POML

NOURISHING LIVES

Annual Report **2026**



“SAY NO TO CORRUPTION”


POML
NOURISHING LIVES

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Keeping *the* Tradition Alive



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#JioHazaaroSaal

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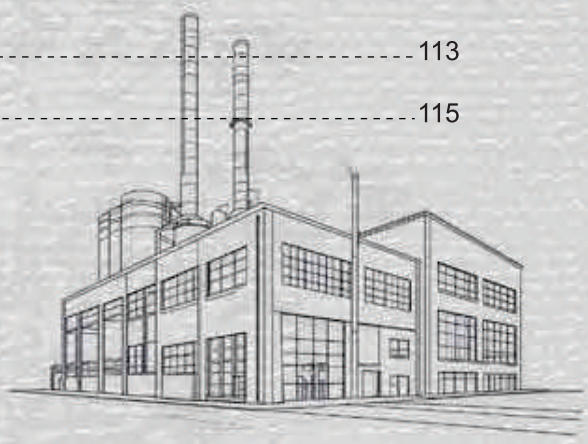
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Our Vision

To establish POML as a growing and diversified food and consumer goods company that consistently exceeds customers' expectations by delivering the highest standards in product development, production, distribution and marketing, while maximizing shareholders' value by efficient allocation of the Company's resources.

POML seeks to combine innovation and creativity with diligent resource and risk management to consistently create value for all its stakeholders and play a meaningful and sustainable role in the economic and social development of Pakistan.

POML has no wish to influence people's beliefs; instead disassociates itself from any activity that challenges our commitment to cultural diversity and equal opportunity.





Our Mission

To achieve excellence in the development, production and marketing of edible oils, fats and soap products in order to maximize customer satisfaction, achieve and sustain growth, minimize costs and maximize profits; resulting in a secure and rewarding investment for our shareholders and investors.


Naturelle®
OIL OF THE FIRST PRESS
More Nature.
More Goodness.
SARSON
KA TEL
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COMPANY INFORMATION

BOARD OF DIRECTORS	Mr. Usman Ilahi Malik	Chairman
	Mr. Tahir Jahangir	Chief Executive Officer
	Mr. Jillani Jahangir	Executive Director
	Mr. Furqan Anwar Batla	Non-Executive Director
	Mrs. Munizae Jahangir	Non-Executive Director
	Miss Mehrunisa Malik	Non-Executive Director
	Mr. Ahmad Aqeel	Independent Director
	Mr. Babar Naseem Khan	Independent Director
AUDIT COMMITTEE	Mr. Ahmad Aqeel	Chairman
	Mr. Furqan Anwar Batla	Member
	Mr. Babar Naseem Khan	Member
HUMAN RESOURCE & REMUNERATION COMMITTEE	Mr. Babar Naseem Khan	Chairman
	Mr. Furqan Anwar Batla	Member
	Mr. Jillani Jahangir	Member
	Mrs. Munizae Jahangir	Member
	Miss Mehrunisa Malik	Member
CHIEF EXECUTIVE OFFICER	Mr. Tahir Jahangir	
CHIEF FINANCIAL OFFICER	Mr. Shehzad Nazir	
COMPANY SECRETARY	Rana Shakeel Shaukat	
HEAD OF INTERNAL AUDIT	Mr. Shahzad Haider Khan	
AUDITORS	Crowe Hussain Chaudhury & Co Chartered Accountants	
LEGAL ADVISORS	A.G.H.S Law Associates	
BANKERS	JS. Bank Limited MCB Bank Limited Habib Metropolitan Bank Limited Faysal Bank Limited Bank Al-Habib Limited Askari Bank Limited Habib Bank Limited United Bank Limited	
REGISTERED OFFICE/WORKS	Plot No. 26-28, Industrial Triangle, Kahuta Road, Islamabad Tel: 051 -4490017-20, Fax: 051-4490016 & 4492803 Email. corporate@punjaboilmills.com Website: www.punjaboilmills.com	
HEAD OFFICE	19-A/1, Block E-II, Gulberg III, Lahore. Tel: 042-35761585-6 Email: corporate@punjaboilmills.com	
SHARE REGISTRAR OFFICE	M/s Corplink (Private) Limited Wings Arcade, 1-K, Commercial Model Town, Lahore Tel: 042 -35916714, 35916719 Fax: 042 -35869037 Email: corplink786@gmail.com	


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Made Better
Cholesterol
Free
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COOKING OIL
Celebrating
35 Years
of Quality
FORTIFIED WITH
WHOLESOME
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Information for Shareholders

Listing on Stock Exchange
Pakistan Stock Exchange

Stock Symbol
The stock code for dealing in equity shares of the Company at Pakistan Stock Exchange Limited is 'POML'

Listing Fee
The Annual listing fee for the Financial Year 2025-2026 was paid to the PSX and CDC within the prescribed time limit.

Statutory Compliance
During the year, the Company has complied with all applicable provisions, filed all returns/forms and furnished all relevant particulars/information as required under the Companies Act, 2017 and allied rule, the listing requirements and any other relevant laws, rules and regulations prescribed by the Securities and Exchange Commission of Pakistan (SECP.)

Share Transfer System
Shares transfer received by the Company's Share Registrar are registered with the prescribed period.

Notification of SECP for the purpose of CNIC of Shareholders
The shareholders are informed that SECP through SRO 779(I)2011 dated August 18, 2011 has made it mandatory that dividend warrants issued by the issuer should bear Computerized National Identity Card (CNIC) numbers of the registered shareholders, except in the case of minor(s) and corporate shareholders. The shareholders are, therefore, requested to provide by mail or fax, photocopy of their CNIC and in case of foreigner copy of passport, unless it has already been provided.

Financial Information
The Company has uploaded the Annual and Quarterly Accounts on the Company's website.

Company's Website
Updated information regarding the Company can be accessed at www.punjaboilmills.com. The website contains the latest Financial Results of the Company together with Company's profile and product range.

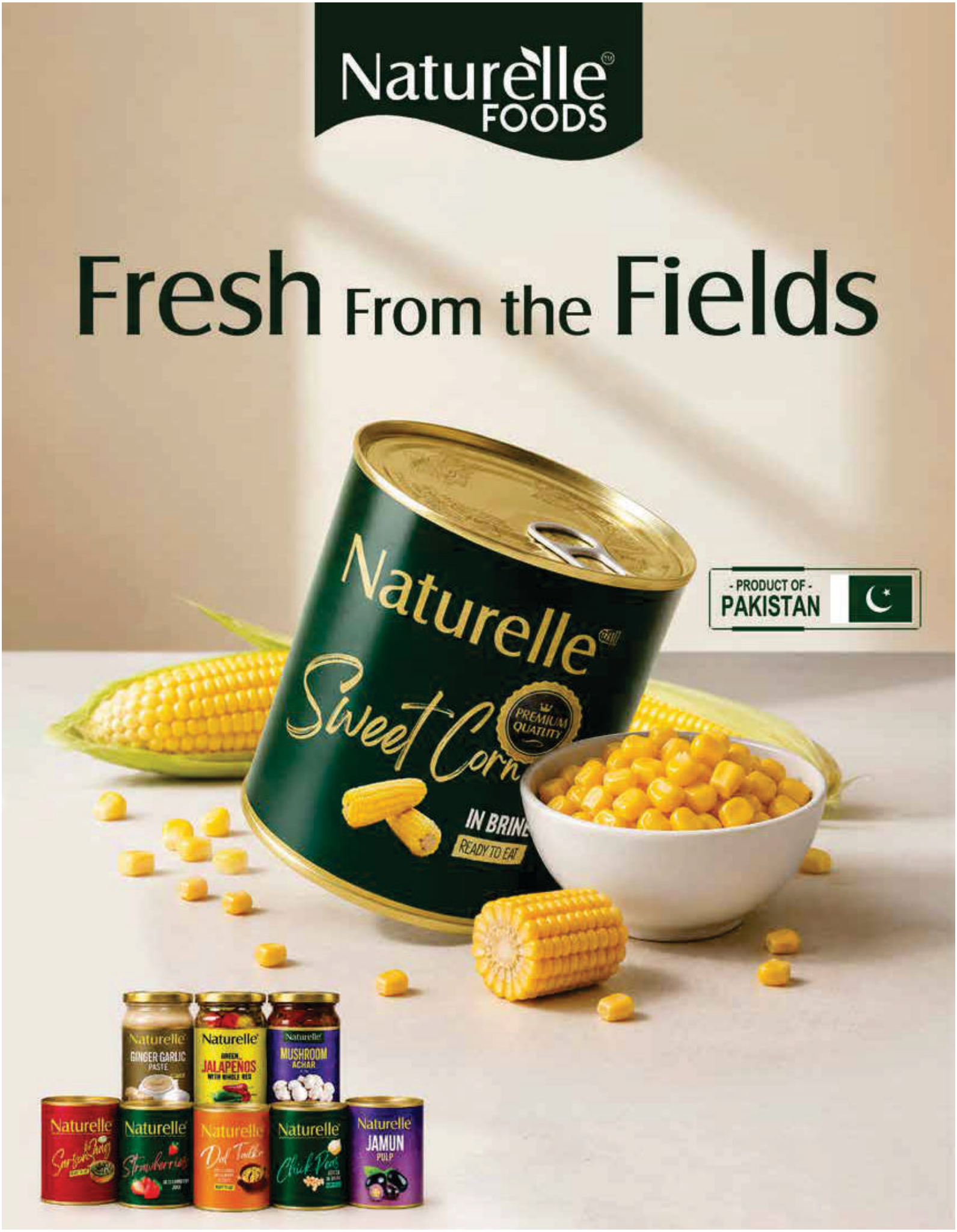
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Naturelle FOODS
Fresh From the Fields
- PRODUCT OF -
PAKISTAN
Naturelle
Sweet Corn
PREMIUM QUALITY
IN BRINE
READY TO EAT
Naturelle
GINGER GARLIC PASTE
Naturelle
GREEN JALAPEÑOS
Naturelle
MUSHROOM ACHAR
Naturelle
Strawberries
Naturelle
Dal Tadka
Naturelle
Chick Peas
Naturelle
JAMUN PULP

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 45th Annual General Meeting ("AGM") of **Punjab Oil Mills Limited** (the "Company") will be held on Friday, November 27, 2026 at 11:00 AM, at the registered office of the Company situated at Plot No. 26-28, Industrial Triangle, Kahuta Road, Islamabad, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2026, together with the Chairman's Review Report, Directors' Report and Auditors' Reports thereon.

2. To Appoint Auditors for the Company for the fiscal year ending June 30, 2027, and determine their compensation. The retiring auditor, M/s Crowe Hussain Chaudhury & Co., retires and being eligible, applies for re-appointment. The shareholders are thus notified that the Audit Committee and the Board of Directors have recommended M/s Crowe Hussain Chaudhury & Co., Chartered Accountants for appointment as the Company's auditors for the year ending June 30, 2027.

3. To appoint Cost Auditors of the Company for the year ending June 30, 2027, and fix their remuneration. The shareholders are hereby notified that the Audit Committee and the Board of Directors have recommended the appointment of M/s BDO Ebrahim & Co., Chartered Accountants as Cost Auditors of the Company for the year ending June 30, 2027.

SPECIAL BUSINESS

4. To ratify and approve arm's length transactions carried out with associated companies/ undertakings in the normal course of business, in accordance with Section 208 of the Companies Act 2017:

   i. **RESOLVED** that the transactions carried out in normal course of business with associated Companies as disclosed in respective notes to the Audited Financial Statements for the year ended June 30, 2026, be and are hereby ratified and approved.

   ii. **FURTHER RESOLVED** that the Chief Executive of the Company be and is hereby authorised to approve all the transactions carried out and to be carried out in normal course of business with associated companies during the year ended June 30, 2027, and in this connection the Chief Executive Officer be and is hereby also authorized to take any and all necessary actions and sign/execute any and all such documents/indentures as may be required in this regard on behalf of the Company.

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

By Order of the Board



Lahore: November 06, 2026

(Rana Shakeel Shaukat)
Company Secretary

NOTES: -

1. The Register of Members and Share Transfer Books of the Company will remain closed from November 20, 2026 to November 27, 2026 (both days inclusive) and no transfer of shares will be accepted for registration during this period. Transfers received in order at the office of our Shares Registrar Corplink (Private) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore, at the close of business hours on November 19, 2026, will be treated in time for the purpose of entitlement and attending the AGM.

2. All members are entitled to attend and vote at the meeting. A member entitled to attend and vote at the meeting is also entitled to appoint another member of the Company as his/her proxy to attend, speak and vote for him/her. In the case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted to the Company. A proxy must be a member of the Company. A member shall not be entitled to appoint more than one proxy to attend anyone meeting. The proxy duly executed instrument should be lodged at the Registered Office of the Company not later than 48 hours before the time of the meeting. The form of proxy must be witnessed with the addresses and CNIC numbers of witnesses, certified copies of CNIC of members and the proxy member must be attached and the revenue stamp should be affixed and defaced on the form of proxy.

3. The members are advised to bring their ORIGINAL Computerized National Identity Card (CNIC) and those members who have deposited their shares in Central Depository System should also be cognizant of their CDC Participant ID and Account Number at the meeting venue. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

4. The Securities & Exchange Commission of Pakistan (SECP) vide its Circular No. 4 of 2021 dated February 15, 2021, has directed all the listed companies to ensure participation of members in general meeting through electronic means (i.e., video-link, webinar, zooming etc.) as a regular feature from the date of this circular till further orders. In this regard, the interested shareholders can request by providing the following information to the Company Secretary at least 48 hours before the time of AGM at Email Address: cs@punjaboilmills.com.

   a) Name of the Shareholder b) CNIC Number c) Folio /CDC Participant ID Number
   d) Cell Number e) Email Address

5. The shareholders are also encouraged to send their comments and suggestions, related to the agenda items of the AGM on cs@punjaboilmills.com, to be discussed in the meeting.

