,422**	0
Effect of exempt income	**(12,299)**	0
Others	**(3,267)**	(392)
Total taxation, minimum and final tax levies expense	**622,684**	498,317

44. COMBINED EARNINGS PER SHARE

	2025	2024
	Rupees in thousand	
There is no dilutive effect on earnings per share, which is based on:		
Profit after taxation attributable to equity holders	**2,012,412**	784,569
	(Number of shares)	
Weighted average number of ordinary shares in issue during the year	**514,625,772**	497,122,398
	---------- Rupees ----------	
Combined earnings per share - basic	**3.91**	1.58

45. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in the consolidated financial statements for remuneration, allowances including all benefits to the chief executive, directors and executives of GCIL were as follows:

	2025			2024		
Description	Chief Executive	Director	Executives	Chief Executive	Director	Executives
	Rupees in thousand					
Managerial remuneration	**17,408**	**17,408**	**38,696**	17,408	17,408	39,243
Medical	**696**	**696**	**1,548**	696	696	1,306
Provident fund contribution	**1,450**	**1,450**	**3,223**	1,450	1,450	3,269
	19,554	**19,554**	**43,467**	19,554	19,554	43,818
No. of persons	**1**	**1**	**14**	1	1	13

45.1 The chief executive and directors of GCIL have been provided with free use of GCIL maintained cars in accordance with their entitlement. Some of the executives have also been provided with GCIL maintained cars as per their terms of employment.

45.2 Meeting fees aggregating Rs.1,250 thousand (2024:Rs.1,225 thousand) were paid to 5 (2024:5) directors of GCIL for attending Board meetings during the year.

46. TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of Holding and Associated Companies, directors of the Group, key management personnel and staff retirement benefit fund. The Group in the normal course of business carries out transactions with various related parties. Details of related parties with whom the Group has transacted along with relationship and transactions, other than those which have been disclosed in these consolidated financial statements, were as follows:

Name of related party	Relationship
- Ghani Global Holdings Ltd.	Parent Company
- Ghani Global Glass Ltd.	Associated Company - common directorship
- Kilowatt Labs Technologies Ltd.	-do-
- Air Ghani (Pvt.) Ltd.	-do-
- Ghani ChemWorld Ltd.	-do-
- Ghani Global Foods (Pvt.) Ltd.	-do-
- Ghani Engineering (Pvt.) Ltd.	-do-
- A-One Prefabs (Pvt) Ltd.	-do-
- A-One Batteries (Pvt.) Ltd.	-do-
- Ghani Industrial Complex (Pvt.) Ltd.	-do-
- Kaya Projects (Pvt.) Ltd.	-do-
- Mr. Masroor Ahmad Khan	Director/ shareholder
- Mr. Atique Ahmad Khan	-do-
- Hafiz Farooq Ahmad	-do-
- Provident Fund Trust	Employees' retirement fund

45.1(a) Transactions with related parties

Relationship with related party	Nature of transaction	2025	2024
		Rupees in thousand	
Holding Company	Commission against corporate guarantees	**10,476**	9,037
	Return on advances given	**11,228**	10,179
	Purchases	**3,557**	0
	Dividend paid	**167,944**	0
Associated Companies			
- Ghani Global Glass Ltd.	Sales	**91,054**	60,767
	Sale of fixed assets	**0**	82,600
	Return on advances given	**169,081**	199,131
	Expenses shared	**465,790**	182,208
- Ghani ChemWorld Ltd. (GCWL)	Investment made	**500**	0
	Return on advances given	**5,252**	0

(b) Transfer of assets and liabilities to GCWL as per the Scheme detailed in note 1.2

	Nature of transaction	2025	2024
		Rupees in thousand	
Assets :			
	Property, plant and equipment	**2,270,271**	0
	Stores, spares and loose tools	**188,322**	0
	Stock-in-trade	**309,620**	0
	Loans and advances	**357,719**	0
	Deposits, prepayments and other receivables	**200,711**	0
	Short term Investments	**100,000**	0
Liabilities :	Redeemable capital - Sukuk	**800,000**	0
	Trade and other payables	**204,787**	0
	Accrued profit	**12,691**	0
(c) Key management personnel (directors)	Purchase of shares	**0**	100
(d) Employees' provident fund trust	Contribution paid	**37,632**	34,238

47. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

Financial instruments by category

Financial assets - at amortised cost

	2025	2024
Long term deposits	**66,616**	66,616
Trade debts	**2,120,743**	2,167,079
Trade deposits and bank profit	**254,766**	197,847
Bank balances	**749,860**	485,861
	3,191,985	2,917,403

Financial liabilities - at amortised cost

	2025	2024
Long term finances	**1,714,463**	2,098,429
Redeemable capital - Sukuk	**0**	800,000
Long term security deposits	**79,366**	70,136
Lease liabilities	**6,254**	6,190
Gas Infrastructure Development Cess	**22,638**	22,383
Trade and other payables	**487,487**	231,170
Accrued profit	**148,840**	336,120
Short term borrowings	**2,908,741**	1,580,482
Unclaimed dividend	**491**	491
Unpaid dividend	**2,415**	0
	5,370,695	5,145,401

47.1 Financial Risk Factors

The Group's activities expose it to a variety of financial risks: market risk (including interest rate risk and currency risk), credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is carried-out by the Group's finance department under policies approved by the board of directors. The Group's finance department evaluates financial risks based on principles for overall risk management as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity, provided by the board of directors.

47.2 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: currency risk, interest rate risk and price risk.

