

October 30, 2025

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building, Stock Exchange Road
Karachi

Dear Sir / Madam,

FINANCIAL RESULTS FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025
(CONSOLIDATED AND STANDALONE)

We would like to inform you that the Board of Directors of Engro Holdings Limited (the “Company”) in their meeting held on Wednesday, October 29, 2025, at 02:00 p.m. (Pak Time) at the Harbor Front Building, Block 4, Clifton, Karachi, reviewed and approved the un-audited consolidated and standalone financial results of the Company for the nine months ended September 30, 2025, and recommended the following:

(i) CASH DIVIDEND

Nil

(ii) BONUS SHARES

Nil

(iii) RIGHT SHARES

Nil

(iv) ANY OTHER ENTITLEMENT / CORPORATE ACTION

Nil

(v) ANY OTHER PRICE-SENSITIVE INFORMATION

Nil

FINANCIAL RESULTS

The financial results of the Company consisting of Consolidated and Standalone (1) Statement of Financial Position; (2) Statement of Profit or Loss Statement; (3) Statement of Other Comprehensive Income; (4) Statement of Changes in Equity and (5) Statement of Cash Flows along with (6) Directors' Report are annexed.

EXPLANATION TO THE FINANCIAL RESULTS

- a) As notified to PSX on August 28, 2025, following the termination of the Share Purchase Agreements (SPAs) related to the divestment of thermal energy assets by Engro Energy Limited, these assets have been reclassified as continuing operations in accordance with IFRS 5 – Non-Current Assets Held for Sale and Discontinued Operations. Consequently, the Group has reversed previously recognized impairment and other related adjustments amounting to PKR 54,174 million (Owners' share: PKR 26,861 million) during the nine months ended September 30, 2025.
- b) As notified to PSX on May 23, 2025, and August 28, 2025, the Scheme of Arrangement for amalgamation of Deodar (Private) Limited (“DPL”) was duly sanctioned by the Islamabad High Court. Following the effective date of June 3, 2025, the financial results of DPL, along with its assets and liabilities, have been incorporated into the Group's consolidated financial statements for the nine months ended September 30, 2025.



engro holdings

The Quarterly Report of the Company for the nine months ended September 30, 2025 will be transmitted through PUCARS separately, within the specified time and shall also be made available on our website www.engro.com.

Yours sincerely,

MUHAMMAD AMIN

Company Secretary

Copied:

Director / HOD, Listing Companies Department,
Supervision Division, SECP, Islamabad

ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2025

(Amounts in thousand)

	(Unaudited) September 30, 2025	(Audited) December 31, 2024
	-----Rupees-----	
ASSETS		
Non-current assets		
Property, plant and equipment	535,474,017	196,624,590
Right-of-use-assets	21,826,210	8,190,888
Intangible assets	27,410,849	5,942,405
Goodwill	2,306,225	-
Long-term investments	45,415,428	30,422,677
Financial assets at amortized cost	5,139,872	4,268,249
Derivative financial instruments	2,978,922	226,087
Net investment in leases	41,289,123	47,783,306
Long-term loans, advances, deposits and other receivables	10,645,425	5,917,192
	692,486,071	299,375,394
Current assets		
Derivative financial instruments	53,063	-
Stores, spares and loose tools	14,455,167	13,521,629
Stock-in-trade	72,490,049	40,567,499
Trade debts	53,909,800	18,827,227
Loans, advances, deposits and prepayments	16,074,852	10,490,824
Other receivables	53,247,599	15,772,729
Accrued income	219,195	272,079
Contract assets	7,312,335	4,015,945
Current portion of net investment in leases	9,198,399	8,500,989
Taxes recoverable	25,838,248	-
Short-term investments	77,593,645	82,072,129
Cash and bank balances	37,422,053	13,061,440
	367,814,405	207,102,490
Assets classified as held for sale	-	262,859,218
TOTAL ASSETS	1,060,300,476	769,337,102

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(Amounts in thousand)

