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**DYNEA PAKISTAN LIMITED**

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41<sup>st</sup> Annual Report for the year ended  
30<sup>th</sup> June, 2023

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**Board of Directors :**

Mr. Donald John Jenkin	Chairman
Mr. Shabbir Abbas	Chief Executive Officer
Mr. Lee Kin Seng	
Ms. Anam Fatima Khan	
Mr. Adnan Afridi	
Mr. Andalib Alavi*	
Mr. Tariq Ahmed	

**Audit Committee :**

Mr. Adnan Afridi	Chairman
Mr. Donald John Jenkin	Member
Mr. Andalib Alavi*	Member

**Human Resource and Remuneration Committee :**

Mr. Andalib Alavi*	Chairman
Ms. Anam Fatima Khan	Member
Mr. Donald John Jenkin	Member
Mr. Shabbir Abbas	Member

**Chief Financial Officer :**

Mr. Muhammad Shakeel Uddin

**Company Secretary and Head of Internal Audit :**

Mr. Mujtaba Hassan Ghanchi

**Bankers :**

M/s. Habib Bank Limited	M/s. National Bank of Pakistan
M/s. Habib Metropolitan Bank Limited	M/s. Allied Bank Limited
M/s. MCB Bank Limited	M/s. Bank Al-Falah Limited
M/s. Standard Chartered Bank (Pakistan) Limited	M/s. Meezan Bank Limited
M/s. United Bank Limited	
M/s. Dubai Islamic Bank Pakistan Limited	

**Auditors :**

M/s. EY Ford Rhodes  
Chartered Accountants

**Legal Advisors :**

M/s. Zahid & Tariq Advocates

**Share Registrar :**

FAMCO Associates (Pvt) Ltd  
Management Consultants & Share Registrars  
8-F, Next to Hotel Faran Nursery, Block - 6, P.E.C.H.S.  
Shahra-e-Faisal, Karachi.  
Ph: (92-21) 34380101-5, 34384621-3 (Ext. 103) Fax: (92-21) 34380106

**Registered Office :**

Office No.406 Parsa Tower, Plot No.31/1/A,  
Block-6. P.E.C.H.S., Shahrah-e-Faisal, Karachi.75400  
Ph: (92-21) 34520132 - 35 Fax: (92-21) 34392182

**Factories :****1. Hub Unit**

A101 - A105, A132 - A136,  
Hub Industrial Trading Estate,  
Hub Chowki, Distt. Lasbella, Baluchistan.  
Ph: (92-853) 363706 - 09 Fax: (92-853) 363907

**2. Gadoon Unit**

34-A, 34-B, 35, 38-A and 88, Road-3,  
Industrial Estate, Gadoon Amazai,  
District Swabi, Khyber Pakhtunkhwa.  
Ph: (92-938) 270150 - 52 Fax: (92-938) 270246

\*Mr. Andalib Alavi has passed away on August 17, 2023.

## Vision

Dynea Pakistan is Market Leader in its core and diversified business, delighting its customers by providing quality products at competitive price through development of market, product range, technology and human whilst ensuring sound return to stakeholders.

## Mission

Maximize productivity and sales of Formaldehyde, Resins for wood-based panel industries and Moulding Compounds and provide satisfaction to customers.

### **Board Structure**

The Board is made up of professionals with strong backgrounds in financial management, legal affairs, technical development and manufacturing operations. There are two committees reporting to the Board, namely the Audit Committee which incorporates Risk Management and the Human Resources and Remuneration Committee.

It is with sadness that I acknowledge the passing of Mr. Andalib Alavi. He was a very active and conscientious member of the Board. He will be missed.

Memberships of the Board and its committees are detailed in the Directors' Report.

### **Dynamics and Functioning of the Board**

Board meetings are held quarterly and otherwise as required. Attendance and participation are good and directors are available at other times to support management, in particular with compliance and legal matters. Their input is highly valued and much appreciated by both management and myself.

A consequence of Covid has been that the Board and its committees have, for the most part, continued their meetings via Zoom videoconferencing. I wish to thank the backroom people for setting up the meetings and ensuring their smooth operation.

### **Business Strategy Governance**

In a mature market such as that in which the Company finds itself, it is not always easy to devise a strategy going forward. The strategy developed in 2010 to rebuild the Company was fully supported by the Board and the results speak for themselves.

Moving forward, the Company seeks to diversify its business by the establishment of new markets and new product offerings while at the same time retaining its strong position in Pakistan. During the year export of moulding compound was commenced. We believe there are further opportunities to expand outside of Pakistan.

### **Financial Reporting Process, Internal Audit and Internal Controls**

Systems are in place to ensure that financial management of all aspects of the Company's operations are managed with transparency, honesty and integrity. I feel that the outsourcing of the internal audit function to PwC adds further strength to the financial management of the business by giving an unbiased overview of the Company's operations.

### **Risk Management**

The Board is very conscious of the need to evaluate and manage risk to ensure business continuity. The continual depreciation of the rupee against the US dollar and ongoing supply chain issues continue to impact the business. Management has had to balance the need to maintain sufficient inventories of key imported raw materials while at the same time trying to manage exchange rate risks. There has been the odd instance where the Company has had to cut back production due to delays in obtaining raw materials but, by and large, the Company has successfully maintained its operations during the year.

As is the norm in our industry, the Company sells on credit. In the unstable business environment there has been an increased focus on credit management which has successfully reduced the number of days credit outstanding.

**Monitoring Role**

The Audit Committee and Board have implemented a Programme whereby a number of Company policies and procedures are presented for review and updating at their meetings. Efforts are ongoing to maintain corporate governance compliance at a time of increasingly stricter requirements.

**Supporting and Advisory Role**

As mentioned earlier in this review, the Directors willingly give of their time and expertise on a regular basis. This is important to management. In addition to that, the Company may outsource support services that are beyond the scope of the Board and management to provide.

**The Chairperson's Role**

I see my role as Chairman as that of a leader and facilitator. I am not based in Pakistan, however, I visit regularly so that I can be involved in certain projects. This past year has seen a focus on upgrading our quality management and HSE programmes which is ongoing..

All in all, I think the Company's performance during the 2022-23 financial year is a credit to management. There has been the odd hiccup along the way which has been successfully overcome with the assistance of the Board and other resources as necessary.

I wish to thank my fellow directors for their continued support of both myself and the Company's management. The direction and guidance provided by the Board of Directors is hereby acknowledged.

It is with thanks that I sign off on this review.

Karachi:  
September 11, 2023



**Donald Jenkin**  
Chairman

The Directors of your Company are pleased to present the Annual Report together with the Company's Audited Financial Statements for the financial year ended June 30, 2023.

### Condolence

We announce with great grief that on August 17, 2023 our beloved Director Mr. Andalib Alavi departed for his heavenly abode. The legal knowledge and business acumen will forever be missed. His inspiring humbleness and guidance will remain with us, and lead us to new accomplishments and greater success.

### Board of Directors

The Board of Directors of the Company as at reporting date is as follows:

1.	Mr. Donald John Jenkin - Chairman	Non-Executive
2.	Mr. Shabbir Abbas - Chief Executive Officer	Executive
3.	Mr. Adnan Afridi	Independent
4.	Mr. Andalib Alavi*	Independent
5.	Ms. Anam Fatima Khan	Independent
6.	Mr. Tariq Ahmed	Independent
7.	Mr. Lee Kin Seng	Non-Executive

\*In light of the unfortunate demise of our Independent Director, Mr. Andalib Alavi, a casual vacancy arose within the Board. This vacancy shall be filled within the regulatory time frame.

The total number of directors are seven as per the following:

a.	Male	6
b.	Female	1

The composition of the Board is as follows:

i.	Independent directors	3
ii.	Female Independent director	1
iii.	Non-executive directors	2
iv.	Executive director	1

The Board has formed committees comprising of members given below:

### Audit Committee

Mr. Adnan Afridi	Chairman
Mr. Donald John Jenkin	Member
Mr. Andalib Alavi*	Member

\*The replacement of Mr. Andalib Alavi shall be filled within the regulatory time frame.

### Human Resource and Remuneration Committee (HRRC)

Mr. Andalib Alavi	Chairman
Mr. Donald John Jenkin	Member
Ms. Anam Fatima Khan*	Member
Mr. Shabbir Abbas	Member

\*Ms. Anam Fatima Khan designated as Chairman of HRRC in place of Late Mr. Andalib Alavi with effect from September 11, 2023.

**Business Review****Economic Environment**

During the year, Pakistan encountered substantial challenges including currency devaluation and interest rate increases. The economy experienced demand and growth contraction. In response, the government undertook the following measures to stabilise the economy:

- The Trade imbalance and current account deficit were addressed by halting non-essential imports and imposing restrictions on the issue of letters of credit.
- The State Bank of Pakistan increased policy discount rate to 22% in an attempt to reduce inflation.
- At the request of the International Monetary Fund (IMF), the exchange rate of the rupee versus other currencies was allowed to adjust in accordance with market dynamics.
- The new budget includes a limited number of tax reforms, higher utility costs, and fuel price increases in line with the requirements of the IMF in order to secure financial aid.

Mounting debt and rapidly dwindling forex reserves are the biggest challenges for the government. Moreover, a devastating flood that hit the nation in 2022 from June to October is another factor that adversely impacted the economic situation in Pakistan. As noted above, the government has been forced to take some steps to stabilise the economy but it has yet to devise much of consequence to impose the structural changes necessary to set Pakistan on a sustained growth trajectory.

**Contribution to the National Exchequer**

The Company's contribution to the National Exchequer in the form of various taxes and levies for the year under review was Rs. 2,637 million (2021-22 was Rs. 2,424 million).

**Company Affairs and Principal Activities**

The Board aims to ensure that shareholders are informed of all major developments affecting the Company's state of affairs. Information is communicated to the shareholders in the annual report, interim quarterly reports, and through the information portal of the Pakistan Stock Exchange as and when required.

The Board encourages shareholders' participation at the Annual General Meetings and Corporate Briefing Sessions to ensure a high level of accountability. The Company's financial statements are available on the Company's website ([www.dynea.com.pk](http://www.dynea.com.pk)) and an officer is designated to answer all shareholder enquiries.

The Company is principally engaged in the manufacture and sale of formaldehyde, formaldehyde-based resins and moulding compounds.

**Health, Safety and its impact on Environment**

Health and Safety has always been priority for the Company and we take the wellbeing of our employees very seriously.

Beyond our commitment to Jensen Village and its associated school, we've actively participated in various social programs in both Baluchistan and KP. Additionally, the solar power project mentioned in last year's annual report is now operational. Moreover, we're extending our waste recycling initiative to enable more waste material to be recycled. The Company now utilises OGRA specified vehicles for transportation of methanol to ensure compliance with safety regulations.

In line with the growth of the Company, we are continuously reviewing our HSE management systems in order to upgrade them to better meet our future needs.

**Corporate Social Responsibility**

The Company takes its responsibilities to its community environment seriously by contributing in health, education and environmental care.



The Company runs a well-maintained primary school at Jenson Village in Hub Baluchistan. This school was established primarily for the children of the Company's employees but other children of the locality are also permitted to study at the school. Furthermore, the Company contributes 1% of PBT to charitable trusts and hospitals.

### Operations

Sales revenue for 2022-23 was Rs. 11,080.44 million compared to Rs. 9,536.32 million in the previous financial year and the profit before tax was Rs. 1,079.96 million compared to Rs. 1,010.14 million in the previous financial year.

Given the disruptions to the economy, the declining exchange rate, and ongoing supply chain issues, the Board considers the result to be satisfactory in the circumstances.

#### a. Resin Division

Turnover of the Resin Division in 2022-23 was Rs. 4,492.47 million compared to Rs. 4,226.00 million in the previous financial year, a growth of 6.30%. The segment result of the Resin Division was Rs. 756.37 million compared to Rs. 526.65 million for the previous financial year.

#### b. Moulding Compound Division

Turnover of the Moulding Compound Division in 2022-23 was Rs. 6,587.97 million compared to Rs. 5,310.32 million in the previous financial year, a growth of 24.06%. The segment result of the Moulding Compound Division was Rs. 869.87 million compared to Rs. 853.79 million for the previous financial year.

### Financial Performance

Following are the summarised financial results of the Company for the year 2022-23:

	----- (Rupees '000') -----	
	<u>2022 - 23</u>	<u>2021 - 22</u>
Sales Revenue	<u>11,080,438</u>	<u>9,536,325</u>
Gross Profit	<u>1,893,785</u>	<u>1,611,116</u>
Profit Before Taxation	<u>1,079,961</u>	<u>1,010,140</u>
Profit After Taxation	<u>665,164</u>	<u>621,504</u>
Earnings per Share in Rupees	<u>35.25</u>	<u>32.93</u>

### Risks, Uncertainties and their Management

We anticipate the imposition of further duties or tariffs on imported items, increases in taxation, and anti-inflationary measures for which we may not be able to fully compensate. Further weakening of the exchange rate and difficulties in getting approval for letters of credit are likely to continue as well. Furthermore, ongoing disruptions such as supply of imported raw materials due to delays in confirming letters of credit by the advising bank causing delays in shipping, power supply interruptions, energy cost increases, and elevated logistics expenses are anticipated. To address these challenges, our supply chain management team is actively collaborating with suppliers and shipping firms to ensure a steady supply of essential raw materials.

The Management is cognisant that the Company faces various types of risk to the business, both internal and external. The Company has an effective risk management mechanism in place to manage these risks and to devise action plans to address and mitigate them.

All in all, the current economic situation creates a high degree of risk and uncertainty for managing the business. The Board and Company management are taking appropriate measures to minimise the impact of these many factors to the best of their ability.

**Future Outlook**

The overall economic situation of the country will continue to affect the Company's operations for the foreseeable future. By the Grace of Almighty Allah, the Company is fully geared to deal with the various situations as they arise.

Depending on the continuation of economic stability and the ramifications of Pakistan's foreign exchange reserves, which can result in letters of credit issues, the Company holds a strong conviction in its management team, factory workforce, and the well-being of our customers' enterprises. This collective strength reinforces our confidence in attaining the sales targets for the upcoming year.

**Market Diversification through Export**

We initiated exports to Afghanistan during 2023. We believe there are opportunities to establish further export markets in future.

**Solar Power Plant and Energy Management Project**

Following the launch of the solar project at Gadoon, management is implementing further initiatives with respect to energy conservation. The goal is to enhance benefits through optimal utilisation of energy resources, thereby aligning with our continuous drive to improve operational efficiency and decrease the Company's energy costs.

**Adequacy of Internal Financial Controls**

Internal audit services continue to be outsourced. During the year, material findings of the internal and external auditors were addressed on a priority basis by the management and their status was tabled for discussion at the quarterly Audit Committee meetings.

The Board contains a strong representation of directors with backgrounds in finance, banking and business management. Systems are in place to ensure that financial management of all aspects of the Company's operations are managed with transparency, honesty and integrity. The outsourcing of the internal audit function to PwC adds further strength to the financial management of the business by giving an unbiased overview of the Company's operations.

Based upon the results achieved from reviews, ongoing testing of financial reporting controls and audits conducted during the year, the Company considers that the existing system of internal controls is adequate and is being effectively implemented and monitored. The successful upgrading of the Company's ERP system to SAP will lead to further improvements in financial management. The Directors continuously monitor the adequacy, effectiveness and promptness of internal financial controls.

**Performance Evaluation of Board of Directors and its Committees**

In accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Board has carried out an evaluation of performance of its individual members, the Board as a whole and the performance of its committees.

Overall, the evaluation outcome was positive and the members of the Board feel that the Board functions effectively and contributes to the operational wellbeing of the Company.

**Remuneration Policy for Non-Executive and Independent Directors**

The Board has implemented a formal policy supported by transparent procedures for fixing directors' remuneration. In accordance with the code of corporate governance, no Director is involved in the determination of their own remuneration package the company pays fees to non-executive Directors for attending meetings. In order to retain the best talent, the Company's remuneration policies are structured in line with prevailing industry trends and business practices.

**Remuneration of Executive Director**

Disclosure with respect to the remuneration of Directors and the Chief Executive Officer is given in Note No.41 to the Financial Statements.

**Directors' Training Programme**

All directors have duly complied with the Directors' Training Programme requirement and criteria as prescribed in the regulations. During the year the company has arranged a directors' training Programme for its Chief Financial Officer.

**Transactions with Related Parties**

All transactions with related parties as entered into by the Company in its ordinary course of business are at an arm's length basis and they have been disclosed in the financial statements under the relevant notes.

**Material Changes and Commitments**

There has been no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year of the Company to which the balance sheet relates and the date of the report, other than disclosed in the financial statements, or in this report.

**Dividend and Appropriations**

In view of the Company's performance during the outgoing financial year, the Directors propose payment of Rs.10/- per share i.e. 200% as final dividend to the shareholders. The Directors have also announced a transfer of Rs.500 million to the general reserve.

**Trading of Shares of the Company**

During the year ended June 30, 2023 the Directors, the Executives, and their spouses and minor children have not carried out any trading of shares of the Company other than that disclosed in the Pattern of Shareholding.

**Code of Corporate Governance**

The Directors and management of the Company are committed to good corporate governance. As required under the Code of Corporate Governance, the Directors are pleased to state as follows:

- i. The financial statements prepared by the management of the Company present fairly the Company's state of affairs, the results of its operations, cash flow and changes in equity.
- ii. Proper books of accounts of the Company have been maintained.
- iii. Appropriate accounting policies have been consistently applied in the preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- iv. International Financial Reporting Standards have been used as the basis for the preparation of the financial statements and any departure therefrom has been adequately disclosed and explained.
- v. The system of internal control is sound in design and has been effectively implemented and monitored.
- vi. There are no significant doubts upon the Company's ability to continue as a going concern. Information about this issue is being presented separately in this report.
- vii. There has been no material departure from the best practices of corporate governance as detailed in the listing regulations. A Code of Conduct has been prepared and delivered to every director and employee.
- viii. The Board of Directors has adopted Vision and Mission Statements.
- ix. Information about taxes and levies is given in the notes to the accounts.
- x. The value of the investments in the Company's provident fund scheme, based on un-audited accounts for the year ended June 30, 2023, stands at Rs.108.90 million.

xi. Statements are annexed in respect of the following:

- Key financial data for the last six years.
- Pattern of shareholding.

xii. During the year under review the Board of Directors convened six times and attendance of the respective directors was as follows:

S.No.	Name of Board Members	Meetings Attended
1.	Mr. Donald Jenkin (Chairman)	6/6
2.	Mr. Shabbir Abbas (Chief Executive Officer)	6/6
3.	Mr. Adnan Afridi	6/6
4.	Ms. Anam Fatima Khan	6/6
5.	Mr. Andalib Alavi*	6/6
6.	Mr. Tariq Ahmed	6/6
7.	Mr. Lee Kin Seng	5/6

**Note:**

\*The late Mr. Andalib Alavi joined the Board of the Company in 2019. During his tenure and association, he contributed invaluable services as a Director to the Company. His absence will be deeply felt and his memory will be cherished by all who knew him. The Board acknowledges his valuable contribution to the company,

xiii. The Audit Committee convened four times and attendance of the respective directors was as follows:

S.No.	Name of Directors	Meetings Attended
1.	Mr. Adnan Afridi (Chairman)	4/4
2.	Mr. Donald John Jenkin	4/4
3.	Mr. Andalib Alavi	4/4

xiv. The Human Resource and Remuneration Committee convened two times and attendance of the respective directors was as follows:

S.No.	Name of Directors	Meetings Attended
1.	Mr. Andalib Alavi (Chairman)*	2/2
2.	Mr. Donald John Jenkin	2/2
3.	Ms. Anam Fatima Khan	2/2
4.	Mr. Shabbir Abbas	2/2

\*Ms. Anam Fatima Khan designated as HRRC in place of late Mr. Andalib Alavi with effect from September 11, 2023.

xv. All Board and most Committee meetings were held through video conferencing.

### Vend Fee and Permit Fee Case

The Excise and Taxation Department, Government of Sindh (the Department) imposed, vend and permit fee on methanol, a major raw material used by the Company in the production of formaldehyde. The Company filed a petition against the imposition of these levies in the Honourable High Court of Sindh (HCS) in August 1996. In June 2001, the Honourable HCS decided the case in the favour of the Company. However, the Department filed an appeal in the Honourable Supreme Court of Pakistan (SCP) against the above judgement. The Honourable SCP suspended the decision of the Honourable HCS and reverted the case back to the Honourable HCS for fresh hearing. In March, 2003, the Honourable HCS once again decided the case in favour of the Company. The Department once again filed an appeal before the Honourable SCP.

In December 2019, The Government of Sindh filed an application that the Department does not press the instant and connected appeals, and that a fresh demand shall be raised following the notification dated 14th February 2002 and Sindh (Amendment) Abkari Ordinance 2002 notified on 30th October 2002. In addition to that, the Department would surrender the demand secured by Indemnity Bonds for the period 1990 up to October 2002. The Supreme Court accepted the withdrawal on those terms. Upon the receipt of the fresh demand from the Department, the Company intends to approach the relevant Court of Justice to defend the case. No such demand has been raised by the Excise Department as yet. The Company expects, based on the view of the legal advisor and the merits of the case, that the decision will be in the favour of the Company. Accordingly, no provision for any liability has been made in these financial statements. The Board and management are confident that the Company will be able to continue as a going concern.

### Appointment of Auditors

M/s. BDO Ebrahim & Co. Chartered Accountants consented to act as an auditor for the ensuing year. They have been given a satisfactory rating under the Quality Control Review Programme of the Institute of Chartered Accountants of Pakistan. The Directors recommend that they be appointed for the upcoming year.

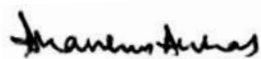
### Chairman's Review

The Directors of the Company endorse the contents of the Chairman's Review dealing with the overall performance of the Company, future outlook and report on the performance and effectiveness of the Board.

### Acknowledgement

The Directors acknowledge and extend their appreciation to all the stakeholders for their efforts in contributing to the satisfactory outcome for the current financial year, especially the support received from the financial institutions, customers and employees of the Company.