Transmission of Annual Report 2026:

i. In terms of the approval of the members of the company in their Annual General Meeting held on October 28, 2025 and pursuant to the SECP's Notification No. SRO 389(1)/2023 dated March 21, 2023, the Annual Report for the financial year ended June 30, 2026 of the Company containing inter alia the audited financial statements, alongwith Auditors', directors' and Chairman's reports thereon may be reviewed and downloaded by the following QR Code and weblink as given under:

Link	QR Code
https://punjaboilmills.com/index.php/financial-reports	

ii. The Annual Report has also been emailed to those shareholders who have provided their valid email IDs' to the Company.

iii. The Shareholders who wish to receive hard copy of the aforesaid documents may send to the Company Secretary/Share Registrar, the Standard request Form provided in the Annual Report and available on the Company's website and the Company will supply hard copies of the aforesaid Annual Report to the shareholders on demand, free of cost, within one week of such demand.

6. Pursuant to section 132(2) of the Companies Act 2017, if Company receives consent form (form titled as "Consent for Video Conference" is available on Company's website) from the members holding aggregate 10% or more shareholding residing at geographical location to participate in the meeting through video conference facility at least 7 days prior to the date of AGM.

7. Members desiring no deduction of Zakat from their dividend payment, are also requested to submit a valid declaration for non-deduction of Zakat duly attested by the oath commissioner.

8. The members are requested to notify the Company or Shares Registrar of the Company, any change in their address.

Prohibition of Gifts

The SECP, through its circular No. 2 of 2018 dated February 09, 2018 and SRO 452(1)2025 dated March 17, 2025, has strictly prohibited companies from distributing gifts at the General Meeting.

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

1. Agenda item No. 4(i) Ratification and Approval of the Related Party Transactions

All transactions conducted by the Company with related parties for the fiscal year ended June 30, 2026, are detailed in the related party notes of the Annual Financial Statement for the year ended June 30, 2026. The Company conducted transactions with related parties on an arm's length basis in accordance with the approved related party transactions policy, during the normal course of business, and was periodically reviewed by the Audit Committee in accordance with clause 15 of the Listed Companies (Code of Corporate Governance) regulations, 2019.

The Board approved the transactions with related parties in the Quarterly/Annual financial statements for the fiscal year 2025-2026; however, due to the interest/concerns of some of the directors due to common directorship, the Board decided to present the above-mentioned related party transactions to the shareholders in AGM for ratification and approval.

2. Agenda item No. 4(ii) Authorisation for the Board of Directors to approve related party transactions during the fiscal year ending June 30, 2027

During the fiscal year ending June 30, 2027, the Company will conduct transactions with all related parties in the ordinary course of business and at arm's length in accordance with its related party transaction policy. All transactions with linked parties must be approved by the Audit Committee of the Board. Such transactions will be considered for approval by the Board of Directors based on the Audit Committee's recommendations. To promote transparent business practices, shareholders are recommended to authorize the Company's Board of Directors to approve transactions with related parties for the fiscal year ending June 30, 2027, which transactions will be presumed approved by the shareholders.

These transactions will be presented to the shareholders in the next Annual General Meeting for formal ratification/approval.

The Directors are only interested in the decisions within the framework of their common directorship of such related parties.

سالانہ عام اجلاس کا نوٹس

بذریعہ ہذا مطلع کیا جاتا ہے کہ پنجاب آئل ملز لمیٹڈ کا 45واں سالانہ اجلاسِ عام بروز جمعہ، 27 نومبر 2026 کو صبح 11 بجے کمپنی کے رجسٹرڈ دفتر واقع پلاٹ نمبر 28-26 انڈسٹریل ٹرائی اینگل کہوٹہ روڈ، اسلام آباد میں درج ذیل امور کی انجام دہی کے لیے منعقد ہوگا۔

عام امور:

1: 30 جون 2026 کو ختم ہونے والے سال کے لیے کمپنی کے نظرثانی شدہ مالیاتی حسابات معہ ان پر چیئرمین کا جائزہ، ڈائریکٹرز اور آڈیٹرز کی رپورٹس کی وصولی، غور وخوض اور منظوری دینا۔

2: 30 جون 2027 کو ختم ہونے والے سال کے لیے کمپنی کے آڈیٹرز کا تقرر اور ان کے مشاہرہ کا تعین کرنا، حصص داران کو مطلع کیا جاتا ہے کہ آڈٹ کمیٹی اور بورڈ آف ڈائریکٹرز نے اگلے سال 2027 کے لیے کمپنی کے آڈیٹرز کے طور پر تقرری کے لیے میسرز کروسین چوہدری اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کے نام کی سفارش کی ہے۔

3: 30 جون 2027 کو ختم ہونے والے سال کے لیے کمپنی کے کاسٹ آڈیٹرز کا تقرر اور ان کے معاوضے کو طے کرنا۔ حصص داران کو مطلع کیا جاتا ہے کہ آڈٹ کمیٹی اور بورڈ آف ڈائریکٹرز نے اگلے سال 2027 کے لیے کمپنی کے کاسٹ آڈیٹرز کے طور پر تقرری کے لیے میسرز BDO ابراہیم اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کے نام کی سفارش کی ہے.

خصوصی امور:

4۔ متعلقہ کمپنیوں/انڈر ٹیکنگز کے ساتھ اصل کاروبار کی روایات کے مطابق سیکشن 208 کے کمپنیز ایکٹ 2017 کے مطابق کیے گئے مناسب فاصلے کے تحت لین دین کی منظوری دینے اور تصدیق کرنے کا عمل کی توثیق۔

i. قرار پایا کہ متعلقہ کمپنیاں/انڈر ٹیکنگز کے ساتھ کاروبار کے معمول کے دوران کیے گئے متعلقہ فریق کے لین دین جیسا کہ 30 جون 2026 کو ختم ہونے والے سال کے آڈٹ شدہ مالیاتی گوشواروں کے متعلقہ نوٹس میں ظاہر کیا گیا ہے اور ان کی توثیق، منظوری اور تصدیق کی گئی ہے۔

ii. مزید قرار پایا کہ کمپنی کے چیف ایگزیکٹو آفیسر 30 جون 2027 کو ختم ہونے والے سال کے دوران متعلقہ کمپنیوں/انڈر ٹیکنگز کے ساتھ کاروبار کے معمول کے مطابق تمام متعلقہ پارٹی ٹرانزیکشنز کو منظور کرنے کے مجاز ہیں اور اس سلسلے میں چیف ایگزیکٹو آفیسر اور ان کے ذریعہ کمپنی کی جانب سے کسی بھی اور تمام ضروری کارروائیوں اور کسی بھی اور تمام دستاویزات/ایڈنچرز پر دستخط/عملدرآمد کرنے کے بھی مجاز ہیں۔

5- صاحب صدر کی اجازت سے کوئی دیگر امور سرانجام دینا

بحکم بورڈ

(رانا نکیل شوکت)
کمپنی سیکریٹری

لاہور 06 نومبر 2026

نوٹس:

1: کمپنی کے ارکان کا رجسٹر اور حصص کی منتقلی کی کتابیں 20 نومبر 2026 سے 27 نومبر 2026 (بشمول دونوں ایام) بند رہیں گی اور اس عرصہ کے دوران حصص کی کوئی منتقلی قابل قبول نہیں ہوگی۔ ہمارے شیئر رجسٹرار کے دفتر، میسرز کارپ لنک (پرائیوٹ) لمیٹڈ، ونگز آرکیڈ، K-1، کمرشل ماڈل ٹاؤن لاہور میں 19 نومبر 2026 کو کاروبار کے اختتام تک موصول ہونے والی منتقلیاں ڈیویڈینڈ، بونس شیئرز اور AGM میں شرکت کے استحقاق کے لیے بروقت تصور ہوں گی۔

2: تمام ارکان اجلاس میں شرکت اور ووٹ دینے کے اہل ہیں۔ اجلاسِ عام میں شرکت اور ووٹ دینے کا اہل رکن اپنے بجائے شرکت، تقریر اور ووٹ دینے کے لیے کسی دیگر رکن کو اپنا/اپنی پراکسی مقرر کرسکتا ہے۔ کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی نمونہ دستخط کے ساتھ کمپنی کو جمع کرائی جائے گی۔ پراکسی کے لیے کمپنی کا ممبر ہونا ضروری ہے۔ ایک رکن کسی اجلاس میں شرکت کے لیے ایک سے زیادہ پراکسی مقرر کرنے کا حقدار نہیں ہوگا۔ پراکسی فارم کو کمپنی کے رجسٹرڈ دفتر میں اجلاس کے وقت سے 48 گھنٹے پہلے جمع کرایا جانا چاہیئے۔ پراکسی فارم گواہوں کے پتے اور CNIC نمبر کے ساتھ گواہی شدہ ہونا ضروری ہے۔ ممبر اور پراکسی ممبر کے CNIC کی مصدقہ کاپیاں منسلک ہونی چاہئیں اور پراکسی کے فارم پر ریونیو سٹیمپ چسپاں اور مہر شدہ ہونا چاہیے۔

3: اراکین کو ہدایت کی جاتی ہے کہ وہ اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) ساتھ لائیں اور وہ اراکین جنہوں نے سینٹرل ڈپازٹری سسٹم میں اپنے حصص جمع کرائے ہیں انہیں بھی اجلاس کے مقام پر اپنے CDC کے شرکت کنندہ کی شناخت اور اکاؤنٹ نمبر کا علم ہونا چاہیے۔ کارپوریٹ ادارے کی صورت میں، اجلاس کے وقت بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی پیش کرنا ضروری ہے جس میں نامزد شخص کے دستخط ہوں۔

4: سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) نے اپنے سرکلر نمبر 4 آف 2021 مؤرخہ 15 فروری 2021 کے ذریعے تمام لسٹڈ کمپنیوں کو ہدایت کی ہے کہ وہ الیکٹرانک ذرائع (یعنی وڈیو لنک، ویبینار، زوم منگ وغیرہ) کے ذریعے اس سرکلر کی تاریخ سے اگلے احکامات تک ایک باقاعدہ خصوصیت کے طور پر عام اجلاس میں اراکین کی شرکت کو یقینی بنائیں۔ اس سلسلے میں دلچسپی رکھنے والے شیئر ہولڈرز ای میل ایڈریس: cs@punjaboilmills.com. پر AGM کے وقت سے کم از کم 48 گھنٹے پہلے کمپنی سیکریٹری کو درج ذیل معلومات فراہم کرکے درخواست کرسکتے ہیں۔

a: شیئر ہولڈر کا نام b: کمپیوٹرائزڈ قومی شناختی کارڈ نمبر c: فولیو/سی ڈی سی شرکاء کا آئی ڈی نمبر
d: موبائل نمبر e: ای میل ایڈریس

5: شیئر ہولڈرز کی یہ بھی حوصلہ افزائی کی جاتی ہے کہ وہ cs@punjaboilmills.com. پر AGM کے ایجنڈا آئٹمز سے متعلق اپنے تبصرے اور تجاویز بھیجیں، جن پر اجلاس میں تبادلہ خیال کیا جائے گا۔

سالانہ رپورٹ 2026 کی ترسیل

i) کمپنی کے اراکین کی 28 اکتوبر، 2025 کو ہونے والی سالانہ جنرل میٹنگ میں منظوری کے مطابق اور SECP کے نوٹیفکیشن نمبر SRO389(1)2023 مورخہ 21 مارچ 2023 کی تعمیل میں سال 30 جون 2026 کو ختم ہونے والے مالی سال کی سالانہ رپورٹ، جس میں آڈٹ شدہ مالیاتی بیانات، آڈیٹر کی رپورٹ، ڈائریکٹرز اور چیئرمین کی رپورٹس شامل ہیں، جنہیں درج ذیل QR کوڈ اور کمپنی کی ویب سائٹ سے ڈاؤن لوڈ کیا جا سکتا ہے۔

کیو آر کوڈ	لنک
	https://punjaboilmills.com/index.php/financial-reports

ii) سالانہ رپورٹ ان حصص یافتگان کے بذریعہ ای میل بھیجی جائیں گی جنہوں نے اپنا کار آمدای میل ایڈریس کمپنی کو فراہم کیا ہوگا۔

iii) وہ شیئر ہولڈرز جو مذکورہ بالا دستاویزات کی ہارڈ کاپی حاصل کرنا چاہتے ہیں، وہ کمپنی سیکریٹری یا شیئر رجسٹرار کو سالانہ رپورٹ میں فراہم کردہ اسٹینڈرڈ درخواست فارم کے ذریعے اپنی درخواست بھیج سکتے ہیں۔ یہ فارم کمپنی کی ویب سائٹ پر بھی دستیاب ہے۔ کمپنی شیئر ہولڈرز کی درخواست پر بلا قیمت ایک ہفتے کے اندر سالانہ رپورٹ کی نقل فراہم کرے گی۔

6- کمپنیز ایکٹ 2017 کی دفعہ (2)132 کے مطابق، اگر کمپنی کو جغرافیائی محل وقوع پر رہائش پذیر 10 فیصد یا اس سے زیادہ شیئر ہولڈنگ رکھنے والے ممبران سے رضامندی کا فارم (فارم بعنوان "رضامندی برائے وڈیو کانفرنس" کمپنی کی ویب سائٹ پر دستیاب ہے) وصول ہوتا ہے تو سالانہ اجلاس عام سے 7 یوم قبل وصول ہونے والے درخواستی فارم سے وہ شرکت کرنے کے اہل ہیں۔