	(Unaudited) September 30, 2025	(Audited) December 31, 2024
	-----Rupees-----	
EQUITY AND LIABILITIES		
Equity		
Share capital	12,042,320	4,812,871
Reserves		
Reserve arising as a consequence of Scheme of Arrangement	118,339,406	-
Revaluation reserve on business combination	1,665	1,665
Maintenance reserve	318,825	390,074
Exchange revaluation reserve	859,744	832,468
Hedging reserve	(151,961)	46,486
General reserve	700,000	700,000
Remeasurement of investments	133,414	36,812
Remeasurement of post-employment benefits	(56,263)	(56,263)
Unappropriated profit	62,384,528	67,258,071
	182,529,358	69,209,313
	194,571,678	74,022,184
Non-controlling interest	90,231,822	158,096,795
TOTAL EQUITY	284,803,500	232,118,979
Liabilities		
Non-current liabilities		
Borrowings	215,163,295	75,355,002
Long term payable	14,152,010	-
Government grant	1,221,231	1,529,277
Deferred taxation	62,370,616	6,012,113
Lease liabilities	58,878,913	52,243,044
Deferred liabilities	6,192,087	4,494,865
	357,978,152	139,634,301
Current liabilities		
Trade and other payables	264,479,847	102,703,183
Accrued interest / mark-up	7,542,671	2,420,650
Current portion of:		
- borrowings	38,976,662	7,440,812
- government grant	417,545	439,609
- lease liabilities	16,946,070	11,009,770
- deferred liabilities	140,271	454,513
Provisions	28,300,536	27,552,505
Minimum tax payable	2,711,197	1,606,742
Taxation - net	-	1,071,853
Short-term borrowings	52,045,306	33,895,245
Dividend payable	5,958,719	1,989,413
	417,518,824	190,584,295
Liabilities classified as held for sale	-	206,999,527
TOTAL LIABILITIES	775,496,976	537,218,123
TOTAL EQUITY AND LIABILITIES	1,060,300,476	769,337,102
CONTINGENCIES AND COMMITMENTS		

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT
OF PROFIT OR LOSS (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand except for earnings per share)

	Quarter ended		Nine months ended	
	September 30, 2025	September 30, 2024	September 30, 2025	September 30, 2024
	-----Rupees-----			
CONTINUING OPERATIONS				
Revenue	158,606,058	132,293,070	406,850,438	380,548,796
Cost of revenue	(116,513,880)	(89,201,396)	(308,225,964)	(276,000,439)
Gross profit	42,092,178	43,091,674	98,624,474	104,548,357
Selling and distribution expenses	(4,735,975)	(4,545,763)	(10,592,438)	(9,663,913)
Administrative expenses	(3,591,622)	(3,301,574)	(16,803,624)	(10,914,848)
Other income	2,116,617	5,496,744	11,412,560	18,597,436
Other operating expenses	(1,036,892)	(1,473,125)	(4,148,118)	(4,371,562)
Gain on subsidy receivable from GoP	1,890	464,412	194,689	699,703
Adjustments in respect of carrying value of thermal assets	418,350	-	36,176,080	(8,957,000)
Remeasurement gain / (loss) on carrying value of thermal assets	-	(10,691,000)	24,099,000	(21,047,000)
Operating profit	35,264,546	29,041,368	138,962,623	68,891,173
Finance costs	(12,370,232)	(10,246,851)	(30,912,565)	(28,236,092)
Share of income from joint venture and associates	1,322,860	1,778,701	6,113,590	5,385,904
Profit before income tax, minimum tax and final tax	24,217,174	20,573,218	114,163,648	46,040,985
Minimum tax and final tax	(3,115,845)	(1,190,263)	(5,589,015)	(3,286,200)
Profit before income tax	21,101,329	19,382,955	108,574,633	42,754,785
Taxation	(8,266,979)	(8,739,741)	(22,148,637)	(18,136,641)
Profit from continuing operations	12,834,350	10,643,214	86,425,996	24,618,144
DISCONTINUED OPERATIONS				
Loss from discontinued operations	-	(143,082)	(273,874)	(291,013)
Profit for the period	12,834,350	10,500,132	86,152,122	24,327,131
Profit attributable to:				
- Owners of the Holding Company	6,442,562	2,468,016	42,017,308	6,359,257
- Non-controlling interest	6,391,788	8,032,116	44,134,814	17,967,874
	12,834,350	10,500,132	86,152,122	24,327,131
Earnings / (Loss) per share - basic and diluted				
- continuing operations	5.35	5.42	35.12	13.81
- discontinued operations	-	(0.30)	(0.23)	(0.60)
	5.35	5.12	34.89	13.21
Weighted average number of ordinary shares for determination of basic and diluted EPS - in thousand *	1,204,232	481,287	1,204,232	481,287

* In accordance with the Scheme of Arrangement, 722,945 thousand shares have been issued to shareholders of Engro Corporation Limited (ECORP), other than the Company, resulting in an increase of Company's ownership in ECORP from 39.97% to 100%. Consequently, in the consolidated financial statements for the nine months ended September 30, 2025, the profit attributable to owners reflects 100% ownership interest in ECORP as compared to 39.97% in same period of 2024.

Resultantly, the consolidated EPS for the nine months ended September 30, 2025, has been tabulated by dividing the profit attributable to owners with increased number of shares.