On behalf of the Board of Directors



**Shabbir Abbas**  
Chief Executive Officer



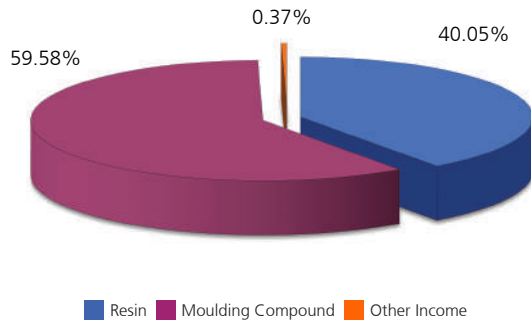
**Donald Jenkin**  
Chairman

Karachi: September 11, 2023

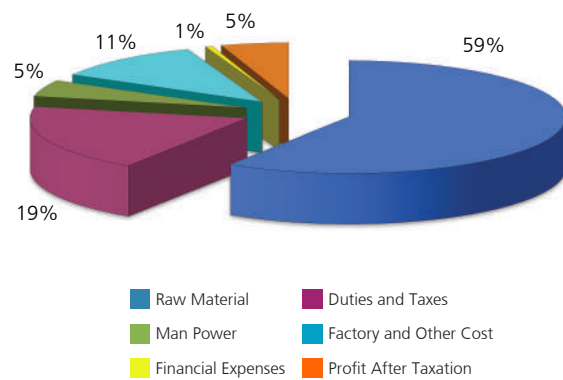
**KEY OPERATING AND FINANCIAL DATA****dynea**

	<u>2022-23</u>	<u>2021-22</u>	<u>2020-21</u>	<u>2019-20</u>	<u>2018-19</u>	<u>2017-18</u>
	----- (Rupees in thousands) -----					
<b><u>FINANCIAL POSITION</u></b>						
SHAREHOLDERS EQUITY	3,432,724	2,909,103	2,381,961	1,584,896	1,378,728	1,274,497
TOTAL ASSETS	4,556,321	3,906,234	3,407,590	2,345,880	2,360,672	2,275,142
<b><u>OPERATING RESULTS</u></b>						
TURNOVER	11,080,438	9,536,325	6,827,204	4,492,455	5,140,030	3,858,318
PROFIT / (LOSS) BEFORE TAXATION	1,079,961	1,010,140	1,328,754	358,664	321,480	379,096
TAXATION	(414,797)	(388,635)	(390,145)	(105,315)	(94,579)	(84,209)
PROFIT / (LOSS) AFTER TAXATION	665,164	621,504	938,609	253,349	226,901	294,887
EARNING / (LOSS) PER SHARE Rs.	35.25	32.93	49.73	13.42	12.02	15.63
<b>CASH DIVIDENDS %</b>	200.00	150.00	150.00	100.00	50.00	130.00

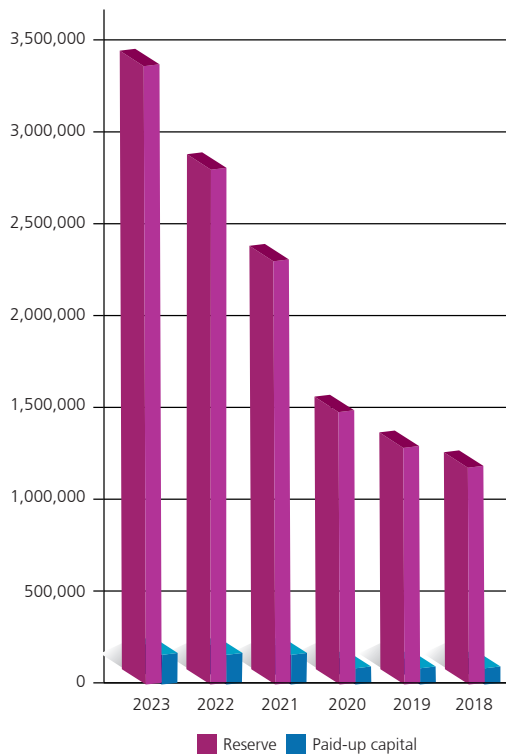
## SOURCES OF INCOME



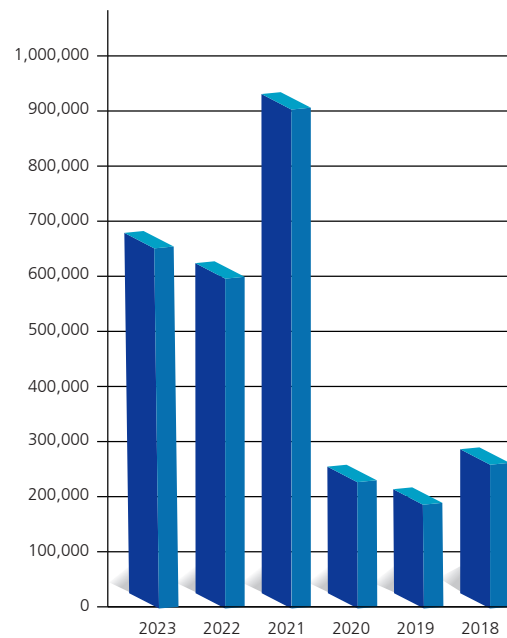
## APPLICATION OF FUNDS



## SHAREHOLDERS' EQUITY (Rupees in '000)



## PROFIT AFTER TAX (Rupees in '000)



DYNEA PAKISTAN LIMITED

FOR THE YEAR ENDED JUNE 30, 2023

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

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

a.	Male	6
b.	Female	1

2. The composition of the Board is as follows:

i.	Independent directors (Including female director)	Mr. Adnan Afridi
		Mr. Andalib Alavi*
		Ms. Anam Fatima Khan
		Mr. Tariq Ahmed
ii.	Non-executive directors	Mr. Donald John Jenkin - Chairman
		Mr. Lee Kin Seng
iii.	Executive director	Mr. Shabbir Abbas

\*Due to the sad demise of our Independent Director, Late Mr. Andalib Alavi, on August 17, 2023. Consequently, a casual vacancy has arisen on the Board, which shall be filled within the regulatory time frame;

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company;
4. The Company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ shareholders as empowered by the relevant provisions of the Act and these Regulations;
7. The meetings of the Board were presided over by the Chairman. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. All Directors have either completed Directors' Training program or are exempt from doing so under these Regulations. During the year the company has arranged a directors' training program for its executive (Mr. Muhammad Shakeel Uddin - Chief Financial Officer);
10. During the year, there has been no new appointments or change in the position, terms and conditions of chief financial officer, company secretary and head of internal audit while the Board has duly approved their change in remuneration;



11. 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 Committee (BAC)**

Mr. Adnan Afridi	Chairman
Mr. Donald John Jenkin	Member
Mr. Andalib Alavi	Member

**b. HR and Remuneration Committee (HRRC)**

Mr. Andalib Alavi	Chairman
Mr. Donald John Jenkin	Member
Ms. Anam Fatima Khan	Member
Mr. Shabbir Abbas	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:

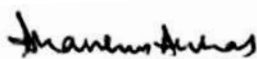
- a) Audit Committee: Four quarterly meetings
- b) HR and Remuneration Committee: Yearly meeting

15. The board has outsourced the internal audit function to M/s. A.F. Ferguson & Co, Chartered Accountants (a member of the PwC network) who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

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

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

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



**Shabbir Abbas**  
Chief Executive Officer



**Donald Jenkin**  
Chairman

Karachi:  
September 11, 2023



EY Ford Rhodes  
Chartered Accountants  
Progressive Plaza, Beaumont Road  
P.O. Box 15541, Karachi 75530  
Pakistan

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## INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Dynea Pakistan Limited

### Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Dynea Pakistan Limited (the Company) for the year ended 30 June 2023 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 30 June 2023.

**Chartered Accountants**  
Place: Karachi  
Date: 30 September 2023  
UDIN: CR202310120ACFts9IZD



EY Ford Rhodes  
Chartered Accountants  
Progressive Plaza, Beaumont Road  
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## INDEPENDENT AUDITOR'S REPORT

To the members of Dynea Pakistan Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the annexed financial statements of **Dynea Pakistan Limited** (the Company), which comprise the statement of financial position as at **30 June 2023**, and the statement of profit or loss, the statement of comprehensive income, the statement of cash flows and the statement of changes in equity for the year then ended, and notes to the 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 statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of cash flows and the statement of changes in equity together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 30 June 2023 and of the profit, other comprehensive income, its cash flows and the changes in equity for the year then ended.

#### Basis for Opinion

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

#### Emphasis of Matter - Contingency related to vend and permit fee on methanol

We draw attention to note 25.1 to the financial statements which describes the significant uncertainty related to the outcome of a contingency for which no provision is considered necessary in the financial statements for the reasons disclosed in the said note. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

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

Following are the key audit matters:

S No.	Key audit matters	How the matter was addressed in our audit
1.	<p><b>Existence and valuation of stock-in-trade</b></p> <p>As disclosed in note 14 to the accompanying financial statements, the stock-in-trade balance constitutes approximately 24% of total assets of the Company as at the reporting date. The cost of finished goods is determined on weighted average cost of direct material and labour including a proportion of attributable overheads.</p> <p>The Net Realisable Value (NRV) of stock-in-trade is determined mainly keeping in view the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale along with stock-in-trade usage and forecasted sales volume.</p> <p>We have considered this area to be a key audit matter due to its materiality and judgments involved in determining an appropriate costing basis and assessing its valuation as well as the management's judgment involved in estimating the NRV of underlying stock-in-trade.</p>	<p>Our key audit procedures among others included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the Company's process with respect to purchase and consumption of raw and packing material. Also tested design and operating effectiveness of controls relevant to such process.</li> <li>• Observed stock counts to ascertain the condition and existence of stock-in-trade.</li> <li>• Reviewed management's procedures for evaluating the NRV of stock-in-trade, performed testing on sample basis to assess the NRV of the stock-in-trade by performing a review of sales close to and subsequent to the reporting date and comparing with the cost for a sample of products.</li> <li>• Tested the calculation of per unit cost of finished goods and assessed the appropriateness of management's basis for the allocation of cost and production overheads.</li> <li>• Tested the accuracy of the ageing analysis of stock-in-trade, on a sample basis.</li> <li>• Reviewed the relevant documents, including but not limited to suppliers' invoices, letter of credits and shipping documentation to verify the valuation of goods-in-transit as at the reporting date as well as inspected subsequent goods receipt notes in this regard.</li> <li>• Assessed the adequacy of the related disclosures in accordance with the applicable financial reporting standards.</li> </ul>

S No.	Key audit matters	How the matter was addressed in our audit
2.	<p><b>Revenue recognition</b></p> <p>As disclosed in note 7.18 to the financial statements, revenue from sale of goods is recognised when the control of goods is transferred which generally coincides with the delivery of goods. During the year, the Company recognised revenue of Rs. 11.08 billion which is approximately 16% higher as compared to previous year (refer note 26).</p> <p>When identifying and assessing the risk relating to revenue recognition, our focus was whether the sales recorded by the management actually occurred during the year and were properly recorded in the correct accounting period.</p> <p>Considering the aforementioned reasons together with growth in revenue during the year, we have identified this area as a key audit matter.</p>	<p>Our key audit procedures among others included the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the Company's process with respect to revenue recognition and tested design and operating effectiveness of controls relevant to such process.</li> <li>• Reviewed contracts with customer to obtain an understanding of terms particularly relating to timing and transfer of control of the products and assessed the appropriateness of revenue recognition policies and practices followed by the Company.</li> <li>• Performed substantive audit procedures including analytical procedures and test of details over revenue transactions alongwith review of related supporting documents, including dispatch-related documents and customer acknowledgement, on test basis.</li> <li>• Performed cut-off procedures to ensure that the revenue is recognized in the correct accounting period.</li> <li>• Performed journal entry testing using a risk-based criterion, on a sample basis, relating to revenue transactions recorded by the Company and reviewed underlying documentation and business rationale of such journal entries.</li> <li>• Assessed the adequacy of the Company's disclosures in accordance with applicable financial reporting standards.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

### **Responsibilities of Management and Board of Directors for the Financial Statements**

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

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

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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

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

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

#### **Report on Other Legal and Regulatory Requirements**

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

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of cash flows and the statement of changes in equity together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is **Omer Chughtai**.



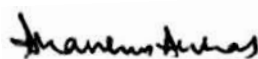
**Chartered Accountants**  
Place: Karachi  
Date: 30 September 2023  
UDIN: AR202310120s2X97WKzl

**STATEMENT OF FINANCIAL POSITION  
AS AT 30 JUNE 2023**

dynea

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	8	844,328,151	811,246,947
Intangible assets	9	29,812,541	17,259,811
Long-term loans	10	112,716	147,074
Long-term deposits	11	7,995,126	7,995,126
Deferred taxation - net	12	13,624,812	26,542,486
		<b>895,873,346</b>	<b>863,191,444</b>
<b>CURRENT ASSETS</b>			
Stores and spares	13	53,693,569	26,932,641
Stock-in-trade	14	1,093,316,330	1,369,639,453
Trade debts	15	1,332,348,903	1,303,639,410
Loans and advances	16	109,176,550	89,985,199
Trade deposits, prepayments and other receivables	17	265,075,692	19,662,046
Accrued mark-up		11,027,234	512,746
Cash and bank balances	18	795,809,475	232,671,547
		<b>3,660,447,753</b>	<b>3,043,043,042</b>
<b>TOTAL ASSETS</b>		<b>4,556,321,099</b>	<b>3,906,234,486</b>
<b>EQUITY AND LIABILITIES</b>			
<b>SHARE CAPITAL AND RESERVES</b>			
Authorised share capital 40,000,000 (2022: 40,000,000) ordinary shares of Rs.5/- each		200,000,000	200,000,000
Issued, subscribed and paid-up capital	19	94,362,065	94,362,065
Revenue reserves		3,338,361,695	2,814,740,896
		<b>3,432,723,760</b>	<b>2,909,102,961</b>
<b>NON-CURRENT LIABILITIES</b>			
Long-term financing - secured	20	36,562,696	59,845,067
Deferred income	21	1,908,038	5,008,440
Lease liabilities	22	6,405,468	9,758,825
		<b>44,876,202</b>	<b>74,612,332</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	23	925,836,945	785,795,882
Accrued mark-up		427,456	6,768,218
Current maturity of long-term financing	20	27,714,226	55,839,137
Current maturity of deferred income	21	3,100,401	4,431,718
Current maturity of lease liabilities	22	4,461,939	4,402,922
Taxation - net		69,383,958	58,311,404
Unpaid dividend	24	5,537,462	4,871,749
Unclaimed dividend	24	42,258,750	2,098,163
		<b>1,078,721,137</b>	<b>922,519,193</b>
<b>CONTINGENCIES AND COMMITMENTS</b>	25		
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,556,321,099</b>	<b>3,906,234,486</b>

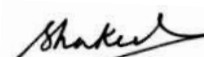
The annexed notes from 1 to 47 form an integral part of these financial statements.



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman



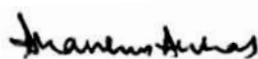
**SHAKEEL UDDIN**  
Chief Financial Officer



## STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 30 JUNE 2023

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Turnover - net	26	11,080,437,875	9,536,324,932
Cost of sales	27	(9,186,652,936)	(7,925,208,567)
<b>Gross profit</b>		<b>1,893,784,939</b>	<b>1,611,116,365</b>
Distribution costs	28	(329,704,750)	(257,401,378)
Administrative expenses	29	(206,150,893)	(161,046,416)
Reversal / (allowance) for expected credit loss	15.1	10,916,539	(23,557,664)
		(524,939,104)	(442,005,458)
Other income	30	49,180,170	17,078,444
<b>Operating profit</b>		<b>1,418,026,005</b>	<b>1,186,189,351</b>
Finance costs	31	(71,064,130)	(40,646,461)
Other charges / expenses	32	(267,000,952)	(135,403,288)
		(338,065,082)	(176,049,749)
<b>Profit before Taxation</b>		<b>1,079,960,923</b>	<b>1,010,139,602</b>
Taxation	33	(414,796,735)	(388,635,437)
<b>Net profit for the year</b>		<b>665,164,188</b>	<b>621,504,165</b>
Basic and diluted earnings per share	34	35.25	32.93

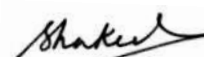
The annexed notes from 1 to 47 form an integral part of these financial statements.



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman



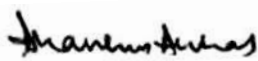
**SHAKEEL UDDIN**  
Chief Financial Officer

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 JUNE 2023**

dynea

	30 June 2023	30 June 2022
	----- (Rupees) -----	
Net profit for the year	665,164,188	621,504,165
Other comprehensive income	-	-
Total comprehensive income for the year	<u>665,164,188</u>	<u>621,504,165</u>

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



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman

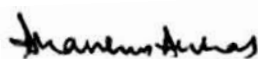


**SHAKEEL UDDIN**  
Chief Financial Officer

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2023

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before taxation		1,079,960,923	1,010,139,602
Adjustments for non-cash and other items			
Depreciation on operating fixed assets	8.1.3	194,385,992	158,274,813
Depreciation on right-of-use assets	8.3.1	3,957,119	6,340,047
Amortisation	9.1	14,906,270	-
(Reversal) / allowance for expected credit loss	15.1	(10,916,539)	23,557,664
Finance costs	31	71,064,130	40,646,461
Amortization of deferred income	30	(4,431,719)	(5,422,380)
Unrealised exchange loss on foreign currency transactions		89,477	2,734,464
Profit on deposit and saving accounts	30	(44,183,985)	(8,082,904)
Gain on disposals of operating fixed assets	30	(94,413)	(3,156,493)
		<b>224,776,332</b>	<b>214,891,672</b>
		<b>1,304,737,255</b>	<b>1,225,031,274</b>
<b>(Increase) / decrease in current assets</b>			
Stores and spares		(26,760,928)	(4,863,331)
Stock-in-trade		276,323,123	(179,971,666)
Trade debts		(17,792,954)	(333,833,441)
Loans and advances		(19,191,351)	(59,826,907)
Trade deposits, prepayments and other receivables		(245,413,646)	(10,997,576)
		<b>(32,835,756)</b>	<b>(589,492,921)</b>
<b>Increase in current liabilities</b>			
Trade and other payables		139,951,586	127,366,257
		<b>1,411,853,085</b>	<b>762,904,610</b>
Finance costs paid		(70,047,462)	(20,429,987)
Income taxes paid		(390,806,507)	(440,873,025)
Long-term loans and deposits - net		34,358	(834,698)
Net cash generated from operating activities		<b>951,033,474</b>	<b>300,766,900</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Fixed capital expenditure		(231,828,902)	(328,455,073)
Restricted bank balances		(125,027,076)	(29,269,526)
Intangible addition		(27,459,000)	(17,259,811)
Profit received on deposit and saving accounts		33,669,497	8,578,806
Proceeds from disposal of operating fixed assets		499,000	5,256,587
Net cash used in investing activities		<b>(350,146,481)</b>	<b>(361,149,017)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Payments made during the year - net	38	(57,649,367)	(134,513,402)
Lease rentals paid	38	(4,409,685)	(7,130,551)
Dividend paid	38	(100,717,089)	(93,875,509)
Net cash used in financing activities		<b>(162,776,141)</b>	<b>(235,519,462)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>438,110,852</b>	<b>(295,901,579)</b>
Cash and cash equivalents at beginning of the year		<b>203,402,021</b>	<b>499,303,600</b>
Cash and cash equivalents at end of the year	18.4	<b>641,512,873</b>	<b>203,402,021</b>

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



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman



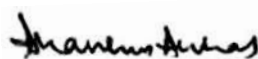
**SHAKEEL UDDIN**  
Chief Financial Officer

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2023**

dynea

	Issued, subscribed and paid-up capital	Revenue reserves			Total equity
		General reserve	Unappropriated profit	Total	
----- (Rupees) -----					
<b>Balance as at 30 June 2021</b>	94,362,065	1,341,000,000	946,598,796	2,287,598,796	2,381,960,861
Transferred to general reserve	–	500,000,000	(500,000,000)	–	–
Final dividend for the year ended 30 June 2021 @ Rs. 5.00 per share	–	–	(94,362,065)	(94,362,065)	(94,362,065)
Net profit for the year	–	–	621,504,165	621,504,165	621,504,165
Other comprehensive income	–	–	–	–	–
Total comprehensive income for the year	–	–	621,504,165	621,504,165	621,504,165
<b>Balance as at 30 June 2022</b>	<b>94,362,065</b>	<b>1,841,000,000</b>	<b>973,740,896</b>	<b>2,814,740,896</b>	<b>2,909,102,961</b>
Transferred to general reserve	–	300,000,000	(300,000,000)	–	–
Final dividend for the year ended 30 June 2022 @ Rs. 7.50 per share	–	–	(141,543,389)	(141,543,389)	(141,543,389)
Net profit for the year	–	–	665,164,188	665,164,188	665,164,188
Other comprehensive income	–	–	–	–	–
Total comprehensive income for the year	–	–	665,164,188	665,164,188	665,164,188
<b>Balance as at 30 June 2023</b>	<b>94,362,065</b>	<b>2,141,000,000</b>	<b>1,197,361,695</b>	<b>3,338,361,695</b>	<b>3,432,723,760</b>

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



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman



**SHAKEEL UDDIN**  
Chief Financial Officer

**1. THE COMPANY AND ITS OPERATIONS**

Dynea Pakistan Limited (the Company) was incorporated in Pakistan as a public limited company, under the repealed Companies Act, 1913 (now the Companies Act, 2017) on 20 June, 1982 and is listed on the Pakistan Stock Exchange Limited. The Company is engaged in the manufacture and sale of formaldehyde, urea / melamine formaldehyde and moulding compound. The registered office of the Company is situated at Office No.406, Parsa Tower, Plot No.31/1/A, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, Pakistan.

**2. GEOGRAPHICAL LOCATIONS AND ADDRESSES**

Geographical locations and addresses of all the business units are as under:

<u>Location</u>	<u>Business unit</u>
<b>Karachi</b>	
Office No. 406, Parsa Tower, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, Sindh.	Registered office
Office No. 405, Parsa Tower, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, Sindh.	Sales office
<b>Hub</b>	
A101-105, A132-136, H.I.T.E., Hub Chowki, District Lasbella, Balochistan.	Production plant
<b>Gadoon</b>	
34-A, 34-B, 35, 38-A & 88, Road-3, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa.	Production plant

**3. STATEMENT OF COMPLIANCE**

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards as applicable in Pakistan comprise of International Financial Reporting Standards (IFRSs) issued by International Accounting Standard Board (IASB) as notified under Companies Act, 2017 (the "Act") and, provisions of and directives issued under the Act. Where the provisions of and directives issued under the Act differ from the IFRSs, the provisions of and directives issued under the Act have been followed.

**4. BASIS OF MEASUREMENT**

- 4.1 These financial statements have been prepared under the historical cost convention, unless otherwise specifically stated.
- 4.2 These financial statements are presented in Pak Rupees which is the Company's functional and presentation currency.

**5. STANDARDS, INTERPRETATIONS, IMPROVEMENTS AND AMENDMENTS APPLICABLE TO FINANCIAL STATEMENT**

**5.1 Adoption of amendments to approved accounting standards effective during the year**

There are certain new and amended standards, issued by International Accounting Standards Board (IASB), interpretations and amendments that are mandatory for the Company's accounting periods beginning on or after July 1, 2022 but are considered not to be relevant or do not have any significant effect on the Company's operations and therefore not detailed in these financial statements.

**Amendments to approved accounting standards**

IFRS 3 Reference to the Conceptual Framework (Amendments)

IAS 16 Reference to the Conceptual Framework (Amendments)

IAS 37 Onerous Contracts – Costs of Fulfilling a Contract (Amendments)

The adoption of the above amendments to the accounting standards did not have any material effect on the Company's financial statements.

The IASB has also issued the revised Conceptual Framework for Financial Reporting (the Conceptual Framework) in March 2018 which is effective for annual periods beginning on or after January 01, 2020 for preparers of financial statements who develop accounting policies based on the Conceptual Framework. The revised Conceptual Framework is not standard, and none of the concepts override those in any standard or any requirements in a standard. The purpose of the Conceptual Framework is to assist IASB in developing standards, to help preparers develop consistent accounting policies if there is no applicable standard in place and to assist all parties to understand and interpret the standards.

**Improvements to Accounting Standards Issued by the IASB (2018-2020 cycle)**

IFRS 9 Financial Instruments – Fees in the '10 percent' test for derecognition of financial liabilities

IAS 41 Agriculture – Taxation in fair value measurements

IFRS 16 Leases – Lease incentives

The adoption of the above amendments to the approved accounting standards did not have any material effect on the Company's financial statements.

**5.2 Standards and amendments to IFRSs that are not yet effective**

The following amendments to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective amendment or improvements:

<b>Amendment or Improvement</b>		<b>Effective date (annual periods beginning on or after)</b>
IFRS 17	Insurance Contracts (Amendments)	January 1, 2023
IAS 1 and IFRS Practice	Disclosure of Accounting Policies (Amendments)	January 1, 2023
IAS 8	Definition of Accounting Estimates (Amendments)	January 1, 2023
IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments)	January 1, 2023
IAS 12	International Tax Reform – Pillar Two Model Rules (Amendments)	January 1, 2023
IAS 1	Classification of Liabilities as Current or Non-current	January 1, 2024
IFRS 16	Lease Liability in a Sale and Leaseback (Amendments)	January 1, 2024
IAS 7 / IFRS 7	Disclosures: Supplier Finance Arrangements (Amendments)	January 1, 2024
IFRS 10 / IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)	Not yet finalised

The above standards and amendments are not expected to have any material impact on the Company's financial statements in the period of initial application.

Further, the following new standards have been issued by IASB which are yet to be notified by the Securities and Exchange Commission of Pakistan for the purpose of applicability in Pakistan and are not expected to have any material impact on the Company's financial statements in the period of initial application.

<b>Standard or interpretation</b>		<b>IASB Effective date (annual periods beginning on or after)</b>
IFRS 1	First-time Adoption of International Financial Reporting Standards	January 01, 2004
IFRS 17	Insurance Contracts	January 01, 2023

**6. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of these financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In the process of applying the accounting policies, management has made the following estimates and judgments which are significant to the financial statements:

– residual values, method of depreciation, amortisation and useful lives of operating fixed assets, right-of-use assets and intangible assets	7.1, 8.1, 8.3 & 9.1
– impairment of financial and non-financial assets	7.3 & 7.15.5
– lease liabilities	7.10 & 22
– provisions	7.13
– recognition of current and deferred taxation	7.18, 12 & 33
– contingencies	7.26 & 25

## **7. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **7.1 Property, plant and equipment**

#### **7.1.1 Operating fixed assets**

These are stated at cost less accumulated depreciation and impairment losses, if any, except for freehold land which is stated at cost. Depreciation is charged to statement of profit or loss using the straight line method, at the rates specified in note 8.1 to these financial statements. Depreciation on additions is charged from the month when the asset is available for use and in case of disposal up to the month of disposal. Leasehold land is amortised in equal installments over the lease period of 33, 70, 75 and 99 years.

Maintenance and normal repairs are charged to statement of profit or loss as and when incurred. Major renewals and improvements are capitalized and the assets so replaced, if any, are retired.

Gains and losses on disposal of operating fixed assets are recognized in statement of profit or loss in the period of disposal.

#### **7.1.2 Capital work in progress**

These are stated at cost less accumulated impairment losses, if any, and represents expenditures incurred and advances made in respect of specific assets during the construction / erection period. These are transferred to specific assets as and when assets are available for use.

#### **7.1.3 Right-of-use assets**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less accumulated depreciation and impairment losses, if any, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated using straight line method. Right-of-use assets are subject to impairment. Right-of-use assets are depreciated on a straight-line basis over the lower of the lease term and the estimated useful lives of the assets, as follows:

Vehicles	5 years
Registered / sales office	5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of an asset.

### **7.2 Intangible assets**

These are stated at cost less accumulated amortisation and impairment losses, if any, except for intangibles under development which are stated at cost less impairment loss, if any. Amortisation is charged to statement of profit or loss using the straight line method.

### **7.3 Impairment of non-financial assets**

The carrying amount of non-financial assets other than inventories are assessed at each reporting date to ascertain whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated. An impairment loss is recognised as an expense in statement of profit or loss, for the amount by which the assets carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an assets fair value less cost to sell and value in use. Value in use is ascertained through discounting of the estimated future cash flows using a discount rate

that reflects the current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

#### **7.4 Stores and spares**

Stores, spares and loose tools are stated at cost less provision for slow moving and obsolete items. The cost is determined by the weighted moving average cost method except for those in transit which are valued at purchase price, freight value and other charges incurred thereon upto the reporting date.