7- جو ممبران اپنے ڈیویڈنڈ کی ادائیگی سے زکوٰۃ کی کٹوتی نہ کروانے کے خواہشمند ہیں ان سے بھی درخواست کی جاتی ہے کہ وہ زکوٰۃ کی نان ڈیڈکشن کے لیے مؤثر اعلامیہ جمع کرائیں۔ زکوٰۃ ڈکلیریشن فارم کمپنی کی ویب سائٹ پر دستیاب ہے۔

8- اراکین سے درخواست ہے کہ اپنے پتے میں کسی بھی تبدیلی کی صورت میں کمپنی / شیئر رجسٹرار کو مطلع کریں۔

تحائف کی ممانعت

ایس ای سی پی کے سرکلر نمبر 2/2018 بتاریخ 9 فروری 2018 اور ایس آر او نمبر 452(1)2025 بتاریخ 17 مارچ 2025 کے مطابق اجلاسِ عام میں کمپنیز کے تحائف تقسیم کرنے پر سخت پابندی ہے۔

کمپنیز ایکٹ 2017 کے تحت دیے گئے بیان کے مطابق، یہ بیان اُن اہم حقائق کو واضح کرتا ہے جو خصوصی کاروبار سے متعلق ہیں اور جنہیں کمپنی کی سالانہ جنرل میٹنگ میں زیر بحث لایا جائے گا۔

1- ایجنڈا آئٹم نمبر (i) 4 متعلقہ پارٹی کے لین دین کی توثیق اور منظوری:

تمام لین دین جو کمپنی نے متعلقہ پارٹیوں کے ساتھ مالی سال 30 جون 2026 کو ختم ہونے والے مالی سال کے دوران انجام دیے، جن کا ذکر متعلقہ پارٹی کے نوٹ 37 میں دیا گیا ہے، سالانہ مالیاتی بیان میں شامل ہیں جو کمپنی کے مالی سال 30 جون 2026 کو ختم ہونے والے مالی سال کے لیے پیش کیے گئے ہیں۔ کمپنی نے متعلقہ پارٹیوں کے ساتھ ہونے والے لین دین کو بازو کی لمبائی کی بنیاد پر کیا، جیسا کہ کمپنی کی منظور شدہ متعلقہ پارٹی لین دین کی پالیسی کے مطابق ہے، اور یہ لین دین کاروبار کے معمول کے مطابق انجام دیے گئے۔ ان کا آڈٹ کمیٹی کے ذریعہ فہرست شدہ کمپنیوں کے (کارپوریٹ گورننس کے ضابطے)، 2019 کی شق 15 کے تحت وقتاً فوقتاً جائزہ لیا جاتا ہے

متعلقہ پارٹیوں کے ساتھ ہونے والے لین دین کو بورڈ نے مالی سال 2026-2025 کے دوران سہ ماہی اور سالانہ مالی بیانات میں منظور کیا تھا۔ تاہم، بورڈ نے فیصلہ کیا کہ مذکورہ متعلقہ پارٹی لین دین، جو اس مالی سال کے دوران ہوا، کو عام اجلاس (AGM) میں منظوری اور توثیق کے لیے شیئر ہولڈرز کے سامنے پیش کیا جائے، کیونکہ کچھ ڈائریکٹرز کی مشترکہ ڈائریکٹری شپ کی وجہ سے ان کے مفادات / تحفظات تھے۔

2- ایجنڈا آئٹم نمبر (ii)4 کے تحت بورڈ آف ڈائریکٹرز کو مالی سال 30 جون 2027 کے دوران متعلقہ پارٹیوں کے ساتھ ہونے والے لین دین کی منظوری دینے کے لیے اختیار دیا جائے گا۔

کمپنی 30 جون 2027 کو ختم ہونے والے سال کے دوران اپنی متعلقہ پارٹیوں کے ساتھ ٹرانزیکشنز کرے گی جو کہ منظور شدہ پالیسی کے مطابق کاروبار کے معمول کے دوران متعلقہ فریقوں کے ساتھ ٹرانزیکشنز کے حوالے سے ایک مناسب فاصلے کی بنیاد پر کرے گی۔ تمام لین دین جو متعلقہ فریقوں کے ساتھ کیے گئے ہیں یا کیے جانے ہیں، بورڈ کی آڈٹ کمیٹی کی منظوری کی ضرورت ہوتی ہے۔ آڈٹ کمیٹی کی سفارشات پر، ایسے تمام لین دین بورڈ آف ڈائریکٹرز کے سامنے منظوری کے لیے پیش کیے جائیں گے۔ کاروباری شفافیت کو فروغ دینے کے لیے، شیئر ہولڈرز کو یہ سفارش کی جاتی ہے کہ وہ کمپنی کے بورڈ آف ڈائریکٹرز کو 30 جون 2027 کو ختم ہونے والے مالی سال کے لیے متعلقہ فریقوں کے ساتھ لین دین کی منظوری دینے کا اختیار دیں۔

یہ لین دین شیئر ہولڈرز کی جانب سے منظور شدہ تصور کیے جائیں گے۔ ان لین دین کو اگلی سالانہ جنرل میٹنگ میں شیئر ہولڈرز کے سامنے باقاعدہ منظوری کے لیے پیش کیا جائے گا۔
ڈائریکٹرز کی قراردادوں میں دلچسپی صرف اس حد تک ہے کہ جتنی ان کی مشترکہ ڈائریکٹرشپ کے متعلقہ فریقین میں ہے

Chairman's Review

Opening statement and business performance

I present the Chairman's Review of Punjab Oil Mills Limited for the financial year ended June 30, 2026, in accordance with section 192(4) of the Companies Act, 2017. The year brought an improvement in both gross and operating profitability, but continuing after-tax losses and working capital needs show further room for improvement.

Net sales increased by 0.7% to Rs9,307.9 million. Gross margin improved to 10.1% from 9.6%, and lower selling and administrative expenses contributed to an increase in reported operating profit to Rs306.6 million from Rs150.3 million. Finance costs of Rs147.7 million and expected credit loss expense of Rs104.5 million weighed on earnings. Profit before income tax was Rs 50.8 million, an improvement from a loss of Rs 65.0 million recorded last year. However, combined levy and income tax of Rs 97.0 million resulted in a net loss of Rs 23.4 million, compared with a loss of Rs 69.0 million in FY2025.

On the working capital side, net trade receivables increased to Rs 2,266.5 million, while short-term borrowings rose to Rs 1,132.7 million and trade and other payables to Rs 1,533.8 million. Better management of receivables is advised to improve working capital turnover in the coming periods.

Overall performance, effectiveness and evaluation of the Board

In my assessment, the Board and its committees demonstrated active and constructive oversight during a challenging financial year. Directors questioned management on operating performance, working-capital requirements and the reliability of financial information, and sought corrective action on matters raised through internal audit. Follow-up presented to the Audit Committee included the completion of selected financial reconciliations with professional support and strengthened verification of commercial claims. The Audit and Human Resource and Remuneration Committees supported the Board through scrutiny of financial controls, management performance and employment practices. However, the recurrence of outstanding matters in subsequent meetings demonstrated that strengthening management accountability for completing agreed actions remains an important priority.

During the year, Board authorized the CEO at the time to arrange additional bank financing to finance working capital needs in order to achieve growth. Going forward, the board needs to have stricter monitoring in place to ensure judicious use of funds in line with the company's growth strategies and prudent risk management.

No independent, formal annual Board performance evaluation was undertaken during FY2026. My assessment is consequently qualitative, informed by the recorded deliberations, the challenge provided by directors and the follow-through evidenced in subsequent meetings.

Following the year-end, the Board put interim leadership arrangements into effect and reconstituted its committees to support continuity and oversight during the management transition. These actions demonstrate the Board's willingness to respond to emerging concerns and adapt its governance arrangements to the Company's needs. The experience also highlights the importance of more reliable and timely management reporting, systematic tracking of corrective actions, and a structured annual evaluation of the Board, its committees and individual directors.

My over-all assessment is that the operating improvements deserve recognition, but Board oversight needs to become more effective in translating the Company's strategy into sustainable earnings and cash generation. Particular attention is required to customer credit discipline, working capital planning, and timely follow-through on management commitments.

Board leadership composition and committees

As Chairman, my role is to facilitate informed discussion, independent challenge and clear accountability, and to ensure that the Board fulfils its responsibilities to the Company and its shareholders. Effective oversight requires timely information, proper consideration of conflicts of interest and a clear distinction between Board oversight and management responsibilities.

As at June 30th, 2026, the board comprised 9 directors, including 2 Independent Directors, 4 Non-Executive Directors, 3 Executive Directors, and 2 Female Directors. The statutory committees of the Board, specifically the Audit Committee (BIAC) and the Human Resource and Remuneration Committee (BHRC), operated with full autonomy and rendered invaluable oversight.

Risk management internal controls and ethical conduct

The financial statements identify credit, liquidity, currency and interest-rate risks. The rise in receivables and borrowing, together with the late cash-finance repayments disclosed in note 12, demonstrates the need for close monitoring of cash availability and payment obligations. The legal and regulatory matters in note 14 also require continuing attention to asset protection, product compliance and the timely resolution of disputes.

The Board expects management to strengthen the internal control environment through documented procedures, clear delegation of authority, appropriate segregation of duties, timely reconciliation of material balances and systematic follow-up of audit observations. Material exceptions should be escalated promptly to the appropriate level of management and, where necessary, to the Board or its relevant committee.

The Board also recognises the importance of maintaining an effective and independent internal audit function operating under an approved mandate and audit plan, with appropriate reporting to the Audit Committee. Where external professionals are engaged to support an audit or review, their scope, authority, deliverables and terms of reference should be clearly documented.

Sustainability and inclusion

For Punjab Oil Mills, relevant sustainability priorities include efficient use of energy and water, responsible sourcing, food safety and employee health and safety. These considerations should inform business planning alongside the financial risks associated with climate and supply disruption.

I am happy to report that the company showed commitment to its ESG priorities by operating a waste water treatment plant, controlling emissions, and ensuring compliance with OHSAS and FSSC standards to safeguard both consumer and employee interests.

The board also remains committed to gender diversity in the workplace. Th company especially encourages female participation and maintains an onsite day care facility to encourage young mothers to return to work post maternity leave. The BHRC also recently reviewed and updated the company's sexual harassment policy in line with the Protection Against Harassment of Women Act (2010) as amended by Act V of 2022.

Stakeholders and shareholder rights

Fair treatment of all shareholders, including minority shareholders, and transparent

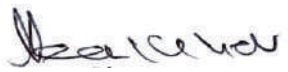
communication are central to sound governance. Reliable relationships with customers, suppliers, employees and financing partners are also essential to the Company's sustained growth. We have endeavored to meet these goals by adequate disclosures and facilitating stakeholder communications with the company.

Outlook and acknowledgments

A key development since the closing date of these accounts is the resignation of the company's CEO during the month of July, following which the board appointed the previous Chairman of the board, Mian Tahir Jahangir, as the interim CEO, and myself (previously serving as an Executive Director) as the new Chairman of the Board. As such my review is based on my observations and analysis since taking the chair. It may also be noted that the Internal Auditor also resigned post year end, and the board is currently in the process of selecting a replacement for this very important role.

Going forward, raw-material costs, fuel and energy expenses (not the least due to the Iran conflict) and working capital management will remain important influences on the business. In my view, the immediate priorities are to convert receivables into cash, strengthen liquidity, maintain a reliable supply chain, and improve the profitability of sales. Leadership continuity and a planned transition to new management aligned with the board's vision and values is the next step for the board to execute.

I wish to thank our shareholders, customers, suppliers, banking partners and employees for their continued support, and my fellow directors for their contribution. Our progress should be judged by sustainable profitability, stronger cash generation and effective protection of the Company's assets.



Usman Ilahi Malik, CFA
Chairman of the Board
Islamabad
06 Nov 2026.