(a) Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into in foreign currencies. GCIL is exposed to currency risk on import of plant & machinery, stores & spares and stock-in-trade. GCIL exposure to foreign currency risk at the reporting date was as follows:

	Rupees	EUR €	CNY ¥	U.S.$
	---------- in thousand ----------			
2025				
Funded				
Bills payable	89,207	0	0	314
Unfunded				
Outstanding letters of credit	270,261	0	0	951
Total exposure	359,468	0	0	1,265
2024				
Funded				
Bills payable	87,400	0	0	314
Unfunded				
Outstanding letters of credit	147,783	17	35	508
Total exposure	235,183	17	35	822

The following significant exchange rates have been applied:

	Average rate		Reporting date rate	
	2025	2024	**2025**	2024
EUR € to Rupee	-	299.26	-	297.92
CNY ¥ to Rupee	-	38.26	-	38.35
U.S. $ to Rupee	**283.97**	277.07	**284.10**	278.59

Sensitivity analysis

As at June 30, 2025, if Rupee had strengthened / devalued by 10% against U.S.$ with all other variables held constant, profit before taxation for the current year would have been higher / lower by Rs.8.921 million (2024: Rs.8.740 million) mainly as a result of net foreign exchange gain / loss on translation of foreign currency financial liabilities.

(b) Profit rate risk

Profit rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market profit rates. At the reporting date, the profit rate profile of the Group's profit bearing financial instruments is as follows:

	2025	2024	2025	2024
	Effective rates per annum		Carrying amount	
Fixed rate instruments			Rupees in thousand	
Cash at banks on deposit accounts	4.00% to 18.30%	0.60% to 19.50%	447,074	267,638
Variable rate instruments				
Long term finances	SBP rate +4% & 3 to 6 months KIBOR + 1 % to 1.5%	SBP rate +4% & 3 to 6 months KIBOR + 1 % to 1.5%	1,714,463	2,098,429
Redeemable capital - Sukuk	-	3 months KIBOR + 1.25%	0	800,000
Lease liabilities	8.50%	8.50%	6,254	6,190
Short term borrowings	12.07% to 22.89%	18.65% to 24.43%	2,898,747	1,570,488

Fair value sensitivity analysis for fixed rate instruments

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

Fair value sensitivity analysis for variable rate instruments

At June 30, 2025, if profit rate on variable rate financial liabilities had been 1% higher / lower with all other variables held constant, profit before taxation for the year would have been lower / higher by Rs.46.194 million (2024: Rs.44.751 million) mainly as a result of higher profit rates.

(c) Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instruments or its issuer or factors affecting all similar financial instruments traded in the market. The Group is not exposed to any significant price risk.

47.3 Credit risk exposure and concentration of credit risk

Credit risk represents the risk of a loss if the counter party fails to discharge its obligation and cause the other party to incur a financial loss. The Group attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counterparties and continually assessing the credit worthiness of counterparties.

Concentration of credit risk arises when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the Group's performance to developments affecting a particular industry.

Credit risk primarily arises from trade debts and balances with banks. To manage exposure to credit risk in respect of trade debts, management performs credit reviews taking into account the customer's financial position, past experience and other relevant factors. Where considered necessary, advance payments are obtained from certain parties. The management has set a maximum credit period of 30 days to reduce the credit risk. Credit risk on bank balances is limited as the counter parties are banks with reasonably high credit ratings.

In respect of other counter parties, due to the Group's long standing business relationship with them, management does not expect non-performance by these counter parties on their obligations to the Group.

Exposure to credit risk

The maximum exposure to credit risk as at June 30, 2025 along with comparative is tabulated below:

	2025	2024
	Rupees in thousand	
Long term deposits	**66,616**	66,616
Trade debts	**2,120,743**	2,167,079
Trade deposits and bank profit	**254,766**	197,847
Bank balances	**749,860**	485,861
	3,191,985	2,917,403

Out of the total financial assets credit risk is concentrated in trade debts and balances with banks as they constitute 90% (2024: 91%) of the total financial assets. GCIL's exposure to credit risk in respect of trade debts other than Government parties is influenced mainly by the individual characteristics of each customer. GCIL establishes an allowance for expected credit loss that represents its estimate of incurred losses in respect of trade debts except for Government parties.

Trade debts are mainly due from local customers against sale of medical & industrial gases and chemicals. Sales to the GCIL's customers are made on specific terms and conditions. Customers' credit risk is managed by each business unit subject to the GCIL's established policy, procedures and controls relating to customers' credit risk management. Credit limits have been established for all customers based on internal rating criteria. Credit quality of the customers is also assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

Trade debts of GCIL are not exposed to significant credit risk as GCIL trades with credit worthy customers. Trade debts except for Government parties aggregating Rs.1,009.232 million (2024: Rs.1,507.218 million) are past due of which Rs.38.882 million (2024: Rs.24.856 million) have been impaired. Required allowance as determined by management as per IFRS 9 (Financial instruments) has been made in these consolidated financial statements.

Credit risk on bank balances is limited as the counter parties are banks with reasonably high credit ratings.

Bank balances

The credit quality of Group's bank balances can be assessed with reference to external credit ratings assigned to them as follows :

	Rating		Rating	2025	2024
	Short term	Long term	agency	Rupees in thousand	
Bank Alfalah Ltd.	A1+	AAA	PACRA	**34,775**	95,015
The Bank of Punjab	A1+	AA+	PACRA	**63,830**	14,764
Allied Bank Ltd.	A1+	AAA	PACRA	**186**	4,165
Askari Bank Ltd.	A1+	AA+	PACRA	**59,146**	194
Bank Islami Pakistan Ltd.	A1	AA-	PACRA	**31,469**	2,072
Dubai Islamic Bank (Pakistan) Ltd.	A1+	AA	VIS	**21,120**	46,180
Faysal Bank Ltd.	A1+	AA	PACRA	**19,160**	2,231
JS Bank Ltd.	A1+	AA	PACRA	**57**	262
National Bank of Pakistan	A1+	AAA	PACRA	**30,090**	36,013
Habib Metropolitan Bank Ltd.	A1+	AA+	PACRA	**9,520**	54,893
MCB Bank Ltd.	A1+	AAA	PACRA	**13**	12
Al-Baraka Bank (Pakistan) Ltd.	A1	AA-	VIS	**310,392**	37,114
Habib Bank Ltd.	A1+	AAA	VIS	**793**	20,219
Meezan Bank Ltd.	A1+	AAA	VIS	**144,720**	69,890
Soneri Bank Ltd.	A1+	AA-	PACRA	**6,075**	2,536
Bank Al Habib Ltd.	A1+	AAA	PACRA	**6,739**	116
The Bank of Khyber	A1	AA-	VIS	**483**	100,135
United Bank Ltd.	A1+	AAA	VIS	**1,154**	50
Pak- Qatar Takaful Ltd.	N/A	AA	VIS	**10,138**	0
				749,860	485,861

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach is to ensure, as far as possible, to always have sufficient liquidity to meet its liabilities when due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and ensuring the availability of adequate credit facilities. The Group's treasury department aims at maintaining flexibility in funding by keeping committed credit lines available.