#### **7.5 Stock-in-trade**

Stock-in-trade except goods in transit are valued at the lower of cost and NRV determined as follows:

Raw and packing materials	Purchase cost and other direct expenses on weighted average basis
Finished goods	Cost of direct materials, labour and attributable overheads
Goods in-transit and stock in bonded warehouse	Invoice value plus other charges paid thereon upto the statement of financial position date.

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

#### **7.6 Trade debts, loans, deposits, accrued mark-up and other receivables**

Trade debts, loans, deposits, accrued markup and other receivables are stated initially at fair value and subsequently measured at amortized cost using the effective interest rate method. Provision for loans, deposits and other receivables is made on the basis of lifetime ECLs that result from all possible default events over the expected life of the trade debts, loans, deposits, accrued mark-up and other receivables. Bad debts are written off when considered irrecoverable.

#### **7.7 Ijarah rentals**

Ijarah payments for assets under Ijarah finance agreements are recognised as an expense in statement of profit or loss on a straight line basis over the Ijarah term.

#### **7.8 Cash and cash equivalents**

These are stated at cost. For the purpose of statement of cash flows, cash and cash equivalents comprise of cash in hand and bank balances net off short-term running finance, if any.

#### **7.9 Borrowing costs**

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 capitalized as part of the cost of that asset.

#### **7.10 Lease liabilities**

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

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

##### **Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the



lease of low-value assets recognition exemption to leases that are considered of low-value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

#### 7.11 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in future for goods and services received, whether or not billed to the Company.

#### 7.12 Contract liabilities

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

#### 7.13 Provisions

Provisions are recognised in the statement of financial position where the Company has a legal or constructive obligation as a result of past event, and it is probable that out flow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

#### 7.14 Deferred income

The benefit of a long-term finance at a below-market rate of interest is treated as a deferred income, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates. The deferred income is held on the statement of financial position as a deferred credit and realised to the statement of profit or loss over systematic basis.

#### 7.15 Financial instruments

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

##### 7.15.1 Financial assets

The financial assets of the Company mainly include loans, deposits, trade debts, other receivables and cash & bank balances.

On initial recognition, a financial asset is classified as measured at amortised cost, Fair Value through Other Comprehensive Income (FVOCI) – debt investment, FVOCI – equity investment, or Fair Value through Profit or Loss (FVTPL).

The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

Based on the business model of the Company, the financial assets of the Company are measured and classified as follows:

- Trade debts and other financial assets are carried at amortised cost.

##### Derecognition

A financial asset, a part of a financial asset or part of a group of similar financial assets is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either the Company has transferred substantially all the risks and rewards of the asset or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

##### 7.15.2 Financial liabilities

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs. For the purpose of subsequent measurement financial liabilities are either classified at amortized cost or fair value through profit or loss. The Company does not have any financial liability at fair value through profit or loss.

##### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original

liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

#### **7.15.3 Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss. This category applies to long-term financing of the Company as disclosed in note 20 to the financial statements.

#### **7.15.4 Offsetting of financial assets and liabilities**

Financial assets and liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realize the assets and settle liabilities simultaneously. Incomes and expenses arising from such assets and liabilities are also offset accordingly.

#### **7.15.5 Impairment of financial assets**

Expected Credit Loss (ECL) is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

At each statement of financial position date, the Company assesses whether financial assets are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the respective asset.

The Company uses the standard's simplified approach and calculates ECL based on life time ECL on its financial assets. The Company has established a provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the financial assets and the economic environment.

#### **7.16 Employee retirement benefits**

##### **Defined contribution plan**

The Company operates a recognized provident fund for its permanent employees. Equal monthly contributions are made to the fund by the Company and the employees in accordance with the rules of the scheme. The Company has no further obligation once the contributions have been paid. The contributions made by the Company are recognized as employee benefit expenses when they are due.

##### **Compensated absences**

The Company accounts for these benefits in the accounting period in which the absences are earned. Provisions to cover the obligations are made using the current salary levels of employees.

#### **7.17 Taxation**

##### **7.17.1 Current**

Provision for current taxation is based on taxable income at the current rate of taxation after taking into account tax credits and tax rebates available, if any. The tax charged as calculated above is compared with turnover tax. Higher of normal tax or turnover tax is compared with Alternate Corporate Tax and whichever is higher is provided in the financial statements. Turnover tax is calculated in accordance with the provisions of section 113 of Income Tax Ordinance 2001. Alternate Corporate Tax is calculated in accordance with the provisions of section 113C of Income Tax Ordinance 2001.

The charge for current tax is calculated using prevailing tax rates. The charge from current tax also includes adjustments for prior years or otherwise considered necessary for such years.

**7.17.2 Deferred**

Deferred tax is provided on all temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry forward of unused tax assets and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduces to the extent that it is no longer probable that sufficient taxable profits will be available in future to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

**7.18 Revenue recognition**

Revenue from contracts with customers is recognised when control of the goods is transferred which generally coincides with the delivery of the goods to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods before transferring those to the customer.

**Sale of goods**

Performance obligations held by the Company are not separable, and are not partially satisfied, since they are satisfied at a point in time, when the goods are delivered to the customer. Moreover, the payment terms identified in most sources of revenue are short term usually 30 to 90 days upon delivery. Revenue is recorded at net of trade discounts and rebates, if any.

**Other income**

- Return on bank deposits / saving accounts is recognised on accrual basis.
- Return on short-term investments is recognised on accrual basis.
- Scrap sales and any other income is accounted for on accrual basis.

**7.19 Foreign currency transactions**

Transactions denominated in foreign currencies are translated into Pakistani rupees at the exchange rates prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into Pak Rupees at the exchange rates prevailing at the reporting date. Exchange differences are taken to statement of profit or loss.

**7.20 Share capital**

Ordinary shares are classified as equity and recognized at their face value. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**7.21 Dividends distribution and appropriation to reserves**

Dividend and appropriation to reserve are recognised in the financial statements in the period in which these are approved. Transfer between reserves made subsequent to the statement of financial position date is considered as a non-adjusting event and is recognised in the financial statements in the period in which such transfers are made.

**7.22 Segment reporting**

Segment reporting is based on the operating (business) segments of the Company. An operating segment is an identifiable component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components and for which discrete financial information is available. An operating segment's operating results are reviewed regularly by the senior management to make decisions about resources to be allocated to the segment and assess its performance.

Segment results that are reported to the senior management include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, income tax assets/ liabilities and related income and expenditure. Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment.

The business segments are engaged in providing products which are subject to risks and rewards which differ from the risk and rewards of other segments. Segments reported are as follows:

**Resin division**

The resin division produces urea / melamine formaldehyde and formaldehyde.

**Moulding compound division**

The moulding compound division produces urea / melamine formaldehyde moulding compound and melamine glazing powder.

**7.23 Unclaimed dividend**

This is recognised at the amount of dividend declared and unclaimed by shareholders from the date it became due and payable.

**7.24 Unpaid dividend**

This is recognised at the amount of dividend declared and claimed by shareholders but remained unpaid for the period of 3 years from the date it became due and payable.

**7.25 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 the Company 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.

**7.26 Sales tax**

Revenues, expenses and assets are recognised, net off amount of sales tax except:

- where sales tax incurred on a purchase of asset or service is not recoverable from the taxation authorities, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable;
- receivables or payables that are stated with the amount of sales tax; and
- the net amount of sales tax recoverable from, or payable to, the taxation authorities is included as part of receivables or payables in the statement of financial position.

**7.27 Earnings per share**

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

**8. PROPERTY, PLANT AND EQUIPMENT**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Operating fixed assets	8.1	774,361,709	743,122,898
Capital work-in-progress	8.2	60,732,303	54,140,791
Right-of-use assets	8.3	9,234,139	13,983,258
		844,328,151	811,246,947

**8.1 Operating fixed assets**

	COST					Depreciation rate / years	ACCUMULATED DEPRECIATION					NET BOOK VALUE	
	As at 01 July 2022	Additions / transfers from capital work-in-progress*	Transfers from right-of-use assets (note 8.3)	Disposals	As at 30 June 2023 (note 8.1.1)		As at 01 July 2022	Charge for the year (note 8.1.3)	Transfers from right-of-use assets (note 8.3)	Disposals	As at 30 June 2023	As at 30 June 2023	
	Freehold land	659,961	-	-	-		659,961	-	-	-	-	-	659,961
Leasehold land	84,465,489	-	-	-	84,465,489	33, 70, 75, 99 years	3,919,952	1,080,058	-	5,000,010	79,465,479		
Buildings on freehold land	20,307,457	-	-	-	20,307,457	10%	20,307,457	-	-	20,307,457	-		
Buildings on leasehold land	304,840,005	4,390,050	-	-	334,933,980	10%	156,167,850	25,792,587	-	181,960,437	152,973,543		
Plant and machinery	1,201,402,293	16,190,771	-	-	1,391,321,446	16.67%	795,032,209	130,266,286	-	925,298,495	466,022,951		
		25,703,925 *	-	-					-				
		173,728,382 *	-	-					-				
Electrical installations	83,318,747	-	-	-	83,318,747	16.67%	56,990,329	10,399,278	-	67,389,607	15,929,140		
Furniture and fittings	3,206,302	-	-	(58,500)	3,147,802	20%	3,117,890	25,200	(58,500)	3,084,590	63,212		
Office equipment	9,798,595	1,462,925	-	-	11,261,520	20%	6,552,492	1,294,557	-	7,847,049	3,414,471		
Computers and accessories	57,773,296	2,387,337	-	(705,697)	59,454,936	33%	22,681,244	13,520,444	(705,677)	35,496,011	23,958,925		
Vehicles	59,685,415	1,374,000	1,760,000	(458,000)	62,361,415	20%	17,565,239	12,007,582	968,000	(53,433)	30,487,388		
	1,825,457,560	25,805,083	1,760,000	(1,222,197)	2,051,232,753		1,082,334,662	194,385,992	968,000	(817,610)	1,276,871,044		
		199,432,307 *	-	-					-				
<b>2023</b>	<b>1,825,457,560</b>	<b>225,237,390</b>	<b>1,760,000</b>	<b>(1,222,197)</b>	<b>2,051,232,753</b>		<b>1,082,334,662</b>	<b>194,385,992</b>	<b>968,000</b>	<b>(817,610)</b>	<b>1,276,871,044</b>		

	COST					Depreciation rate / years	ACCUMULATED DEPRECIATION					NET BOOK VALUE	
	As at 01 July 2021	Additions / transfers from capital work-in-progress*	Transfers from right-of-use assets (note 8.3)	Disposals	As at 30 June 2022 (note 8.1.1)		As at 01 July 2021	Charge for the year (note 8.1.3)	Transfers from right-of-use assets (note 8.3)	Disposals	As at 30 June 2022	As at 30 June 2022	
	Freehold land	659,961	-	-	-		659,961	-	-	-	-	-	659,961
Leasehold land	43,115,159	41,350,330 *	-	-	84,465,489	33, 70, 75, 99 years	3,144,731	775,221	-	3,919,952	80,545,537		
Buildings on freehold land	20,307,457	-	-	-	20,307,457	10%	20,307,457	-	-	20,307,457	-		
Buildings on leasehold land	292,313,834	12,526,171 *	-	-	304,840,005	10%	132,734,697	23,433,153	-	156,167,850	148,672,155		
Plant and machinery	1,036,221,380	29,706,785	-	(12,821,840)	1,201,402,293	16.67%	700,284,073	107,569,951	(12,821,815)	795,032,209	406,370,084		
		148,295,968 *	-	-					-				
Electrical installations	83,444,547	-	-	(125,800)	83,318,747	16.67%	46,713,306	10,402,823	(125,800)	56,990,329	26,328,418		
Furniture and fittings	3,206,302	-	-	-	3,206,302	20%	3,032,521	85,369	-	3,117,890	88,412		
Office equipment	8,744,465	1,390,079	-	(335,949)	9,798,595	20%	5,793,813	1,094,576	(335,897)	6,552,492	3,246,103		
Computers and accessories	21,502,644	7,520,055	-	(162,560)	28,860,139	33%	15,354,587	7,489,200	(162,543)	22,681,244	35,092,052		
		28,913,157 *	-	-					-				
Vehicles	25,139,915	26,737,000 *	10,433,500	(2,625,000)	59,685,415	20%	3,571,282	7,424,520	7,094,437	(525,000)	42,120,176		
Storage tanks	2,507,035	-	-	(2,507,035)	-	20%	2,507,035	-	-	(2,507,035)	-		
	1,537,162,699	38,616,919	10,433,500	(18,578,184)	1,825,457,560		933,443,502	158,274,813	7,094,437	(16,478,090)	1,082,334,662		
		257,822,626 *	-	-					-				
<b>2022</b>	<b>1,537,162,699</b>	<b>296,439,545</b>	<b>10,433,500</b>	<b>(18,578,184)</b>	<b>1,825,457,560</b>		<b>933,443,502</b>	<b>158,274,813</b>	<b>7,094,437</b>	<b>(16,478,090)</b>	<b>1,082,334,662</b>		

**8.1.1** Includes assets costing Rs. 610.92 million (2022: 611.17 million) which are fully depreciated.

**8.1.2** Particulars of immovable property (i.e. freehold land, leasehold land and buildings thereon) in the name of Company are as follows:

Location	Use of immovable property	Total area
A101-105, A132-136, H.I.T.E., Hub Chowki, Distt. Lasbella, Balochistan.	Production plant	45,810.42 Square meters
34-A, 34-B, 35, 38-A & 88 Road-3, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa.	Production plant	40,468.60 Square meters

**8.1.3 Depreciation charge for the year has been allocated as follows:**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Cost of sales	27	<b>174,317,172</b>	145,901,311
Distribution costs	28	<b>3,349,388</b>	2,499,026
Administrative expenses	29	<b>16,719,432</b>	9,874,476
		<b>194,385,992</b>	158,274,813

**8.1.4** There were no disposal of operating fixed asset having book value of five hundred thousand rupees or more, where aggregate book value of the assets exceeds five million rupees.

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>8.2 Capital work-in-progress</b>			
Plant and machinery	8.2.1	<b>60,732,303</b>	54,140,791

**8.2.1 Movement in capital work-in-progress is as follows:**

Balance at beginning of the year		<b>54,140,791</b>	22,125,263
Capital expenditure incurred / advances made during the year		<b>206,023,819</b>	289,838,154
Transfer to operating fixed assets	8.1	<b>(199,432,307)</b>	(257,822,626)
Balance at end of the year		<b>60,732,303</b>	54,140,791

**8.3 Right-of-use assets**

	Note	30 June 2023			30 June 2022		
		Vehicles	City office	Total	Vehicles	City office	Total
----- (Rupees) -----							
<b>Cost</b>							
Balance at beginning of the year		<b>1,760,000</b>	<b>18,136,808</b>	<b>19,896,808</b>	12,193,500	12,627,852	24,821,352
Additions		-	-	-	-	9,073,081	9,073,081
Disposal		-	-	-	-	(3,564,125)	(3,564,125)
Transfer to operating fixed assets		<b>(1,760,000)</b>	-	<b>(1,760,000)</b>	(10,433,500)	-	(10,433,500)
Balance at end of the year		<b>-</b>	<b>18,136,808</b>	<b>18,136,808</b>	1,760,000	18,136,808	19,896,808
<b>Accumulated depreciation</b>							
Balance at beginning of the year		<b>968,000</b>	<b>4,945,550</b>	<b>5,913,550</b>	5,623,738	4,608,327	10,232,065
Charge for the year	8.3.1	-	<b>3,957,119</b>	<b>3,957,119</b>	2,438,699	3,901,348	6,340,047
Disposal		-	-	-	-	(3,564,125)	(3,564,125)
Transfer to operating fixed assets		<b>(968,000)</b>	-	<b>(968,000)</b>	(7,094,437)	-	(7,094,437)
Balance at end of the year		<b>-</b>	<b>8,902,669</b>	<b>8,902,669</b>	968,000	4,945,550	5,913,550
<b>Net book value</b>		<b>-</b>	<b>9,234,139</b>	<b>9,234,139</b>	792,000	13,191,258	13,983,258

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

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Cost of sales	27	–	1,589,047
Distribution costs	28	1,979,579	1,923,809
Administrative expenses	29	1,977,540	2,827,191
		<u>3,957,119</u>	<u>6,340,047</u>

9. INTANGIBLE ASSETS

Operating software	9.1	29,812,541	–
Capital work-in-progress	9.2	–	17,259,811
		<u>29,812,541</u>	<u>17,259,811</u>

9.1 Operating software

	COST				Amortization rate	ACCUMULATED DEPRECIATION			NET BOOK VALUE	
	As at 01 July	Additions / transfers from capital work-in - progress*	Disposals	As at 30 June		As at 01 July	Charge for the year	Disposals	As at 30 June	As at 30 June
----- (Rupees) -----										
2023	5,362,500	44,718,811*	–	50,081,311	33%	5,362,500	14,906,270	–	20,268,770	29,812,541
2022	5,362,500	–	–	5,362,500	33%	5,362,500	–	–	5,362,500	–

9.2 Capital work-in-progress:

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Balance at beginning of the year		17,259,811	–
Advances made during the year		27,459,000	17,259,811
Transfer	9.1	(44,718,811)	–
Balance at end of the year		<u>–</u>	<u>17,259,811</u>

10. LONG-TERM LOANS - considered good, secured

Loan to employees	10.1	313,049	288,748
Current maturity of long-term loan	16	(200,333)	(141,674)
		<u>112,716</u>	<u>147,074</u>

10.1 Interest free loans are granted for purchase of property, motor vehicles and for miscellaneous purposes to the employees which are repayable within a maximum period of three years as per the Company's human resource policy.

**NOTES TO THE FINANCIAL STATEMENTS  
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11. LONG-TERM DEPOSITS - considered good, unsecured	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Lasbella Industrial Estate Development Authority		4,915,870	4,915,870
Water and Power Development Authority		823,200	823,200
Others		2,256,056	2,256,056
		<u>7,995,126</u>	<u>7,995,126</u>
<b>12. DEFERRED TAXATION - net</b>			
<b>Deferred tax asset on deductible temporary differences</b>			
- allowance for expected credit loss		27,506,110	26,876,858
- provisions		3,592,574	3,039,870
- lease liability and right-of-use assets		636,975	(1,042,989)
<b>Deferred tax liability on taxable temporary differences</b>			
- accelerated tax depreciation		(18,110,847)	(2,331,253)
		<u>13,624,812</u>	<u>26,542,486</u>
<b>13. STORES AND SPARES</b>			
Stores		29,062,295	18,137,683
Spares		24,631,274	8,794,958
		<u>53,693,569</u>	<u>26,932,641</u>
<b>14. STOCK-IN-TRADE</b>			
Raw material:			
In hand		527,156,965	818,882,941
In transit		295,602,628	399,940,116
		<u>822,759,593</u>	<u>1,218,823,057</u>
Packing material		41,024,091	15,428,593
Finished goods		229,532,646	135,387,803
		<u>1,093,316,330</u>	<u>1,369,639,453</u>
<b>15. TRADE DEBTS - unsecured</b>			
Considered good		1,332,348,903	1,303,639,410
Considered doubtful		70,528,486	81,445,025
		<u>1,402,877,389</u>	<u>1,385,084,435</u>
Allowance for expected credit loss	15.1	(70,528,486)	(81,445,025)
		<u>1,332,348,903</u>	<u>1,303,639,410</u>
<b>15.1 Movement of allowance for expected credit loss:</b>			
Balance at beginning of the year		81,445,025	57,887,361
Reversal / (allowance) during the year		(10,916,539)	23,557,664
Balance at end of the year		<u>70,528,486</u>	<u>81,445,025</u>



**16. LOANS AND ADVANCES - considered good**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>Loans - secured</b>			
Executives		846,256	690,000
Employees	16.1	3,304,534	3,195,327
Current maturity of long-term loan	10	200,333	141,674
		<u>4,351,123</u>	<u>4,027,001</u>
<b>Advances - unsecured</b>			
Suppliers and contractors		104,825,427	85,958,198
		<u>109,176,550</u>	<u>89,985,199</u>

16.1 This represents interest free loans provided to the employees of the Company which are secured against their provident fund balance and repayable in one year.

**17. TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES**

Deposits - considered good, unsecured		255,921,182	7,602,435
Prepayments		5,318,272	2,877,548
Other receivables			
Insurance claim		458,000	50,000
Workers' Profit Participation Fund	17.1	3,378,238	9,132,063
		<u>3,836,238</u>	<u>9,182,063</u>
		<u>265,075,692</u>	<u>19,662,046</u>

**17.1 Movement of Workers' Profit Participation Fund (WPPF):**

Balance at beginning of the year		9,132,063	(249,177)
Interest expense for the year	31	–	(5,376)
Charge for the year	32	(55,621,763)	(53,867,937)
Payments made during the year - net		49,867,938	63,254,553
Balance at end of the year		<u>3,378,238</u>	<u>9,132,063</u>

**18. CASH AND BANK BALANCES**

<b>Cash at banks</b>			
Current accounts	18.1	282,619,196	99,825,650
Savings accounts	18.2	358,893,677	103,576,371
Term deposit receipts	18.3	154,296,602	29,269,526
		<u>795,809,475</u>	<u>232,671,547</u>

18.1 Includes an amount of Rs. 115.55 million (2022: Rs. 4.453 million) placed with an Islamic bank.

18.2 Includes an amount of Rs. 28.001 million (2022: 47.842 million) placed with an Islamic bank carrying profit at the rates ranging from 6.50% to 10% (2022: 2.97% to 6.84%). Profit rate under conventional banking relationship is ranging from 12.25% to 18.50% (2022: 5.75% to 8.75%) per annum.

18.3 Represents three months term deposit receipts, marked as lien, with a commercial bank under conventional banking relationship carrying profit rates ranging from 12.75% to 19.50% (2022: 6% to 12.75%) per annum and having maturity latest by August 26, 2023.

**18.4 CASH AND CASH EQUIVALENTS**

		30 June 2023	30 June 2022
----- (Rupees) -----			
Cash and bank balances		795,809,475	232,671,547
Restricted bank balances		(154,296,602)	(29,269,526)
		<u>641,512,873</u>	<u>203,402,021</u>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

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

Number of shares			30 June 2023	30 June 2022
30 June 2023	30 June 2022		----- (Rupees) -----	
8,316,000	8,316,000	Ordinary shares of Rs. 5/- each	41,580,000	41,580,000
10,556,413	10,556,413	Fully paid in cash	52,782,065	52,782,065
18,872,413	18,872,413	Issued as bonus shares	94,362,065	94,362,065

19.1 AICA Asia Pacific Holding Pte. Limited (a related party), incorporated in Singapore having its registered office at 43, Shipyard Road - 628135, Singapore, held 4,716,216 (2022: 4,716,216) ordinary shares representing 24.99% (2022: 24.99%) shareholding as of the reporting date.

19.2 Voting rights, board selection, right of first refusal, block voting and other shareholders' rights are in proportion to the shareholding.

### 20. LONG-TERM FINANCING - secured

	Note	30 June 2023	30 June 2022
		----- (Rupees) -----	
Term loan	20.1	–	28,125,000
Temporary Economic Refinance Facility (TERF)	20.2	64,276,922	87,559,204
		64,276,922	115,684,204
Current maturity of long-term financing		(27,714,226)	(55,839,137)
		36,562,696	59,845,067

20.1 Represents term loan obtained from a conventional bank amounting to Rs. 500 million (2022: Rs. 500 million). The facility carries a mark-up at the rate of three months' KIBOR plus 0.35% (2022: three months' KIBOR plus 0.35%) per annum. This loan was repaid by August 2022 in sixteen equal quarterly installments which commenced from November 2018 and was secured against equitable mortgage and hypothecation of the Company's operating fixed assets.

#### 20.1.1 Movement of term loan:

	30 June 2023	30 June 2022
	----- (Rupees) -----	
Balance at beginning of the year	28,125,000	140,625,000
Accretion of interest during the year	664,643	8,043,603
Repayment made during the year	(28,789,643)	(119,185,335)
Less: Accrued mark-up	–	(1,358,268)
Balance at end of the year	–	28,125,000

20.2 Represents facility obtained from a conventional bank for import of plant and machinery under State Bank of Pakistan (SBP) scheme of TERF amounting to Rs. 150 million (2022: Rs. 150 million). The facility carries mark-up at the rate of 1% base plus 0.75% spread (2022: 1% base plus 0.75% spread) per annum. The SBP allowed rate as per the scheme is up to 5% per annum. However, the effective interest rate is calculated as 7.64% per annum and the loan has been recognised at the present value. The loan is repayable in sixteen equal quarterly installments commencing from February 2022 discounted at the effective rate of interest. The differential mark-up has been recognised as deferred income (as mentioned in note 21) which will be recognized as income on systematic basis. The benefit has been measured as the difference between the fair value of the loan and the proceeds received. The financing is secured against first charge, hypothecation charge and equitable mortgage over the Company's operating fixed assets.