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT
OF COMPREHENSIVE INCOME (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Quarter ended		Nine months ended	
	September 30, 2025	September 30, 2024	September 30, 2025	September 30, 2024
	Rupees			
Profit for the period	12,834,350	10,500,132	86,152,122	24,327,131
Other comprehensive income:				
Items that may be reclassified subsequently to profit or loss				
Loss arising during the period on hedging reserves	(23,956)	(125,541)	(198,447)	(355,300)
Exchange differences on translation of foreign operations	(95,650)	(8,016)	27,276	(53,722)
Gain on remeasurement of short-term investment classified at fair value through other comprehensive income	(43,677)	1,151,003	117,435	1,382,801
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of post employment benefits obligation	-	-	-	806
(Loss) / Profit on remeasurement of long-term investments classified at fair value through other comprehensive income	5,083	19,166	(20,833)	5,250
Other comprehensive income / (loss) for the period, net of tax	(158,200)	1,036,612	(74,569)	979,835
Total comprehensive income for the period	12,676,150	11,536,744	86,077,553	25,306,966
Total comprehensive income attributable to:				
- Owners of the Holding Company	6,284,362	2,882,350	41,942,739	6,751,381
- Non-controlling interest	6,391,788	8,654,394	44,134,814	18,555,585
	12,676,150	11,536,744	86,077,553	25,306,966
Total comprehensive income attributable to:				
- continuing operations	12,676,150	11,679,826	86,351,427	25,597,979
- discontinued operations	-	(143,082)	(273,874)	(291,013)
	12,676,150	11,536,744	86,077,553	25,306,966

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Attributable to Owners of the Holding Company															
	Rupees															
	Capital reserves										Revenue reserves					
	Reserves arising as a consequence of Schemes of Arrangement															
	Share capital	Share premium	Acquisition reserve	Demerger reserve	Against transfer of distributable reserves	Revaluation reserve on business combination	Maintenance reserve	Exchange revaluation reserve	Hedging reserve	General reserve	Remeasurement of investments	Unappropriated profit	Remeasurement of post employment benefits	Sub-total	Non-controlling interest	Total
Balance as at January 1, 2024 (Audited)	4,812,871	-	-	-	-	1,665	258,607	854,909	341,086	700,000	(524,630)	61,974,905	(57,912)	63,548,630	165,592,488	224,953,989
Total comprehensive income for the nine months ended September 30, 2024	-	-	-	-	-	-	-	(21,473)	(142,013)	-	-	6,359,257	-	6,359,257	17,967,874	24,327,131
Profit for the period	-	-	-	-	-	-	-	(21,473)	(142,013)	-	554,804	6,359,257	-	6,359,257	17,967,874	24,327,131
Other comprehensive income / (loss)	-	-	-	-	-	-	-	(21,473)	(142,013)	-	554,804	6,359,257	-	6,359,257	17,967,874	24,327,131
	-	-	-	-	-	-	-	-	-	-	-	-	-	-	16,595,665	25,306,966
Transactions with owners																
Dividend by subsidiaries allocable to Non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(32,535,915)	(32,535,915)
First interim cash dividend for the year ended December 31, 2024 @ Rs. 5.00 per share	-	-	-	-	-	-	-	-	-	-	-	(2,406,436)	-	(2,406,436)	-	(2,406,436)
Second interim cash dividend for the year ended December 31, 2024 @ Rs. 3.00 per share	-	-	-	-	-	-	-	-	-	-	-	(1,443,851)	-	(1,443,851)	-	(1,443,851)
	-	-	-	-	-	-	-	-	-	-	-	(3,850,297)	-	(3,850,297)	(32,535,915)	(36,386,212)
Balance as at September 30, 2024 (Unaudited)	4,812,871	-	-	-	-	1,665	258,607	833,436	199,073	700,000	30,174	64,483,865	(57,106)	66,448,714	152,612,158	223,874,743
Total comprehensive income for the three months ended December 31, 2024	-	-	-	-	-	-	-	(963)	(152,587)	-	6,638	6,531,222	-	6,531,222	12,386,542	18,917,764
Profit for the period	-	-	-	-	-	-	-	(963)	(152,587)	-	6,638	6,531,222	-	6,531,222	12,386,542	18,917,764
Other comprehensive income / (loss)	-	-	-	-	-	-	-	(963)	(152,587)	-	6,638	6,531,222	-	6,531,222	12,386,542	18,917,764
Adjustment for allocation of profit from owners to NCI preference dividend shares	-	-	-	-	-	-	-	-	-	-	-	(2,224,854)	-	(2,224,854)	2,224,854	-
Transactions with owners																
Dividend by subsidiaries allocable to Non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(9,106,119)	(9,106,119)
Third interim cash dividend for the year ended December 31, 2024 @ Rs. 2.50 per share	-	-	-	-	-	-	-	-	-	-	-	(1,203,218)	-	(1,203,218)	-	(1,203,218)
Transfer from unappropriated profit to maintenance reserve	-	-	-	-	-	-	131,467	-	-	-	-	(328,944)	-	(197,477)	197,477	-
	-	-	-	-	-	-	131,467	-	-	-	-	(1,532,162)	-	(1,400,695)	(8,908,642)	(10,309,337)
Balance as at December 31, 2024 (Audited)	4,812,871	-	-	-	-	1,665	390,074	832,468	46,486	700,000	36,812	67,268,071	(56,263)	69,209,313	158,096,795	232,118,979