Financial liabilities in accordance with their contractual maturities are presented below:

Particulars	Carrying amount	Contractual cash flows	Less than 1 year	Between 1 and 5 years	More than 5 years
	------------------	------------------	Rupees in thousand	------------------	------------------
Year ended June 30, 2025					
Long term finances	1,754,463	2,314,456	751,134	1,563,322	0
Redeemable capital - Sukuk	0	0	0	0	0
Long term security deposits	79,366	79,366	0	79,366	0
Lease liabilities	6,254	29,624	348	2,021	27,255
Gas Infrastructure Development Cess	22,638	22,638	22,638	0	0
Trade and other payables	487,487	487,487	487,487	0	0
Accrued profit	148,840	148,840	148,840	0	0
Short term borrowings	2,908,741	3,415,442	3,415,442	0	0
Unclaimed dividend	491	491	491	0	0
Unpaid dividend	2,415	2,415	2,415	0	0
	5,410,695	6,500,759	4,828,795	1,644,709	27,255
Year ended June 30, 2024					
Long term finances	2,098,429	2,688,886	630,059	2,058,827	0
Redeemable capital - Sukuk	800,000	1,428,089	136,399	1,125,626	166,064
Long term security deposits	70,136	70,136	0	70,136	0
Lease liabilities	6,190	29,926	332	1,924	27,670
Gas Infrastructure Development Cess	22,383	22,638	22,638	0	0
Trade and other payables	231,170	231,170	231,170	0	0
Accrued profit	336,120	336,120	336,120	0	0
Short term borrowings	1,580,482	1,918,765	1,918,765	0	0
Unclaimed dividend	491	491	491	0	0
	5,145,401	6,726,221	3,275,974	3,256,513	193,734

The contractual cash flows relating to the above financial liabilities have been determined on the basis of profit rates effective at the respective reporting dates. The rates of profit have been disclosed in the respective notes to these consolidated financial statements.

48. CAPITAL RISK MANAGEMENT

The Group's prime objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders, benefits for other stakeholders and to maintain a strong capital base to support the sustained development of its business.

The Group manages its capital structure by monitoring return on net assets and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders or issue new shares. The Group also monitors capital using a gearing ratio, which is net debt comprising of profit bearing long term & short term finances and lease liabilities less cash & bank balances. Capital signifies equity as shown in the consolidated statement of financial position plus net debt. The gearing ratio as at June 30, 2025 and June 30, 2024 is as follows:

	2025	2024
	Rupees in thousand	
Total debt	**4,629,458**	4,485,101
Cash and bank balances	**(750,420)**	(486,760)
Net debt	**3,879,038**	3,998,341
Share capital	**5,704,519**	5,001,879
Share premium	**0**	164,011
Revaluation surplus on freehold land and leasehold land	**0**	735,087
Merger reserve	**0**	1,342,746
Loans from directors	**40,000**	0
Unappropriated profit	**3,453,834**	2,608,613
Equity	**9,198,353**	9,852,336
Capital	**13,077,391**	13,850,677
Gearing ratio (Net debt / (Net debt + Equity))	**29.66%**	28.87%

49. SEGMENT REPORTING

49.1 GCIL has following two strategic divisions which are its reportable segments. Following summary describes the operations of each reportable segments:

a) Industrial Chemicals

This segment covers business of trading of chemicals.

b) Industrial and Medical Gases

This segment covers business with large-scale industrial consumers, typically in the oil, chemical, food and beverage, metal, glass sectors and medical customers in healthcare sectors. Gases and services are supplied as part of customer specific solutions and range from supply by road tankers in liquefied form. Gases for cutting and welding, hospital, laboratory applications and a variety of medical purposes are also distributed under pressure in cylinders.

49.2 Segment results of GCIL were as follows:

	Year ended June 30, 2025			Year ended June 30, 2024		
	Industrial and Medical Gases	Industrial Chemicals	Total	Industrial and Medical Gases	Industrial Chemicals	Total
	---------- Rupees in thousand ----------					
Net sales	6,573,754	861,666	7,435,420	4,722,622	714,765	5,437,387
Cost of sales	(3,198,612)	(824,778)	(4,023,390)	(3,158,648)	(666,228)	(3,824,876)
Gross profit	3,375,142	36,888	3,412,030	1,563,974	48,537	1,612,511
Distribution cost	(199,319)	(6,164)	(205,483)	(140,344)	(4,341)	(144,685)
Administrative expenses	(273,164)	(14,377)	(287,541)	(231,187)	(12,168)	(243,355)
	(472,482)	(20,542)	(493,024)	(371,532)	(16,508)	(388,040)
Segment profit	2,902,660	16,346	2,919,006	1,192,442	32,029	1,224,471
Unallocated corporate expenses						
Other expenses			(225,100)			(103,079)
Other income			394,196			551,221
			3,088,102			1,672,613
Finance cost			(453,021)			(389,368)
Profit before taxation, minimum and final tax levies			2,635,081			1,283,245
Minimum and final tax levies			(1,811)			(654)
Profit before taxation			2,633,285			1,282,591
Taxation			(620,873)			(498,022)
Profit after taxation			2,012,397			784,569

The segment assets and liabilities at the reporting date for the year-end were as follows:

	As at June 30, 2025			As at June 30, 2024		
	Industrial and Medical Gases	Industrial Chemicals	Total	Industrial and Medical Gases	Industrial Chemicals	Total
	---------- Rupees in thousand ----------					
Segment assets	12,080,589	62,305	12,142,894	11,058,081	2,131,890	13,189,971
Unallocated assets			4,100,295			3,689,495
Total assets			16,243,189			16,879,466
Segment liabilities	4,221,554	3,172	4,224,726	2,498,523	603,459	3,101,982
Unallocated liabilities			2,820,110			3,925,148
Total liabilities			7,044,836			7,027,130

49.3 All the non-current assets of GCIL at the reporting date were located within Pakistan. Depreciation expense mainly relates to industrial and medical gases segment.