**20.2.1 Movement of TERF:**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Balance at beginning of the year		87,559,204	95,993,824
Accretion of interest during the year		5,897,009	7,333,930
Repayment made during the year		(28,859,724)	(15,328,067)
Balance at end of the year		64,596,489	87,999,687
Less: Accrued mark-up		(319,567)	(440,483)
		<u>64,276,922</u>	<u>87,559,204</u>

**21. DEFERRED INCOME**

	Note	30 June 2023	30 June 2022
Balance at beginning of the year		9,440,158	14,862,538
Amortization of deferred income	30	(4,431,719)	(5,422,380)
Balance at end of the year	21.1	5,008,439	9,440,158
Current portion of deferred income		(3,100,401)	(4,431,718)
		<u>1,908,038</u>	<u>5,008,440</u>

**21.1** As aforementioned in note 20.2, the purpose of the deferred income is to facilitate the Company to borrow funds for new or BMR of the existing project at below-market interest rate. This represents deferred income recognised in respect of the benefit of below-market interest rate on long-term financing. The benefit has been measured as the difference between the fair value of the loan and the proceeds received. The Company has used the prevailing market rate of mark-up for similar instruments to calculate fair values of respective loan.

**22. LEASE LIABILITIES**

The Company has entered into various lease agreements with an Islamic financial institution in respect of vehicles. The lease arrangements carry mark-up at the rate of KIBOR plus 2.75% (2022: KIBOR plus 2.75%). Rentals are payable in equal monthly installments whereas repairs and insurance costs are borne by the Company. These are secured against promissory notes.

The Company also has lease contract for the registered / sales office having lease term of 5 years. In general, the Company is restricted from assigning and subleasing the leased assets. These lease contracts include extension and termination options subject to the mutual consent of the Company and the lessor. The Company is bound by certain covenants which includes but are not limited to payment of certain taxes and to exercise reasonable care.

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Lease liabilities		10,867,407	14,161,747
Current maturity of lease liability		(4,461,939)	(4,402,922)
	22.1	<u>6,405,468</u>	<u>9,758,825</u>

**22.1 Movement of lease liabilities:**

	30 June 2023			30 June 2022		
	Vehicles	Registered/ sales office	Total	Vehicles	Registered/ sales office	Total
----- (Rupees) -----						
Balance at beginning of the year	192,307	13,969,440	14,161,747	3,176,239	7,590,433	10,766,672
Additions for the year	–	–	–	–	9,073,081	9,073,081
Accretion of interest	6,757	1,108,588	1,115,345	172,817	1,279,728	1,452,545
Payments made during the year	(199,064)	(4,210,621)	(4,409,685)	(3,156,749)	(3,973,802)	(7,130,551)
Balance at end of the year	–	10,867,407	10,867,407	192,307	13,969,440	14,161,747
Current maturity of lease liability	–	(4,461,939)	(4,461,939)	(192,307)	(4,210,615)	(4,402,922)
	–	6,405,468	6,405,468	–	9,758,825	9,758,825

**22.2** The maturity analysis of lease liabilities as at the reporting date is as follows:

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Up to one year		4,461,939	4,402,922
After one year		6,405,468	9,758,825
Total lease liabilities		<u>10,876,407</u>	<u>14,161,747</u>

**23. TRADE AND OTHER PAYABLES**

Creditors		14,895,286	14,936,482
Bills payable		227,199,035	243,546,192
Accrued liabilities	23.1 & 23.2	473,087,035	399,882,806
Contract liabilities	23.3	26,973,050	1,729,831
Workers' Welfare Fund		21,036,565	21,434,097
Vend and permit fee payable	23.4	4,552,438	4,552,438
Tax deducted at source		6,615,648	3,513,502
Sales tax payable - net		<u>151,477,888</u>	<u>96,200,534</u>
		<u>925,836,945</u>	<u>785,795,882</u>

**23.1** Includes accrual for leave encashment of Rs. 6.19 million (2022: Rs. 5.73 million) and bonus to employees of Rs. 4.05 million (2022: Rs. 3.96 million).

**23.2** Includes an amount of Rs. 242.49 million (2022: Rs. 176.91 million) in respect of Sindh Infrastructure Development Cess.

**23.3** These contract liabilities are unsecured and received under normal course of business. Revenue recognized during the year from amounts included in contract liabilities at beginning of the year amounts to Rs. 1.59 million (2022: Rs. 6.48 million).

**23.4** Represents amount charged to certain customers in respect of vend and permit fee. Depending on the outcome of the law suit mentioned in note 25.1 to these financial statements, the amount would either be paid to the Excise and Taxation Department, Government of Sindh or refunded to the customers. The Company discontinued this practice of charging the fee from July 2002 in accordance with the industrial norms.

**24. UNCLAIMED AND UNPAID DIVIDEND**

**24.1** The Company has opened separate bank accounts as required under the provision of section 244 of the Act and the required amounts have been transferred accordingly.

**24.2** Unclaimed dividend includes an amount payable to AICA Asia Pacific Holding Pte. Limited - associated company and Aylesbury International Limited amounting to Rs. 30.07 million (2022: Nil) and Rs. 9.87 million (2022: Rs. Nil) respectively on account of final dividend for the year ended June 30, 2022. The Company is awaiting approval from State Bank of Pakistan (SBP) for remittance of dividend. Withholding tax on above mentioned dividend has already been deposited.

**25. CONTINGENCIES AND COMMITMENTS**

**25.1 Contingencies**

The Excise and Taxation Department, Government of Sindh (the Department) imposed, vend and permit fee on methanol, a major raw material used by the Company in the production of formaldehyde. The Company filed a petition against the imposition of these levies in the Honourable High Court of Sindh (HCS) in August 1996. In June 2001, the Honourable HCS decided the case in the favour of the Company. However, the Department filed an appeal in the Honourable Supreme Court of Pakistan (SCP) against the above judgement. The Honourable SCP suspended the decision of the Honourable HCS and reverted the case back to the Honourable HCS for fresh hearing. In March 2003, the Honourable HCS once again decided the case in favour of the Company. The Department once again filed an appeal before the Honourable SCP.

In December 2019, the Honourable SCP disposed off the appeal on the basis that the Department would not press the instant and connected appeals, and that a fresh demand shall be raised following the notification dated 14 February 2002 and Sindh (Amendment) Abkari Ordinance 2002 notified on 30 October 2002. In addition to that the Department would surrender the demand secured by Indemnity Bonds for the period from 1990 up to 2002.

As of the reporting date, no fresh demand has yet been received from the Department against estimated Vend and Permit fee amounting to Rs. 1,725.01 million (2022: Rs. 1,588.8 million) determined on the basis of consumption of methanol by the Company since November 2002.

The consignment is being released by paying Rs. 3/= cash per bulk gallon which is being expensed out and indemnity bond of Rs. 14/= per bulk gallon under protest.

Upon the receipt of the fresh demand from the Department, the Company intends to approach the relevant Court of Justice to defend the case. The Company expects, based on the view of the legal advisor and the merit of the case, that the Company has strong grounds to challenge such a demand and is likely to succeed. Accordingly, no provision for any liability has been made in these financial statements.

**25.2 Commitments**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>25.2.1</b> Outstanding letter of credits		<u>1,721,684,096</u>	<u>1,122,145,168</u>
<b>25.2.2</b> Commitment for capital expenditure		<u>11,732,090</u>	<u>152,723,612</u>
<b>25.2.3</b> Outstanding bank guarantees in favour of:			
Sui Southern Gas Company Limited		6,459,520	6,459,520
Peshawar Electric Supply Company Limited		1,445,000	1,445,000
Sui Northern Gas Pipelines Limited		13,300,000	13,300,000
Excise and Taxation Department		<u>2,679,427</u>	<u>2,679,427</u>
		<u>23,883,947</u>	<u>23,883,947</u>
<b>26. TURNOVER - net</b>			
<b>Local sales</b>			
Gross sales		13,147,575,558	11,358,424,248
Sales tax		<u>(2,100,626,853)</u>	<u>(1,794,697,582)</u>
Sales return		<u>(11,787,631)</u>	<u>(27,324,775)</u>
Trade discount		-	(76,959)
		<u>(2,112,414,484)</u>	<u>(1,822,099,316)</u>
		<u>11,035,161,074</u>	<u>9,536,324,932</u>
<b>Export sales</b>	26.1	<u>45,276,801</u>	-
		<u>11,080,437,875</u>	<u>9,536,324,932</u>
<b>26.1 Region wise export sales are as under:</b>			
Afghanistan		<u>45,276,801</u>	-

**27. COST OF SALES**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
<b>Raw and packing material consumed</b>			
Balance at beginning of the year		1,234,251,650	1,078,726,892
Purchases		7,565,484,648	6,975,923,867
		<b>8,799,736,298</b>	<b>8,054,650,759</b>
Balance at end of the year	14	<b>(863,783,684)</b>	<b>(1,234,251,650)</b>
		<b>7,935,952,614</b>	<b>6,820,399,109</b>
<b>Manufacturing expenses</b>			
Indirect material consumed		3,433,841	13,515,774
Stores and spares consumed		122,505,098	107,575,631
Fuel and power		422,535,159	344,443,155
Salaries, wages and other benefits		496,217,463	410,912,005
Rates and taxes		972,500	1,014,674
Insurance		3,813,711	3,071,959
Repairs and maintenance		34,214,797	28,521,607
Security charges		14,586,948	11,635,852
Vehicles running and maintenance		20,789,196	16,540,304
Postage, telephone and telex		1,946,356	2,421,896
Storage and handling charges		31,339,279	27,087,997
Travelling and conveyance		2,715,392	1,936,795
Printing and stationery		2,509,379	2,327,845
Depreciation on operating fixed assets	8.1.3	174,317,172	145,901,311
Depreciation on right-of-use assets	8.3.1	—	1,589,047
Internet charges		2,042,903	1,642,948
Water and conservancy cost		833,350	2,175,247
Gas expense		1,906,730	1,457,690
Others		8,165,891	5,484,629
		<b>1,344,845,165</b>	<b>1,129,256,366</b>
<b>Cost of goods manufactured</b>		<b>9,280,797,779</b>	<b>7,949,655,475</b>
<b>Finished goods</b>			
Balance at beginning of the year		135,387,803	110,940,895
Balance at end of the year	14	<b>(229,532,646)</b>	<b>(135,387,803)</b>
		<b>(94,144,843)</b>	<b>(24,446,908)</b>
		<b>9,186,652,936</b>	<b>7,925,208,567</b>

**28. DISTRIBUTION COSTS**

Salaries and other benefits		28,536,444	28,501,207
Cartage and freight		278,460,082	207,115,323
Rent, rates and taxes	28.1	751,104	720,096
Insurance		3,342,687	3,015,953
Repairs and maintenance		414,262	378,860
Vehicles running and maintenance		6,224,684	4,774,657
Postage, telephone and telex		847,734	1,575,447
Travelling and conveyance		2,638,896	2,788,154
Printing and stationery		51,301	72,844
Electricity		876,346	573,947
Depreciation on operating fixed assets	8.1.3	3,349,388	2,499,026
Depreciation on right-of-use assets	8.3.1	1,979,579	1,923,809
Sales promotion		782,060	529,900
Others		1,450,183	2,932,155
		<b>329,704,750</b>	<b>257,401,378</b>

**28.1** Includes short-term lease expense amounting to Rs. 0.504 million (2022: Rs. 0.468 million).

**29. ADMINISTRATIVE EXPENSES**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Salaries and other benefits		110,254,574	97,371,092
Insurance		523,784	410,839
Repairs and maintenance		6,758,518	6,722,002
Vehicles running and maintenance		10,490,265	7,481,178
Postage, telephone and telex		1,512,820	1,821,902
Travelling and conveyance		7,185,025	4,628,281
Printing and stationery		1,266,128	2,061,320
Utilities		514,858	375,795
Depreciation on operating fixed assets	8.1.3	16,719,432	9,874,476
Depreciation on right-of-use assets	8.3.1	1,977,540	2,827,191
Amortisation		14,906,270	–
Legal and professional charges		7,821,086	6,076,466
Advertisement and publicity		113,400	990,062
Donations	29.1 & 29.2	10,799,609	10,095,000
Auditors' remuneration	29.3	3,080,653	2,405,524
Others		12,226,931	7,905,288
		<u>206,150,893</u>	<u>161,046,416</u>

**29.1** Donation to following parties exceeds 10% of the Company's total donations or Rs. 1 million, whichever is higher:

	30 June 2023	30 June 2022
----- (Rupees) -----		
Mohamed Ali Habib Welfare Trust	2,000,000	1,214,393
Indus Hospital	3,000,000	3,000,000
Habib Education Trust	–	2,000,000
Karachi Relief Trust	3,000,000	–
	<u>8,000,000</u>	<u>6,214,393</u>

**29.2** None of the directors of the Company or their spouses had any interest in any of the donees.

**29.3 Auditor's remuneration**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Statutory audit		1,708,750	1,367,000
Half yearly review		201,250	161,000
Review of Code of Corporate Governance		90,750	72,600
Other certifications		427,422	607,000
Out of pocket expense and sales tax		652,481	197,924
		<u>3,080,653</u>	<u>2,405,524</u>

**30. OTHER INCOME**

**Income from financial assets**

Interest on savings accounts	30.1	32,619,708	6,173,622
Interest on deposit account		11,564,277	1,909,282
		<u>44,183,985</u>	<u>8,082,904</u>

**Income from non-financial assets**

Scrap sales		401,653	416,667
Insurance claims		68,400	–
Gain on disposals of operating fixed assets		94,413	3,156,493
Amortisation of deferred income	21	4,431,719	5,422,380
		<u>4,996,185</u>	<u>8,995,540</u>
		<u>49,180,170</u>	<u>17,078,444</u>

**30.1** Includes an amount of Rs. 2.077 million (2022: Rs. 0.969 million) earned from an Islamic bank.

**NOTES TO THE FINANCIAL STATEMENTS  
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**31. FINANCE COSTS**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Mark-up on long-term financing		6,561,652	15,377,533
Mark-up on short-term running finance		59,368,439	20,829,047
Interest on WPPF	17.1	–	5,376
Accretion of interest on lease liabilities	31.1	1,115,345	1,452,545
		<u>67,045,436</u>	<u>37,664,501</u>
Bank guarantees commission		1,372,305	1,178,012
Bank charges		2,646,389	1,803,948
		<u>71,064,130</u>	<u>40,646,461</u>

**31.1** Includes an amount of Rs. 0.007 million (2022: Rs. 0.17 million) in respect of lease from an Islamic financial institution.

**32. OTHER CHARGES / EXPENSES**

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Workers' Profit Participation Fund	17.1	55,621,763	53,867,937
Workers' Welfare Fund		21,036,565	21,434,097
Exchange loss - net		190,342,624	60,101,254
		<u>267,000,952</u>	<u>135,403,288</u>

**33. TAXATION**

Current		398,876,863	406,678,047
Prior		3,002,198	(7,113,171)
Deferred		12,917,674	(10,929,439)
	33.1	<u>414,796,735</u>	<u>388,635,437</u>

**33.1 Relationship between accounting profit and tax expense**

Profit before taxation		<u>1,079,960,923</u>	<u>1,010,139,602</u>
Tax @ 29% (2022: 29%)		313,188,668	292,940,485
Effects of previous year's tax charge		3,002,198	(7,113,171)
Effects of super tax		103,079,167	105,027,076
Others		(4,473,298)	(2,218,953)
Tax expense		<u>414,796,735</u>	<u>388,635,437</u>
Effective tax rate		<u>38.41%</u>	<u>38.47%</u>

**34. BASIC AND DILUTED EARNINGS PER SHARE**

Net profit for the year		<u>665,164,188</u>	<u>621,504,165</u>
----- (No. of shares) -----			
Weighted average number of ordinary shares outstanding during the year		<u>18,872,413</u>	<u>18,872,413</u>
----- (Rupees) -----			
Basic earnings per share	34.1	<u>35.25</u>	<u>32.93</u>

**34.1** There is no dilutive effect on basic earning per share of the Company as calculated above.



**35. OPERATING SEGMENT INFORMATION**

For management purposes, the Company is organized into business units based on their products and has two reportable operating segments as follows:

- The resin division produces urea / melamine formaldehyde and formaldehyde; and
- The moulding compound division produces urea/ melamine formaldehyde moulding compound and melamine glazing powder.

	30 June 2023			30 June 2022		
	Resin division	Moulding compound division	Total	Resin division	Moulding compound division	Total
----- (Rupees) -----						
Turnover - net	<u>4,492,470,196</u>	<u>6,587,967,679</u>	<u>11,080,437,875</u>	4,226,002,448	5,310,322,484	9,536,324,932
Segment result	<u>756,370,528</u>	<u>869,870,868</u>	<u>1,626,241,396</u>	526,650,304	853,793,074	1,380,443,378
<b>Unallocated expenses:</b>						
Administrative expenses			<u>(206,150,893)</u>			(161,046,416)
Distribution costs			<u>(51,244,668)</u>			(50,286,055)
Other income			<u>49,180,170</u>			17,078,444
Finance costs			<u>(71,064,130)</u>			(40,646,461)
Other charges			<u>(267,000,952)</u>			(135,403,288)
Taxation			<u>(414,796,735)</u>			(388,635,437)
Net profit for the year			<u>665,164,188</u>			621,504,165
Segment assets	<u>1,141,391,821</u>	<u>2,075,017,880</u>	<u>3,216,409,701</u>	1,490,803,723	1,919,086,447	3,409,890,170
Unallocated assets			<u>1,339,911,398</u>			496,344,316
<b>Total assets</b>			<u>4,556,321,099</u>			3,906,234,486
Segment liabilities	<u>360,759,013</u>	<u>524,206,139</u>	<u>884,965,152</u>	365,871,724	419,708,618	785,580,342
Unallocated liabilities			<u>238,632,187</u>			211,551,183
<b>Total liabilities</b>			<u>1,123,597,339</u>			997,131,525
Capital expenditure	<u>79,435,801</u>	<u>149,216,814</u>	<u>228,652,615</u>	112,838,841	165,472,553	278,311,394
Unallocated capital expenditure			<u>30,635,287</u>			67,403,490
<b>Total capital expenditure</b>			<u>259,287,902</u>			345,714,884
Depreciation	<u>55,171,152</u>	<u>119,146,020</u>	<u>174,317,172</u>	46,272,965	101,217,393	147,490,358
Unallocated depreciation			<u>38,932,209</u>			17,124,502
<b>Total depreciation</b>			<u>213,249,381</u>			164,614,860

**35.1** Administrative expenses, distribution costs (excluding cartage and freight), other income, finance costs, other charges and taxation is managed on Company basis and are not allocated to operating segments.

**35.2** There were no sales amongst operating segments of the Company.

**35.3 Segment assets and liabilities**

Segment assets include all operating assets by a segment and principally consist of property, plant and equipment, stock-in-trade and trade debts. Segment liabilities include all operating liabilities and principally consist of trade and other payables.

**35.4.1 Reconciliation of segment assets and liabilities to total assets and liabilities**

	30 June 2023	30 June 2022
	----- (Rupees) -----	
<b>Segment assets</b>		
Allocated segment assets	3,216,409,701	3,409,890,170
Long-term deposits	7,995,126	7,995,126
Deferred taxation - net	13,624,812	26,542,486
Cash and bank balances	795,809,475	232,671,547
Other unallocated assets	522,481,985	229,135,157
	<u>4,556,321,099</u>	<u>3,906,234,486</u>
<b>Segment liabilities</b>		
Allocated segment liabilities	884,965,153	785,580,341
Trade and other payables	121,024,560	139,501,650
Accrued mark-up	427,456	6,768,218
Taxation - net	69,383,958	58,311,404
Unclaimed and unpaid dividend	47,796,212	6,969,912
	<u>1,123,597,339</u>	<u>997,131,525</u>

**35.4.2** All non-current assets of the Company at the end of the current and preceding year were located in Pakistan.

**36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

	Note	30 June 2023	30 June 2022
		----- (Rupees) -----	
<b>36.1 Financial instruments by category</b>			
<b>Financial assets - at amortised cost</b>			
Long-term loans	10	112,716	147,074
Long-term deposits	11	7,995,126	7,995,126
Trade debts	15	1,332,348,903	1,303,639,410
Loans	16	4,351,123	4,027,001
Trade deposits and other receivables	17	256,379,182	7,652,435
Accrued mark-up		11,027,234	512,746
Cash and bank balances	18	795,809,475	232,671,547
		<u>2,408,023,759</u>	<u>1,556,645,339</u>
<b>Financial liabilities - at amortised cost</b>			
Long-term financing	20	64,276,922	115,684,204
Lease liabilities	22	10,867,407	14,161,747
Trade and other payables	23	472,690,910	481,455,480
Accrued mark-up		427,456	6,768,218
Unclaimed and unpaid dividend		47,796,212	6,969,912
		<u>596,058,907</u>	<u>625,039,561</u>

The Company's activities expose it to a variety of financial risks i.e. market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on minimizing potential adverse effects on the Company's financial performance. The overall risk management of the Company is carried out by the Company's senior management team under policies approved by the Board of Directors. Such policies entail identifying, evaluating and addressing financial risks of the Company. The Company's overall risk management procedures to minimize the potential adverse affects of financial market on the Company's performance are as follows:

### 36.2 Market risk

Market risk is the risk that fair value or future cash flows will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk, such as equity risk.

#### (i) Interest rate risk

Interest rate risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of change in market interest rates. The Company's exposure to the risk of change in market interest rate relates primarily to the saving accounts and long term financing. The Company manages its net working capital by keeping it at an optimum level to ensure minimal utilisation of running finance facilities.

#### Interest rate profile of financial instruments

At the reporting date, the interest rate profile of the Company's interest bearing financial instruments were as follows:

	Note	2023	2022
----- (Rupees) -----			
<b>Financial assets at amortised cost</b>			
Bank balances	18	<u>641,512,873</u>	<u>203,402,021</u>
<b>Financial liabilities at amortised cost</b>			
Long-term financing	20	<u>64,276,922</u>	<u>115,684,204</u>

#### Sensitivity analysis

A change of 100 basis points (1%) in interest rate at the reporting date would have changed the Company's profit before tax for the year by the amounts shown below, with all other variables held constant.

	Note	2023	2022
-----			
Change in interest rate	±	1%	1%
Effect on profit before tax	±	(5,772,360)	(877,178)

#### (ii) Foreign currency risk

Foreign currency risk is the risk that the value of financial assets or a financial liability will fluctuate due to a change in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions in foreign currencies. The company's exposure to foreign currency risk at the reporting date is as follows:

	2023	2022
----- FCY -----		
<i>USD</i>		
Trade and other payables	1,385,484	1,188,958

The following significant exchange rates were applied during the year:

	Statement of financial position date rate		Average rate	
	2023	2022	2023	2022
-----				
<i>USD</i>	285.99	204.85	248.09	178.82

A ten percent strengthening / weakening of the Pakistani Rupee against the above foreign currencies at the reporting date would increase / decrease profit before tax for the year by Rs. 39.62 million (2022: Rs. 24.36 million). This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for the previous year.

#### (iii) Equity price risk

Equity price risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because 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 instrument or its issuer, or factors affecting all similar financial instruments traded in the market. As of the reporting date, the Company is not exposed to any equity price risk.

**36.3 Credit risk and concentration of credit risk**

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss without taking into account the fair value of any collateral.

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 ability 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.

The Company is exposed to credit risk mainly on loans, deposits, trade debts, other receivables, accrued mark-up and bank balances. To reduce the exposure to credit risk on trade debts, the Company has developed a formal approval process, whereby credit limits are applied to its customers. The management continuously monitors the credit exposure towards the customers and makes provision against those balances considered doubtful of recovery. The credit risk on liquid funds such as balances with banks is limited as banks are of reasonably high credit ratings.

The maximum exposure to credit risk at the reporting date is as follows:

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Long-term loans	10	112,716	147,074
Long-term deposits	11	7,995,126	7,995,126
Trade debts	15	1,332,348,903	1,303,639,410
Loans	16	4,351,123	4,027,001
Trade deposits and other receivables	17	256,379,182	7,652,435
Accrued mark-up		11,027,234	512,746
Bank balances	18	795,809,475	232,671,547
		<u>2,408,023,759</u>	<u>1,556,645,339</u>

The credit quality of financial assets other than bank balances can be assessed with reference to their historical performance with no or some defaults in recent history.

The impaired trade debts and the basis of impairment are disclosed in notes 15.1 and 7.15 respectively.

Set out below is the information about the credit risk exposure on the Company's trade debts from its customers.

	30 June 2023						
	in Rupees						
	Not yet due			Days Past Due			
	Current	0-30	30-60	60-90	90-120	>120	Total
Expected credit loss rate	1.74%	10.58%	26.39%	58.58%	85.22%	99.57%	
Estimated total gross carrying amount at default	1,280,141,225	45,396,519	36,600,405	8,951,126	21,999,475	9,788,641	1,402,877,389
Expected credit loss	(22,330,229)	(4,802,196)	(9,658,195)	(5,243,535)	(18,747,323)	(9,747,008)	(70,528,486)
Amount past due but not impaired	<u>1,257,810,995</u>	<u>40,594,323</u>	<u>26,942,210</u>	<u>3,707,590</u>	<u>3,252,152</u>	<u>41,633</u>	<u>1,332,348,903</u>
	30 June 2022						
	in Rupees						
	Not yet due			Days Past Due			
	Current	0-30	30-60	60-90	90-120	>120	Total
Expected credit loss rate	0.38%	7.96%	19.46%	38.65%	81.60%	89.20%	
Estimated total gross carrying amount at default	1,110,097,756	128,582,255	74,065,085	18,685,444	33,278,993	20,374,902	1,385,084,435
Expected credit loss	(4,247,081)	(10,235,388)	(14,411,312)	(7,221,908)	(27,155,304)	(18,174,032)	(81,445,025)
Amount past due but not impaired	<u>1,105,850,675</u>	<u>118,346,867</u>	<u>59,653,773</u>	<u>11,463,536</u>	<u>6,123,689</u>	<u>2,200,870</u>	<u>1,303,639,410</u>

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

	30 June 2023	30 June 2022
----- (Rupees) -----		
<b>Bank balances</b>		
<b>Rating</b>	<b>Rating Agency</b>	
A1+	PACRA & VIS	
	<u>795,809,475</u>	<u>232,671,547</u>

Financial assets other than trade debts and bank balances are not materially exposed to any credit risk.