چیئرمین کا جائزہ

افتتاحی بیان اور کاروباری کارکردگی

میں کمپنیز ایکٹ، 2017 کی دفعہ 192(4) کے مطابق مالی سال مختتمہ 30 جون 2026 کے لیے پنجاب آئل ملز لمیٹڈ کا چیئرمین کا جائزہ پیش کرتا ہوں۔ اس سال مجموعی اور آپریٹنگ منافع دونوں میں بہتری آئی، تاہم ٹیکس کے بعد مسلسل خسارہ اور ورکنگ کیپیٹل کی ضروریات اس بات کی نشاندہی کرتی ہیں کہ مزید بہتری کی گنجائش موجود ہے۔

خالص فروخت میں 0.7 فیصد اضافہ ہوا اور یہ 9,307.9 ملین روپے رہی۔ مجموعی منافع کا مارجن 9.6 فیصد سے بہتر ہو کر 10.1 فیصد ہو گیا، اور فروخت و انتظامی اخراجات میں کمی کے باعث رپورٹ شدہ آپریٹنگ منافع 150.3 ملین روپے سے بڑھ کر 306.6 ملین روپے ہو گیا۔ مالیاتی لاگت 147.7 ملین روپے اور متوقع کریڈٹ نقصان کے اخراجات 104.5 ملین روپے نے آمدنی پر دباؤ ڈالا۔ انکم ٹیکس سے قبل منافع 50.8 ملین روپے رہا، جو گزشتہ سال کے 65.0 ملین روپے کے خسارے کے مقابلے میں بہتری ہے۔ تاہم 97.0 ملین روپے کی مجموعی لیوی اور انکم ٹیکس کے نتیجے میں خالص خسارہ 23.4 ملین روپے رہا، جبکہ مالی سال 2025 میں یہ خسارہ 69.0 ملین روپے تھا۔

ورکنگ کیپیٹل کے محاذ پر، خالص قابلِ وصول تجارتی رقوم بڑھ کر 2,266.5 ملین روپے ہو گئیں، جبکہ قلیل مدتی قرضے 1,132.7 ملین روپے اور تجارتی و دیگر واجب الادا رقوم 1,533.8 ملین روپے تک پہنچ گئیں۔ آئندہ ادوار میں ورکنگ کیپیٹل کی گردش بہتر بنانے کے لیے قابلِ وصول رقوم کے بہتر انتظام کی سفارش کی جاتی ہے۔

مجموعی کارکردگی، مؤثریت اور بورڈ کا جائزہ

میرے جائزے کے مطابق، ایک مشکل مالی سال کے دوران بورڈ اور اس کی کمیٹیوں نے فعال اور تعمیری نگرانی کا مظاہرہ کیا۔ ڈائریکٹرز نے انتظامیہ سے آپریٹنگ کارکردگی، ورکنگ کیپیٹل کی ضروریات اور مالیاتی معلومات کی قابلِ اعتماد ہونے کے بارے میں سوالات کیے، اور داخلی آڈٹ کے ذریعے اٹھائے گئے امور پر اصلاحی اقدامات کا مطالبہ کیا۔ آڈٹ کمیٹی کو پیش کی گئی مابعد کارروائی میں پیشہ ورانہ معاونت کے ساتھ منتخب مالیاتی مصالحتوں کی تکمیل اور تجارتی دعووں کی تصدیق کے نظام کو مضبوط بنانا شامل تھا۔ آڈٹ کمیٹی اور ہیومن ریسورس اینڈ ریمیونریشن کمیٹی نے مالیاتی کنٹرولز، انتظامیہ کی کارکردگی اور ملازمت کے طریقوں کی جانچ پڑتال کے ذریعے بورڈ کی معاونت کی۔ تاہم، بعد کے اجلاسوں میں زیرِ التوا امور کا دوبارہ سامنے آنا اس امر کو ظاہر کرتا ہے کہ طے شدہ اقدامات کی تکمیل کے لیے انتظامیہ کی جواب دہی کو مضبوط بنانا ایک اہم ترجیح ہے۔

سال کے دوران، بورڈ نے اس وقت کے سی ای او کو ترقی کے حصول کے لیے ورکنگ کیپیٹل کی ضروریات پوری کرنے کی خاطر اضافی بینک فنانسنگ کا انتظام کرنے کا اختیار دیا۔ آئندہ بورڈ کو سخت نگرانی کا نظام قائم کرنا ہوگا تاکہ فنڈز کا استعمال کمپنی کی ترقیاتی حکمتِ عملیوں اور محتاط رسک مینجمنٹ کے مطابق دانشمندانہ طور پر یقینی بنایا جا سکے۔

مالی سال 2026 کے دوران بورڈ کی کارکردگی کا کوئی آزادانہ اور باضابطہ سالانہ جائزہ نہیں لیا گیا۔ چنانچہ میرا جائزہ کیفیتی نوعیت کا ہے، جو ریکارڈ شدہ مباحث، ڈائریکٹرز کی جانب سے کی گئی جانچ، اور بعد کے اجلاسوں میں ظاہر ہونے والی مابعد کارروائی پر مبنی ہے۔

سال کے اختتام کے بعد، بورڈ نے عبوری قیادت کے انتظامات نافذ کیے اور انتظامی تبدیلی کے دوران تسلسل اور نگرانی کو سہارا دینے کے لیے اپنی کمیٹیوں کی تشکیلِ نو کی۔ یہ اقدامات اس بات کا ثبوت ہیں کہ بورڈ ابھرتے ہوئے خدشات کا جواب دینے اور اپنے نظمِ حکمرانی کے انتظامات کو کمپنی کی ضروریات کے مطابق ڈھالنے کے لیے آمادہ ہے۔ اس تجربے نے انتظامیہ کی جانب سے زیادہ قابلِ اعتماد اور بروقت رپورٹنگ، اصلاحی اقدامات کی منظّم نگرانی، اور بورڈ، اس کی کمیٹیوں اور انفرادی ڈائریکٹرز کے منظّم سالانہ جائزے کی اہمیت کو بھی اجاگر کیا ہے۔

میرا مجموعی جائزہ یہ ہے کہ آپریٹنگ بہتری قابلِ ستائش ہے، تاہم کمپنی کی حکمتِ عملی کو پائیدار آمدنی اور نقد آمدن میں تبدیل کرنے کے لیے بورڈ کی نگرانی کو مزید مؤثر بنانے کی ضرورت ہے۔ خاص توجہ صارفین کو ادھار دینے کے نظم و ضبط، ورکنگ کیپیٹل کی منصوبہ بندی، اور انتظامیہ کے وعدوں پر بروقت عمل درآمد پر درکار ہے۔

بورڈ کی قیادت کی ترکیب اور کمیٹیاں

بطور چیئرمین، میرا کردار باخبر بحث، آزادانہ جانچ اور واضح جواب دہی کو آسان بنانا، اور اس بات کو یقینی بنانا ہے کہ بورڈ کمپنی اور اس کے حصص یافتگان کے سامنے اپنی ذمہ داریاں پوری کرے۔ مؤثر نگرانی کے لیے بروقت معلومات، مفادات کے تصادم پر مناسب غور، اور بورڈ کی نگرانی اور انتظامیہ کی ذمہ داریوں کے مابین واضح فرق ضروری ہے۔

بمطابق 30 جون 2026، بورڈ 9 ڈائریکٹرز پر مشتمل تھا، جن میں 2 آزاد ڈائریکٹرز، 4 نان ایگزیکٹو ڈائریکٹرز، 3 ایگزیکٹو ڈائریکٹرز اور 2 خاتون ڈائریکٹرز شامل ہیں۔ بورڈ کی قانونی کمیٹیوں، یعنی آڈٹ کمیٹی (بی آئی اے سی) اور ہیومن ریسورس اینڈ ریمیونریشن کمیٹی (بی ایچ آر سی) نے مکمل خود مختاری کے ساتھ کام کیا اور نہایت قابلِ قدر نگرانی فراہم کی۔

رسک مینجمنٹ، داخلی کنٹرول اور اخلاقی طرزِ عمل

مالیاتی گوشوارے کریڈٹ، لیکویڈیٹی، کرنسی اور شرح سود کے خطرات کی نشاندہی کرتے ہیں۔ قابلِ وصول رقوم اور قرضوں میں اضافہ، نیز نوٹ 12 میں ظاہر کی گئی کیش فنانس کی تاخیر سے ادائیگیاں، نقدی کی دستیابی اور ادائیگی کی ذمہ داریوں کی قریبی نگرانی کی ضرورت کو ظاہر کرتی ہیں۔ نوٹ 14 میں مذکور قانونی اور ریگولیٹری معاملات بھی اثاثوں کے تحفظ، مصنوعات کی تعمیل اور تنازعات کے بروقت حل کے حوالے سے مسلسل توجہ کے متقاضی ہیں۔

بورڈ کو توقع ہے کہ انتظامیہ دستاویزی طریقہ کار، اختیارات کی واضح تفویض، فرائض کی مناسب تقسیم، مادی بیلنسز کی بروقت مصالحت اور آڈٹ مشاہدات کی منظّم مابعد کارروائی کے ذریعے داخلی کنٹرول کے ماحول کو مضبوط بنائے گی۔ مادی استثنیات کو بلا تاخیر انتظامیہ کی مناسب سطح پر، اور ضرورت پڑنے پر بورڈ یا اس کی متعلقہ کمیٹی کے سامنے پیش کیا جانا چاہیے۔

بورڈ ایک منظور شدہ مینڈیٹ اور آڈٹ پلان کے تحت کام کرنے والے مؤثر اور آزاد داخلی آڈٹ کے شعبے کو برقرار رکھنے کی اہمیت کو بھی تسلیم کرتا ہے، جس کی رپورٹنگ آڈٹ کمیٹی کو مناسب طریقے سے ہو۔ جہاں کسی آڈٹ یا جائزے کی معاونت کے لیے بیرونی پیشہ ور افراد کی خدمات حاصل کی جائیں، وہاں ان کے دائرۂ کار، اختیار، قابلِ حوالگی نتائج اور شرائطِ کار کو واضح طور پر دستاویزی شکل میں لایا جانا چاہیے۔

پائیداری اور شمولیت

پنجاب آئل ملز کے لیے متعلقہ پائیداری کی ترجیحات میں توانائی اور پانی کا مؤثر استعمال، ذمہ دارانہ خریداری، غذائی تحفظ اور ملازمین کی صحت و حفاظت شامل ہیں۔ کاروباری منصوبہ بندی میں ان امور کو موسمیاتی تبدیلی اور سپلائی میں رکاوٹ سے وابستہ مالیاتی خطرات کے ساتھ ملحوظ رکھا جانا چاہیے۔

مجھے یہ بتاتے ہوئے خوشی ہے کہ کمپنی نے فضلہ پانی کے ٹریٹمنٹ پلانٹ کے آپریشن، اخراجات کے کنٹرول اور او ایچ ایس اے ایس اور ایف ایس ایس سی معیارات کی تعمیل کو یقینی بنا کر، صارفین اور ملازمین دونوں کے مفادات کے تحفظ کے ذریعے، اپنی ای ایس جی ترجیحات سے وابستگی کا مظاہرہ کیا۔

بورڈ کام کی جگہ پر صنفی تنوع کے لیے بھی پُرعزم ہے۔ کمپنی خاص طور پر خواتین کی شرکت کی حوصلہ افزائی کرتی ہے اور زچگی کی چھٹی کے بعد نوجوان ماؤں کو کام پر واپس آنے کی ترغیب دینے کے لیے احاطے میں ڈے کیئر کی سہولت فراہم کرتی ہے۔ بی ایچ آر سی نے حال ہی میں کمپنی کی جنسی ہراسانی کی پالیسی کا جائزہ لے کر اسے خواتین کو ہراسانی سے تحفظ کے ایکٹ (2010)، جیسا کہ ایکٹ نمبر V آف 2022 کے ذریعے ترمیم شدہ ہے، کے مطابق اپ ڈیٹ کیا ہے۔

اسٹیک ہولڈرز اور حصص یافتگان کے حقوق

اقلیتی حصص یافتگان سمیت تمام حصص یافتگان کے ساتھ منصفانہ سلوک اور شفاف ابلاغ مضبوط نظمِ حکمرانی کی بنیاد ہیں۔ صارفین، سپلائرز، ملازمین اور مالیاتی شراکت داروں کے ساتھ قابلِ اعتماد تعلقات بھی کمپنی کی پائیدار ترقی کے لیے ضروری ہیں۔ ہم نے مناسب افشا اور کمپنی کے ساتھ اسٹیک ہولڈرز کے ابلاغ کو سہل بنا کر ان اہداف کو پورا کرنے کی کوشش کی ہے۔

مستقبل کا منظر نامہ اور اظہارِ تشکر

ان حسابات کی اختتامی تاریخ کے بعد ایک اہم پیش رفت جولائی کے مہینے میں کمپنی کے سی ای او کا استعفیٰ ہے، جس کے بعد بورڈ نے بورڈ کے سابق چیئرمین میاں طاہر جہانگیر کو عبوری سی ای او، اور مجھے (جو اس سے قبل ایگزیکٹو ڈائریکٹر کی حیثیت سے خدمات انجام دے رہا تھا) بورڈ کا نیا چیئرمین مقرر کیا۔ اس بنا پر، میرا یہ جائزہ چیئرمین سنبھالنے کے بعد میرے مشاہدات اور تجزیے پر مبنی ہے۔ یہ بھی واضح رہے کہ داخلی آڈیٹر نے بھی سال کے اختتام کے بعد استعفیٰ دے دیا ہے، اور بورڈ اس نہایت اہم عہدے کے لیے متبادل کے انتخاب کے عمل میں ہے۔

آئندہ، خام مال کی لاگت، ایندھن اور توانائی کے اخراجات (جس کی ایک وجہ ایران کا تنازعہ بھی ہے) اور ورکنگ کیپیٹل کا انتظام کاروبار پر اہم اثرات مرتب کرتے رہیں گے۔ میری رائے میں، فوری ترجیحات یہ ہیں: قابلِ وصول رقوم کو نقدی میں تبدیل کرنا، لیکویڈیٹی کو مضبوط بنانا، قابلِ اعتماد سپلائی چین برقرار رکھنا، اور فروخت کے منافع کو بہتر بنانا۔ قیادت کا تسلسل اور بورڈ کے وژن اور اقدار سے ہم آہنگ نئی انتظامیہ کی جانب منصوبہ بند منتقلی بورڈ کے لیے اگلا قدم ہے۔

میں اپنے حصص یافتگان، صارفین، سپلائرز، بینکاری شراکت داروں اور ملازمین کا ان کے مسلسل تعاون پر، اور اپنے ساتھی ڈائریکٹرز کا ان کی خدمات پر شکریہ ادا کرنا چاہتا ہوں۔ ہماری پیش رفت کا فیصلہ پائیدار منافع، مضبوط نقد آمدن اور کمپنی کے اثاثوں کے مؤثر تحفظ کی بنیاد پر کیا جانا چاہیے۔

عثمان الٰہی ملک، سی ایف اے

چیئرمین بورڈ

اسلام آباد

06 نومبر 2026

Directors' Report

As on June 30, 2026

The Board of Directors of your Company is pleased to present the 45th Annual Report on the Company's operations, together with the audited financial statements for the fiscal year ended June 30, 2026.