49.4 Transfers between business segments are recorded at cost. There were no inter segment transfers during the year.

49.5 One (2024: One) of the GCIL's customers having sales aggregating Rs.1.621 billion (2024: Rs.1.390 billion) contributed towards 18.55% (2024: 21.73%) of the GCIL's gross sales.

50. PLANT CAPACITY AND ACTUAL PRODUCTION

The following normal production capacity has been worked-out on the basis of daily triple shift basis of GCIL:

	2025	2024
	---------- Cubic Meter ----------	
Industrial and medical gases		
Production at normal capacity - gross	**115,217,214**	98,846,964
Production at normal capacity - net of normal losses	**105,999,837**	90,939,207
Actual production - net of normal losses	**60,860,924**	55,469,935
Efficiency achieved	**57%**	61%

50.1 Under-utilisation

Under-utilisation of available capacity is due to unavoidable / abnormal shutdowns and repair and maintenance of plant & machinery.

51. DISCLOSURE REQUIREMENTS FOR ALL SHARES ISLAMIC INDEX

Following information has been disclosed as required under Paragraph 10 of item Vi and item VII of Part I of the 4th Schedule to the Companies Act, 2017 relating to "All Shares Islamic Index".

		2025		2024	
		Carried under		Carried under	
		Non - Sharia arrangement	Sharia arrang-ements	Non - Sharia arrangements	Sharia arrang-ements
	Note	---------- Rupees in thousand ----------			
Long term financing	24 & 25	0	1,714,463	0	2,898,429
Lease liabilities	27	0	6,254	0	6,190
Short term borrowings	32	0	2,898,747	0	1,570,488
Accrued profit	31	0	148,840	0	336,120
Short term investments and loans	14.1 & 18	0	1,541,040	0	1,043,892
Bank balances - current and deposi	19	0	659,860	0	485,861
Profit earned on bank deposits	40	0	25,028	0	129,937
Profit earned on short term loans	40	0	185,562	0	209,311
Revenue earned	35	0	8,739,189	0	6,394,859
Profit on Islamic mode of financing	41	0	431,797	0	375,376

The Company has banking relationship with Islamic windows of conventional banking system as well as Shariah compliant banks only.

52. NUMBER OF EMPLOYEES

	2025	2024
	(Number)	
Total number of employees at the year-end	**341**	357
Average number of employees during the year	**349**	332

53. DISCLOSURES RELATING TO PROVIDENT FUND

53.1 GCIL operates funded contributory provident fund scheme for all its permanent and eligible employees. The following information is based on the audited financial statements for the year ended June 30, 2025 and June 30, 2024.

		2025	2024
		Rupees in thousand	
Size of the Fund - total assets	53.2	**41,097**	82,257

53.2 The summarised movement in the members' fund account during the year based on the audited financial statements of the Fund for the year ended June 30, 2025 was as follows:

	Rupees in thousand
Balance as at June 30, 2024	82,257
Contribution received during the year from employees and employer	37,632
Allocation of the Fund's income to members	3,044
Withdrawals by members from the Fund	(81,836)
	41,097

54. CORRESPONDING FIGURES

Corresponding figures have been re-arranged and re-classified, wherever necessary, for the purposes of comparison; significant re-classifications / re-statements made in these consolidated financial statements have been detailed in note 5.1.

55. DATE OF AUTHORISATION FOR ISSUE

These consolidated financial statements were authorised for issue on 04-10-2025 by the board of directors of GCIL.

Hafiz Farooq Ahmad	Asim Mahmud	Atique Ahmad Khan
(Chief Executive Officer)	(Chief Financial Officer)	(Director)

Ghani Global Group

GHANI CHEMICAL INDUSTRIES LIMITED

10th Annual General Meeting

FORM OF PROXY

I/We ______________________________

of ______________________________

being a member of GHANI CHEMICAL INDUSTRIES LIMITED ______________________________

hereby appoint ______________________________

of ______________________________

failing him ______________________________

as my / our Proxy to attend act and vote for me/us on my/our behalf at 10th Annual General Meeting of the members of the Company to be held at Lahore on Tuesday, October 28, 2025 at 10:30 AM and at any adjournment(s) thereof.

Signed this __________ day of October 2025.

Sign by the said Member

Signed in the presence of:

1. Signature: ______________________
   Name: ______________________
   Address: ______________________
   CNIC/Passport No. ______________________

2. Signature: ______________________
   Name: ______________________
   Address: ______________________
   CNIC/Passport No. ______________________

Information required		For Member (Shareholder)	For Proxy	For alternate Proxy (*)
			(If member)	
Number of shares held				
Folio No.				
CDC Account No.	Participant I.D.			
	Account No.			

Affix Revenue Stamp

(*) Upon failing of appointed Proxy.