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Attributable to Owners of the Holding Company														Non-controlling Interest	Total
	Reserves															
	Capital reserves					Revenue reserves										
	Reserves arising as a consequence of Schemes of Arrangement															
	Share capital	Share premium	Acquisition reserve	Demerger reserve	Against transfer of distributable reserves	Revaluation reserve on business combination	Maintenance reserve	Exchange revaluation reserve	Hedging reserve	General reserve	Remeasurement of investments	Unappropriated profit	Remeasurement of post employment benefits	Sub-total		
Rupees																
Balance as at January 1, 2025 (Audited)	4,812,871	-	-	-	-	1,665	390,074	832,488	46,486	700,000	36,812	67,258,071	(56,263)	69,208,313	158,096,795	232,118,979
Effects of schemes of arrangement	7,229,449	136,220,468	(53,817,783)	(10,063,279)	46,000,000	-	-	-	-	-	-	(46,000,000)	-	72,339,406	(89,632,134)	(10,063,279)
Total comprehensive income for the nine months ended September 30, 2025																
Profit for the period	-	-	-	-	-	-	-	-	-	-	-	42,017,308	-	42,017,308	44,134,814	86,152,122
Other comprehensive income / (loss)	-	-	-	-	-	-	-	27,276	(198,447)	-	96,602	-	-	(74,569)	-	(74,569)
Adjustment for allocation of profit from owners to NCI preference dividend shares	-	-	-	-	-	-	-	27,276	(198,447)	-	96,602	42,017,308	-	41,942,739	44,134,814	86,077,553
Transactions with owners												(901,436)	-	(901,436)	901,436	-
Dividend by subsidiaries allocable to Non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(23,269,089)	(23,269,089)
Transfer from unappropriated profit to maintenance reserve	-	-	-	-	-	-	(71,249)	-	-	-	-	71,249	-	-	-	-
Share issuance costs	-	-	-	-	-	-	(71,249)	-	-	-	-	(60,664)	-	(60,664)	-	(60,664)
Balance as at September 30, 2025 (Unaudited)	12,042,320	136,220,468	(53,817,783)	(10,063,279)	46,000,000	1,665	318,825	855,744	(151,961)	700,000	133,414	62,384,328	(56,263)	182,529,358	90,231,622	284,803,500

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
CONSOLIDATED CONDENSED INTERIM STATEMENT
OF CASH FLOWS (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Nine months ended	
	September 30, 2025	September 30, 2024
	-----Rupees-----	
Cash flows from operating activities		
Cash generated from operations	86,825,191	45,895,721
Retirement and other service benefits paid - net	(326,844)	(140,113)
Proceeds from net investment in leases	6,349,777	6,762,932
Finance income received on net investment in leases	4,438,610	5,328,903
Deferred incentive	(61,248)	(53,934)
Financial charges paid	(21,908,332)	(27,924,389)
Minimum taxes and final taxes paid	(1,840,744)	(2,062,160)
Taxes paid	(27,227,294)	(31,134,721)
Long-term loans and advances - net	318,059	308,470
Bank balance held as margin	(1,918,463)	-
Net cash generated from / (utilised in) operating activities	44,648,712	(3,019,291)
Cash flows from investing activities		
Purchases of property, plant and equipment and intangible assets	(17,896,143)	(22,219,453)
Sale proceeds on disposal of property, plant and equipment	2,076,684	3,186,296
Payments for acquisition of shares of DHPL	-	(1,000)
Sale proceeds on disposal of subsidiary - net	2,406,754	-
Investments redeemed during the period - net	6,671,464	11,606,309
Income on deposits / other financial assets	12,388,133	16,502,233
Dividends received	1,531,441	10,676,732
Net cash generated from investing activities	7,178,333	19,751,117
Cash flows from financing activities		
Proceeds from / (repayment of) borrowings - net	56,693,972	(3,896,762)
Loan note paid to PMCL	(69,078,383)	-
Repayment of lease liability	(7,876,130)	(3,783,315)
Finance cost paid on lease liability	(3,031,536)	(3,456,824)
Shares issuance costs paid during the period	(60,664)	-
Dividends paid	(18,318,803)	(46,877,098)
Net cash utilised in financing activities	(41,671,544)	(58,013,999)
Net decrease in cash and cash equivalents	10,155,501	(41,282,173)
Effect of exchange rate changes on cash and cash equivalents	265,835	(246,251)
Cash and cash equivalents at beginning of the period	42,389,173	46,760,981
Cash and bank balances transferred to DHPL	(260,773)	-
Cash and bank balances acquired from DPL	2,046,794	-
Cash and cash equivalents at end of the period	54,596,530	5,232,557