OPERATING PERFORMANCE

Particulars	2026 (Rupees)	2025 (Rupees)	Change %
Sales (Net of Sales Tax)	9,307,879,360	9,242,025,058	0.71
Gross Profit	936,041,552	885,076,724	5.76
Operating Profit	306,591,610	150,255,289	104.05
Financial Cost & Other Charges	(263,591,604)	(183,311,575)	43.79
Other Income	30,495,520	61,089,648	(50.08)
Profit before Levy and Taxation	73,495,526	28,033,362	162.17
Levy and Taxation	(96,927,512)	(97,058,190)	(0.1)
Loss after Taxation	(23,431,986)	(69,024,828)	(66.1)
Un-appropriated Profit Brought Forward	715,128,930	765,624,042	(6.60)
Loss per Share – Basic & Diluted (Rupees)	(3.02)	(8.89)	(66.1)

Appropriations

Particulars	2026 (Rupees)	2025 (Rupees)
Un-appropriated profit brought forward	715,128,930	765,624,042
Net loss for the year	(23,431,986)	(69,024,828)
Remeasurement (loss) /gain on staff retirement benefits – net of tax	(4,094,691)	3,530,306
Incremental depreciation on revaluation of property, plant & equipment – net of deferred tax	23,784,953	14,999,410
Balance as at June 30, 2026 / 2025	**711,387,206**	**715,128,930**

Sales revenue for the year increased marginally by 0.7% to Rs. 9.31 billion from Rs. 9.24 billion last year. In response to an increasingly competitive market environment, the Company enhanced trade support initiatives, maintained its market presence and sales performance through a stronger product mix and focused commercial efforts.

Gross profit increased by 5.8% to Rs. 936.0 million compared to Rs. 885.1 million last year, and the GP margin improved to 10.06% from 9.58%. The improvement came mainly from lower input costs and conversion costs. Selling and distribution expenses declined by 14.4% to Rs. 355.7 million, primarily due to a more focused and efficient advertising strategy, while administrative expenses decreased by 14.2% to Rs. 273.7 million as a result of ongoing cost rationalization initiatives. These measures, coupled with improved gross margins, significantly strengthened operating performance, with operating profit increasing to Rs. 306.6 million from Rs. 150.3 million last year and the operating margin improving to 3.3% from 1.6%.

Finance cost increased by 12.4% to Rs. 147.7 million compared to Rs. 131.3 million last year, as higher utilization of short-term working capital facilities outweighed the benefit of lower benchmark interest rates. Other operating expenses rose to Rs. 115.9 million (2025: Rs. 52.0 million), mainly on account of provision for expected credit losses (ECL) of Rs. 104.5 million (2025: Rs. 42.5 million) against slow-moving trade receivables. Other income declined to Rs. 30.5 million from Rs. 61.1 million, chiefly because profit on bank deposits fell to Rs. 19.7 million from Rs. 43.3 million owing to lower deposit balances and rates.

The Company reported a profit before levy and taxation of Rs. 73.5 million, up 162% from Rs. 28.0 million last year. As the Company remains under the minimum tax regime income tax charge of Rs. 97.0 million represented 132% of profit before tax (2025: 346%). Consequently, the net loss for the year narrowed by 66.1% to Rs. 23.4 million compared to Rs. 69.0 million last year. The loss per share (basic and diluted) amounted to Rs. (3.02) compared to Rs. (8.89) in 2025.

In line with the Company's prudent liquidity management strategy, capital expenditure remained disciplined during the year. Investments of Rs. 18.3 million were made in operating fixed assets, while a further Rs. 10.9 million was invested in strategic technology initiatives, including the ERP implementation and Digital Invoicing System, aimed at enhancing operational efficiency and strengthening the Company's digital capabilities. The Company's diversification into the canning and food segment continued to gain traction, delivering encouraging sales and strengthening its presence in higher-margin categories. Management remains committed to unlocking further value from this strategic initiative.

ROLES AND RESPONSIBILITIES OF CHAIRMAN & CEO

To promote a culture of transparency and good governance, the positions of the Chairman of the Board of Directors and the office of the Chief Executive Officer are held by separate incumbents with clear demarcation of roles and responsibilities.

Role of the Chairman

The principal role of the Chairman of the Board is to provide leadership, direction, and governance to the Board of Directors of the Company, in line with the requirements of the Companies Act, 2017, SECP Regulations, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and PSX Rules. The Chairman ensures that the Board functions effectively, upholds the highest standards of corporate governance, and that all key and appropriate issues are discussed in a timely manner.

The Chairman's responsibilities include, but are not limited to, the following:

- **Leadership & Governance**
  - Provide leadership to the Board and ensure effective functioning of the Board and its committees.
  - Promote a culture of integrity, transparency, accountability, and compliance with applicable laws and regulations.
- **Board & Management Liaison**
  - Act as the principal link between the Company's senior management and the Board.
  - Ensure that the Board plays a constructive role in formulating and determining the Company's strategies and policies, while ensuring that decisions are made in the best interests of the Company and its shareholders.
- **Implementation Oversight**

- Ensure that the strategies and policies approved by the Board are effectively implemented by the Chief Executive Officer (CEO) and management.
- Oversee that the Board provides guidance and monitoring, without engaging in day-to-day management.

- **Corporate Governance**
  - Uphold and promote the highest standards of corporate governance, consistent with SECP and PSX requirements.
  - Ensure compliance with the Listed Companies (Code of Corporate Governance) Regulations and other applicable statutory requirements.
  - Establish and encourage governance practices that foster ethical behavior, credibility, and probity at all levels of the Company.
- **Board Effectiveness**
  - Ensure the Board receives accurate, timely, and relevant information from management, enabling directors to make informed decisions.
  - Lead the process for evaluating the performance of the Board, its committees, and individual directors.
  - Facilitate training and development opportunities for directors to enhance their effectiveness.
- **Conflict Management & Independence of Opinion**
  - Manage and resolve conflicts, if any, among Board members.
  - Ensure that directors are free to express independent and constructive opinions without undue influence.
- **Ethical & Professional Standards**
  - Promote high moral, ethical, and professional values across the Company.
  - Lead by example to set the tone of integrity and good governance at the top.

The Chairman represents the Non-Executive Directors of the Board and is entrusted with the overall supervision and direction of the Board's proceedings, and has the power to set the agenda, give directions and sign the minutes of the Board meetings.

Role of the Chief Executive Officer (CEO)

The Chief Executive Officer (CEO) is entrusted with the primary responsibility of implementing the strategy defined by the Board of Directors and ensuring that the Company's short-term and long-term goals are achieved. The CEO serves as the key link between the Board, management, and stakeholders, and is ultimately accountable for the day-to-day operations and overall performance of the Company.

Key Responsibilities of the CEO

1. Strategy and Implementation

- Develop strategies in consultation with the executive management team for the execution of decisions made by the Board and its Committees.
- Ensure that all Board-approved policies, strategies, and objectives are effectively implemented.
- Oversee financial and operational plans, aligned with the business strategy, and propose avenues for diversification, investment, and growth to the Board for approval.

2. Leadership and Communication

- Provide leadership to management and foster effective working relationships with the Chairman and the Board.
- Maintain regular communication with the Chairman to review key issues, opportunities, and concerns.
- Communicate on behalf of the Company with shareholders, employees, government authorities, regulators, stakeholders, and the public.

3. Corporate Governance & Ethics

- Ensure compliance with the SECP, PSX, and the Code of Corporate Governance requirements.
- Promote and uphold the highest standards of moral, ethical, and professional values throughout the organization.
- Ensure transparency, accountability, and good governance practices in all operations of the Company.

4. Risk Management & Internal Controls

- Identify and manage strategic and operational risks to an acceptable level.
- Ensure that an effective internal control system is in place across major operational and financial areas.
- Establish monitoring mechanisms to evaluate compliance with laws, regulations, and Company policies.

5. Performance & Growth

- Drive the Company's overall growth by achieving and exceeding performance targets set by the Board.
- Develop Key Performance Indicators (KPIs) for approval of the Board and ensure dissemination across the Company.
- Monitor performance standards at both individual and collective levels to enhance efficiency and accountability.

6. Stakeholder Engagement

- Represent the Company's interests before regulators, investors, and stakeholders.
- Maintain effective communication channels to safeguard and enhance the Company's reputation.
- Ensure timely dissemination of financial and non-financial information as required under SECP and PSX rules.

REMUNERATION OF DIRECTORS AND EXECUTIVES

In terms of the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 ('the Code'), the Company has formulated and implemented a policy titled "Remuneration Policy for Executive & Non-Executive Directors", duly approved by the Board of Directors.

This policy governs the determination, structure, and payment of remuneration to the Executive Directors, Non-Executive Directors, and Key Executives of the Company, ensuring that compensation practices are fair, transparent, performance-based, and aligned with the long-term interests of shareholders.

1. Policy Framework

The remuneration framework has been designed in accordance with the principles laid down in the Code and the Companies Act, 2017, and is aimed at:

- Attracting and retaining qualified professionals with the required skills and experience.
- Linking remuneration to performance, accountability, and measurable results.
- Ensuring alignment between management incentives and the Company's strategic objectives.
- Maintaining fairness and compliance with applicable laws and governance standards.

2. Remuneration of Executive Directors

The remuneration of Executive Directors (including the Chief Executive Officer) comprises:

- A fixed monthly salary as approved by the Board.
- Performance-based bonuses or incentives linked to individual and Company performance.

- Allowances and benefits such as medical coverage, provident fund, gratuity, and use of company-maintained vehicle, as per policy.
- Any revision in remuneration is subject to approval of the Board based on the recommendations of the Human Resource & Remuneration Committee (HR&RC).

3. Remuneration of Non-Executive Directors

Non-Executive Directors are paid remuneration in the form of meeting fees for attending meetings of the Board and its Committees.

- The amount of meeting fee is determined by the Board from time to time in accordance with the Company's financial position and best governance practices.
- Non-Executive Directors are not entitled to any performance bonuses, share options, or other benefits.
- Independent Directors are compensated solely through meeting fees, ensuring independence and objectivity in decision-making.

4. Remuneration of Executives

The remuneration of senior executives (other than Directors) is structured to:

- Reflect market competitiveness and internal equity.
- Include fixed pay, performance-linked incentives, and benefits as per HR policy.
- Encourage merit-based growth and retention of key talent.
- Be reviewed annually by the HR&RC to ensure competitiveness and compliance with policy guidelines.

5. Disclosure Requirements

In compliance with the Code, the details of aggregate remuneration, benefits, and meeting fees paid to Directors and Executives are disclosed in Note 40 to the Company's annual financial statements for the year ended June 30, 2026, as well as in the Statement of Compliance with the Code of Corporate Governance. During the year, the aggregate meeting fee charged to directors amounted to Rs. 2.74 million (2025: Rs. 3.42 million).

BOARD MEETINGS

During the year, Five (5) meetings of the Board of Directors were held. The attendance of the Board Members was as follows:

Attendance of Board Meetings during the year 2025-2026

Sr. No.	Name	Designation	04.10.2025	31.10.2025	08.01.2026	27.02.2026	28.04.2026	2025-2026
1	Mr. Tahir Jahangir	Chief Executive Officer	P	P	P	P	P	5/5
2	Mr. Usman Ilahi Malik	Chairman	P	P	P	P	P	5/5
3	Mr. Jillani Jahangir	Executive Director	P	L	P	P	P	4/5
4	Mrs. Munizae Jahangir	Non-Executive Director	P	P	P	P	P	5/5
5	Miss Mehrunisa Malik	Non-Executive Director	L	P	P	P	P	4/5
6	Mr. Furqan Anwar Batla	Non-Executive Director	P	P	P	P	P	5/5
7	Mr. Ahmad Aqeel	Indpendent Director	-	-	P	P	P	3/5
8	Mr. Saif Ali Rastgar	Indpendent Director	L	L	L	P	Resigned	1/5
9	Mr. Babar Naseem Khan	Indpendent Director	-	-	-	-	-	0/5
10	Mr. Firasat Ali	Indpendent Director	P	P	Retired	-	-	2/5
	Quorum of Meetings		6/10	6/10	7/8	8/8	7/8	

P Present in the Meeting

L Leave of Absence — Leave of absence was granted to the members who did not attend the Board meetings

Terms of Reference of the Board of Directors

In accordance with the requirements of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 ('the Code'), the Board of Directors of the Company is responsible for providing strategic guidance, sound governance, and oversight to ensure sustainable growth and protection of shareholders' interests. The following are the Terms of Reference (TORs) of the Board:

Overall Responsibilities

The Board is collectively responsible for:

i. Formulating and approving the Company's vision, mission, strategic objectives, and corporate policies.
ii. Providing oversight and direction to management in the pursuit of the approved business plan and strategy.
iii. Ensuring the integrity of the Company's financial and non-financial reporting and overall governance framework.
iv. Promoting compliance with all applicable laws, rules, regulations, and ethical standards.

Composition and Structure

i. The Board shall comprise Executive, Non-Executive, and Independent Directors as required under the Code.
ii. The Chairman of the Board and the Chief Executive Officer (CEO) shall be separate individuals to maintain balance and independence.
iii. The Board shall ensure that all members possess the appropriate skills, experience, and integrity required for effective governance.

Specific Roles and Functions

The key functions of the Board include but are not limited to:

Strategic Direction and Corporate Policy

i. Approve the Company's strategic plan, annual business plan, and budget.
ii. Review performance against set objectives and financial targets.
iii. Approve significant capital expenditures, investments, and divestments.

Financial Oversight

i. Approve quarterly and annual financial statements prior to publication.
ii. Recommend dividend policy and profit appropriation to shareholders.
iii. Ensure the existence of sound systems of internal control and risk management.

Governance and Compliance

Ensure compliance with the Companies Act, 2017, the Code of Corporate Governance, the PSX Rule Book, and SECP directives. Approve and monitor the implementation of key governance policies including:

a) Related Party Transactions Policy
b) Remuneration Policy
c) Risk Management Policy
d) Code of Conduct and Ethics
e) Whistleblowing Policy
f) Oversee the performance of Board Committees (Audit, HR & Remuneration, Risk Management, etc.) and ensure their independence and effectiveness.