### 36.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in raising funds to meet commitments associated with financial instruments.

Management forecasts the liquidity of the Company on the basis of expected cashflow considering the level of liquid assets necessary to mitigate the liquidity risk. The table below summarises the maturity profile of the Company's financial liabilities at the following statement of financial position dates:

	On demand	Less than 3 months	3 to 12 months	1 to 5 years	Total
----- (Rupees) -----					
<b>30 June 2023</b>					
<b><i>Interest bearing financial liabilities</i></b>					
Long-term financing	-	6,928,658	20,785,568	36,562,696	64,276,922
Lease liabilities	-	-	4,461,939	6,405,468	10,867,407
Accrued mark-up	-	427,456	-	-	427,456
<b><i>Non-interest bearing financial liabilities</i></b>					
Trade and other payables	-	746,706,844	-	-	746,706,844
Unpaid dividend	5,537,462	-	-	-	5,537,462
Unclaimed dividend	42,258,750	-	-	-	42,258,750
	<u>47,796,212</u>	<u>754,062,958</u>	<u>25,247,507</u>	<u>42,968,164</u>	<u>870,074,841</u>
<b>30 June 2022</b>					
<b><i>Interest bearing financial liabilities</i></b>					
Long-term financing	-	35,053,568	20,785,569	59,845,067	115,684,204
Lease Liabilities	-	192,307	4,210,615	9,758,825	14,161,747
Accrued mark-up	-	6,768,218	-	-	6,768,218
<b><i>Non-interest bearing financial liabilities</i></b>					
Trade and other payables	420,456,192	239,639,119	4,552,438	-	664,647,749
Unpaid dividend	4,871,749	-	-	-	4,871,749
Unclaimed dividend	2,098,163	-	-	-	2,098,163
	<u>427,426,104</u>	<u>281,653,212</u>	<u>29,548,622</u>	<u>69,603,892</u>	<u>808,231,830</u>

### 36.5 Unavailed Credit Facilities

The facility for short-term running finance, opening letters of credit, letters of guarantees and forward facility amounted to Rs. 1600 million (2022: Rs. 910 million), Rs. 2,850 million (2022: Rs. 2,350 million), Rs. 361.15 million (2022: Rs. 247 million) and Rs. 22.5 million (2022: 22.5 million) respectively, of which Rs. 1600 million (2022: Rs. 910 million), Rs. 1,128 million (2022: Rs.1,227 million), Rs. 0 million (2022: Rs. 66 million) and Rs.22.5 million (2022: 22.5 million) respectively, remained unutilized as at the statement of financial position date.

The rate of mark-up on running finance facilities ranges from one month KIBOR plus 0.50% to three months' KIBOR plus 1% (2022: one month KIBOR plus 0.50% to six months' KIBOR plus 0.75%) per annum, payable quarterly and are secured by joint/ first pari passu hypothecation of stores and spares, stock-in-trade and trade debts of the Company.

**37. FAIR VALUE MEASUREMENT**

The carrying values of the financial assets and financial liabilities approximate their fair values. Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

**Fair value hierarchy**

The different levels to analyse financial assets carried at fair value have been defined as follows:

Level 1: Quoted market price

Level 2: Valuation techniques (market observable); and

Level 3: Valuation techniques (non-market observables)

As of the statement of financial position date, the Company does not have any financial assets carried at fair value that required categorization in Level 1, Level 2 and Level 3.

**38. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES**

	<b>30 June 2023</b>		
	<b>Long-term financing-secured (including deferred income)</b>	<b>Un-claimed and Unpaid dividend</b>	<b>Leases liabilities</b>
	----- (Rupees) -----		
Balance at beginning of the year	125,124,362	6,969,912	14,161,747
<b>Changes from financing cash flows</b>			
Payments made during the year	(57,649,367)	-	(4,409,685)
Dividend paid	-	(100,717,089)	-
	(57,649,367)	(100,717,089)	(4,409,685)
<b>Other changes</b>			
Finance costs	6,561,652	-	1,115,345
Amortization of government grant	(4,431,719)	-	-
Dividend declared	-	141,543,389	-
	2,129,933	141,543,389	1,115,345
Less: Accrued mark-up	(319,567)	-	-
Balance at end of the year	<u>69,285,361</u>	<u>47,796,212</u>	<u>10,867,407</u>
	<b>30 June 2022</b>		
	<b>Long-term financing-secured (including deferred income)</b>	<b>Un-claimed and Unpaid dividend</b>	<b>Leases liabilities</b>
	----- (Rupees) -----		
Balance at beginning of the year	251,481,362	6,483,287	10,766,672
<b>Changes from financing cash flows</b>			
Payments made during the year	(134,513,402)	-	(7,130,551)
Dividend paid	-	(93,875,509)	-
	(134,513,402)	(93,875,509)	(7,130,551)
<b>Other changes</b>			
Additions during the year	-	-	9,073,081
Finance costs	15,377,533	-	1,452,545
Amortization of government grant	(5,422,380)	-	-
Dividend declared	-	94,362,065	-
	9,955,153	94,362,065	10,525,626
Less: Accrued mark-up	(1,798,751)	-	-
Balance at end of the year	<u>125,124,362</u>	<u>6,969,843</u>	<u>14,161,747</u>

**39. CAPITAL RISK MANAGEMENT**

The Company's objective when managing capital is to safeguard the Company's ability to remain as a going concern and continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. As of the statement of financial position date, the debt to equity ratio is as follows:

The gearing ratio as at 30 June 2023 and 30 June 2022 is as follows:

	Note	30 June 2023	30 June 2022
----- (Rupees) -----			
Long-term financing	20	64,276,922	115,684,204
Accrued mark-up		427,456	6,768,218
<b>Total debt</b>		<b>64,704,378</b>	<b>122,452,422</b>
Issued, subscribed and paid-up capital	19	94,362,065	94,362,065
Revenue reserves		3,338,361,695	2,814,740,896
<b>Equity</b>		<b>3,432,723,760</b>	<b>2,909,102,961</b>
<b>Total debt plus equity</b>		<b>3,497,428,138</b>	<b>3,031,555,383</b>
<b>Gearing ratio</b>		<b>1.85%</b>	<b>4.04%</b>

**40. TRANSACTIONS WITH RELATED PARTIES**

Related parties of the Company comprise associated companies, staff retirement fund, directors and key management personnel. All the transactions with related parties are entered into at agreed terms in the normal course of business as approved by the Board of Directors of the Company. Transactions with related parties are as follows:

Name of related party	Relationship	% of shareholding in the Company	Nature of transaction	30 June 2023	30 June 2022
----- (Rupees) -----					
Provident Fund	Staff retirement fund	Nil	Contribution to fund	13,148,374	12,089,195
AICA Asia Pacific Holding Pte Ltd.	Associate	24.99	Dividend paid	35,371,620	23,581,080

**40.1** Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly or indirectly. The Company considers all members of their executive management team, including the Chief Executive Officer and Directors, to be key management personnel.

**41. REMUNERATION OF CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES**

The aggregate amount charged in the financial statements for remuneration including certain benefits to the Chief Executive Officer, Directors and executives of the Company are as follows:

	2023			2022		
	Chief Executive	Directors	Executives	Chief Executive	Directors	Executives
----- (Rupees) -----						
Managerial remuneration	16,132,092	–	44,498,119	13,614,132	–	31,310,580
Bonus	15,151,904	–	15,506,079	18,582,930	–	12,352,587
Retirement and other benefits	1,930,492	–	10,324,075	3,055,634	–	7,497,223
House rent	6,598,020	–	15,386,547	5,567,952	–	12,674,061
	<b>39,812,508</b>	<b>–</b>	<b>85,714,820</b>	<b>40,820,648</b>	<b>–</b>	<b>63,834,451</b>
Number of persons	<b>1</b>	<b>6</b>	<b>18</b>	<b>1</b>	<b>6</b>	<b>14</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

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- 41.1 In addition, the Chief Executive Officer and certain executives are provided with free use of Company's maintained cars as per terms of employment.
- 41.2 Directors' fee to non-executive directors for attending the board meetings amounted to Rs. 13.73 million (2022: Rs. 10.72 million).
- 41.3 No remuneration was paid to any of the directors other than the Chief Executive Officer.

### 42. CAPACITY AND PRODUCTION

	30 June 2023		30 June 2022	
	Rated Capacity	Actual Production	Rated Capacity	Actual Production
----- (M. tonnes) -----				
<b>Resin division</b>				
Urea / Melamine formaldehyde	77,000	29,971	77,000	34,602
Formaldehyde	119,000	85,942	119,000	93,114
	<u>196,000</u>	<u>115,913</u>	<u>196,000</u>	<u>127,716</u>
<b>Moulding compound division</b>				
Urea/ melamine formaldehyde moulding compound	39,000	31,497	39,000	31,987
Melamine Glazing Powder	2,000	1,126	2,000	1,546
	<u>41,000</u>	<u>32,623</u>	<u>41,000</u>	<u>33,533</u>

- 42.1 Capacity utilization is in line with market demand during the year.

### 43. NON-ADJUSTING EVENT AFTER THE REPORTING DATE

"The Board of Directors in its meeting held on 11 September 2023 proposed final cash dividend of Rs. 10.00 per share for the year ended 30 June 2023 amounting to Rs. 188.72 million for approval of the members at the Annual General Meeting to be held on 25 October 2023.

The directors have also approved appropriation of Rs. 500 million (2022: Rs. 300 million) to general reserve. These appropriations will be approved in the forthcoming Annual General Meeting. The financial statements for the year ended 30 June 2023 do not include the effect of these appropriations which will be accounted in the financial statements for the year ending 30 June 2024. "

### 44. PROVIDENT FUND

Investments out of provident fund have been made in accordance with the provisions of section 218 of the Companies Act 2017 and the rules formulated for this purpose.

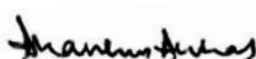
	30 June 2023	30 June 2022
<b>45. NUMBER OF EMPLOYEES</b>		
Total number of employees as at the reporting date	<u>227</u>	<u>231</u>
Average number of employees during the year	<u>225</u>	<u>228</u>

### 46. GENERAL

- 46.1 In these financial statements, figures have been rounded off to the nearest Pak rupee, unless otherwise stated.
- 46.2 Certain figures have been reclassified for better presentation, however there are no material reclassification to report.

### 47. DATE OF AUTHORISATION FOR ISSUE

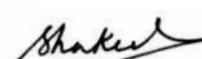
These financial statements were authorised for issue on 11 September 2023 by the Board of Directors of the Company.



**SHABBIR ABBAS**  
Chief Executive Officer



**DONALD JENKIN**  
Chairman



**SHAKEEL UDDIN**  
Chief Financial Officer



NO.	CATEGORIES OF SHAREHOLDERS	NO. OF SHARES HELD	CATEGORY-WISE NO. OF FOLIOS/CDC ACCOUNTS	CATEGORY-WISE SHARES HELD	PERCENTAGE (%)
1	<b>INDIVIDUALS</b>		1,351	3,912,973	20.73
2	<b>INVESTMENT COMPANIES</b>		1	2,200	0.01
3	<b>JOINT STOCK COMPANIES</b>		12	1,737,259	9.21
4	<b>DIRECTORS, CHIEF EXECUTIVE OFFICER AND THEIR SPOUSE AND MINOR CHILDREN</b> Anam Fatima Khan Tariq Ahmed Shabbir Abbas Andalib Alavi	1,000 1,000 1,000 1,000	4	4,000	0.02
5	<b>EXECUTIVES</b>		–	–	–
6	<b>ASSOCIATED COMPANIES, UNDERTAKINGS AND RELATED PARTIES</b> AICA Asia Pacific Holding Pte Ltd.		1	4,716,216	24.99
7	<b>PUBLIC SECTOR COMPANIES AND CORPORATIONS</b>		–	–	–
8	<b>BANKS, DFI'S, NBFIS, INSURANCE COMPANIES, TAKAFUL, MODARABAS AND PENSION FUNDS</b> Financial Institutions Insurance Companies Modaraba Pension Funds	38,237 626,400 616 297,030	15	962,283	5.10
9	<b>MUTUAL FUNDS</b> CDC - Trustee MCB Pakistan Stock Market Fund CDC - Trustee Alhamra Islamic Stock Fund CDC - Trustee Meezan Islamic Fund CDC - Trustee UBL Stock Advantage Fund CDC - Trustee Al-ameen Shariah Stock Fund CDC - Trustee Meezan Tahaffuz Pension Fund - Equity Sub Fund CDC - Trustee Al Habib Stock Fund CDC - Trustee Al Habib Islamic Stock Fund CDC - Trustee UBL Asset Allocation Fund CDC - Trustee Al-ameen Islamic Asset Allocation Fund CDC - Trustee Al-ameen Islamic Ret. Sav. Fund-equity Sub Fund CDC - Trustee UBL Retirement Savings Fund - Equity Sub Fund CDC - Trustee National Investment (Unit) Trust CDC - Trustee Al Ameen Islamic Dedicated Equity Fund CDC - Trustee UBL Dedicated Equity Fund CDC - Trustee Golden Arrow Stock Fund	37,600 88,600 313,500 12,500 18,000 22,600 13,900 12,000 800 2,900 15,300 14,200 1,632,310 4,500 8,500 193,700	16	2,390,910	12.67
10	<b>FOREIGN INVESTORS</b>		18	4,921,399	26.08
11	<b>CO-OPERATIVE SOCIETIES</b>		2	3,701	0.02
12	<b>CHARITABLE TRUST</b>		1	99,137	0.53
13	<b>OTHERS</b>		9	122,335	0.65
	<b>TOTAL</b>		1,430	18,872,413	100.00

**SHAREHOLDERS HOLDING FIVE PERCENT OR MORE VOTING INTEREST IN THE LISTED COMPANY**

TOTAL PAID-UP CAPITAL OF THE COMPANY		18,872,413	SHARES
5% OF THE PAID-UP CAPITAL OF THE COMPANY		943,621	SHARES
NAME(S) OF SHARE-HOLDER(S)	DESCRIPTION	NO. OF SHARES HELD	PERCENTAGE (%)
AICA Asia Pacific Holding Pte Ltd.	FALL IN CAT.# 6	4,716,216	24.99
CDC - Trustee National Investment (Unit) Trust	FALL IN CAT.# 9	1,632,310	8.65
Aylesbury International Ltd.	FALL IN CAT.# 10	1,610,715	8.53
Robert Finance Corporation AG	FALL IN CAT.# 10	1,105,169	5.86
TOTAL		9,064,410	48.03

**Detail of trading in the shares by the Directors, Executive and their spouses and minor children:**

None of the Directors, Executives and their spouses and minor children has traded in the shares of the Company during the year of the company.

**PATTERN OF SHAREHOLDING  
AS AT JUNE 30, 2023**

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NO. OF SHAREHOLDERS	SIZE OF HOLDING		TOTAL SHARES HELD
	FROM	TO	
589	1	100	17,039
346	101	500	98,175
160	501	1000	129,901
197	1001	5000	458,213
52	5001	10000	378,336
16	10001	15000	202,662
11	15001	20000	191,783
8	20001	25000	183,496
3	25001	30000	85,234
3	30001	35000	101,000
2	35001	40000	76,351
1	40001	45000	41,602
2	45001	50000	99,354
1	50001	55000	54,000
2	55001	60000	117,343
1	60001	65000	61,323
1	65001	70000	67,855
1	70001	75000	70,300
3	75001	80000	227,349
1	80001	85000	82,317
1	85001	90000	88,600
5	95001	100000	497,437
1	120001	125000	123,000
1	135001	140000	135,311
1	140001	145000	145,000
1	155001	160000	159,300
2	160001	165000	325,304
1	165001	170000	168,800
1	190001	195000	193,700
1	235001	240000	235,300
1	245001	250000	250,000
1	310001	315000	313,500
1	320001	325000	322,000
4	385001	390000	1,547,832
1	400001	405000	400,300
1	540001	545000	542,000
1	795001	800000	800,000
1	815001	820000	816,986
1	1105001	1110000	1,105,169
1	1610001	1615000	1,610,715
1	1630001	1635000	1,632,310
1	4715001	4720000	4,716,216
<b>1,430</b>			<b>18,872,413</b>

Notice is hereby given that the Forty-first (41st) Annual General Meeting of the Members of the Company will be held at the Auditorium of Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi, and virtually through video-conference facility on Wednesday, October 25, 2023 at 10:30 am to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2023 together with the Chairman's Review Report, Reports of the Directors' and Auditors' thereon.
2. To approve, as recommended by the Board of Directors, the payment of final cash dividend at Rs.10 per share i.e. 200% for the year ended June 30, 2023.
3. To appoint External Auditors and to fix their remuneration for the year 2023-2024. The Board of Directors have recommended Messrs BDO Ebrahim & Co., Chartered Accountants, being eligible offer themselves for appointment in place of retiring auditors - Messrs EY Ford Rhodes, Chartered Accountants.

**SPECIAL BUSINESS:**

4. To consider and, if deemed fit, to pass with or without modification(s) the following resolutions to meet the requirements of S.R.O. 389(I)/2023 issued by the Securities and Exchange Commission of Pakistan for circulation/dissemination of Annual Audited Financial Statements through QR enabled code and web-link:

“RESOLVED THAT circulation / dissemination of Annual Audited Financial Statements to the shareholders through QR enabled code and web-link as notified by the Securities and Exchange Commission of Pakistan vide its S.R.O. 389 (I) / 2023 dated March 21, 2023, be and is hereby approved.

FURTHER RESOLVED THAT Company Secretary be and is hereby authorized to take and do all necessary actions, deeds and things which are or may be necessary, incidental and/or consequential to give effect to the aforesaid resolution.”

Note: Member may access the Annual Audited Financial Statements through the following QR code and web-link after the meeting date:

<https://www.dynea.com.pk/images/Accounts/annual2023.pdf>



5. To transact any other ordinary business of the Company with the permission of the chairman.

A Statement of material facts under Section 134(3) of the Companies Act, 2017 relating to the material facts is annexed to this Notice.

By Order of the Board

Karachi:

Dated: September 11, 2023

**Mujtaba Hassan Ghanchi**  
Company Secretary

**NOTES:**

**1. Book Closure**

The share transfer books of the Company will be closed from October 18, 2023 to October 25, 2023 (both days inclusive) for the purpose of the Annual General Meeting and payment of the final dividend. Transfer requests received in order by M/s. FAMCO Associates (Private) Limited, 8-F Next to Hotel Faran, Nursery, Block 6 P.E.C.H.S., Shahrah-e-Faisal, Karachi. Tel:0092-21-34380101-5, 34384621-3 (Ext-103) Fax: 0092-21-34380106, the Share Registrar of the Company by the close of business (5:00 pm) on October 17, 2023

will be treated in time for the purpose of determining above entitlement to the transferees for payment of final dividend and to attend the Annual General Meeting.

**2. A) Attending the Meeting**

- i) In case of individuals, the account holder or sub-account holder and/ or the person whose securities and registration details as uploaded as per the Regulations, shall authenticate their identity by showing their original Computerized National Identity Card (“CNIC”) or original passport at the time of attending the meeting.
- ii) In case of a corporate entity, the Board of the Director's resolution/ power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

**B) Appointment of Proxy**

A member entitled to attend and vote at this General Meeting is entitled to appoint a Proxy to attend, speak and vote in his place at the Meeting. Instrument appointing a proxy must be deposited at the Registered Office of the Company or at the above mentioned address of Company's Share Registrar at least 48 (forty-eight) hours before the time of the meeting, alongwith attested copy of CNIC of the shareholder appointed as Proxy. For the convenience of shareholders, proxy forms (both in English and Urdu) are enclosed with this notice and also available on the company's website [www.dynea.com.pk](http://www.dynea.com.pk).

In the case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee along with his / her CNIC shall be provided at least 48 (forty-eight) hours before the time of the meeting. The individual members or representatives of corporate members of the Company in CDC must bring original CNIC or Passport and CDC Account and Participant ID Numbers to prove identity and verification at the time of the meeting.

CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan.

**C) Virtual Participation in the AGM Proceedings**

Shareholders interested in attending the AGM virtually through video conference facility, are hereby advised to get themselves registered with the company by providing the following information through email at [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk) along with a valid copy of their CNIC.

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	No. of Shares	Contact No.	Email Address
---------------------	----------	-----------------------------	---------------	-------------	---------------

Online meeting link and login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address by **05:00 pm on Tuesday, October 24, 2023**. The login facility shall remain open from 10:15 am till the end of the meeting. Shareholders can also provide their comments and questions for the agenda items of the AGM on [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk) by October 18, 2023.

**D) Consent for Video Conference Facility**

Pursuant to Section 132(2) of the Companies Act, 2017, Members may avail video conference facility for this AGM, provided the Company receives consent from the members residing in a city holding aggregate 10% or more shareholding at least 7 days prior to the date of the meeting.

In this regard, please send a duly signed request as per the following format at the registered office of the Company within prescribed timeline.

I / We, \_\_\_\_\_ of \_\_\_\_\_  
 being member(s) of Dynea Pakistan Limited holder of \_\_\_\_\_  
 Ordinary Share(s) as per Register Folio No. \_\_\_\_\_ hereby opt for video  
 conference facility at \_\_\_\_\_.

\_\_\_\_\_  
 Signature of member(s)

The Company will intimate members regarding venue of video conferencing facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.

### E) Voting Through E-voting and Postal Ballot Paper

Pursuant to the Companies (Postal Ballot) regulations, 2018 and its notified amendments, members will be allowed to exercise the right to vote, for the purpose of special business in accordance with the aforesaid regulations and the Companies Act, 2017. Accordingly, the company shall publish the ballot paper and provide the information as required in the Regulations in accordance with the stipulated timelines.

Voting lines will be opened for the shareholders from October 20, 2023 at 09:00 am till October 24, 2023, at 05:00 pm.

The shareholders shall ensure duly filled and signed ballot paper along with copy of CNIC, in case of individual and in case of body corporate, acceptable identification documents should reach the company's registered address or through email at [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk), one (1) day before the day of poll i.e., October 24, 2023 during working hours.

### 3. A) Withholding Tax on Dividend

Currently, the deduction of withholding tax on the amount of dividend paid by the companies under section 150 read with division I of Part III of the First Schedule of the Income Tax Ordinance, 2001, are as under:

- |  |     |
|--|-----|
| (i) For Persons appearing in Active Tax Payer List (ATL):      | 15% |
| (ii) For Persons not appearing in Active Tax Payer List (ATL): | 30% |

Shareholders who have filed their return are advised to make sure that their names are entered into latest Active Tax Payers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as persons not appearing in ATL and tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

### B) Withholding tax on Dividend in Case of Joint Account Holders

In order to enable the Company to follow the directives of the regulators to determine shareholding ratio of the Joint Account Holder(s) (where shareholding has not been determined by the Principal shareholder) for deduction of withholding tax on dividend of the Company, shareholders are requested to please furnish the shareholding ratio details of themselves as Principal shareholder and their Joint Holders, to the Company's Share Registrar, enabling the Company to compute withholding tax of each shareholder accordingly. The required information must reach the Company's Share Registrar by October 17, 2023, otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

**C) Payment of Cash Dividend Electronically (E-mandate)**

In accordance with the provisions of section 242 of the Companies Act, 2017 and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. Notice in this regard has already been published earlier in newspapers as per Regulations. All shareholders are once again requested to provide details of their bank mandate specifying: (i) title of account, (ii) IBAN number (iii) bank name and (iv) branch name, code & address; to Company's Share Registrar. Shareholders who hold shares with Participants / Central Depository Company of Pakistan (CDC) are advised to provide the mandate to the concerned Broker / CDC. In absence of the complete bank details, including IBAN mentioned above the company shall withhold the Dividend under the provision of Section 243 of the Companies Act, 2017. The "Electronic Dividend Mandate Form" in English and Urdu is available on the Company's website: ([www.dynea.com.pk](http://www.dynea.com.pk)).

**D) Unclaimed Dividends and Share Certificates**

The Company has previously discharged responsibility under Section 244 of the Companies Act, 2017, whereby the Company approached shareholders to claim their unclaimed dividends and undelivered share certificates in accordance with the law.

Any Shareholders whose dividends and share certificates are still unclaimed/undelivered, are hereby once again requested to approach the Company with all necessary details immediately, to claim their outstanding dividend amounts and/or undelivered share certificates. In case no claim is received, the Company shall proceed in accordance with the applicable law.