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2025

(Amounts in thousand)

	Unaudited September 30, 2025	Audited December 31, 2024
	-----Rupees-----	
ASSETS		
NON-CURRENT ASSETS		
Property and equipment	1,356	39,921
Right-of-use assets	-	5,735
Investment properties	-	48,268
Long-term investments	166,758,844	23,309,927
	<u>166,760,200</u>	<u>23,403,851</u>
CURRENT ASSETS		
Advances, deposits and prepayments	-	12,015
Other receivables	30,648	28,516
Taxation - net	226	-
Short-term investments	372,602	16,546,268
Cash and bank balances	7,036	260,773
	<u>410,512</u>	<u>16,847,572</u>
TOTAL ASSETS	<u><u>167,170,712</u></u>	<u><u>40,251,423</u></u>
EQUITY		
SHARE CAPITAL AND RESERVES		
Issued, subscribed and paid-up capital	12,042,320	4,812,871
Reserves	155,025,590	28,559,335
TOTAL EQUITY	<u>167,067,910</u>	<u>33,372,206</u>
LIABILITIES		
NON-CURRENT LIABILITIES		
Defined benefit liabilities	-	7,633
Deferred taxation	-	2,012,564
	<u>-</u>	<u>2,020,197</u>
CURRENT LIABILITIES		
Current portion of lease liabilities	-	7,870
Trade and other payables	102,802	1,095,892
Unclaimed dividend	-	1,000,870
Taxation - net	-	2,754,388
	<u>102,802</u>	<u>4,859,020</u>
TOTAL LIABILITIES	<u>102,802</u>	<u>6,879,217</u>
TOTAL EQUITY AND LIABILITIES	<u><u>167,170,712</u></u>	<u><u>40,251,423</u></u>
CONTINGENCIES AND COMMITMENTS		

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand except for earnings per share)

	Quarter ended		Nine months ended	
	September 30, 2025	September 30, 2024	September 30, 2025	September 30, 2024
	-----Rupees-----			
Dividend income	402,470	1,955,221	536,620	5,274,164
Other income	3,084	803,441	3,239	3,225,078
Administrative expenses	(102,718)	(59,832)	(170,104)	(174,202)
Gross profit	302,836	2,698,830	369,755	8,325,040
Finance costs	(4)	(687)	(25)	(2,442)
Profit before taxation and levy	302,832	2,698,143	369,730	8,322,598
Levy	-	(124,505)	-	(257,214)
Profit before taxation	302,832	2,573,638	369,730	8,065,384
Taxation	-	(636,247)	-	(1,951,113)
Profit for the period *	302,832	1,937,391	369,730	6,114,271
Earnings per share - basic and diluted	0.25	4.03	0.31	12.70
Weighted average number of ordinary shares for determination of basic and diluted EPS - in thousand	1,204,232	481,287	1,204,232	481,287

* The decline in profitability is due to transfer of other income-generating investments to DH Partners Limited under the Scheme of Arrangement that became effective on January 1, 2025 coupled with reduction in dividends from Engro Corporation Limited where earnings are being retained to fund the towers' acquisition.

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Quarter ended		Nine months ended	
	September 30, 2025	September 30, 2024	September 30, 2025	September 30, 2024
	-----Rupees-----			
Profit for the period	302,832	1,937,391	369,730	6,114,271
Other comprehensive income for the period				
<i>Items that will not be reclassified to profit or loss</i>				
Remeasurements of post-retirement benefit liabilities	-	-	-	806
Total comprehensive income for the period	<u>302,832</u>	<u>1,937,391</u>	<u>369,730</u>	<u>6,115,077</u>