Human Resource and Succession Planning

a) Appoint, evaluate, and, if necessary, remove the Chief Executive Officer.
b) Approve the terms and conditions of employment and remuneration of the CEO and key executives.
c) Oversee succession planning for senior management positions.

Internal Control and Risk Management

i. Ensure that adequate internal control systems are established and maintained.
ii. Approve risk management framework and regularly review significant risks facing the Company.
iii. Ensure that an internal audit function is effectively operating under the supervision of the Audit Committee.

Stakeholder Relations

i. Safeguard the interests of all stakeholders, including shareholders, employees, customers, and regulators.
ii. Approve and ensure timely statutory and regulatory disclosures to the Pakistan Stock Exchange (PSX) and the Securities and Exchange Commission of Pakistan (SECP).

Meetings of the Board

i. The Board shall meet at least once every quarter, or more frequently as required under the law.
ii. The agenda and working papers shall be circulated at least seven days before each meeting.
iii. The minutes of meetings shall be properly maintained and signed by the Chairman.

Evaluation and Training

i. The Board shall conduct an annual evaluation of its own performance and that of its committees and members.
ii. Directors shall attend training and certification programs as required under the Code to enhance their governance competencies.

Delegation of Authority

i. The Board may delegate specific powers to committees or management while retaining ultimate accountability.
ii. The delegation shall be clearly defined through approved Terms of Reference of Committees and internal authorization matrices.

Accountability to Shareholders

i. The Board is accountable to shareholders for the overall direction, supervision, and performance of the Company.

ii. The Board shall ensure that the Annual Report and Financial Statements present a true and fair view of the Company's affairs and are published in accordance with applicable laws and standards.

AUDIT COMMITTEE

The Board has re-constituted the Audit Committee which is comprised of three members, including Independent and Non-Executive Directors. The Chairman of the Audit Committee is an Independent Director. The Committee quarterly reviews the appropriateness of resources and authority of this function. The Head of Internal Audit functionally reports to the Audit Committee which approves the audit plan, based on an annual and quarterly assessment of the operating areas. To respond to the entrustment of the shareholders, the Audit Committee reviews the audit reports, internal control systems, financial statements and performs other duties of the Committee as prescribed by the laws and regulations, with the aim of ensuring sound and sustainable growth of the Company. Reporting is required whenever there is an item that has a major impact on the Company. The internal auditors review the department processes to ensure compliance with the policies, regulations, and SOPs of the Company.

During the year under review, [four] meetings of the Audit Committee were held to review and discuss the financial statements, internal audit reports, compliance with the relevant laws & regulations, and other associated matters. The attendance of the Audit Committee members was as under:

Attendance of Audit Committee Meetings during the year 2025-2026

Sr. No.	Name	Designation	04.10.2025	31.10.2025	27.02.2026	28.04.2026	2025-26
1	Mr. Firasat Ali	Chairman	P	P	Retired	-	2/4
2	Miss Mehrunisa Malik	Non-Executive Director	P	P	P	P	4/4
3	Mr. Furqan Anwar Batla	Non-Executive Director	P	P	P	P	4/4
4	Mr. Ahmad Aqeel	Chairman	-	-	P	P	2/4
	Quorum of Meetings		3/3	3/3	3/3	3/3	
P	Present in the Meeting						
L	Leave of Absence	Leave of absence was granted to the member who did not attend the Audit Committee meetings.					

Terms of Reference (TORs) of the Audit Committee

1. Purpose

The Audit Committee is constituted by the Board of Directors of Punjab Oil Mills Limited to assist in fulfilling its statutory and fiduciary responsibilities relating to:

- Monitoring the integrity of financial statements;
- Oversight of internal control systems and risk management;
- Supervision of internal and external audit functions;
- Ensuring compliance with laws, regulations, and the Code of Corporate Governance (CCG);
- Reviewing related party transactions and ethical conduct.

2. Authority

The Audit Committee is authorized by the Board to:

- Investigate any matter within its scope;
- Seek any information it requires from management, employees, or external parties;
- Obtain independent professional advice;
- Have direct access to the Company's internal and external auditors;
- Ensure attendance of relevant management at its meetings when required.

3. Composition

- The Committee shall comprise at least three (3) members, all of whom shall be non-executive directors, with a majority being independent directors as per CCG.
- At least one member shall be a financially literate individual with recent and relevant financial experience.
- The Chairman of the Audit Committee shall be an independent director and shall not be the Chairman of the Board.
- The Company Secretary shall act as Secretary to the Committee.

4. Meetings

- The Committee shall meet at least once every quarter, and additionally as required.
- A quorum for meetings shall be two members, with at least one being an independent director.
- The CFO, Head of Internal Audit, and representatives of the external auditors shall attend meetings by invitation.
- The Committee shall meet with the external and internal auditors at least once a year without management present.
- Minutes shall be recorded and shared with the Board.

5. Responsibilities and Duties

a. Financial Reporting

- Review quarterly, half-yearly, and annual financial statements before submission to the Board.
- Ensure compliance with applicable accounting standards, regulatory requirements, and appropriate disclosures.
- Review significant accounting estimates, judgments, and any changes in accounting policies.

b. Internal Control and Risk Management

- Evaluate the effectiveness and adequacy of internal control systems.
- Oversee the implementation and effectiveness of the Company's risk management framework.
- Review reports on internal control deficiencies and management's responses.

c. Internal Audit

- Review and approve the internal audit charter, scope, and annual audit plan.
- Monitor and evaluate the performance of the internal audit function.
- Ensure independence and objectivity of the internal audit function, which shall report functionally to the Committee.

d. External Audit

- Recommend the appointment, reappointment, or removal of external auditors to the Board and shareholders.
- Review and approve the scope of external audit and remuneration of auditors.
- Review audit findings, management letters, and the response of management.
- Ensure the auditors' independence and objectivity and assess non-audit services.

e. Compliance and Ethics

- Monitor the Company's compliance with applicable laws, PSX listing regulations, and CCG.
- Review the adequacy and effectiveness of the Company's systems for monitoring compliance.
- Oversee the Company's whistleblower mechanism and ensure that concerns are investigated independently.

f. Related Party Transactions

- Review and recommend to the Board all related party transactions for approval, ensuring arm's length basis and compliance with applicable laws and regulations.

6. Reporting

- The Chairman of the Committee shall report to the Board on key deliberations and recommendations after each meeting.
- The Committee shall make specific recommendations to the Board on the approval of financial statements, appointment of auditors, and significant audit issues.
- The Committee shall provide a report to be included in the Company's Annual Report in compliance with PSX requirements.

7. Review of Terms of Reference

- These TORs shall be reviewed annually by the Audit Committee and any recommended changes shall be submitted to the Board for approval.

HUMAN RESOURCE & REMUNERATION COMMITTEE

The Human Resource and Remuneration Committee consists of five members, the majority of whom are non-executive directors. The Chairman of the Committee is an independent director. The Committee provides strategic guidance to the management on human resource, reviews the annual performance evaluations, personnel policies, and compensation & benefits for the associates. During the year under review, [one] meeting of the HR&R Committee was held to discuss & approve the matters falling under the terms of reference of the Committee. The attendance of the HR & R Committee members was as follows:

Attendance report of HR & Remuneration Committee during the year 2025-2026

Sr. No.	Name	Designation	06.08.2026	2025-2026
1	Mr. Babar Naseem Khan	Chairman	P	1/1
2	Mr. Jillani Jahangir	Member	P	1/1
3	Mrs. Munizae Jahangir	Member	P	1/1
4	Mr. Furqan Anwar Batla	Member	P	1/1
5	Mr. Ahmad Aqeel	Member	P	1/1
	Quorum of Meetings		5/5	

P	Present in the Meeting
L	Leave of Absence

Terms of Reference of Human Resources Committee

1. Purpose

1.1 The Board of Directors of Punjab Oil Mills Limited has established a committee known as the Human Resources Committee.

1.2 The primary purpose of the Committee is to assist the Board in fulfilling its obligations relating to all human resource matters, to ensure standardization of structure, policies and processes and ensure that workforce policies and practices are consistent with the Company's values and support its long-term sustainable success.

2. Composition of the Committee

2.1 Members of the Committee shall be appointed by the Board in consultation with the Chairman of the Committee. Unless otherwise determined by the Board, the Committee shall consist of a minimum of three (3) directors, a majority of whom shall be non-executive directors.

2.2 The Chairman of the Committee shall be appointed by the Board amongst the non-executive directors. In the absence of the Chairman of the Committee, the members present at any Committee meeting shall elect one of their number to chair the meeting.

2.3 Appointments to the Committee shall be for an initial period of three (3) years, following which membership may be extended for a further three (3) years term. In the absence of exceptional circumstances, Committee appointments shall be for a maximum of three (3) year terms.

3. Secretary

The Company Secretary (or such other person as is nominated by them from time to time) shall act as Secretary to the Committee. The Secretary shall ensure that, in advance of any Committee meeting, the Committee members receive such information and papers to allow them to ably discharge their duties and enable full and proper consideration of the issues tabled.

All communication between the Committee and POML staff will be conducted through the Secretary of the Committee. If a document or information requested by the committee is not provided, the request may be referred by the chairman of the committee to the Chairman of the Board, for a final decision.

4. Meetings and Attendance

4.1 The Committee shall meet at least once (1) per annum, or as otherwise required or determined by the Board.

4.2 The quorum necessary for the transaction of Committee business shall be two (2) members if the Committee comprises three members and three (3) members if the Committee comprises four members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the duties and responsibilities exercisable by the Committee.

4.3 Meetings of the Committee shall be called by the Secretary at the request of any of its members and/or the Board.

4.4 Unless otherwise agreed by the members of the Committee, notice of a Committee meeting shall be forwarded to each Committee member no later than seven (7) working days before the date of a meeting, such notice confirming the venue (if appropriate), date and time of the meeting, together with an agenda of the items to be discussed. Supporting papers shall be sent to Committee members and to other attendees, as appropriate, at the same time.

4.5 Only members of the Committee have the right to attend Committee meetings, although other individuals may be invited to attend all or part of any Committee meeting as and when deemed appropriate.

5. Minutes of Meetings

5.1 The Secretary shall minute the proceedings and decisions of all Committee meetings, including recording the names of those present and in attendance.

5.2 The Secretary shall circulate the minutes of Committee meetings promptly to all members of the Committee and once agreed, to all members of the Board.

6. Duties and Responsibilities

6.1 The Committee shall be responsible for making recommendations to the Board for maintaining:

6.1.1 A sound plan of organization for the company.

6.1.2 An effective employees' development programme.

6.1.3 Sound compensation and benefits plans, policies and practices designed to attract and retain the caliber of personnel needed to manage the business effectively.

6.1.4 Evaluate and recommend for approval of changes in the organization, functions and relationships affecting management positions equivalent in importance to those on the management position schedule.

6.1.5 Determine appropriate limits of authority and approval procedures for personnel matters requiring decisions at different levels of management.

6.1.6 Review the employees' development system.

6.1.7 Foresee the company's senior management requirements.

6.1.8 Provide for early identification and development of key personnel.

6.1.9 Bring forward specific succession plans for senior management positions.

6.1.10 Training and development plans.

6.1.11 Compensation and Benefits.

6.1.12 Recommending human resource management policies to the Board.

6.1.13 Recommending to the Board the selection, evaluation, compensation (including retirement benefits) and succession planning of the CEO.

6.1.14 Recommending to the Board the selection, evaluation, compensation (including retirement benefits) of Key Personnel i.e. COO, CFO, Company Secretary and Head of Internal Audit; and senior management reporting to CEO.

6.2 The Committee shall carry out the duties and discharge the responsibilities below for the Company and shall be responsible for the Company's arrangements for its workforce to raise concerns, in confidence and anonymously, about possible wrongdoing in financial reporting or other matters. The Committee shall ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up actions.

6.2.1 Review, monitor and make recommendations to the Board of Directors on POML's human resources strategy and policies that pertain to staffing, compensation, benefits, and related issues of strategic importance that directly affect POML's ability to recruit, develop and retain the highly-qualified staff needed for it to achieve its mandate.

6.2.2 Review any external evaluations of POML's human resources strategy and policies pertaining to the issues set out in (6.2.1) above, and report to the Board its findings and recommendations on such issues.

6.2.3 The development of workforce policies ensuring they are consistent with the values and support long-term sustainable success.

6.2.4 Setting HR strategy, priorities and developing the Company's culture ensuring that policy, practices and behavior align with the Company's purpose, value and strategy.

6.2.5 Developing and keeping under review the method(s) by which the Board engages with the workforce ensuring that the engagement method(s) remains effective at all times.

6.2.6 Succession planning for the layers of management under senior management level.

6.2.7 Reporting on the latest HR metrics and trends.

6.3 The Committee's other duties shall include oversight of workforce pay rates, incentives and related policies ensuring these align with the Company's culture.

The purpose of the committee is not to influence the recruitment and career prospects of individual staff members or groups of staff members. It would be a serious violation of ethics for any committee member to use his or her position for such a purpose.

7. Reporting Responsibilities

7.1 Following each Committee meeting, the Chairman of the Committee shall provide a formal update to the Board on its proceedings and all matters falling within the scope of its duties and responsibilities.

7.2 The Committee shall make whatever recommendations to the Board it deems appropriate in respect of any area within its remit where action or improvement is needed.

7.3 A formal report on the Committee's activities and how the Committee has discharged its duties and responsibilities shall be included in the Company's Annual Report and Accounts. This shall include:

7.3.1 Details of the Committee's membership, number of meetings held and attendance over the course of the year.

7.3.2 A summary of the role and work of the Committee, including the principal issues that the Committee considered.

7.3.3 Any other material issues on which the Board has requested the Committee's consideration.

7.4 The Chairman of the Committee shall be required to attend the Company's Annual General Meeting prepared to respond to any shareholder questions on the Committee's activities.