**4. Distribution of Annual Report through Email (Optional)**

Pursuant to the provisions of section 223(6) of the Companies Act, 2017, the company is permitted to circulate their annual financial statements, along with Auditor's Report, Directors' Report etc. ("Annual Report") and the notice of annual general meeting ("Notice"), to its shareholders by email. Shareholders of the Company who wish to receive the Company's Annual Report and Notice of Annual General Meeting by email are requested to provide the completed Electronic Communication Consent Form (available on the Company's website), to the Company's Share Registrar.

The audited financial statements of the Company for the year ended June 30, 2023, have been made available on the Company's website ([www.dynea.com.pk](http://www.dynea.com.pk)) in addition to annual and quarterly financial statements for prior years.

**5. Conversion of Physical Shares into Book-Entry Form**

As per Section 72 of the Companies Act, 2017 all listed companies are required to replace shares issued by them in physical form to book-entry form within four years of the promulgation of the Companies Act, 2017.

Given the above requirement, all shareholders of Dynea Pakistan Limited having physical folios/share certificates are requested to convert their shares into book-entry form at the earliest. Maintaining shares in book-entry form will make the process of share handling more efficient and reduce risk, and will facilitate shareholders in the safe custody of shares. Shareholders may contact the Company's Share Registrar, M/s. FAMCO Associates (Private) Limited for the conversion of physical shares into book-entry form.

**6. Submission of copies of CNIC not provided earlier**

Individual Shareholders are once again reminded to submit a copy of their valid CNIC immediately, if not provided earlier to the Company's Share Registrar. In case of non-availability of a valid copy of Shareholders' CNIC in the records of the Company, the Company shall withhold the Dividend under the provisions of Section 243 of the Companies Act, 2017.

**7. Change of Address**

The Shareholders are requested to immediately notify the change in their mailing address, if any, to the Company's Share Registrar. In case of corporate entity, the shareholders are requested to promptly notify change in their particulars of their authorized representative, if applicable.

**8. Website**

The Notice of Annual General Meeting has been placed on the Company's website [www.dynea.com.pk](http://www.dynea.com.pk) in addition to its dispatch to the shareholders.

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

The Securities and Exchange Commission of Pakistan ("SECP") through its Notification No. S.R.O. 389(I)/2023 dated March 21, 2023, has allowed companies to circulate the annual balance sheet and profit and loss account, auditor's report and directors report etc. ("Annual Audited Accounts") to its members through QR enabled code and weblink.

Approval of the shareholders is to be obtained in the general meeting to circulate the annual audited financial statement to its members through QR enabled Code and weblink.

A Shareholder may request the Company to provide a hard copy of Annual Audited Accounts, and the same will be provided at shareholder's registered address free of cost through provision of a duly completed request form available on the company's website.

None of the Directors of the Company have any direct or indirect interest in this business, except to the extent that they are directors and members of the Company.

## ۶۔ سی این آئی سی کی نقول کا جمع کرانا اگر پہلے فراہم نہ کی گئی ہوں

انفرادی شیئر ہولڈرز کو ایک بار پھر یاد دہانی کرائی جاتی ہے کہ اپنے کارآمد سی این آئی سی کی ایک کاپی جمع کرادیں اگر یہ پہلے کمپنی کے شیئر رجسٹرار کو جمع نہیں کرائی گئی، شیئر ہولڈرز کے کارآمد سی این آئی سی کی کاپی کمپنی کے ریکارڈز میں عدم دستیابی کی صورت میں کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن ۲۴۳ کی شقوں کے تحت منافع منقسمہ کو روک لے گی۔

## ۷۔ پتے کی تبدیلی

شیئر ہولڈرز سے درخواست کی جاتی ہے کہ اپنے ڈاک کے پتوں میں کسی بھی تبدیلی، اگر کوئی ہو، سے فوری طور پر کمپنی کے شیئر رجسٹرار کو مطلع فرمائیں۔ کارپوریٹ ادارے کی صورت میں شیئر ہولڈرز سے درخواست ہے کہ اپنے مجاز نمائندے کے کوائف میں کسی بھی تبدیلی، اگر لاگو ہو، سے فوری طور پر مطلع کریں۔

## ۸۔ ویب سائٹ

سالانہ اجلاس عام کی اطلاع شیئر ہولڈرز کو ارسال کرنے کے علاوہ کمپنی کی ویب سائٹ [www.dynea.com.pk](http://www.dynea.com.pk) پر فراہم کی جا رہی ہے۔

## کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن ۱۳۴ (۳) کے تحت ضروری حقائق سے متعلق بیان

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("ایس ای سی پی") نے اپنے نوٹیفکیشن نمبر ایس آر او ۳۸۹/۱) ۲۰۲۳ مورخہ ۲۱ مارچ ۲۰۲۳ء کے ذریعے کمپنیز کو اجازت دی ہے کہ وہ سالانہ بیلنس شیٹ اور نفع و نقصان کے کھاتے، آڈیٹرز کی رپورٹ اور ڈائریکٹرز کی رپورٹ وغیرہ (سالانہ آڈٹ شدہ مالیاتی حسابات) اپنے ممبران کو QR فعال کوڈ اور ویب لنک کے ذریعے فراہم کر دیں۔

شیئر ہولڈرز کی منظوری اجلاس عام میں حاصل کی جائے گی کہ اس کے ممبران کو سالانہ آڈٹ شدہ مالیاتی حسابات QR فعال کوڈ اور ویب لنک کے ذریعے فراہم کی جائے۔

کوئی بھی شیئر ہولڈر سالانہ آڈٹ شدہ حسابات کی ہارڈ کاپی فراہم کرنے کیلئے کمپنی سے درخواست کر سکتا ہے اور اسے شیئر ہولڈر کے رجسٹرڈ پتے پر بلا قیمت کمپنی کی ویب سائٹ پر دستیاب مطلوبہ درخواست فارم ارسال کرنے پر فراہم کر دیا جائے گا۔

کمپنی کے کسی بھی ڈائریکٹرز کا اس کارروائی میں کوئی بالواسطہ یا بلاواسطہ مفاد نہیں ماسوائے اس امر کے کہ وہ کمپنی کے ڈائریکٹرز اور ممبران ہیں۔



## سی) نقد منافع منقسمہ کی الیکٹرانیکلی ادائیگی (ای۔ مینڈیٹ)

کمپنیز ایکٹ ۲۰۱۷ء کے سیکشن ۲۴۲ کی شقوں اور کمپنیز (منافع منقسمہ کی تقسیم) ریگولیشنز، ۲۰۱۷ء کے مطابق یہ لازم ہے کہ نقد کی صورت میں قابل ادائیگی منافع منقسمہ صرف بذریعہ الیکٹرانک طریقہ کار براہ راست استحقاق کے حامل شیئرز ہولڈرز کی جانب سے نامزد کردہ بینک اکاؤنٹ میں جمع کرایا جائے۔ اس سلسلے میں ضوابط کے تحت اخبارات میں نوٹس پہلے ہی شائع کرائے جاتے ہیں۔ تمام شیئرز ہولڈرز کو ایک بار پھر مطلع کیا جاتا ہے کہ وہ اپنے بینک مینڈیٹ کی تفصیلات جس میں (i) اکاؤنٹ کا نمائندگی (ii) آئی بی اے این (iii) بینک کا نام (iv) برانچ کا نام، کوڈ اور پین شامل ہو، کمپنی کے شیئرز رجسٹرار کو فراہم کر دیں۔ ایسے شیئرز ہولڈرز جو پارٹنیشن/سینٹرل ڈپازٹری کمپنی آف پاکستان (سی ڈی سی) کے پاس شیئرز کے حامل ہوں، ان کو آگاہ کیا جاتا ہے کہ وہ اپنا مینڈیٹ متعلقہ بروکر/سی ڈی سی کو فراہم کر دیں۔ مکمل بینک تفصیلات بشمول آئی بی اے این کی عدم موجودگی میں کمپنی مذکورہ بالا کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۴۲ کی شق کے تحت منافع منقسمہ روک لے گی۔ ”الیکٹرونک ڈیویڈنڈ مینڈیٹ فارم“ انگریزی اور اردو دونوں میں کمپنی کی ویب سائٹ [www.dynea.com.pk](http://www.dynea.com.pk) پر دستیاب ہے۔

## ڈی) غیر کلیم کردہ منافع منقسمہ اور شیئرز سرٹیفکیٹس

کمپنی اس سے قبل بھی کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۴۲ کے تحت اپنی ذمہ داری سے عہدہ براہ ہو چکی ہے جس کے ذریعے کمپنی نے شیئرز ہولڈرز سے رابطہ کر کے ان کو قانون کے مطابق ان کے غیر کلیم کردہ منافع منقسمہ اور غیر موصول شدہ شیئرز سرٹیفکیٹس کے کلیم کرنے کی ہدایت کی تھی۔ کوئی بھی شیئرز ہولڈرز جن کے منافع منقسمہ اور شیئرز سرٹیفکیٹس ابھی تک غیر کلیم کردہ/غیر ترسیل شدہ ہوں، ان سے بذریعہ ایک بار پھر درخواست کی جاتی ہے کہ تمام تر ضروری تفصیلات کے ساتھ فوری طور پر اپنی واجب الادا منافع منقسمہ کی رقوم اور/یا غیر ترسیل شدہ سرٹیفکیٹس کے کلیم کے لئے رابطہ کریں۔ اگر مقررہ مدت کے اندر کمپنی کو کوئی کلیم موصول نہ ہو تو کمپنی مروجہ قوانین کے مطابق اس پر مزید کارروائی کرے گی۔

## ۴۔ سالانہ رپورٹ کی بذریعہ ای میل تقسیم (اختیاری)

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۴۳ (۶) کی شق کے مطابق کمپنیز کو اجازت دی جاتی ہے کہ وہ اپنے سالانہ مالیاتی حسابات بشمول آڈیٹرز رپورٹ اور ڈائریکٹرز رپورٹ وغیرہ (“سالانہ رپورٹ”) اور سالانہ اجلاس عام کی اطلاع (“نوٹس”) اپنے شیئرز ہولڈرز کو بذریعہ ای میل ارسال کر سکتے ہیں۔ کمپنی کے ایسے شیئرز ہولڈرز جو کمپنی کی سالانہ رپورٹ اور سالانہ اجلاس عام کے نوٹس بذریعہ ای میل وصول کرنے کے خواہشمند ہوں، ان سے درخواست ہے کہ وہ (کمپنی کی ویب سائٹ پر دستیاب) الیکٹرونک کیونٹیکیشن کنسیڈریشن فارم کو پُر کر کے کمپنی کے شیئرز رجسٹرار کو ارسال کر دیں۔ ۳۰ جون ۲۰۲۳ء کو ختم ہونے والے سال کیلئے کمپنی کے آڈٹ شدہ مالیاتی حسابات کمپنی کی ویب سائٹ [www.dynea.com.pk](http://www.dynea.com.pk) پر گزشتہ سالوں کے سالانہ اور سہ ماہی مالیاتی حسابات کے ساتھ دستیاب ہیں۔

## ۵۔ فزیکل شیئرز کی بک اینٹری کی صورت میں منتقلی

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۷۲ کے مطابق تمام لسٹڈ کمپنیوں کے لئے یہ لازم ہے کہ وہ کمپنیز ایکٹ، ۲۰۱۷ء کے نافذ العمل ہونے کی تاریخ سے ۴ سال کے اندر ان کی جانب سے فزیکل صورت میں جاری کردہ شیئرز کو بک اینٹری کی شکل میں تبدیل کریں۔ اس کے مطابق ڈانیا پاکستان لمیٹڈ کے ان تمام شیئرز ہولڈرز کو جو فزیکل فوئیوز/شیئرز سرٹیفکیٹس کے حامل ہیں، ان سے درخواست کی جاتی ہے کہ وہ اپنے شیئرز کو جلد از جلد بک اینٹری کی صورت میں تبدیل کرائیں۔ بک اینٹری کی صورت میں شیئرز ہونے سے شیئرز رکھنے کا عمل مزید بہتر اور خطرات سے پاک ہو جائے گا اور شیئرز ہولڈرز کو شیئرز کی محفوظ تحویل کی سہولت بھی حاصل ہو جائے گی۔ شیئرز ہولڈرز اپنے فزیکل شیئرز کی بک اینٹری کی صورت میں منتقلی کے لئے کمپنی یا اس کے شیئرز رجسٹرار، میسرز فیملکو ایسوسی ایٹس (پرائیویٹ) لمیٹڈ سے رابطہ کر سکتے ہیں۔

میں/ہم \_\_\_\_\_ سکنہ \_\_\_\_\_ بحیثیت ڈائریکٹر پاکستان لمیٹڈ  
 کے ممبر (ز) حامل \_\_\_\_\_ عمومی شیئرز برطابق رجسٹرڈ فوئیو نمبر \_\_\_\_\_  
 بذریعہ ہذا بمقام \_\_\_\_\_ وڈیو کانفرنس کی سہولت حاصل کرنے کے خواہشمند ہیں۔  
 ممبر (ز) کے دستخط \_\_\_\_\_

کمپنی ممبران کو سالانہ اجلاس عام کی تاریخ سے کم از کم ۵ دن قبل وڈیو کانفرنسنگ سہولت کے مقام کے بارے میں اس سہولت تک رسائی کے بارے میں تمام ضروری معلومات کے ساتھ آگاہ کر دی گئی۔

### ای) ای ووٹنگ اور پوسٹل بیلٹ پیپر کے ذریعے ووٹنگ

کمپنیز (پوسٹل بیلٹ) ریگولیشنز، ۲۰۱۸ اور اس کی مشتملہ ترامیم کے مطابق ممبران کو مذکورہ بالا ضوابط اور کمپنیز ایکٹ، ۲۰۱۷ کے مطابق خصوصی امور کے مقصد کیلئے ووٹ کا حق استعمال کرنے کی اجازت دی گئی ہے۔ اس کے مطابق کمپنی بیلٹ پیپر شائع کرے گی اور مقررہ مدت کے اندر ضوابط کے تحت درکار معلومات فراہم کرے گی۔

شیئرز ہولڈرز کے لئے ووٹنگ لائنز ۲۰ اکتوبر ۲۰۲۳ء بوقت صبح ۹:۰۰ بجے سے ۲۳ اکتوبر ۲۰۲۳ء کو شام ۵:۰۰ بجے تک کھلی رہیں گی۔  
 شیئرز ہولڈرز اس امر کو یقینی بنائیں کہ باقاعدہ پر شدہ اور دستخط شدہ بیلٹ پیپر بشمول سی این آئی سی کی کاپی، افراد کی صورت میں اور باڈی کارپوریٹ کی صورت میں قابل قبول شناختی دستاویزات کمپنی کے رجسٹرڈ پتے پر یا بذریعہ ای میل [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk) پر پول سے ایک دن قبل یعنی ۲۲ اکتوبر ۲۰۲۳ء تک اوقات کار کے دوران پہنچ جانے چاہئیں۔

### ۳۔ اے) منافع منقسمہ پرودہ ہولڈنگ ٹیکس

موجودہ طور پر کمپنیز کی جانب سے ادا کی جانے والی منافع منقسمہ کی رقم پرودہ ہولڈنگ ٹیکس کی کٹوتی زبردفعہ ۱۵ اکتوبر ۲۰۲۳ء کے فرسٹ شیڈول کے ڈویژن ۱ بابت III کے مطابق درج ذیل ہے:

- (i) ایکٹو ٹیکس پیئرسٹ (اے ٹی ایل) پر موجود افراد کے لئے ۱۵ فیصد  
 (ii) ایکٹو ٹیکس پیئرسٹ (اے ٹی ایل) پر موجود نہ ہونے والے افراد کے لئے ۳۰ فیصد

وہ شیئرز ہولڈرز جو اپنے گوشوارے داخل کر چکے ہوں انہیں ہدایت کی جاتی ہے کہ وہ اپنے ناموں کی ایف بی آر کی ویب سائٹ پر فراہم کردہ تازہ ترین ٹیکس پیئرسٹ (اے ٹی ایل) پر موجودگی کو منافع منقسمہ کی ادائیگی کے وقت یقینی بنائیں بصورت دیگر انہیں اے ٹی ایل پر موجود نہ ہونے والا فرد تصور کیا جائے گا اور ان کے نقد منافع منقسمہ پر ۱۵ فیصد کے بجائے ۳۰ فیصد کی شرح سے کٹوتی کی جائے گی۔

### بی) جوائنٹ اکاؤنٹ ہولڈرز کی صورت میں منافع منقسمہ پرودہ ہولڈنگ ٹیکس

کمپنی کو ریگولیشنز کی ہدایات پر عمل کرتے ہوئے جوائنٹ اکاؤنٹ ہولڈرز (ہولڈرز) کے شیئرز ہولڈنگ کے تناسب کا تعین (جہاں پرنسپل شیئرز ہولڈرز کی جانب سے شیئرز ہولڈنگ کا تعین نہ کیا گیا ہو) کمپنی کے منافع منقسمہ پرودہ ہولڈنگ ٹیکس کی کٹوتی کے سلسلے میں شیئرز ہولڈرز سے درخواست ہے کہ وہ اپنے پاس موجود شیئرز ہولڈنگ کے تناسب کی تفصیل بطور پرنسپل شیئرز ہولڈرز ان کے مشترکہ ہولڈرز کمپنی کے شیئرز رجسٹر ارا کو فراہم کر دیں تاکہ کمپنی اس کے مطابق ہر ایک شیئرز ہولڈرز کے وہ ہولڈنگ ٹیکس کا تعین کر سکے۔ مطلوبہ معلومات لازماً کمپنی کے شیئرز رجسٹر ارا کو ۱۷ اکتوبر ۲۰۲۳ء تک موصول ہو جائیں بصورت دیگر ہر ایک شیئرز ہولڈرز کو شیئرز کے مساوی تعداد کا حامل تصور کیا جائے گا اور اس کے مطابق ٹیکس کی کٹوتی کی جائے گی۔

## ۲۔ (اے) اجلاس میں شرکت کرنا

- i افراد کی صورت میں اکاؤنٹ ہولڈر یا ضمنی اکاؤنٹ ہولڈر اور/یا ایسے افراد جن کی سیکورٹیز اور رجسٹریشن تفصیلات ریگولیشنز کے مطابق اپ لوڈ کر دی گئی ہوں، انہیں اجلاس میں شرکت کے وقت اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ ("سی این آئی سی") یا اصل پاسپورٹ پیش کرنا ہوگا۔
- ii کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد کردہ کے نمونہ دستخط اجلاس میں شرکت کے وقت فراہم کرنا ہوں گے۔

## (بی) پراسی کا تقرر

اجلاس عام میں شرکت کرنے اور ووٹ دینے کا استحقاق رکھنے والا کوئی بھی ممبر اجلاس میں اپنی جگہ شرکت کرنے، بولنے اور ووٹ دینے کیلئے ایک پراسی کا تقرر کر سکتا ہے۔ پراسی کے تقرر کی دستاویز لازمی طور پر کمپنی کے رجسٹرڈ آفس میں یا کمپنی کے شیئر رجسٹرار کے مذکورہ بالا پتے پر اجلاس کے مقررہ وقت سے کم از کم ۲۸ (اٹھتالیس) گھنٹے قبل پراسی کی حیثیت کے تقرر کرنے والے شیئر ہولڈر کی سی این آئی سی کی مصدقہ کاپی کے ہمراہ موصول ہو جائے۔ شیئر ہولڈرز کی سہولت کیلئے پراسی فارم (انگریزی اور اردو دونوں میں) نوٹس ہذا کے ساتھ منسلک کیے گئے ہیں اور کمپنی کی ویب سائٹ [www.dynea.com.pk](http://www.dynea.com.pk) پر بھی دستیاب ہیں۔

کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد کردہ کے نمونہ دستخط بشمول ان کے سی این آئی سی اجلاس کے وقت سے کم از کم ۲۸ (اٹھتالیس) گھنٹے قبل فراہم کر دی جائیں۔ انفرادی ممبران یا سی ڈی سی میں کمپنی کے کارپوریٹ ممبران کے نمائندے لازمی طور پر اپنے اصل سی این آئی سی یا پاسپورٹ اور سی ڈی سی اکاؤنٹ اور پارٹیسپنٹ آئی ڈی نمبرز اجلاس کے وقت اپنی شناخت اور تصدیق کے لئے پیش کریں۔

سی ڈی سی اکاؤنٹ ہولڈرز کو مزید برآں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ سرکلر نمبر ۱، مورخہ ۲۶ جنوری ۲۰۰۰ء میں دی گئی رہنمادایات پر بھی عمل کرنا ہوگا۔

## (سی) سالانہ اجلاس عام کی کارروائیوں میں ورچوئل شرکت

سالانہ اجلاس عام میں ورچوئل بذریعہ ویڈیو کانفرنس سہولت شرکت کے خواہشمند شیئر ہولڈرز کو بذریعہ ہذا ہدایت کی جاتی ہے کہ وہ درج ذیل معلومات [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk) بشمول سی این آئی سی کی کارآمد کاپی ای میل کر کے خود کو کمپنی کے پاس رجسٹرڈ کرائیں:

شیئر ہولڈر کا نام	سی این آئی سی نمبر	فولیو نمبر/سی ڈی سی اکاؤنٹ نمبر	شیئرز کی تعداد	رابطہ نمبر	ای میل ایڈریس
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آن لائن میٹنگ لنک اور لاگ ان کی تفصیلات صرف ان ممبران کو فراہم کی جائیں گی جن کے تمام تر مطلوبہ کوائف پر مشتمل ای میلز دیے گئے ای میل ایڈریس پر بروز منگل ۲۴ اکتوبر ۲۰۲۳ء کو شام ۵:۰۰ بجے تک موصول ہو جائیں گے۔ لاگ ان کی سہولت صبح ۱۰:۱۵ بجے سے اجلاس کے اختتام تک کھلی رہیں گی۔ شیئر ہولڈر سالانہ اجلاس عام کے ایجنڈا آئٹمز کے لئے اپنے تبصرے اور استفسارات بھی ۱۸ اکتوبر ۲۰۲۳ء تک [dpl.corporate@dynea.com.pk](mailto:dpl.corporate@dynea.com.pk) پر فراہم کر سکتے ہیں۔

## (ڈی) ویڈیو کانفرنس سہولت کے لئے اجازت نامہ

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن (۲) ۱۳۲ کے مطابق ممبران اس سالانہ اجلاس عام کے لئے ویڈیو کانفرنس کی سہولت حاصل کر سکتے ہیں۔ اس کے لئے یہ لازم ہے کہ کمپنی کو کسی ایک شہر میں مقیم ۱۰ فیصد یا زائد شیئر ہولڈنگ کے حامل ممبران کی جانب سے اجلاس کی مقررہ تاریخ سے کم از کم ۷ دن قبل کمپنی کو درخواست موصول ہونی چاہئے۔

اس سلسلے میں براہ مہربانی درج ذیل فارمیٹ کے مطابق باقاعدہ دستخط شدہ درخواست کمپنی کے رجسٹرڈ آفس میں مقررہ وقت کے اندر ارسال کر دی جائے:

بذریعہ ہذا اطلاع دی جاتی ہے کہ کمپنی کے ممبران کا ۴۱ واں سالانہ اجلاس عام بمقام آڈیٹوریم آف انسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان، چارٹرڈ اکاؤنٹنٹس ایونیو، کلغٹن، کراچی اور رچوکی بذریعہ ویڈیو کانفرنس سہولت بروز بدھ ۲۵ اکتوبر ۲۰۲۳ء کو صبح ۱۰:۳۰ بجے مندرجہ ذیل امور کی انجام دہی کیلئے منعقد کیا جائے گا:

### عمومی کارروائی

- ۱۔ ۳۰ جون ۲۰۲۳ء کو ختم ہونے والے سال کیلئے کمپنی کے آڈٹ شدہ حسابات مع ان پر چیئر مین کی جائزہ رپورٹ، ڈائریکٹرز اور آڈیٹرز کی رپورٹس کی وصولی غور و خوض اور منظوری۔
- ۲۔ ۳۰ جون ۲۰۲۳ء کو ختم ہونے والے سال کیلئے بورڈ آف ڈائریکٹرز کی سفارش کے مطابق حتمی نقد منافع منقسمہ بشرح ۱۰:۰۰ء روپے فی شیئر یعنی ۲۰۰ فیصد ادا کیگی کی منظوری دینا۔
- ۳۔ برائے سال ۲۰۲۳ء-۲۰۲۴ء ایکسٹرنل آڈیٹرز کا تقرر اور ان کے معاوضے کا تعین۔ بورڈ آف ڈائریکٹرز کی سفارش کے مطابق میسرز بی ڈی اوبر ایم اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس اہل ہونے کی بناء پر خود کو سبکدوش ہونے والے آڈیٹرز میسرز ای وائی فور ڈی رھوڈز، چارٹرڈ اکاؤنٹنٹس کی جگہ تقرر کیلئے پیش کرتے ہیں۔