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Share Capital Issued, subscribed and paid-up capital	Reserves				Sub-total	Total
		Capital Reserves		Revenue reserves			
		Reserve arising as a consequence of Scheme of Arrangement					
		Share premium - note	Demerger reserve - note	General reserve	Unappropriated profit		
-----Rupees-----							
Balance as at January 1, 2024 (Audited)	4,812,871	-	-	700,000	23,060,295	23,760,295	28,573,166
Total comprehensive Income							
Profit for the period	-	-	-	-	6,114,271	6,114,271	6,114,271
Other comprehensive income	-	-	-	-	806	806	806
Total comprehensive income for the nine months ended September 30, 2024	-	-	-	-	6,115,077	6,115,077	6,115,077
Interim cash dividends for the year ended December 31, 2024:							
- 1st interim @ Rs. 5.00 per share	-	-	-	-	(2,406,436)	(2,406,436)	(2,406,436)
- 2nd interim @ Rs. 3.00 per share	-	-	-	-	(1,443,861)	(1,443,861)	(1,443,861)
	-	-	-	-	(3,850,297)	(3,850,297)	(3,850,297)
Balance as at September 30, 2024 (Unaudited)	4,812,871	-	-	700,000	25,325,075	26,025,075	30,837,946
Profit for the period	-	-	-	-	3,740,120	3,740,120	3,740,120
Other comprehensive loss	-	-	-	-	(2,642)	(2,642)	(2,642)
Total comprehensive income for the three months ended December 31, 2024	-	-	-	-	3,737,478	3,737,478	3,737,478
Transactions with owners:							
Interim cash dividends for the year ended December 31, 2024:							
- 3rd interim @ Rs. 2.50 per share	-	-	-	-	(1,203,218)	(1,203,218)	(1,203,218)
	-	-	-	-	(1,203,218)	(1,203,218)	(1,203,218)
Balance as at December 31, 2024 (Audited)	4,812,871	-	-	700,000	27,859,335	28,559,335	33,372,206
Total comprehensive Income							
Profit for the period	-	-	-	-	369,730	369,730	369,730
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income for the nine months ended September 30, 2025	-	-	-	-	369,730	369,730	369,730
Effect of Scheme of Arrangement	7,229,449	136,220,468	(10,063,279)	-	-	126,157,189	133,386,638
Shares issuance costs	-	-	-	-	(60,664)	(60,664)	(60,664)
Balance as at September 30, 2025 (Unaudited)	12,042,320	136,220,468	(10,063,279)	700,000	28,168,401	155,025,590	167,067,910

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ENGRO HOLDINGS LIMITED (FORMERLY DAWOOD HERCULES CORPORATION LIMITED)
UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CASH FLOWS (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025

(Amounts in thousand)

	Nine months ended	
	September 30, 2025	September 30, 2024
	-----Rupees-----	
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash utilized in operations	(97,659)	(105,500)
Finance costs paid	(25)	(400)
Taxes and levy paid	(226)	(799,255)
Defined benefit liabilities paid	-	(1,846)
Income on deposits and other financial assets	165	23,106
Short-term investments - net	(369,528)	(585,740)
Dividend received	536,620	5,264,084
Net cash generated from operating activities	69,347	3,794,449
CASH FLOWS FROM INVESTING ACTIVITIES		
Long-term investment made in DHPL	-	(1,000)
Purchase of property and equipment	(1,647)	(2,726)
Sale proceeds from disposal of property and equipment	-	670
Net cash utilized in investing activities	(1,647)	(3,056)
CASH FLOWS FROM FINANCING ACTIVITIES		
Lease rentals paid during the period	-	(16,373)
Shares issuance costs paid during the period	(60,664)	-
Dividends paid	-	(3,770,648)
Net cash utilized in financing activities	(60,664)	(3,787,021)
Net increase in cash and cash equivalents	7,036	4,372
Cash and cash equivalents at the beginning of the period	260,773	51,130
Cash and bank balances transferred to DHPL	(260,773)	-
Cash and cash equivalents at the end of the period	7,036	55,502

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Directors' Report for the nine months ended September 30, 2025

Dear Shareholders,

Engro remains committed to its objective of being a responsible custodian of shareholder capital. The Company continues to define success through its commitment to maximizing long-term shareholder value, a principle that guides all capital allocation and investment decisions. Engro recognizes the importance of transparency and accountability in communicating progress toward this objective, as the confidence and trust of shareholders remain central to the Company's governance philosophy and long-term strategic direction.

In Numbers

For the nine months ended September 30, 2025, the Company posted a consolidated profit after tax (PAT) of PKR 86,152 million (of which PKR 42,017 million was attributable to Engro shareholders), with an EPS of PKR 34.89 this year versus PKR 13.21 last year. Much of the increase arises from reversal of previously recognized impairment during 2023 and 2024, linked to our thermal energy assets, which were previously classified as "held for sale." Excluding this one-off impact, consolidated PAT attributable to shareholders stood at PKR 15,156 million, reflecting core earnings.

On a standalone basis, the Company posted a PAT of PKR 370 million compared with PKR 6,114 million in the same period last year, translating into an EPS of PKR 0.31 versus PKR 12.70. As noted earlier, the numbers do not reflect a decline in the underlying health of the business. The drop is primarily due to the transfer of income-generating investments to DH Partners under the Scheme of Arrangement that became effective on January 1, 2025, coupled with reduction in dividends from Engro Corp as it retains its earnings to fund the Deodar transaction. .