Ghani Global Group

غنی کیمیکل انڈسٹریز لمیٹڈ

پراکسی فارم برائے دسواں سالانہ اجلاس عام

میں مسمّٰی/مسماۃ-------------------------------------- ساکن ---------------------

ضلع--------بحثیت ممبر غنی کیمیکل انڈسٹریز لمیٹڈ، مسمّٰی/مسماۃ --------------------

ساکن----------------کوبطورِ مختار (پراکسی) مقرر کرتا ہوں تا کہ وہ میری جگہ اور میری طرف سے

کمپنی کے دسواں سالانہ اجلاس عام جو بتاریخ منگل 28 اکتوبر 2025 صبح 10:30 بجے کمپنی کے رجسٹرڈ آفس لاہور میں منعقد ہو رہا ہے اور اس کے کسی ملتوی شدہ اجلاس میں ووٹ ڈالے۔

آج بروز-----------بتاریخ-----------ء 2025 کو دستخط کئے گئے۔

دستخط ممبر

گواہان:

1. دستخط: ____________
نام: ____________
پتہ: ____________
شناختی کارڈ/ پاسپورٹ نمبر: ____________

2. دستخط: ____________
نام: ____________
پتہ: ____________
شناختی کارڈ/ پاسپورٹ نمبر: ____________

ضرورتِ معلومات		رکن کے لئے (شیئر ہولڈر)	پراکسی کے لئے	متبادل پراکسی کے لئے (*)
			(اگر رکن ہے)	
حصص کی تعداد				
فولیو نمبر				
سی ڈی سی اکاؤنٹ نمبر	پارٹیسپنٹ آئی ڈی			
	اکاؤنٹ نمبر			

رسیدی ٹکٹ پر دستخط

(*) مقرر کردہ پراکسی کی ناکامی پر

EMPLOYEES STOCK OPTION SCHEME, 2025

GHANI CHEMICAL INDUSTRIES LIMITED (GCIL), was incorporated in Pakistan as private limited Company under the Companies Ordinance, 1984 (now the Companies Act, 217), converted into public limited Company on May 18, 2017 and became listed on Pakistan Stock Exchange Limited on November 14, 2022, hereby introduces a stock option scheme to be known as the **Ghani Chemical Industries Limited Employees Stock Option Scheme, 2025** for offer of stock options to its Eligible Employees in pursuant to the Section 83A of the Companies Act, 2017 and Chapter VI – Employee Stock Option Scheme under the Companies (Further Issue of Shares) Regulations, 2020.

The purposes of the Scheme are:

(I) To improve Company's performance and thereby increase shareholders value;

(ii) To increase productivity and share the rewards of success of the Company;

(iii) To reward the abilities and efforts of all such eligible employees of the Company, as considered fit by the Compensation Committee;

(iv) To attract and retain key employees; and

(v) To align the interests of such employees with those of the Company's shareholders.

Definitions and Interpretation

1.1. In this Employees Stock Option Scheme the words and expressions set out below shall have the meanings as specified against

1.1.1. **'Act'** means the Companies Act, 2017;

1.1.2. **'The Company'** means Ghani Chemical Industries Limited;

1.1.3. **'The Board'** means the Board of Directors, for the time being, of the Company acting at a meeting or through a committee of Board of Directors;

1.1.4. **'Commission'** means the Securities and Exchange Commission of Pakistan (SECP);

1.1.5. **'CDC'** means Central Depository Company of Pakistan Limited

1.1.6. **'Regulations'** means the Companies (Further Issue of Shares) Regulations, 2020 [specifically Chapter VI – Employee Stock Option Scheme];

1.1.7. **'The Scheme'** means the Ghani Chemical Industries Limited Employees Stock Option Scheme, 2025 approved by the Commission and introduced under the Chapter VI – Employee Stock Option Scheme under the Companies (Further Issue of Shares) Regulations, 2020;

1.1.8. **'The Compensation Committee' or 'CC'** means a Human Resource and Remuneration Compensation Committee appointed by the Board. Subject to regulation 7(1)(ii), the initial CC shall comprise of the following three non-executive

(a)	Independent Director	Chairman
(b)	Executive Director	Member
(c)	Non-Executive Director	Member
(d)	Non-Executive Director	Member

1.1.9. **'Financial Year'** means the period starting from 1st July in a calendar year and ending on 30th June in the following calendar year;

1.1.10. **'Shares'** means fully paid up ordinary shares of Rs. 10/- each in the capital of the Company;

1.1.11. **'Allotment of Shares'** means Shares that will be allotted in scrip-less form in the Central Depository System (CDS) of CDC to an Option Holder in accordance with clause 4.6;

1.1.12. **'ESOS** Account' means the book account opened by the Company in the name of each Eligible Employee to facilitate Cashless Exercise of Options;

1.1.13. **'Option'** means a right granted to an Eligible Employee to subscribe for Shares at the Option Price, pursuant to the Scheme;

1.1.14. **'Date of Approval'** means the date on which the Shareholders of the Company approves the Scheme in accordance with the requirements of Section 83A of the Companies Act, 2017 and the Regulations;

1.1.15. **'Employment'** means employment by the Company of an Eligible Employee;

1.1.16. **'Eligible Employee'** means:
a) A regular employee (including contractual) who is on payroll of the Company working in Pakistan or outside Pakistan and who is admitted to the Scheme by the Board; or
b) An Executive Director who is on the payroll of the Company; or
c) A Chief Executive Officer who is on the payroll of the Company; or
d) A Company Secretary and a Chief Financial Officer of the Company

1.1.17. **''Entitlement Criteria'** means criteria that will be determined or laid down from time to time by the Compensation Committee based on, inter alia, the following factors:
a) Competitive pay levels;
b) Level of responsibility;
c) Performance; and
d) No. of years of Service.

1.1.18. **'Date of Entitlement'** means the 30th of June of each calendar year, or any other date decided by the Compensation Committee. First entitlement date will be 30th June 2025 or later date as decided by the Compensation Committee;

1.1.20. **'Date of Grant'** means the date on which an Option is granted to an Eligible Employee in accordance with this Scheme;

1.1.20. 'Entitlement Pool' means the total number of Shares available for being made the subject of Options, as determined by the Board from time to time, which shall not, at any time, exceed fifteen percent (25%) of the paid-up capital of the Company (as increased from time to time). As on June 30, 2025 paid up capital of the Company is Rs. 5,704,519,310 /- divided into 570,451,931 shares of Rs.10/- each and accordingly today the Entitlement Pool is 142,635,483 Shares. However, it is clarified that until such point in time that the number of Shares issued under the Scheme equal twenty percent (25 %) of the paid-up capital of the Company, the balance Entitlement Pool shall be calculated taking into account any increase(s) in the paid up capital. However, once the number of Shares issued under this Scheme equal twenty percent (25%) of the paid up capital of the Company, the Entitlement Pool shall be exhausted and this Scheme shall cease to operate, notwithstanding any subsequent increase in the paid-up capital; issued under this Scheme equal twenty percent (25%) of the paid up capital of the Company, the Entitlement Pool shall be exhausted and this Scheme shall cease to operate, notwithstanding any