### خصوصی کارروائی

- ۴۔ سالانہ آڈٹ شدہ مالیاتی حسابات کی بذریعہ QR فعال کوڈ اور ویب لنک ترسیل/پھیلاؤ کیلئے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ ایس آر او ۳۸۹/۱(۱)۲۰۲۳ کی شرائط کو پورا کرنے کی غرض سے درج ذیل قراردادوں پر غور اور درست پانے کی صورت میں ان کی ترمیم یا بلا ترمیم منظوری: ”تقرر پایا کہ شیئر ہولڈرز کو سالانہ آڈٹ شدہ مالیاتی حسابات کی QR فعال کوڈ اور ویب لنک کے ذریعے ترسیل کی سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے اس کے ایس آر او ۳۸۹/۱(۱)۲۰۲۳ مورخہ ۲۱ مارچ ۲۰۲۳ء کے مطابق منظوری دی جاتی ہے۔ مزید تقرر پایا کہ کمپنی سیکریٹری کو بذریعہ ہذا اختیار دیا جاتا ہے کہ وہ مذکورہ بالا قرارداد پر عملدرآمد کے سلسلے میں تمام ضروری اقدامات، معاہدے اور کارروائیوں کو بروئے کار لائیں جو اس سلسلے میں درکار ہوں، ان کی اتفاقی اور ایسا کسی بھی امور کے تحت ضرورت پڑے۔“
- نوٹ: اجلاس کی تاریخ کے بعد ممبران سالانہ آڈیٹڈ مالیاتی حسابات مندرجہ ذیل QR کوڈ اور ویب لنک کے ذریعے رسائی حاصل کر سکتے ہیں۔



<https://www.dynea.com.pk/images/Accounts/annual2023.pdf>

۵۔ صدر اجلاس کی اجازت سے کمپنی کے کسی بھی دیگر عمومی امور کی انجام دہی۔

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۱۳۴(۳) کے تحت ضروری حقائق سے متعلق لازمی حقائق کا ایک بیان اس نوٹس کے ساتھ منسلک ہے۔

حسب الحکم بورڈ

مجتبیٰ حسن گھانچی

کمپنی سیکریٹری

کراچی:

۱۱ ستمبر ۲۰۲۳ء

نوٹ:

۱۔ بکس کی بندش

کمپنی کی شیئر ٹرانسفر بکس ۱۸ اکتوبر ۲۰۲۳ء تا ۲۵ اکتوبر ۲۰۲۳ء (بشمول دونوں ایام) سالانہ اجلاس عام اور حتمی منافع منقسمہ کی ادائیگی کے مقاصد کے لئے بند رہیں گی۔ ہمارے شیئر رجسٹرار، میسرز فیکو ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، 8-F، متصل ہوٹل فاران، نرسری، بلاک-6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی۔ فون: 5-34380101 (92-21)-3، 34384621-3 (ایکسٹینشن 103)، فیکس: 34380106 (92-21)-1 پر ۱۷ اکتوبر ۲۰۲۳ء کو کاروباری اوقات کے اختتام تک (شام ۵:۰۰ بجے) درست موصولہ ٹرانسفر حتمی منافع منقسمہ کی ادائیگی اور سالانہ اجلاس عام میں شرکت کے لئے ٹرانسفریز کے تعین کے مقصد کیلئے بروقت تصور کئے جائیں گے۔

## ویڈیفیس اور پرمٹ فیس کیس

ایکسٹریکشن ڈیپارٹمنٹ، حکومت سندھ (دی ڈپارٹمنٹ) نے فارمل ڈی ہائیڈ کی تیاری میں کمپنی کی جانب سے استعمال کئے جانے والے ایک اہم خام میٹریل میتھانول پر فروخت اور اجازت کی فیس لاگو کی ہے۔ کمپنی نے ان لیویز کو لاگو کرنے کے خلاف ایک پٹیشن معزز سندھ ہائی کورٹ (ایچ سی ایس) میں اگست 1996 میں دائر کی تھی۔ جون 2001 میں معزز سندھ ہائی کورٹ نے کمپنی کے حق میں کیس کا فیصلہ دے دیا تھا۔ تاہم ڈپارٹمنٹ نے مذکورہ حکم نامے کے خلاف معزز سپریم کورٹ آف پاکستان (ایس سی پی) میں ایک اپیل داخل کر دی۔ معزز سپریم کورٹ آف پاکستان نے سندھ ہائی کورٹ کے فیصلے کو معطل کر دیا اور سندھ ہائی کورٹ کو از سر نو سماعت کیلئے کیس دوبارہ واپس بھیج دیا۔ مارچ 2003 میں معزز سندھ ہائی کورٹ نے کمپنی کے حق میں کیس کا فیصلہ سنایا۔ ڈپارٹمنٹ نے ایک بار پھر معزز سپریم کورٹ آف پاکستان میں اپیل دائر کر دی ہے۔

دسمبر 2019 میں حکومت سندھ نے ایک درخواست دائر کی کہ محکمہ فوری اور منسلکہ ایپلوں کیلئے دباؤ نہیں ڈال سکتا اور نوٹیفیکیشن مورخہ 14 فروری 2002 کے بعد اور سندھ (ترمیمی) آبکاری آرڈیننس 2002 مورخہ 30 اکتوبر 2002 کے بعد تازہ ترین ڈیماٹڈ کی جائے گی۔ اس کے علاوہ محکمہ 1990 سے اکتوبر 2002 تک کی مدت کیلئے انڈیٹڈ بانڈز کے ذریعے محفوظ ڈیماٹڈ کو سرینڈر کرے گا۔ سپریم کورٹ نے ان شرائط پر دستبرداری کو قبول کر لیا۔ محکمہ کی جانب سے دوبارہ ڈیماٹڈ کی وصولی کے تحت کمپنی کا ارادہ ہے کہ متعلقہ عدالت انصاف سے کیس کے دفاع کیلئے رابطہ کیا جائے۔ اب تک ایکسٹریکشن ڈپارٹمنٹ کی جانب سے کوئی ایسا مطالبہ نہیں کیا گیا ہے۔ قانونی مشیر کے نقطہ نظر کے مطابق اور معاملے کی خوبیوں کے پیش نظر کمپنی اپنے حق میں فیصلے کی توقع رکھتی ہے۔ اس کے مطابق کسی بھی مالی ذمہ داری کیلئے کوئی شق ان مالیاتی حسابات میں فراہم نہیں کی گئی ہے۔ بورڈ اور انتظامیہ پر اعتماد ہیں کہ کمپنی اپنی موجودہ حیثیت کے مطابق کام جاری رکھے گی۔

## آڈیٹرز کا تقرر

میسرز بی ڈی او ابراہیم اینڈ کمپنی چارٹرڈ کمپنی نے آئندہ سال کے لئے بطور آڈیٹرز خدمات انجام دینے کی خواہش ظاہر کی ہے۔ وہ انسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹینٹس آف پاکستان کے کوالٹی کنٹرول ریویو پروگرام کے تحت اطمینان بخش ریٹنگ کے حامل ہیں۔ ڈائریکٹرز نے سفارش کی ہے کہ انہیں آئندہ سال کے لئے آڈیٹری تعینات کر دیا جائے۔


## چیئر مین کا جائزہ

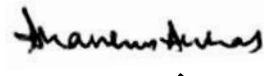
کمپنی کے ڈائریکٹرز چیئر مین کے جائزے، کمپنی کی مجموعی کارکردگی کے ساتھ معاملت، مستقبل کے منظر نامے اور بورڈ کی کارکردگی اور اس کے موثر ہونے کے حوالے سے تمام تر مشتملات کی توثیق کرتے ہیں۔

## اعتراف

ڈائریکٹرز تمام اسٹیک ہولڈرز کی کاوشوں کا اعتراف کرتے ہیں اور رواں مالی سال کیلئے اطمینان بخش نتائج کے حصول میں ان کی شراکت پر انہیں خراج تحسین پیش کرتے ہیں بالخصوص مالیاتی اداروں، صارفین اور کمپنی کے ملازمین کے تعاون پر ان کے دلی شکر گزار ہیں۔

بورڈ آف ڈائریکٹرز کی جانب سے

  
ڈوئلڈ جان جیکسن  
چیئر مین

  
شیر عباس  
چیف ایگزیکٹو آفیسر

کراچی: 11 ستمبر 2023

11 درج ذیل کے سلسلے میں بیانات منسلک ہیں:

- i گزشتہ 6 سالوں کے لئے کلیدی فنانشل ڈیٹا۔
- ii شیئر ہولڈنگ کا طریقہ کار

12 زیر جائزہ سال کے دوران بورڈ آف ڈائریکٹرز نے 6 مرتبہ اجلاس طلب کئے اور ان میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	ڈائریکٹرز کے نام	اجلاسوں میں شرکت
1	جناب ڈونلڈ جان چینکن (چیئر مین)	6/6
2	جناب شبیر عباس (چیف ایگزیکٹو آفیسر)	6/6
3	جناب عدنان آفریدی	6/6
4	محترمہ انعم فاطمہ خان	6/6
5	جناب عندلیب علوی*	6/6
6	جناب طارق احمد	6/6
7	جناب لی کن سنگ	5/6

نوٹ:

\* مرحوم جناب عندلیب علوی نے 2019 میں کمپنی کے بورڈ میں شمولیت اختیار کی تھی، اپنی مدت اور اشتراک کے دوران انہوں نے کمپنی کے ڈائریکٹرز کی حیثیت سے قابل قدر خدمات انجام دیں۔ ان کی عدم موجودگی شدت کے ساتھ محسوس کی جائے گی اور ان کی یادوں کو ان کے ہر ایک جاننے والا یاد رکھے گا، بورڈ کمپنی کے لئے ان کی بے مثال خدمات کا اعتراف کرتا ہے۔

13 آڈٹ کمیٹی نے 14 اجلاس طلب کئے اور ان میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	ڈائریکٹرز کے نام	اجلاسوں میں شرکت
1	جناب عدنان آفریدی (چیئر مین)	4/4
2	جناب ڈونلڈ جان چینکن	4/4
3	جناب عندلیب علوی	4/4

14 انسانی وسائل اور معاوضہ کمیٹی نے 2 اجلاس طلب کئے اور اس میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	ڈائریکٹرز کے نام	اجلاسوں میں شرکت
1	جناب عندلیب علوی (چیئر مین)	2/2
2	جناب ڈونلڈ جان چینکن	2/2
3	محترمہ انعم فاطمہ خان	2/2
4	جناب شبیر عباس	2/2

15 بورڈ اور بیشتر کمیٹیوں کے تمام تراس اجلاس وڈیو کانفرنسنگ کے ذریعے منعقد کیے گئے۔

## ڈائریکٹرز ٹریڈنگ پروگرام

منتخب ہونے والے تمام ڈائریکٹرز باقاعدہ ڈائریکٹرز کے تربیتی پروگرام کی شرائط اور ریگولیشنز میں درج مقررہ اہلیت کے معیار پر پورا اترتے ہیں۔ سال کے دوران کمپنی نے اپنے چیف فنانشل آفیسر کے لیے ڈائریکٹرز کی ٹریڈنگ پروگرام کا انتظام کیا۔

## متعلقہ پارٹیوں کے ساتھ لین دین

کمپنی کی جانب سے منسلک پارٹیوں کے ساتھ تمام ٹرانزیکشنز اپنی گنجائش کی بنیاد پر کاروبار کے عمومی طریقہ کار کے مطابق کی گئیں اور ان کو متعلقہ نوٹس کے تحت مالیاتی حسابات میں واضح کر دیا گیا ہے۔

## نمایاں تبدیلیاں اور معاہدے

کمپنی کے مالی سال کے اختتام سے لے کر متعلقہ بیلنس شیٹ اور رپورٹ کی تاریخ کے دوران ایسی کوئی اہم تبدیلی یا معاہدے نہیں کیے گئے جو کمپنی کی مالی پوزیشن پر اثر انداز ہوتے ہوں، ماسوائے ان کے جن کی وضاحت مالیاتی حسابات یا اس رپورٹ میں کردی گئی ہے۔

## منافع منقسمہ اور اختصاص

گزرے مالیاتی سال کے دوران کمپنی کی کارکردگی کے پیش نظر ڈائریکٹرز نے شیئر ہولڈرز کے لئے 10 روپے فی شیئر یعنی 200 فیصد کی بطور حتمی منافع منقسمہ کی منظوری دی ہے۔ ڈائریکٹرز نے عمومی ریزرو کے لئے 500 ملین روپے کے ٹرانسفر کا بھی اعلان کیا ہے۔

## کمپنی کے شیئرز کی تجارت

30 جون 2023 کو ختم ہونے والے سال کے دوران ڈائریکٹرز، ایگزیکٹوز اور ان کے شریک حیات اور نابالغ بچوں کی جانب سے کمپنی کے شیئرز کی کوئی خرید و فروخت نہیں کی گئی ماسوائے ان کے جس کی وضاحت شیئر ہولڈنگ کے پٹرن میں کردی گئی ہے۔

## کوڈ آف کارپوریٹ گورننس

کمپنی کے ڈائریکٹرز اور انتظامیہ بہترین کارپوریٹ گورننس کیلئے پرعزم ہیں۔ جیسا کہ کوڈ آف کارپوریٹ گورننس کے تحت لازم ہے، ڈائریکٹرز ہمسرت درج ذیل بیان جاری کر رہے ہیں:

- 1 کمپنی کی انتظامیہ کی جانب سے جاری کردہ مالیاتی حسابات کمپنی کے انتظامی امور، اس کے آپریشنز کے نتائج، کیش فلو اور ایکویٹی میں تبدیلی کو شفاف انداز میں واضح کرتے ہیں۔
- 2 کمپنی کے حسابات کی کتب باقاعدہ مرتب کی جاتی ہیں۔
- 3 مالیاتی حسابات کی تیاری میں موزوں اکاؤنٹنگ پالیسیاں مستقل طور پر لاگو کی جاتی ہیں اور اکاؤنٹنگ کے تخمینہ جات درست اور محتاط فیصلوں پر مبنی ہوتے ہیں۔
- 4 مالیاتی حسابات کی تیاری کی بنیاد بین الاقوامی فنانشل رپورٹنگ اسٹینڈرڈز کے طور پر استعمال کئے جاتے ہیں اور ان سے کسی بھی رُوگردانی کو مناسب طور پر بیان اور واضح کر دیا جاتا ہے۔
- 5 اندرونی کنٹرول کا نظام مستحکم ہے اور موثر طور پر نافذ عمل اور زیر نگرانی رہتا ہے۔
- 6 کمپنی کی صلاحیت کے بارے میں کوئی ایسا شبہ نہیں کہ یہ ترقی کے راستے پر گامزن ادارہ نہیں۔ اس سلسلے کی معلومات رپورٹ میں علیحدہ سے بیان کی گئی ہے۔
- 7 کارپوریٹ گورننس کی بہترین پریکٹس سے کوئی نمایاں رُوگردانی نہیں کی جاتی جیسا کہ لسٹنگ ریگولیشنز میں مفصل طور پر درج ہے۔ ہر ایک ڈائریکٹر اور ملازم کیلئے ایک ضابطہ اخلاق تیار اور انہیں فراہم کر دیا جاتا ہے۔
- 8 بورڈ آف ڈائریکٹرز نے وژن اور مشن اسٹیٹمنٹس راج کر رکھے ہیں۔
- 9 ٹیکس اور لیویز سے متعلق معلومات اکاؤنٹس کے نوٹس میں دی گئی ہیں۔
- 10 کمپنی کے پراویڈنٹ فنڈ اسکیم میں سرمایہ کاری کی مالیت جو 30 جون 2023 کو ختم ہونے والے سال کیلئے غیر آڈٹ شدہ حسابات پر مبنی ہے، وہ 108.90 ملین روپے پر موجود ہے۔

## مستقبل کا جائزہ

ملک کی مجموعی معاشی صورتحال مستقبل قریب میں مستقل طور پر کمپنی کے امور پر اثر انداز رہے گی۔ اللہ تعالیٰ کے فضل و کرم سے کمپنی مختلف صورتحال سے نمٹنے کی بھرپور صلاحیت رکھتی ہے جو بھی اسے درپیش ہوں۔

معاشی استحکام کے تسلسل پر انحصار اور پاکستان کے فارن ایکسچین ذخائر پر اس کے اثرات، جو لیٹرز آف کریڈٹ کے اجراء پر اثر انداز ہو سکتے ہیں، کے باعث کمپنی نے اپنی انتظامی ٹیم، فیکٹری کی افرادی قوت اور اپنے صارفین اور انٹرنیشنل پرائیزز کے ضمن میں مستحکم فیصلے کیے ہیں۔ یہ مشترکہ قوت آنے والے سال کے لئے سیز اہداف کو برقرار رکھنے کے ضمن میں ہمارے اعتماد اور بھروسے کو مزید استحکام فراہم کر رہی ہے۔

## ایکسپورٹ کے ذریعے مارکیٹ کو مختلف سمتوں میں فروغ دینا

ہم نے 2023 کے دوران افغانستان کیلئے برآمدات کا آغاز کیا۔ ہم اس امر پر یقین رکھتے ہیں کہ مستقبل میں مزید برآمدی مارکیٹوں کی تلاش کے مواقع حاصل ہوں گے۔

## سولر پاور پلانٹ اور انرجی مینجمنٹ پروجیکٹ

گدون میں سولر پروجیکٹ کے آغاز کے بعد انتظامیہ توانائی کے تحفظ کے سلسلے میں مزید اقدامات بروئے کار لارہی ہے۔ ہدف توانائی کے وسائل کے باکفایت استعمال کے ذریعے فوائد میں اضافہ کرنا ہے، جس کے ذریعے ہم اپنی آپریشنل کارکردگی کو مستقل طور پر بہتر بنانے اور کمپنی کے توانائی کے اخراجات میں کمی لاسکیں گے۔

## اندرونی مالیاتی کنٹرول کا انتظام

انٹرنل آڈٹ کی خدمات مستقل طور پر بیرونی ذرائع سے حاصل کی جا رہی ہیں۔ سال کے دوران انٹرنل اور ایکسٹرنل آڈیٹرز کے مادی نتائج کو انتظامیہ کی جانب سے ترجیحی بنیاد پر نمٹایا گیا اور ان کی حیثیت کو آڈٹ کمیٹی کے سہ ماہی اجلاسوں میں بھی زیر بحث لایا گیا۔

بورڈ فننس، بینکنگ اور کاروباری انتظام کی مہارت کے حامل ڈائریکٹرز کی بہترین نمائندگی کا حامل ہے۔ اپنی جگہ پر موجود نظام اس امر کو یقینی بناتے ہیں کہ کمپنی کے آپریشنز کے تمام پہلوؤں کا مالیاتی انتظام انتہائی شفاف، دیانتداری اور مربوط انداز میں چلایا جا رہا ہے۔ پی ڈبلیو سی (PwC) کے لئے انٹرنل آڈٹ امور کی آؤٹ سورسنگ کمپنی کے آپریشنز کے ایک غیر جانبدار جائزہ فراہم کرنے کے ذریعے کاروبار کے مالیاتی نظام کو مزید استحکام فراہم کرتی ہے۔

جائزوں، مالیاتی رپورٹنگ کنٹرولز کی جاری جانچ اور سال کے دوران کیے گئے آڈٹس سے حاصل ہونے والے نتائج کی بنیاد پر کمپنی سمجھتی ہے کہ اندرونی کنٹرول کا موجودہ نظام کافی ہے اور اس پر موثر طریقے سے عملدرآمد اور نگرانی کی جا رہی ہے۔ کمپنی کے ERP سسٹم کو SAP میں اپ گریڈ کرنے سے مالیاتی انتظام میں مزید بہتری آئے گی۔ ڈائریکٹرز مستقبل طور پر اندرونی مالیاتی نظم و ضبط کے مناسب انتظام، اس کے موثر اور بروقت ہونے کی نگرانی کرتے رہتے ہیں۔

## بورڈ آف ڈائریکٹرز اور اس کی کمیٹیوں کی کارکردگی کی جانچ پڑتال

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے مطابق بورڈ اپنے انفرادی ممبران کی کارکردگی کی جانچ پڑتال اور اپنی کمیٹیوں کی کارکردگی کا جائزہ لیتا ہے۔

مجموعی طور پر اس جانچ پڑتال کے نتائج مثبت رہے اور بورڈ کے ممبران نے محسوس کیا کہ بورڈ کے امور کمپنی کے آپریشنل امور کو خوش اسلوبی سے چلانے کے لئے موثر اور بہتر شراکت کے حامل ہیں۔

## نان۔ ایگزیکٹو اور ڈائریکٹرز کیلئے معاوضہ پالیسی

بورڈ نے ڈائریکٹرز کے معاوضوں کے تعین کے لئے شفاف طریقہ کار کے ذریعے باقاعدہ ایک پالیسی تشکیل دی ہے۔ کوڈ آف کارپوریٹ گورننس کے مطابق کوئی ڈائریکٹرز اپنے ذاتی معاوضے کے پیشیج کے تعین میں مداخلت نہیں کرتا جو کہ کمپنی کسی نان۔ ایگزیکٹو ڈائریکٹر کو اجلاس میں شرکت کیلئے اس کے بہترین ٹیلنٹ کے ضمن میں فیس کے طور پر ادا کرتی ہے۔ کمپنی کے معاوضے کی پالیسیاں موجودہ صنعت کے رجحانات اور کاروباری طریقہ کار کے لحاظ سے تشکیل دی جاتی ہیں۔

## ایگزیکٹو ڈائریکٹرز کا معاوضہ

ڈائریکٹرز اور چیف ایگزیکٹو آفیسر کے معاوضوں کے سلسلے میں وضاحت مالیاتی حسابات کے نوٹ نمبر 41 میں بیان کی گئی ہے۔



کمپنی حب، بلوچستان میں جنینس ویلج کے اندر ایک بہترین پرائمری اسکول کو چلا رہی ہے۔ یہ اسکول ابتدائی طور پر کمپنی کے ملازمین کے بچوں کیلئے قائم کیا گیا تھا تاہم مقامی آبادی کے دیگر بچوں کو بھی اسکول میں داخلے کی اجازت دیدی گئی ہے۔ مزید برآں کمپنی منافع بعد از ٹیکس کا ایک فیصد خیراتی اداروں اور اسپتالوں کو دیتی ہے۔

### آپریٹرز

سال 2022-2023 کے لئے فروخت سے آمدن 11,080.44 ملین روپے رہی جبکہ اس کے مقابلے میں گزشتہ مالی سال 9,536.32 ملین روپے رہی تھی اور منافع قبل از ٹیکس 1,079.96 ملین روپے رہا جبکہ اس کے مقابلے میں گزشتہ سال 1,010.14 ملین روپے تھا۔

معیشت میں رکاوٹوں، زرمبادلہ کی شرح میں کمی اور جاری سپلائی چین کے مسائل کی وجہ سے بورڈ ان حالات میں حاصل شدہ نتائج اطمینان بخش سمجھتا ہے۔

### الف۔ ریژن (Resin) قسمت

سال 2022-2023 میں ریژن قسمت کی مجموعی بکری 4,492.47 ملین روپے رہی جبکہ گزشتہ مالی سال میں 4,226.00 ملین روپے رہی تھی اور اس طرح 6.30 فیصد اضافہ ہوا۔ ریژن قسمت کے شعبے سے نتائج 756.37 ملین روپے رہے جو کہ گزشتہ مالی سال کیلئے 526.65 ملین روپے رہے تھے۔

### ب۔ مولڈنگ کمپاؤنڈ قسمت

سال 2022-2023 میں مولڈنگ کمپاؤنڈ قسمت کی بکری 6,587.97 ملین روپے رہی جبکہ اس کے مقابلے میں گزشتہ مالی سال کے دوران 5,310.32 ملین روپے رہی تھی اس طرح 24.06 فیصد اضافہ ہوا۔ مولڈنگ کمپاؤنڈ قسمت کے شعبے سے نتائج 869.87 ملین روپے رہے جو گزشتہ مالی سال میں 853.79 ملین روپے رہے تھے۔

### مالیاتی کارکردگی

سال 2022-2023 کے لئے کمپنی کے مختصر مالیاتی نتائج درج ذیل ہیں:

---- (روپے ہزاروں میں) ----

2021-22	2022-23	
9,536,325	11,080,438	فروخت سے آمدنی
1,611,116	1,893,785	مجموعی منافع
1,010,140	1,079,961	منافع قبل از ٹیکس
621,504	665,164	منافع بعد از ٹیکس
32.93	35.25	آمدنی فی شیئر روپے میں

### خطرات، بے یقینی کی صورتحال اور اس کا تدارک

ہم ایپورٹڈ آئٹمز پر مزید ڈیولپمنٹ یا ٹیرف کے نفاذ، ٹیکسوں میں اضافے اور افراط زر کی روک تھام کے لئے مزید اقدامات کی توقع کر رہے ہیں جس کیلئے ہم مکمل طور پر زرتلانی کے لئے اہل نہیں ہو سکتے۔ زرمبادلہ کے نرخوں میں مزید کمزوری اور لیٹرز آف کریڈٹ کے لئے منظوری کے حصول میں مشکلات بھی ممکنہ طور پر جاری رہیں گی۔ مزید برآں جاری رہنے والی رکاوٹیں جیسا کہ مشاورتی بینک کی جانب سے لیٹرز آف کریڈٹ کی توثیق میں تاخیر کے باعث درآمدی خام مال کی سپلائی کی شپنگ میں تاخیر، پاور سپلائی میں رکاوٹوں، توانائی کی مالیت میں اضافے اور بڑھتے ہوئے لاجسٹکس اخراجات کی توقع کی جارہی ہے۔ ان چیلنجز سے نمٹنے کے لئے ہماری سپلائی چین کی انتظامی ٹیم بھرپور انداز میں سپلائرز اور شپنگ فرموں کے ساتھ رابطے میں ہیں تاکہ ضروری خام مال کی بروقت سپلائی کو یقینی بنایا جائے۔