Note on Major Accounting Impacts

As highlighted earlier, performance during this period was influenced by following three major factors. For shareholders, it is important to note that movements in reported EPS and PAT largely stem from structural changes and a one-time impairment reversal, rather than any shift in the underlying strength of the businesses.

1. **Creation of Engro Holdings:** Effective January 1, 2025, Engro Corporation became a wholly owned subsidiary of the Company. As a result, profit attributable to owners now reflects 100% versus 39.97% last year. In addition, 723 million new shares were issued. This expanded base impacts EPS comparisons.
2. **Thermal Energy Assets:** Engro Energy's divestment agreements of its thermal assets were terminated, leading to their reclassification as continuing operations under IFRS 5. This resulted in the reversal of previously recognized impairment and other related adjustments amounting to PKR 54,174 million (Owners' share: PKR 26,861 million).

3. **Consolidation of Deodar Towers:** On June 3, 2025, the Group consolidated Deodar (~10,600 towers) following completion of the transaction with PMCL. The assets and liabilities were recorded at provisional fair values of PKR 220,612 million and PKR 167,679 million respectively, with Deodar's results included in the financials from that date onwards.

Asset developments

Fertilizers

Our fertilizer business remains the cornerstone of Engro's portfolio. During the period, industry off-takes were impacted by weaker farmer economics and flood-related damage to cropped areas, weighing on short-term demand. The business continues to navigate these challenges through agile customer engagement, while management remains focused on operational discipline and efficiency to ensure long-term strength and resilience.

Polymers

Our polymer business continues to operate in the most challenging environment across our portfolio. It is contending with several headwinds simultaneously: historically low core delta, sharp increases in gas prices, weaker market demand, and tariff rationalization. Our management teams remain focused on improving cashflows, lowering breakeven cost per ton, and strengthening the balance sheet to ensure the business remains resilient through the cycle. In parallel, securing a reliable and affordable energy solution remains a strategic priority, as energy forms the foundation of long-term competitiveness in this business.

Telecom Infrastructure (Towers)

Our decision to consolidate Deodar and scale into a 15,000-tower portfolio is one of the most important capital allocations call we have made. Our immediate priorities are clear: integrate the business effectively, invest in efficiency, provide better solutions to our customers that translate into higher tenancy, and build new infrastructure profitably where networks need strengthening. This disciplined approach will allow the business to compound value for years to come.

There are challenges as well. The recent increase in minimum taxes on the sector makes it harder to invest, which in turn slows down the pace at which society can benefit from shared infrastructure. We will continue to engage with stakeholders to address this, while maintaining focus on the fundamentals we control.

Energy

Our energy businesses remain stable and resilient. EPTL dispatched a Net Electrical Output of 2,789 GWh during the period, versus 2,573 GWH in the same period last year, despite undergoing planned maintenance, and remains one of the lowest-cost thermal baseload plants in the system, delivering reliable operations and steady cash generation for the Group. While debt service obligations will continue until 2029, the reduction in tariff after repayment will make Thar power an even cheaper source of energy for the country.

EPQL dispatched 570 GWH to the national grid, versus 649 GWH in the same period last year. The asset remains under evaluation for monetization. SECMC's Phase III expansion is progressing, enhancing both the durability of returns and Pakistan's long-term energy security.

The power sector has been undergoing adjustments as the government works to address structural challenges in the market. In this environment, our focus remains on being a reliable partner, operating efficiently, honouring commitments, and ensuring our assets continue to serve both national needs and shareholder interests.

Foods

Our foods business has continued to demonstrate resilience despite a difficult operating environment. The imposition of sales tax on the formal dairy sector, combined with weak legislation, has distorted the market in favour of the informal sector. This reduces our ability to scale, limits investment in productivity, and ultimately constrains the sector's contribution to both national growth and shareholder returns. Against these headwinds, management has responded with operational improvements and cost discipline, ensuring performance remains stable.

Terminals

Our terminal businesses continue to play a critical role in ensuring the country's gas and chemical supply chains function smoothly, accounting for ~15% of the total gas supply of the country. The businesses continue to provide stable cashflows and remain strategically important to Pakistan's energy and industrial value chains. However, the recent increase in minimum taxes on the sector has put additional financial pressures, indirectly affecting the broader benefits the terminals provide to industry and society. We continue to engage with stakeholders to address this issue while maintaining focus on operational excellence and the fundamentals within our control.

Trading

Engro Eximp FZE, the Company's international trading subsidiary, continued to demonstrate growth during the period, delivering a strong topline performance driven by enhanced trading activity and higher volumes. Beyond its financial contribution, the business provides the Group with a strategic international presence, thereby diversifying the portfolio and enhancing exposure to global markets.

Dividend Policy

Your Board has elected not to declare an interim dividend for 2025, reflecting a measured and deliberate approach to capital deployment aimed at maximizing long-term shareholder value.