7.5 The Committee's Terms of Reference shall be made available on the Company's website.

8. Other Matters

The Committee shall have access to sufficient resources in order to ably perform its duties and discharge its responsibilities, including access to the Company Secretary for assistance as required; oversee any investigation of activities that falls within the scope of its Terms of Reference; and at least annually, review its own performance, constitution and Terms of Reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval.

9. Authority

The Committee shall be authorized to:

9.1 Seek any information it requires from any employee in order to ably perform its duties and discharge its responsibilities;

9.2 Obtain, at the Company's expense, outside legal or other professional advice on any matter that falls within the scope of its Terms of Reference; and

9.3 Call any employee to attend any Committee meeting as and when required.

CORPORATE GOVERNANCE

The Company strives to enhance corporate governance as one of the most important tasks for its management, based on the Company's basic principles, to strengthen the trust of its shareholders, customers, and society. The Board always encourages timely, decisive, and risk-considered decision-making, seeks sustainable growth and the enhancement of corporate value over the mid-to-long term, and to become "a company that society wants to exist." To clearly segregate the supervisory and execution function of management and to enable prompt & flexible decisions, the Company has an Audit Committee, a Human Resource & Remuneration Committee and a Management Committee, which allows broad delegation of the business execution authority to the Executive Officers.

COMPLIANCE

To improve compliance culture, the Company has nominated a Company Secretary designated by the Board of Directors. The Company Secretary makes decisions regarding important internal control system measures including formulation and amendment of compliance policies. In addition, the responsibilities of the Company Secretary encompass confirming the status of the establishment and operation of internal control systems to appropriate management of the Business Ethic Proposal Line and deciding measures to prevent recurrences when any breach transpires. For matters of compliance that are of particularly high importance, deliberation or reporting at a meeting of the Management Committee is carried out depending on the details of the matter. There were no such violations of laws or regulations in the year under review.

POML CODE OF CONDUCT

1. Introduction

To earn and maintain the trust of our customers, shareholders, employees, business partners, and society at large, POML believes that sustainable growth can only be achieved through sincere, transparent, and ethical business practices.

We recognize that compliance with laws and regulations is a basic requirement. However, to strengthen our corporate reputation and long-term success, we must go beyond legal compliance and embrace the highest standards of integrity, fairness, and accountability in all our actions.

Accordingly, the Company has formulated this POML Code of Conduct, which defines the ethical values and behavioral standards expected from every director, executive, and employee. The Company ensures implementation of this Code through periodic training, awareness sessions, and internal communications, so that ethical conduct becomes part of our daily business culture.

2. Purpose and Scope

This Code applies to:

- All Directors, Executives, and Employees of the Company.
- Any contractors, consultants, or business partners who represent or act on behalf of the Company.

The purpose of this Code is to:

- Promote ethical decision-making in every business activity.
- Prevent misconduct, conflicts of interest, and misuse of company resources.
- Maintain the Company's reputation for honesty, fairness, and transparency.
- Ensure compliance with all applicable laws, regulations, and governance standards.

3. Core Principles of Ethical Conduct

3.1 Compliance with Laws and Regulations

All employees must strictly comply with the laws, rules, and regulations applicable to the Company's operations, including but not limited to:

- The Companies Act, 2017
- SECP and PSX regulations
- Tax, labor, environmental, and data protection laws
- Industry-specific licensing and safety standards

No violation of law or unethical practice will be tolerated under any circumstances.

3.2 Integrity and Honesty

Employees must act with integrity in all dealings with customers, suppliers, shareholders, and colleagues.

- Avoid any form of fraud, deception, or misrepresentation.
- Protect the Company's reputation through truthful communication and fair conduct.
- Reject any form of bribery, facilitation payments, or kickbacks.

3.3 Conflict of Interest

Employees and directors must avoid situations where personal interests conflict—or appear to conflict—with the interests of the Company. Examples include:

- Having a direct or indirect financial interest in a competitor, supplier, or customer.
- Engaging in outside employment that interferes with Company duties.
- Using Company assets or information for personal gain.

All potential conflicts must be promptly disclosed in writing to the line manager or the Company Secretary for appropriate review.

3.4 Confidentiality and Data Protection

All confidential and proprietary information obtained during employment must be safeguarded and used solely for legitimate business purposes.

- Employees shall not disclose Company information to unauthorized persons or entities.
- Confidential information includes trade secrets, business strategies, financial data, customer lists, and internal policies.

- Personal data of employees, customers, and partners shall be processed in compliance with applicable data privacy laws.

3.5 Fair Dealing and Anti-Corruption

- Conduct business fairly and transparently, avoiding any form of corruption, bribery, or undue influence.
- Gifts, entertainment, or hospitality may be offered or accepted only if they are modest, infrequent, and lawful, and do not create an obligation or expectation of favorable treatment.
- The Company has zero tolerance for corrupt practices and expects all associates to report any suspicion of bribery or unethical conduct.

3.6 Workplace Ethics and Respect

POML promotes a work environment built on mutual respect, diversity, and inclusion.

- Discrimination or harassment of any kind—based on gender, religion, ethnicity, or personal belief—is strictly prohibited.
- The Company encourages teamwork, equal opportunity, and merit-based recognition.
- Health, safety, and environmental protection are integral to our operational culture.

3.7 Protection and Proper Use of Company Assets

- Employees must protect Company property, financial assets, and intellectual property from misuse, loss, or theft.
- Company resources (vehicles, systems, information, funds, and equipment) shall be used only for legitimate business purposes.
- Misuse or unauthorized removal of Company assets will lead to disciplinary action.

3.8 Integrity in Financial Reporting

All accounting and financial records must be maintained accurately and completely in accordance with approved standards.

- False entries, misleading statements, or omissions are strictly prohibited.
- All transactions must be properly authorized, documented, and auditable.
- The Board and management ensure transparent and timely disclosure to regulators, shareholders, and the public.

3.9 Social Responsibility and Sustainability

POML is committed to being a responsible corporate citizen.

- Conduct business with due regard for environmental protection, community welfare, and sustainable resource use.
- Support initiatives that promote education, safety, and ethical awareness in society.

3.10 Whistleblowing and Reporting Misconduct

- The Company encourages employees to report any unethical behavior, violation of law, or breach of this Code without fear of retaliation.
- Reports can be made confidentially through the Whistleblower Mechanism established under the oversight of the Audit Committee.
- All complaints will be investigated fairly, and appropriate corrective or disciplinary action will be taken.

4. Implementation and Compliance

- Each employee and director shall sign an acknowledgment confirming that they have read, understood, and agreed to comply with the Code.
- The Human Resource & Remuneration Committee and the Audit Committee oversee compliance and review the Code periodically.

- Any violation of this Code will result in disciplinary action, which may include termination, recovery of loss, or legal proceedings.

5. Continuous Education

The Company promotes awareness of ethical standards through:

- Regular training sessions and e-learning modules;
- Circulation of ethics newsletters and case studies; and
- Integration of ethical performance into employee appraisal systems.

6. Review and Amendment

This Code shall be periodically reviewed by the Board of Directors to ensure it remains aligned with evolving laws, regulatory expectations, and best governance practices. Any amendment or update shall be approved by the Board and communicated to all employees and stakeholders.

POML – SIGNIFICANT POLICY

(Formulated under the Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulations, 2019)

1. Objective and Purpose

The purpose of this Significant Policy is to establish a transparent and consistent framework for decision-making in Punjab Oil Mills Limited (POML) (the "Company"), ensuring that all material matters having financial, operational, or strategic implications are handled in accordance with the applicable laws, regulations, and best corporate governance practices.

This Policy also provides guidance on identifying, approving, and disclosing significant transactions, decisions, and events to safeguard shareholders' interests and uphold the Company's integrity.

2. Legal Framework

This Policy has been formulated in compliance with:

a) The Companies Act, 2017
b) The Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Code")
c) The Pakistan Stock Exchange (PSX) Rule Book
d) Relevant SECP directives, circulars, and guidelines

3. Scope

This Policy applies to:

a) All Directors, Executives, and Employees of POML.
b) All subsidiaries and associated undertakings of the Company.
c) Any person or entity engaged in significant business or investment decisions on behalf of the Company.

4. Definition of Significant Matters

A "Significant Matter" means any decision, event, contract, or transaction that may materially affect the Company's:

- Financial position or performance;
- Strategic direction or business operations;
- Shareholder rights or capital structure;
- Reputation, regulatory status, or compliance obligations.

Examples of significant matters include (but are not limited to):

1. Approval of annual budgets, business plans, and strategic objectives.
2. Acquisition or disposal of fixed assets, subsidiaries, or joint ventures.
3. Issuance or buy-back of shares, declaration of dividends, or right issues.
4. Material related party transactions or changes in shareholding structure.
5. Appointment or removal of the Chief Executive Officer or key executives.
6. Borrowings, guarantees, or long-term commitments exceeding the Board's delegated authority.
7. Any legal, tax, or regulatory proceedings that may significantly affect the Company's operations or image.
8. Changes in capital structure, including mergers, restructuring, or dissolution.

5. Principles of Governance

All significant matters shall be handled in line with the following core principles:

a. Transparency

All significant decisions must be supported by full, accurate, and timely disclosure of relevant facts and figures to the Board, shareholders, and regulators.

b. Accountability

Management shall remain accountable to the Board of Directors, and the Board shall remain accountable to the shareholders, for all significant decisions and transactions.

c. Compliance

No significant matter shall be executed without ensuring compliance with the Companies Act, 2017, SECP Regulations, and PSX Listing Rules.

d. Fairness

All decisions must protect the interests of minority shareholders and prevent misuse of inside information or conflict of interest.

e. Documentation

Each significant decision shall be properly documented, reviewed, and approved as per the delegation of authority and recorded in the minutes of the Board or Committee meeting.

6. Approval Process

1. **Identification:** The responsible department or executive shall identify matters that qualify as "significant."
2. **Evaluation:** The matter shall be reviewed by the relevant Committee (Audit, HR&R, Risk, etc.) before being submitted to the Board.
3. **Board Approval:** All significant matters shall be placed before the Board of Directors for approval.
4. **Disclosure:** Once approved, the matter shall be disclosed to the Pakistan Stock Exchange (PSX) and the SECP, if required by law.
5. **Monitoring:** Implementation shall be periodically monitored by the management and reported back to the Board.

7. Disclosure of Significant Policies

As required under the Code of Corporate Governance, the following policies are considered Significant Policies and shall be reviewed and approved by the Board:

1. Code of Conduct
2. Remuneration Policy for Directors and Executives
3. Related Party Transactions Policy
4. Risk Management Policy

5. Internal Control & Compliance Policy
6. Corporate Social Responsibility (CSR) Policy
7. Safety, Health, and Environment (SHE) Policy
8. Dividend and Capital Management Policy
9. Policy on Materiality and Disclosure of Price Sensitive Information
10. Whistleblowing Policy

Each of these policies shall be periodically reviewed and updated by the Board to ensure alignment with the law and regulatory updates.

8. Communication and Accessibility

- All significant policies shall be published on the Company's website in accordance with the Code.
- Employees shall be informed about these policies through training, internal circulars, and HR handbooks.

9. Review and Amendment

This Significant Policy shall be reviewed at least once every two years or earlier if required by law or directed by the SECP or PSX. Any amendment shall be approved by the Board of Directors and promptly communicated to all relevant stakeholders.

10. Compliance Responsibility

- The Company Secretary shall maintain the master record of all Significant Policies.
- The Audit Committee shall review compliance and report any non-compliance to the Board.
- The Chief Executive Officer shall ensure effective implementation across all departments.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

At POML, we believe that our responsibility extends beyond achieving financial success — it includes contributing positively to the community, environment, and society in which we operate. Our Corporate Social Responsibility (CSR) philosophy is built on the principles of sustainability, ethical conduct, and social welfare.

In line with the Companies Act, 2017 and SECP guidelines, POML is committed to integrating CSR into its core business strategy to create long-term value for all stakeholders.

Key Focus Areas

- **Education & Skill Development**
  Supporting educational initiatives and technical training programs for underprivileged communities to promote employability and literacy.
- **Health & Safety**
  Sponsoring medical camps, public health awareness programs, and providing safety training for employees and communities near operational areas.
- **Environment & Sustainability**
  Implementing energy-efficient technologies, waste reduction programs, and tree plantation drives to reduce the Company's environmental footprint.
- **Community Welfare**
  Contributing to local development projects, disaster relief efforts, and access-to-clean-water initiatives to uplift living standards in rural and underdeveloped regions.
- **Employee Welfare & Ethical Conduct**
  Promoting diversity, equal opportunity, and a safe, respectful workplace culture. Encouraging volunteerism and employee participation in social initiatives.

Governance and Oversight

CSR activities are monitored by the Board of Directors through the HR & Remuneration Committee, ensuring alignment with corporate values, transparency, and compliance with all applicable regulations. POML continues to strengthen its CSR framework by measuring impact, engaging stakeholders, and ensuring that every initiative supports sustainable growth and social progress.

During the year, the management of the Company took the following steps to promote the social activities of the Company:

- 50% discounted sale to SOS Villages, with donations to SOS Village amounting to Rs. 1.10 million (2025: Rs. 1.15 million).
- Donation of Rs. 0.30 million to Hunarghar Welfare Organization.
- Free water filtration plant supplying [58,000] litres of potable water every month to the local community.

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

GENDER, RACE & DIVERSITY

The Company is deeply committed to fostering an inclusive and diverse work culture where all employees feel empowered to reach their full potential. Recognizing that diversity is a vital driver of innovation and competitive strength, the Company continues to promote an environment that welcomes different perspectives, backgrounds, and experiences, and strives for representation across a wide range of genders, races and cultures. As at June 30, 2026, the Company employed 251 persons (2025: 254), of whom 233 were engaged at the factory.