1.1.21. **'Option Holder'** means an Eligible Employee or permitted successor/transferee of an Eligible Employee holding an Option;

1.1.22. **'Option Notice'** means the notice given by an Eligible Employee to the Company for the exercise of Option held;

1.1.23. **'Option Price'** means the subscription price for a Share comprised in any Option which, unless otherwise determined by the Compensation Committee, shall be weighted average of the closing market price of the Share of the Company at the Pakistan Stock Exchange Limited for the last 90 consecutive calendar days immediately preceding the Date of Grant of the relevant Option. Provided that it shall not in any case be less than the face value of Rs.10.00 per share.Directors of the Company where Chairman is an Independent Director:

1.1.24. **'Option Certificate'** means a certificate issued to an Option Holder in accordance with clause 3.3 of the Scheme;

1.1.25. **'Normal Anticipated Retirement Date'** means 60 years of age or such other age at which an Eligible Employee is required to retire by his contract of employment or as per rules and policy of the Company;

1.1.26. **'Retirement'** means the ceasing of Employment of an Eligible Employee on attaining the Normal Anticipated Retirement Date;

1.1.27. **'Cashless Exercise'** means the mechanism described in clause 4.5 whereby the Company may fund all or part of the Option Price;

1.1.28. **"Exercise Period"** means a period of one (1) year from the expiry of the Minimum Period;

1.1.29. **'Share Entitlement'** means that number of Shares for which an Option is granted to an Eligible Employee in accordance with the Scheme, as stated in the Option Certificate relating to such Option; and

1.1.30. **'Minimum Period'** means, for each Option or portion thereof, the period, as specified in clause 4.2, after which the Option or portion thereof can be exercised by the Option Holder.

1.1.31. **'Stock Exchange'** means Pakistan Stock Exchange Limited where Company's Shares are listed;

1.1.32. In the Scheme, unless the context otherwise requires, words denoting the singular number shall include the plural number and words denoting the masculine gender shall include the feminine gender.

1.1.33. In the Scheme, unless the context otherwise requires, a reference to a regulation is to a regulation under the Regulations, and a reference to a clause is to a clause of the Scheme.

1.1.34. A reference to any legislation or legislative provision includes any statutory modification or re-enactment of, or legislative provision substituted for, and any subordinate legislation under, that legislative provision.

1.1.35. A reference to any agreement or document is to that agreement or document (and, where applicable, any of its provisions) as stands amended, novated, restated or replaced at the relevant time.

1.1.36. A reference to any person includes that persons' executors, administrators, successors, permitted transferees.

1.1.37. A reference to any person includes that persons' executors, administrators, successors, permitted transferees.

2. Effectiveness and the Compensation Committee

2.1. The Scheme shall come into force with effect from the Date of Approval.

2.2. The Compensation Committee shall be constituted in terms of this Scheme and the Rules and shall exercise such powers as are stated herein and/or in the Rules to be exercised by the Compensation Committee.

3. Grant of Options

3.1. On or prior to the Date of Entitlement (and at least once in every Financial Year), the Compensation Committee (CC) shall determine and recommend to the Board as to which Eligible Employees are entitled to grant of Options for the Financial Year preceding the Date of Entitlement, and the proposed terms and conditions and quantum of each Option. The CC shall, in determining the aforementioned entitlement, take into account the Entitlement Criteria and undertake performance evaluation based on a system of ratings, competitive pay levels, level of responsibility, number of years of service and information provided by the heads of department.

3.2. Within 30 days of the Date of Entitlement, the Board, on recommendation of the CC, may in its discretion grant the recommended Options to the recommended Eligible Employee in respect of the immediately preceding Financial Year.

3.3. In evidence of the Option granted to an Eligible Employee pursuant to Clause 3.2, the Company shall deliver an Option Certificate to such Eligible Employee, stating therein the Entitlement of the Eligible Employee, the Date of Grant, the Exercise Period, the Minimum Period and the Option Price. Each Option shall be personal to the Eligible Employee to whom it is granted and, other than a transfer to the Eligible Employee's legal heirs on his death, shall not be transferable, assignable or chargeable in any manner whatsoever. Any other purported transfer, assignment, charge, disposal or dealing with the rights and interest of the Option Holder under the Scheme or under an Option shall render such Option null void.

3.4. The aggregate number of the Shares for all Options to be granted under this Scheme to all Eligible Employees shall not, at any time, exceed the Entitlement Pool.

3.5. The aggregate number of the Shares for all Options to be granted under the Scheme to any single Eligible Employee shall not, at any time, exceed ten percent (10%) of the paid-up capital of the Company (as increased from time to time). Provided that the grant of Options to Eligible Employee in any one calendar year exceeding one percent (1%) of the paid-up capital of the Company (as increased from time to time but excluding outstanding conversions) shall require the approval of the shareholders of the Company under regulation

3.6. Options shall be granted to an Eligible Employee specified in Clause 1.1.16.

3.7. An Eligible Employee who is on long leave (i.e. leave in excess of the normal leave requirements provided in the terms and conditions of employment) may also become entitled to such Options as may be determined by the CC in its discretion from time to time.

4. Exercise of Options

4.1. An Option or any portion thereof shall be exercised during the applicable Exercise Period, subject to expiry of the relevant Minimum Period.

4.1. An Option or any portion thereof shall be exercised during the applicable Exercise Period, subject to expiry of the relevant Minimum Period.

4.2. There shall be a minimum period of **one year** between the grant of option and vesting of option. An employee shall not have right to receive any dividend or to vote or in any manner enjoy the benefits of a shareholder in respect of option granted to him, till shares are issued to him on exercise of option.