The immediate priority remains to fund the remaining obligations of the towers transaction, which the Board continues to view as a strategic investment of significant importance in Engro's history. This transaction is expected to generate stable and enduring cash flows in the years ahead. Accordingly, the retention of earnings to support this investment represents, in the Board's view, the most prudent course to create sustainable value for shareholders.

Outlook

As we look ahead, Pakistan's economy shows signs of cautious optimism. Inflation is easing, reserves are more stable, and growth could strengthen if reforms continue. Yet Pakistan's vulnerabilities and structural challenges remain formidable, requiring concerted adjustment and committed reform efforts.

For us, these uncertainties only reinforce the importance of our central goal: every decision we make on your capital is aimed at delivering sustainable, compounding cashflows per share.

- **Fertilizers** are expected to benefit from improved farmer economics driven by stronger wheat prices, sustaining cotton price parity, and enhanced irrigation prospects following above-average water availability due to heavy monsoon inflows. While these trends support short-term performance, they also reinforce our belief in the potential of this business.
- **Polymers** will remain under pressure until energy costs and global demand stabilise. Here, our capital discipline is about optimizing cashflows, reducing costs to reduce the cash breakeven per ton and strengthening our balance sheet so that returns can compound when the cycle inevitably turns.
- **Telecom infrastructure** is a growth engine. As data demand rises with Pakistan's digital ambitions, telecom infrastructure will remain essential. Through integration, tenancy growth, and disciplined capital deployment, our tower portfolio is positioned to become one of the most reliable sources of long-term cashflows, underscoring our confidence in the structural strength of this business.
- **Energy** will continue to deliver stable operations. EPTL will become even cheaper source of power post-2029 as debt is repaid, while monetisation of EPQL and expansion at SECMC will help rebalance the portfolio in line with our priorities.
- **Foods** faces distorted policy headwinds. We remain confident in the long-term opportunity as sector formalisation unlocks demand, improves yields, and positions Pakistan for export potential.
- **Terminals and Trading** will continue to provide stability and diversification, anchoring resilience and expanding our strategic reach internationally.

Looking forward, we believe Engro's portfolio is positioned at the intersection of several national priorities - food security, water infrastructure, digital connectivity, and energy resilience. These are not just societal imperatives but also long-term demand drivers for our businesses. By aligning with them, we aim to create enduring value for both Pakistan and our shareholders.

Character and Good Manners

At the heart of our culture is Character and Good Manners (CGM) — our guiding framework shaped by Truth, Trust, Humility, Integrity, and Striving in Hardship (TTHIS). At Engro, CGM and TTHIS are more than just guiding philosophies; they form the foundation of our values, shaping the way we conduct business and interact with stakeholders. These principles are embedded in our code of conduct, driving ethical decision-making, creating a culture of trust, and ensuring that we operate with integrity and resilience. As we continue to expand and innovate, this framework serves as our foundation, helping us build a purpose-driven organization that delivers excellence.

Business Sustainability

Engro's diverse businesses operate within an increasingly complex environment, requiring continuous evaluation of both strategic direction and the level of risk each business is prepared to assume. To enable this, clear responsibilities are embedded across the organization, ensuring that risk oversight is integrated into the way we protect and sustain long-term business performance.

We view risk management not as a control mechanism, but as a core enabler of sustainable value creation, essential to protecting and enhancing shareholder returns. Our approach includes managing externalities and risks that impact sustainable operations, including those related to social and natural capital. A comprehensive, risk-based Health, Safety, and Environment (HSE) management system, built around effective barrier management, has been tailored for Engro, enabling the proactive identification, prevention, and mitigation of risks across P-E-A-R: People, Environment, Assets, and Reputation.

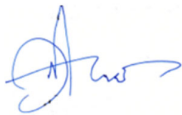
Our broader sustainability vision is anchored in environmental stewardship, positive societal impact, and responsible business practices, all of which are detailed in Engro's Sustainability Report.

DE&I

Guided by the belief that a diverse workforce is not only a social imperative but an economic one, we view Diversity & Inclusion as a strategic priority in building a future-ready organization. Our people strategy, initiatives, and employment practices are designed to promote gender diversity, support individuals with disabilities, and embrace generational inclusion. From recruitment to coaching and mentoring, we implement programs such as break key baad program ensuring equal opportunities, fair representation, and an environment where all talent is empowered to grow, contribute, and reach their full potential.

Closing

The Board extends its appreciation to our shareholders for their continued trust, our colleagues for their dedication, our regulators and government partners for their support, and our customers for their confidence. Together, these stakeholders enable Engro to remain disciplined, diversified, and focused on creating sustainable long-term value.



Hussain Dawood
Chairman



Abdul Samad Dawood
Chief Executive Officer