انتظامیہ اس امر سے آگاہ ہے کہ کمپنی کو کاروبار کے ضمن میں اندرونی اور بیرونی دونوں سطح پر مختلف نوعیت کے خطرات کا سامنا ہے۔ کمپنی خطرات سے نمٹنے کے ایک موثر میکانزم کی حامل ہے جو ان خطرات سے نمٹنے کا موثر انتظام کرتا ہے اور ان سے نمٹنے کے ساتھ ان کے تدارک کے ایکشن پلان کو طے کرتا ہے۔

مجموعی طور پر موجودہ معاشی صورتحال نے کاروبار کے انتظامات کیلئے خطرات اور بے یقینی کو انتہائی درجہ پر پہنچا دیا ہے۔ بورڈ اور کمپنی کی انتظامیہ اپنی بہترین صلاحیتوں کو بروئے کار لاتے ہوئے ان متعدد اثرات کو کم کرنے کے لئے مناسب اقدامات کر رہی ہے۔

## کاروباری جائزہ

## اقتصادی ماحول

سال کے دوران پاکستان کو چند بڑے چیلنجز بشمول کرنسی کی قدر میں کمی اور بڑھتی ہوئی شرح سود کا سامنا کرنا پڑا۔ معیشت کو طلب اور گروتھ میں کمی کا تجربہ بھی ہوا۔ اس کے جواب میں حکومت نے معیشت کے استحکام کے لیے درج ذیل اقدامات کیے:

- تجارتی عدم توازن اور کرنٹ اکاؤنٹ خسارے سے غیر ضروری درآمدات پر پابندی اور لیٹرز آف کریڈٹ کے اجراء پر پابندی کے ذریعے نمٹا گیا۔
- اسٹیٹ بینک آف پاکستان سے افراط زر میں کمی کے لئے ایک کوشش کے طور پر پالیسی ڈسکاؤنٹ ریٹ کو 22 فیصد تک بڑھا دیا۔
- انٹرنیشنل مانیٹری فنڈ (آئی ایم ایف) کی درخواست پر دیگر کرنسیوں کے مقابلے میں زرمبادلہ کی شرح مارکیٹ کے اتار چڑھاؤ کے مطابق ایڈجسٹ کرنے کی اجازت دی گئی۔
- نئے بجٹ میں ٹیکس اصلاحات کی محدود تعداد، بلند تر یوٹیلیٹی اخراجات اور بڑھتے ہوئے فیول نرخوں کو آئی ایم ایف کی شرائط کے مطابق رکھا گیا۔

ماؤنٹنگ ڈیبٹ کو محفوظ اور فاریکس ذخائر کا تیزی سے بڑھنا حکومت کے لئے بڑے چیلنج ثابت ہوئے۔ مزید برآں تباہ کن سیلاب جس نے 2022 میں جون سے اکتوبر تک قوم کو شدید متاثر کیا، ایک اور تباہ کن عنصر تھا جس نے بری طرح پاکستان کی معاشی صورتحال کو تباہ کیا۔ جیسا کہ اوپر واضح کیا گیا، حکومت نے معیشت کو مستحکم بنانے کے لئے چند اہم اقدامات کیے تاہم ابھی بھی مزید ایسی اسٹریٹجیوں کی تبدیلیاں لانے کی ضرورت ہے جن کی بدولت پاکستان کو مستحکم گروتھ کے راستے پر گامزن کیا جاسکے۔

## قومی خزانے میں حصہ

کمپنی نے زیر جائزہ سال کے لئے مختلف ٹیکسز اور لیویز کی صورت میں قومی خزانے میں 2,637 ملین روپے کی شراکت کی (2021-2022 میں 2,424 ملین روپے)۔

## کمپنی کے امور اور بنیادی سرگرمیاں

بورڈ کے مقاصد میں اس امر کو یقینی بنانا شامل ہے کہ شیئر ہولڈرز کو ایسے تمام اہم اُتار چڑھاؤ اور معاملات سے باخبر رکھا جائے جو کمپنی کے امور کو متاثر کرتی ہیں۔ شیئر ہولڈرز کو متاثر مہم اطلاعات سالانہ رپورٹ اور عبوری سماہی رپورٹس پاکستان اسٹاک ایکسچینج کے معلوماتی پورٹل کے ذریعے جب اور جہاں ضرورت ہو، باخبر رکھا جاتا ہے۔

بورڈ سالانہ اجلاس عام اور کارپوریٹ بریفنگ سیشنز میں شیئر ہولڈرز کی شراکت کی حوصلہ افزائی کرتا ہے تاکہ شفافیت کی اعلیٰ سطح کو یقینی بنایا جائے۔ کمپنی کے تمام مالیاتی حسابات کمپنی کی ویب سائٹ (www.dynea.com.pk) پر دستیاب ہیں اور تمام شیئر ہولڈرز کے استفسارات کا جواب دینے کیلئے ایک آفیسر کو نامزد کر دیا گیا ہے۔

کمپنی بنیادی طور پر فارل ڈی ہائیڈ، فارل ڈی ہائیڈ۔ میڈر، سسز اور مولڈنگ کمپاؤنڈ کی تیاری اور فروخت میں مصروف عمل ہے۔

## صحت، تحفظ اور ان کے ماحول پر اثرات

صحت اور تحفظ کمپنی کیلئے ہمیشہ ترجیحات میں شامل ہیں اور ہم اپنے ملازمین کی صحت اور حفاظت کے بارے میں انتہائی سنجیدہ رہتے ہیں۔

جینسن ولج اور اس سے منسلک اسکول کے بارے میں ہمارے عزم سے بڑھ کر ہم بلوچستان اور کے پی دونوں میں مختلف سماجی بھلائی کے کاموں میں موثر طور پر شراکت کر رہے ہیں، مزید برآں گزشتہ سال شروع کیے گئے سولر پاور پروجیکٹ کی سالانہ رپورٹ کے مطابق یہ اب آپریشنل ہو چکا ہے۔ اس کے علاوہ ہم اپنے ویسٹ ری سائیکلنگ پروگرام کو از سر نو توسیع دے رہے ہیں تاکہ مزید ویسٹ میٹرینل کوری سائیکل کیا جاسکے۔ کمپنی اب OGRA کی مخصوص گاڑیوں کو میٹھانوں کی ٹرانسپورٹیشن کے لئے استعمال کر رہی ہے تاکہ سیفٹی ریگولیشنز پر عملدرآمد کو یقینی بنایا جاسکے۔

کمپنی کے فروغ کے ساتھ ساتھ ہم نے مسلسل اپنے ایچ ایس ای اینجمنٹ سسٹم کا جائزہ بھی شروع کیا ہے تاکہ اپنی مستقبل کی ضروریات کو بہتر طور پر پورا کرنے کیلئے اسے اپ گریڈ کیا جائے۔

## کارپوریٹ سوشل ریسپانسیبیلیٹی (ادارہ جاتی سماجی ذمہ داری)

کمپنی صحت، تعلیم اور ماحولیات کے تحفظ کے اقدامات میں شرکت کے ذریعے سنجیدگی سے سماجی ماحول میں اپنی ذمہ داریاں ادا کر رہی ہے۔

آپ کی کمپنی کے ڈائریکٹرز بمسرت 30 جون 2023 کو ختم ہونے والے مالی سال کیلئے سالانہ رپورٹ مع کمپنی کے آڈٹ شدہ مالیاتی حسابات پیش کر رہے ہیں۔

### اظہار تعزیت

ہم انتہائی رنج و غم کے ساتھ اعلان کرتے ہیں کہ 17 اگست 2023 کو ہمارے پیارے ڈائریکٹر جناب عندلیب علوی اپنے اہلی سفر پر گامزن ہو گئے۔ ان کی قانونی مہارت اور کاروباری سمجھ بوجھ کو ہمیشہ یاد رکھا جائے گا۔ ان کی متاثر کن عاجزی و انکساری اور سرپرستی ہمیشہ ہمارے ساتھ ساتھ رہے گی اور ہمیں نئی راہیں اور بے مثال کامیابیوں کا راستہ دکھائے گی۔

### بورڈ کے ڈائریکٹرز

کمپنی کے بورڈ آف ڈائریکٹرز کی تفصیلات ہیلس شیٹ کی تاریخ پر درج ذیل ہے:

1	جناب ڈونلڈ جان جینکن - چیئرمین	نان - ایگزیکٹو
2	جناب شبیر عباس - چیف ایگزیکٹو آفیسر	ایگزیکٹو
3	جناب عدنان آفریدی	آزاد
4	جناب عندلیب علوی *	آزاد
5	محترمہ انعم فاطمہ خان	آزاد
6	جناب طارق احمد	آزاد
7	جناب لی کن سنگ	نان - ایگزیکٹو

\* ہمارے انڈیپنڈنٹ ڈائریکٹر جناب عندلیب علوی کی ناگہانی اور اچانک دنیا سے رخصتی نے بورڈ کے اندر ایک اتفاقی عہدے کو خالی کیا۔ اس اسامی کو قانونی ٹائم فریم کے اندر پر کیا جائے گا۔

ڈائریکٹرز کی مجموعی تعداد 7 درج ذیل کے مطابق ہے:

a	مرد	6
b	خاتون	1

بورڈ کی تشکیل درج ذیل کے مطابق ہے:

i	آزاد ڈائریکٹرز	3
ii	خاتون آزاد ڈائریکٹر	1
iii	نان - ایگزیکٹو ڈائریکٹرز	2
iv	ایگزیکٹو ڈائریکٹر	1

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

### آڈٹ کمیٹی

جناب عدنان آفریدی	چیئرمین
جناب ڈونلڈ جان جینکن	ممبر
جناب عندلیب علوی *	ممبر

\* جناب عندلیب علوی کے متبادل کے طور پر مقررہ قانونی مدت کے اندر تعیناتی کر دی جائے گی۔

### انسانی وسائل اور معاوضہ کمیٹی

جناب عندلیب علوی	چیئرمین
جناب ڈونلڈ جان جینکن	ممبر
محترمہ انعم فاطمہ خان *	ممبر
جناب شبیر عباس	ممبر

\* محترمہ انعم فاطمہ خان کو مورخہ 11 ستمبر 2023 سے مرحوم جناب عندلیب علوی کی جگہ ایچ آر آر سی کے چیئرمین کے طور پر نامزد کیا گیا ہے۔

### نگرانی کا کردار

آڈٹ کمیٹی اور بورڈ نے ایک پروگرام پر عملدرآمد شروع کیا ہے جس کے ذریعے کمپنی کی پالیسیوں اور طریقہ کار کی ایک تعداد کو ان کے اجلاسوں میں جائزہ لینے اور اسے اپ ڈیٹ کرنے کے لئے پیش کیا جائے گا۔ کارپوریٹ گورننس پر عملدرآمد کو برقرار رکھنے کے لئے ایسے وقت میں کوششیں جاری ہیں جب ان کی ضرورت زیادہ تیزی کے ساتھ بڑھ رہی ہیں۔

### معاذتی اور مشاورتی کردار

جیسا کہ اس جائزے میں پہلے بھی واضح کیا جا چکا ہے، ڈائریکٹرز اپنی خواہش کے مطابق اپنا وقت اور مہارت باقاعدگی سے فراہم کرتے ہیں جو کہ انتظامیہ کے لئے نہایت اہم ہے۔ اس کے علاوہ کمپنی بیرونی معاذتی خدمات حاصل کر سکتی ہے تاکہ بورڈ اور انتظامیہ کو اسکوپ سے زیادہ معاونت فراہم کی جائے۔

### چیئر پرسن کا کردار

میں بحیثیت چیئر مین اپنا کردار ایک لیڈر اور سہولت کار کے طور پر دیکھتا ہوں۔ میں پاکستان میں مقیم نہیں ہوں تاہم میں باقاعدگی سے یہاں آتا رہتا ہوں تاکہ میں زیادہ تر پروجیکٹس میں شامل رہوں۔ گزشتہ سال ہمارے کوالٹی مینجمنٹ اور ایچ ایس ای پروگرامز کو اپ گریڈ کرنے پر خصوصی توجہ دی گئی جو اب بھی جاری ہے۔

سب سے بڑھ کر یہ کہ میں سمجھتا ہوں کہ 2022-23 کے مالی سال کے دوران کمپنی کی کارکردگی کا کریڈٹ انتظامیہ کو جاتا ہے۔ جو قطعی آسان نہیں تھا۔ یہ بھی عجیب سی بات ہوگی کہ اس سلسلے میں بورڈ اور دیگر وسائل کی معاونت کو بھی اس کامیابی میں ضروری تصور نہ کیا جائے۔

میں اپنے ساتھی ڈائریکٹرز اور کمپنی کی انتظامیہ دونوں کی مستقل معاونت پر شکریہ ادا کرنا چاہوں گا۔ بورڈ ڈائریکٹرز کی جانب سے رہنمائی اور سرپرستی کا بھی میں دل سے اعتراف کرتا ہوں۔

میں اس امر کا بھی شکریہ ادا کرتا ہوں کہ اس جائزے پر میرے دستخط شامل ہیں۔



ڈوئلڈ جان چینکن  
چیئر مین

کراچی:

مورخہ 11 ستمبر 2023

## بورڈ اسٹریٹجی

بورڈ پیشہ ورانہ ماہرین کے ذریعے مالیاتی انتظام، قانونی امور، ٹیکنیکی مہارت اور مینوفیکچرنگ آپریشنز کے مستحکم پس منظر کے ساتھ تشکیل دیا گیا۔ اس میں دو کمیٹیاں بنام آڈٹ کمیٹی جو کہ رسک مینجمنٹ کا احاطہ کرتی ہے اور دوسری کمیٹی انسانی وسائل اور معاوضہ کمیٹی ہے اور یہ دونوں کمیٹیاں بورڈ کو رپورٹ کرتی ہیں۔

یہ خبر میرے لئے انتہائی افسوسناک ہے کہ جناب عنذلیب علوی انتقال کر گئے ہیں، وہ بورڈ کے انتہائی فعال اور متحرک ممبر تھے۔ ان کی کمی ہمیشہ محسوس کی جائے گی۔

بورڈ اور اس کی کمیٹیوں کی ممبر شپ کی تفصیلات ڈائریکٹرز کی رپورٹ میں دی گئی ہیں۔

## بورڈ کے عزائم اور امور

بورڈ کے اجلاس باقاعدگی سے سہ ماہی بنیاد پر اور دیگر صورتوں میں ضرورت پڑنے پر منعقد کئے جاتے ہیں۔ ان میں شرکت اور حاضری مناسب رہتی ہے اور ڈائریکٹرز انتظامیہ کی مدد کے لئے دیگر اوقات بالخصوص شکایات اور قانونی امور کے معاملات میں دستیاب رہتے ہیں۔ ان کی شرکت انتظامیہ اور میرے دونوں کے لئے انتہائی قابل قدر اور قابل تحسین ہے۔

کوویڈ کی صورتحال کے تناظر میں بورڈ اور اس کی کمیٹیوں نے بیشتر اوقات میں اپنے اجلاس زوم وڈیو کانفرنسنگ کے ذریعے جاری رکھے۔ میں اس کے پس پردہ رہنے والے افراد کا مشکور ہوں جنہوں نے اجلاس بلانے کے انتظامات کئے اور ان کے سہل آپریشنز کو یقینی بنایا۔

## کاروباری حکمت عملی کی گورننس

ایک مستحکم اور مربوط مارکیٹ میں جیسا کہ کمپنی خود کو اس میں موجود پاتی ہے، یہ ہمیشہ آسان نہیں ہوتا کہ آگے بڑھنے کی حکمت عملی کامیاب رہے۔ ایسی ایک حکمت عملی 2010 میں کمپنی کو از سر نو مستحکم بنانے کے لئے تشکیل دی گئی جسے بورڈ نے مکمل طور پر سپورٹ کیا اور اس کے نتائج خود اس کا اظہار کرتے ہیں۔

آگے بڑھتے ہوئے کمپنی نئی مارکیٹوں کے قیام اور نئی پروڈکٹس کی پیشکشوں کے ذریعے اپنے کاروبار میں توسیع دینے کے خواہشمند ہونے کے ساتھ پاکستان میں اپنی مستحکم پوزیشن برقرار رکھنا چاہتی ہے۔ سال کے دوران مولڈنگ کمپنیاں کی برآمد کا آغاز کیا گیا۔ ہمیں یقین ہے کہ پاکستان کے باہر ہمیں مزید مواقع حاصل ہوں گے۔

## مالیاتی رپورٹنگ کا طریقہ کار، انٹرنل آڈٹ اور انٹرنل کنٹرولز

سسٹمز اس امر کو یقینی بنانے کے لئے موجود ہیں کہ کمپنی کے آپریشنز کے تمام پہلوؤں کا مالیاتی انتظام مکمل شفافیت، ایمانداری اور مربوط نظام کے ساتھ چلا جا رہا ہے۔ میں محسوس کرتا ہوں کہ پی ڈبلیو کو انٹرنل آڈٹ کے امور کی آڈٹ سورسنگ کاروبار کے مالیاتی انتظام کے سلسلے میں کمپنی کے آپریشنز کے غیر جانبدار جائزہ کی فراہمی کے ذریعے اس کے استحکام میں مزید اضافہ کرے گی۔

## خطرات سے نمٹنے کا انتظام

بورڈ کمپنی میں درپیش خطرات کی جانچ اور اس کے انتظام کی ضرورت کے حوالے سے انتہائی محتاط ہے تاکہ کاروبار کے تسلسل کو یقینی بنایا جاسکے۔ امریکی ڈالر کے مقابلے میں روپے کی قدر میں مسلسل کمی اور سپلائی چین کے جاری مسائل کاروبار پر مسلسل اثر انداز ہو رہے ہیں۔ انتظامیہ اہم درآمدی خام مال کے مناسب ذخیرے کو برقرار رکھنے کی ضرورت کے تحت اس میں توازن رکھے ہوئے جبکہ اس کے ساتھ آپریشنز کے خطرات سے نمٹنے کی کوشش بھی کر رہی ہے۔ ایسے بہت کم مواقع آئے جب کمپنی نے خام مال کے حصول میں تاخیر کی وجہ سے پروڈکشن میں کمی کی ہوتی ہے کمپنی سال کے دوران زیادہ تر اپنے آپریشنز کو کامیابی کے ساتھ چلانے میں کامیاب رہی ہے۔

اپنی صنعت کے حصول کے پیش نظر کمپنی کریڈٹ پر فروخت کر رہی ہے۔ غیر مستحکم کاروباری ماحول میں کریڈٹ کے مینجمنٹ پر توجہ بڑھادی گئی ہے جس سے واجب الادا کریڈٹ کے ایام کی تعداد میں کامیابی کے ساتھ کمی آئی۔

The Secretary  
DYNEA PAKISTAN LIMITED  
406, Parsa Tower, Plot No. 31/1/A,  
Block-6, PECHS, Shahrah-e-Faisal,  
Karachi.

dynea

## FORM OF PROXY

### FORTY-FIRST ANNUAL GENERAL MEETING

I/We \_\_\_\_\_ of \_\_\_\_\_

being a member(s) of **DYNEA PAKISTAN LIMITED** and a holder of \_\_\_\_\_

\_\_\_\_\_ ordinary shares as per Share Register Folio No. \_\_\_\_\_

or CDC Participant ID No. \_\_\_\_\_ Account No. \_\_\_\_\_

hereby appoint \_\_\_\_\_ of \_\_\_\_\_

who is also member of **DYNEA PAKISTAN LIMITED** Vide Folio No. \_\_\_\_\_

or CDC Participant ID No. \_\_\_\_\_ Account No. \_\_\_\_\_

or failing him / her \_\_\_\_\_ of \_\_\_\_\_

who is also member of **DYNEA PAKISTAN LIMITED** Vide Folio No. \_\_\_\_\_

or CDC Participant ID No. \_\_\_\_\_ Account No. \_\_\_\_\_

as my / our proxy in my / our absence to attend and vote for me / us and on my / our behalf at the 41st Annual General Meeting of the Company to be held on Wednesday, October 25, 2023 at 10:30 AM and at any adjournment thereof.

As witness my / our hand / seal this \_\_\_\_\_ day of \_\_\_\_\_ 2023. Signed by the said

Witness \_\_\_\_\_ Witness \_\_\_\_\_

(Signature)

(Signature)

Name \_\_\_\_\_ Name \_\_\_\_\_

Address \_\_\_\_\_ Address \_\_\_\_\_

CNIC No. \_\_\_\_\_ CNIC No. \_\_\_\_\_

**Please affix  
Rs. 5/-  
Revenue Stamp**

SIGNATURE OF MEMBER(S)

#### NOTES:

1. This proxy form duly completed and signed must be received at the Registered Office of the Company, Office No.406, Parsa Tower, Plot No.31/1/A, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi-75400, not less than 48 hours before the time of holding of the Meeting.
2. No person shall act as proxy unless he / she himself / herself is a member of the Company. Except that a corporation may appoint a person who is not a member.
3. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.

#### FOR CDC ACCOUNT HOLDERS / CORPORATE ENTITIES

In addition to the above the following requirements have to be met:

- a) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- b) Attested copy of CNIC or the passport of the beneficial owners shall be furnished with the proxy form.
- c) The proxy shall produce his / her original CNIC or original passport at the time of the meeting.
- d) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

## پراکسی فارم

## ۴۱ واں سالانہ اجلاس عام

میں/ہم \_\_\_\_\_ ساکن \_\_\_\_\_ بحیثیت ممبر ڈائیا پاکستان لمیٹڈ \_\_\_\_\_ عام حصص یافتہ مطابق شیئر رجسٹر فوئیو/سی ڈی سی اکاؤنٹ نمبر \_\_\_\_\_

مقرر کرتا/کرتی ہوں \_\_\_\_\_ فوئیو/سی ڈی سی اکاؤنٹ نمبر \_\_\_\_\_ کمپیوٹرائزڈ قومی شناختی کارڈ نمبر \_\_\_\_\_

یا بصورت دیگر \_\_\_\_\_ فوئیو/سی ڈی سی اکاؤنٹ نمبر \_\_\_\_\_ کمپیوٹرائزڈ قومی شناختی کارڈ نمبر \_\_\_\_\_ جو کمپنی کے ممبر بھی ہیں، کو کمپنی

کے بدھ ۲۵ اکتوبر ۲۰۲۳ء کو صبح ۱۰:۳۰ بجے منعقد ہونے والے ۴۱ ویں سالانہ اجلاس عام میں اپنی جانب سے شرکت اور رائے دہی کیلئے اپنا قائم مقام/متبادل۔

بطور سند میرے/ہمارے دستخط مورخہ \_\_\_\_\_ ۲۰۲۳ء

۲- گواہ

۱- گواہ

دستخط \_\_\_\_\_ دستخط \_\_\_\_\_

نام \_\_\_\_\_ نام \_\_\_\_\_

پتہ \_\_\_\_\_ پتہ \_\_\_\_\_

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر \_\_\_\_\_ کمپیوٹرائزڈ قومی شناختی کارڈ نمبر \_\_\_\_\_

۵ روپے کا  
محصول ٹکٹ

ممبر (ز) کے دستخط

## نوٹ:

۱- پراکسی فارم لہذا مکمل اور دستخط کے ہمراہ اجلاس کے انعقاد سے کم از کم ۲۸ گھنٹے قبل کمپنی کے رجسٹرڈ آفس نمبر 406، پارسا ناور، پلاٹ نمبر 31/1/A، بلاک-6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی-75400 میں جمع کروایا جائے گا۔

۲- پراکسی کے لئے کمپنی کا ممبر ہونا ضروری ہے۔ تاہم کارپوریشن کسی بھی غیر ممبر کو اپنا پراکسی مقرر کر سکتی ہے۔

۳- اگر کوئی ممبر ایک سے زائد پراکسی مقرر کرتا ہے اور کمپنی کو پراکسی کی ایک سے زائد دستاویزات جمع کراتا ہے تو پراکسی کی اس طرح کی تمام دستاویزات غیر قانونی تصور ہوں گی۔

برائے سی ڈی سی اکاؤنٹ ہولڈرز/کارپوریٹ ادارے

مزید برآں درج ذیل شرائط پر عمل کرنا ہوگا:

۱- پراکسی فارم پر ۲ افراد کی گواہی ہونی چاہئے جن کے نام، پتے اور کمپیوٹرائزڈ قومی شناختی کارڈ نمبر یا پاسپورٹ نمبر فارم میں درج ہوں۔

۲- ممبر اور پراکسی کے کمپیوٹرائزڈ قومی شناختی کارڈ نمبر یا پاسپورٹ کی تصدیق شدہ نقول پراکسی فارم کے ہمراہ منسلک کرنی ہوں گی۔

۳- پراکسی کو اجلاس کے وقت اپنے اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ پیش کرنا ہوگا۔

۴- کارپوریٹ ادارے کی صورت میں ڈائریکٹرز کی قرارداد/پاور آف اتارنی مع نامزد فرد کے دستخط کا نمونہ (اگر پہلے فراہم نہ کئے گئے ہوں) پراکسی فارم کے ہمراہ کمپنی کو پیش کرنے ہوں گے۔