4.3. An Option may be exercised in full or in part, from time to time within the applicable Exercise Period (subject to expiry of the relevant Minimum Period).

4.4. In order to exercise an Option in whole or in part, the Option Holder must, after expiry of the relevant Minimum Period and prior to expiry of the relevant Exercise Period, deliver to the Secretary of the Company an Option Notice in writing specifying the number of Shares in respect of which the Option is being exercised, and deliver a copy of such Option Notice along with the Option Certificate. Payment for the Option Price relating to the Option or part thereof being exercised must also be made to the CC, in readily available funds accompanying the Option Notice and/or, in case Clause4.5 is applicable, by the Option Holder opting for the Cashless Exercise of Option there under. The date of delivery of the Option Notice to the Company shall constitute, for all purposes, the date of exercise of such Option. Each Option Notice shall be given only in such form, and shall be subject to such other requirements and modalities, as the Company may from time to time prescribe.

4.5. Under the Cashless System of exercise of Option, the Company may, in its discretion, fund by way of an interest free advance, up to the entire amount of the relevant Option Price, to the Eligible Employees that come within the scope of the proviso to Section 86 (2) of the Act, The CC may, within ten working days of receipt of an Option Notice opting for a Cashless Exercise under this Clause4.5, (in its discretion) either refuse the funding of such Option or make payment (by debiting the ESOS Account of such Eligible Employee) of the relevant portion of Option Price in respect of which such Eligible Employee has opted for Cashless Exercise under this Clause4.5 (as specified in the Option Notice).

4.6. As soon as practicable and in any event not more than thirty days after the later to occur of receipt by the Company of each Option Notice and the payment of the applicable Option Price, the Shares in respect of which the Option has been exercised shall be allotted by the Company to the Eligible Employee. Employees exercising the option must have account in CDC and the Shares shall be directly credited through book entries into the respective Central Depository System (CDS) accounts of allottees maintained with the CDC and the name of such Eligible Employee shall be entered in the register of members of the Company in respect of the Shares so allotted. The Option Holders, therefore, must have a CDS Account at the time of exercising the Option. Provided, however, in case the Eligible Employee has opted for a Cashless Exercise under Clause4.5 in respect of all or part of such Option Price, the Company shall have a lien on the Shares allotted there under up to the amounts advanced by the Company under Clause 4.5, and the Company shall be entitled to sell such number of Shares as are required to repay such amounts and reduce the debit balance in such Eligible Employee's ESOS Account to nil.

4.7. No Option Holder shall have any right to receive any sort of dividend or to vote in any manner or enjoy the benefits of a shareholder in respect of any Option granted to him until Shares are actually issued to him on exercise of the Option (and thereafter such rights shall be limited only to the extent of the Shares issued to him).

4.8. There is no lock-in period for any Shares allotted and issued to an Option Holder on exercise of his Option, i.e. an Option Holder shall be free to sell or otherwise dispose of his Shares (subject to the provisions of Clause4.5, if applicable). **Please refer to Annexure-A – Time Schedule [and mechanism] of the Scheme**.

5. Lapse of Options

5.1. The unexercised portion of an Option shall lapse at the completion of the relevant Exercise Period.

5.2. Notwithstanding anything to the contrary contained herein, upon an Option Holder ceasing to be in Employment for any reason (including termination of employment for misconduct) other than Retirement or death or permanent incapacity, only such Options or portion thereof held by him for which the Minimum Period has expired on or prior to the date of termination / resignation shall remain valid and all other Options or portions of Options shall immediately lapse thereafter. The Options or portions thereof that remain valid under this Clause5.2 may be exercised any time up till the expiry of applicable Exercise Period or within the period of **nine months** from the date of termination/ resignation of the Option Holder, whichever is earlier, and the unexercised Options or portion thereof, if any, shall lapse thereafter. Provided, however, the Compensation Committee may, in its discretion, extend the permissible period for exercise of the aforementioned Options beyond the aforementioned period but not, in any case, beyond the Exercise Period relating to such Option.

5.3. Notwithstanding anything to the contrary contained herein, upon the Option Holder ceasing to be in Employment by reason of Retirement or permanent incapacitation, all remaining Options held by him on the date of Retirement or permanent incapacitation shall immediately vest in his name (irrespective of the applicable Minimum Period) and will remain capable of exercise only up till the expiry of applicable Exercise Period or the period of twelve months from the date of such Retirement / permanent incapacitation, whichever is earlier, and any unexercised portion of the Option shall lapse thereafter.

5.4. Notwithstanding anything to the contrary contained herein, upon the death of any Option Holder, all remaining Options held by him on the date of death shall immediately vest in the name of his legal heirs (irrespective of the applicable Minimum Periods) and will remain capable of exercise by such legal heirs only up till the expiry of the applicable Exercise Period or the period of twelve months from the date of death, whichever is earlier, and any unexercised portion of the Option shall lapse thereafter. Provided however that such legal heirs shall, prior to exercise of an Option, be required to show evidence to the Company's satisfaction that they are the only legal heirs of the deceased Option Holder.

5.5. Upon the lapse of an Option, any outstanding Shares for which the Option was issued and not exercised may be offered by the CC to other Eligible Employees and shall not be double-counted for the purposes of the Entitlement Pool.

5.5. Upon the lapse of an Option, any outstanding Shares for which the Option was issued and not exercised may be offered by the CC to other Eligible Employees and shall not be double-counted for the purposes of the Entitlement Pool.

6. Calculation of Entitlement

The Board, on recommendation of the CC, shall determine the entitlement to Options of the Eligible Employees in a meeting to be held within 30 days of the Date of Entitlement.

7. Compliance

7.1. The Scheme shall be administered and implemented in due compliance with law, including without limitation, applicable provisions of the Act and the Regulations.

7.2. Without prejudice to the generality of the foregoing, the Board shall ensure compliance with regulation 7 of the Regulations.

7.3. The policy and system for controlling insider trading shall be as follows:

(a) the Company will ensure that each Eligible Employee is provided with a copy of the Scheme prior to grant of any Option;

(b) while granting any Option to an Eligible Employee, he/she will be cautioned in writing that all Options granted will lapse forthwith if the Eligible Employee is found guilty of insider trading;

(c) the Company will provide the Eligible Employee, prior to grant of any Option, with copies of the relevant sections of law (including any up-dates or amendments thereto) dealing with the prohibition against insider trading;

(d) all trades of the Company's securities by all Option Holders must be reported within five (5) working days to the Company Secretary of the Company;

(e) An Eligible Employee shall neither disclose any inside information to any other person nor make recommendations nor express opinion on the basis of inside information as to trading in the Company's securities.

7.4. Without prejudice to the foregoing, the CC may from time to time modify the aforementioned policy or make other suitable policies and system to ensure that there is no violation of insider trading provisions of Securities Act, 2015 and the Securities and Exchange Commission of Pakistan Act, 1997 or the rules made under these laws.

7.5. "Inside information" and "insider trading" shall have the same meaning as described thereto in the Act, 2015.

7.6. If any Option Holder is found involved in or suspected of insider trading, the Options granted to him but not yet exercised shall be withdrawn.

8. Expenses

Any expenses of the Company involved in any issue of Shares in the name of any Option Holder shall be payable by the Company.

9. General

9.1. Any notification or other notice in writing which the Company is required to give, or may desire to give, to any Eligible Employee or Option Holder (or his legal representative, as the case may be) in pursuance of this Scheme shall be sufficiently given if delivered to him by hand or sent through post in prepaid cover addressed to the Eligible Employee or Option Holder at the last address known to the Company as being his address. Any certificate, notification or other notice in writing required to be given to the Company or the Secretary of the Company shall be properly given if sent to or delivered to the registered office of the Company.

9.2. The Board shall, at all times, keep available for issue such authorized and un-issued Shares as may be required to meet the subsisting subscription rights of the Option Holders.

9.3. The decision of the CC in any dispute or question relating to any Option shall be final and conclusive, subject to the written confirmation of the auditors of the Company whenever required in the determination of the break-up value or fair value of the Shares for the purposes of this Scheme.

9.4. Participation in this Scheme by an Option Holder is a matter entirely separate from any gratuity, provident fund or pension right or entitlement he may have and from his terms or conditions of Employment and participation in this Scheme shall in no respects whatsoever affect in any way an Option Holder's other rights or entitlement or terms or conditions of his Employment. In particular (but without limiting the generality of the foregoing words) any Option Holder who leaves Employment shall not be entitled to any compensation for any loss of any right or benefit or prospective right or benefit under this Scheme which he might have otherwise enjoyed whether such compensation is claimed by way of damages for wrongful dismissal or breach of contract or by way of compensation

9.5. If a provision of this Scheme is or becomes illegal, invalid or unenforceable, that shall not affect the legality, validity or enforceability of any other provision of this Scheme. office or otherwise howsoever.

9.6. In case of a conflict between the provisions of this Scheme and the provisions of the Act or the Regulations (as the case may be), the provisions of the Act or Regulations (as the case may be) shall prevail.

9.7. In approving this Scheme, the shareholders of the Company shall be deemed to be expressly permitting issuance, from time to time, of Shares under or pursuant to the Options granted hereunder as shares other than right shares.

10. Modifications and Alterations:

10.1. The terms of this Scheme may at any time be modified or altered only in accordance with regulation 7(1)(viii) of the Regulations.

10.2. Rights already vested in Option Holders' by the grant of Options cannot be retrospectively altered or modified to the Option Holders' detriment by any alteration or modification to the Scheme.

11. Termination

11.1. The Board may at any time resolve to terminate this Scheme in which event no further or new Options shall be granted, but the provisions of this Scheme shall in relation to Options then subsisting (i.e. options granted and not

Annexure-A – Time Schedule [and mechanism] of the Scheme

Ghani Chemical Industries Limited - Employees Stock Option Scheme (ESOS)

Mechanism under ESOS is being explained with the help of an illustration [including Time Schedule of the Scheme]

1-	No. of Shares Outstanding as on 30-06-2025			**570,541,931** shares	
2-	Entitlement Pool		**25%** of Outstanding Shares i.e.	142,635,483 shares	**Clause 1.1.20**
3-	Grant of Options in any One Year to the Eligible Employees		**10%** of Outstanding Shares i.e.	57,054,193 shares	**Clause 3.5**
4-	Maximum Options to be granted to any Single Employee during ESOS Scheme		**10%** of Outstanding Shares	57,054,193 shares	**Clause 3.5**
5-	Date of Entitlement	October 31, 2025	(Say)		**Clause 1.1.18**
6-	Date of Grant	November 14, 2025	within 30days of Date of Entitlement		**Clause 1.1.19 & 3.2**
7-	Minimum Period	from November 15, 2025 to November 14, 2026	12 months from the Date of Grant of the Option		**Clause 4.2**
8-	Exercise Period	from November 15, 2026 to November 14, 2027			**Clause 1.1.28**
9-	Option Price	Weighted Average Price at PSX			**Clause 1.1.23**
10-	Option Notice	In order to exercise an Option in whole or in part, the Option Holder must, from November 15, 2026 to Nov 14, 2027, deliver to the Secretary of the Company an Option Notice in writing specifying the number of Shares in respect of which the Option is being exercised			**Clause 4.4**

Time Schedule of the Scheme

		Date of Entitlement	Date of Grant	Option Price		Minimum Period		Exercise Period	
				from	to	from	to	from	to
1	First	31/10/2025	14/11/2025	15/08/2025	13/11/2025	15/11/2025	15/11/2026	16/11/2026	15/11/2027
2	Second	31/10/2026	15/11/2026	16/08/2026	14/11/2026	16/11/2026	15/11/2027	16/11/2027	14/11/2028
3	Third	31/10/2027	15/11/2027	16/08/2027	14/11/2027	16/11/2027	14/11/2028	15/11/2028	14/11/2029
	and So on								