ENVIRONMENTAL SUSTAINABILITY

The Company is committed to sustainable practices and responsible environmental stewardship as part of its long-term strategic goals. During the year, the solar power installation and energy-efficient chilling systems commissioned in prior years contributed to a 17.3% reduction in power and fuel costs in production. We continuously assess and improve our operations to minimize our impact on natural resources, aligning with global standards and regulatory guidelines, and will continue to invest in sustainable solutions and innovation to support a greener future.

STATEMENT OF VALUE ADDITION

The 'Statement of Value Addition and its Distribution' is annexed to this Annual Report.

MATERIAL CHANGES

There have been no material changes since June 30, 2026, to the date of the report and the Company has not entered into any commitment during this period, which would have an adverse impact on the financial position of the Company.

TRADE IN SHARES REPORT

During the review period, none of the Company's Directors, Company Secretary, Chief Financial Officer, their spouses, or minor children sold or purchased shares of the Company. [Confirm with Company Secretary]

CHAIRMAN'S REVIEW

The Chairman's review included in the Annual Report deals inter alia with the performance of the Company for the year ended June 30, 2026, and the future outlook. The directors endorse the contents of the review.

STATEMENT OF COMPLIANCE WITH CODE OF CORPORATE GOVERNANCE

The Company has complied with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019. A statement to this effect is annexed with this report.

PATTERN OF SHAREHOLDING

The pattern of shareholding as on June 30, 2026, and its disclosure is annexed with this report.

EXTERNAL AUDITORS

The existing Auditors M/s Crowe Hussain Chaudhary & Co. Chartered Accountants [retire and, being eligible,] offer themselves for re-appointment as the Company's External Auditors. The Audit Committee [has reviewed their performance and] recommended the appointment of M/s Crowe Hussain Chaudhary & Co. Chartered Accountants for the fiscal year ending June 30, 2027 and fixed the Auditor's remuneration at Rs. [2,807,740]/-, which includes Half Yearly Review, Certification if any, and all applicable taxes. Out-of-pocket expenses will be reimbursed on an actual basis. The Board unanimously approved the appointment as recommended by the Audit Committee, subject to the shareholders' approval at the upcoming Annual General Meeting to be held on [27 Nov 2026].

THE COST AUDITORS

The Audit Committee has recommended re-appointment of Cost Auditors M/s BDO Ebrahim & Co. Chartered Accountants for the year ending June 30, 2027, and fixed the remuneration at Rs. [350,000]/- excluding out-of-pocket expenses; all applicable taxes will be borne by the firm.

FUTURE OUTLOOK

The Company expects the operating environment to remain challenging in the coming year, with higher raw material prices and fuel prices, it will be challenging the recoverability of trade debts, with intense competition in the edible oils sector, a high tax burden on the formal sector including minimum turnover tax, and continued pressure on consumer purchasing power. Volatility in international palm and soybean oil prices and exchange rates will continue to require disciplined procurement and pricing.

The improvement in operating profit achieved during FY 2026 demonstrates the benefits of tighter cost control, rationalised marketing spend and lower energy costs. Building on this, management's priorities for FY 2027 are to recover overdue receivables and tighten credit terms, reduce reliance on short-term borrowings and finance cost, and improve capacity utilisation through volume growth in cooking oil and specialty fats. Completion of the ERP and Digital Invoicing System implementation will further strengthen controls and regulatory compliance, while the canning and value-added food business is expected to contribute to product diversification. With these initiatives, the Company aims to return to profitability after tax in the next fiscal year.

ACKNOWLEDGEMENTS

We extend our sincere appreciation to our customers, suppliers, and bankers for their continued confidence and support. We also acknowledge the dedicated efforts of our management team and employees for their contribution to the Company's progress. Finally, the management expresses gratitude to the Board for its continuous guidance and support.

For and on behalf of the Board

Tahir Jahangir
Chief Executive Officer

Usman Ilahi Malik, CFA
Chairman of the Board

Islamabad
November 06, 2026

ڈائریکٹرز کی رپورٹ

30جون2026تک

آپ کی کمپنی کے بورڈ آف ڈائریکٹرز کو 30جون 2026 کو ختم ہونے والے مالی سال کے آڈٹ شدہ مالیاتی گوشواروں کے ساتھ کمپنی کے آپریشنز پر 45ویں سالانہ رپورٹ پیش کرنے پر خوشی ہے۔

آپریٹنگ پرفارمنس

تفصیلات	2026(روپے)	2025(روپے)	تبدیلی%
سیلز (نیٹ آف سیلز ٹیکس)	9,307,879,360	9,242,025,058	0.71
مجموعی منافع	936,041,552	885,076,724	5.76
آپریٹنگ منافع	306,591,610	150,255,289	104.05
مالی لاگت اور دیگر چارجز	(263,591,604)	(183,311,575)	43.79
دوسری آمدنی	30,495,520	61,089,648	(50.08)
لیوی اور ٹیکس سے پہلے منافع	73,495,526	28,033,362	162.17
لیوی اور ٹیکسیشن	(96,927,512)	(97,058,190)	(0.1)
ٹیکس کے بعد نقصان	(23,431,986)	(69,024,828)	(66.1)
غیر مختص منافع آگے لایا گیا۔	715,128,930	765,624,042	(6.60)
فی شیئر نقصان-بنیادی اور کمزور (روپے)	(3.02)	(8.89)	(66.1)

مختصات

تفصیلات	2026(روپے)	2025(روپے)
غیر مختص شدہ منافع آگے لایا گیا۔	715,128,930	765,624,042
سال کے لیے خالص نقصان	(23,431,986)	(69,024,828)
عملے کی ریٹائرمنٹ کے فوائد پر دوبارہ پیمائش (نقصان)/فائدہ- ٹیکس کا جال	(4,094,691)	3,530,306
جائیداد، پلانٹ اور آلات کی دوبارہ تشخیص پر بڑھتی ہوئی فرسودگی - موخر ٹیکس کا جال	23,784,953	14,999,410
30جون2025/2026کے مطابق بیلنس	**711,387,206**	**715,128,930**

سال کے دوران فروخت کی آمدن 0.7 فیصد کے معمولی اضافے سے گزشتہ سال کے 9.24 ارب روپے کے مقابلے میں 9.31 ارب روپے رہی۔ بڑھتے ہوئے مسابقتی کاروباری ماحول کے جواب میں کمپنی نے تجارتی معاونت کے اقدامات کو مزید مضبوط کیا اور بہتر پروڈکٹ مکس اور مرکوز تجارتی کوششوں کے ذریعے اپنی مارکیٹ میں موجودگی اور فروخت کی کارکردگی کو برقرار رکھا۔

مجموعی منافع گزشتہ سال کے 885.1 ملین روپے کے مقابلے میں 5.8 فیصد اضافے کے ساتھ 936.0 ملین روپے ہو گیا، جبکہ مجموعی منافع کا مارجن 9.58 فیصد سے بہتر ہو کر 10.06 فیصد ہو گیا۔ یہ بہتری بنیادی طور پر خام مال کی کم لاگت اور تبدیلی (کنورژن) کی کم لاگت کے باعث ممکن ہوئی۔ فروخت و تقسیم کے اخراجات 14.4 فیصد کمی کے ساتھ 355.7 ملین روپے رہ گئے، جس کی بنیادی وجہ زیادہ مرکوز اور مؤثر اشتہاری حکمتِ عملی ہے، جبکہ انتظامی اخراجات لاگت میں معقولیت لانے کے جاری اقدامات کے نتیجے میں 14.2 فیصد کمی سے 273.7 ملین روپے ہو گئے۔ ان اقدامات اور بہتر مجموعی مارجن کے باعث عملی کارکردگی میں نمایاں استحکام آیا؛ عملی منافع گزشتہ سال کے 150.3 ملین روپے سے بڑھ کر 306.6 ملین روپے ہو گیا اور عملی مارجن 1.6 فیصد سے بہتر ہو کر 3.3 فیصد ہو گیا۔

مالیاتی لاگت گزشتہ سال کے 131.3 ملین روپے کے مقابلے میں 12.4 فیصد اضافے سے 147.7 ملین روپے ہوگئی، کیونکہ قلیل مدتی ورکنگ کیپیٹل سہولیات کے زیادہ استعمال نے بنچ مارک شرحِ سود میں کمی کے فائدے کو زائل کر دیا۔ دیگر عملی اخراجات بڑھ کر 115.9 ملین روپے (2025: 52.0 ملین روپے) ہوگئے، جس کی بنیادی وجہ سست رفتار تجارتی وصولیوں کے مقابل متوقع کریڈٹ نقصانات (ECL) کے لیے 104.5 ملین روپے (2025: 42.5 ملین روپے) کی پرووِیژننگ ہے۔ دیگر آمدنی 61.1 ملین روپے سے کم ہو کر 30.5 ملین روپے رہ گئی، جس کا بنیادی سبب بینک ڈپازٹس پر منافع کا 43.3 ملین روپے سے گھٹ کر 19.7 ملین روپے ہونا ہے، جو ڈپازٹ بیلنس اور شرحوں میں کمی کا نتیجہ ہے۔

کمپنی نے لیوی اور ٹیکس سے قبل 73.5 ملین روپے کا منافع ظاہر کیا، جو گزشتہ سال کے 28.0 ملین روپے کے مقابلے میں 162 فیصد زائد ہے۔ چونکہ کمپنی کم از کم ٹیکس نظام کے تحت ہے، اس لیے 97.0 ملین روپے کا انکم ٹیکس چارج قبل از ٹیکس منافع کے 132 فیصد (2025: 346 فیصد) کے برابر رہا۔ نتیجتاً سال کا خالص نقصان 66.1 فیصد کمی کے ساتھ گزشتہ سال کے 69.0 ملین روپے کے مقابلے میں 23.4 ملین روپے رہ گیا۔ فی حصص نقصان (بنیادی و تخفیف شدہ) 2025 کے 8.89 روپے کے مقابلے میں 3.02 روپے رہا۔

کمپنی کی محتاط لیکویڈیٹی مینجمنٹ حکمتِ عملی کے مطابق، سال کے دوران سرمایہ جاتی اخراجات میں نظم وضبط برقرار رکھا گیا۔ مقررہ آپریٹنگ اثاثوں میں 18.3 ملین روپے کی سرمایہ کاری کی گئی، جبکہ مزید 10.9 ملین روپے حکمتِ عملی پر مبنی ٹیکنالوجی اقدامات، بشمول ERP کے نفاذ اور ڈیجیٹل انوائسنگ سسٹم، میں لگائے گئے، جن کا مقصد عملی کارکردگی میں اضافہ اور کمپنی کی ڈیجیٹل صلاحیتوں کو مستحکم کرنا ہے۔ کیننگ اور فوڈ سیگمنٹ میں کمپنی کی تنوع کاری نے رفتار پکڑنا جاری رکھا، جس سے حوصلہ افزا فروخت حاصل ہوئی اور زیادہ مارجن والے زمروں میں کمپنی کی موجودگی مضبوط ہوئی۔ انتظامیہ اس حکمتِ عملی پر مبنی اقدام سے مزید قدر حاصل کرنے کے لیے پرعزم ہے۔

چیئرمین اور سی ای او کے کردار اور ذمہ داریاں

شفافیت اور گڈ گورننس کے کلچر کو فروغ دینے کے لیے، بورڈ آف ڈائریکٹرز کے چیئرمین اور چیف ایگزیکٹو آفیسر کے عہدے الگ الگ عہدے داروں کے پاس ہوتے ہیں جن میں کردار اور ذمہ داریوں کی واضح حد بندی ہوتی ہے۔

چیئرمین کا کردار

بورڈ کے چیئرمین کا بنیادی کردار کمپنی کے بورڈ آف ڈائریکٹرز کو کمپنیز ایکٹ 2017، ایس ای سی پی ریگولیشنز، لسٹڈ کمپنیز) کوڈ آف کارپوریٹ گورننس (ریگولیشنز، 2019 اور PSX رولز کے تقاضوں کے مطابق قیادت، رہنمائی اور گورننس فراہم کرنا ہے۔ چیئرمین اس بات کو یقینی بناتا ہے کہ بورڈ مؤثر طریقے سے کام کرے، کارپوریٹ گورننس کے اعلیٰ ترین معیارات کو برقرار رکھے، اور تمام اہم اور مناسب مسائل پر بروقت بحث کی جائے۔

چیئرمین کی ذمہ داریوں میں درج ذیل شامل ہیں، لیکن ان تک محدود نہیں ہیں:

- **قیادت اور گورننس**
  - بورڈ کو قیادت فراہم کریں اور بورڈ اور اس کی کمیٹیوں کے موثر کام کو یقینی بنائیں۔
  - دیانتداری، شفافیت، جوابدہی، اور قابل اطلاق قوانین اور ضوابط کی تعمیل کے کلچر کو فروغ دیں۔
- **بورڈ اور انتظامی رابطہ**
  - کمپنی کی سینئر مینجمنٹ اور بورڈ کے درمیان بنیادی لنک کے طور پر کام کریں۔
  - اس بات کو یقینی بنائیں کہ بورڈ کمپنی کی حکمت عملیوں اور پالیسیوں کی تشکیل اور تعین کرنے میں ایک تعمیری کردار ادا کرے، اس بات کو یقینی بناتے ہوئے کہ فیصلے کمپنی اور اس کے شیئر ہولڈرز کے بہترین مفاد میں کیے جائیں۔
- **نفاذ کی نگرانی**
  - اس بات کو یقینی بنائیں کہ بورڈ کی طرف سے منظور شدہ حکمت عملیوں اور پالیسیوں کو چیف ایگزیکٹو آفیسر (CEO) اور انتظامیہ مؤثر طریقے سے لاگو کر رہے ہیں۔
  - اس بات کی نگرانی کریں کہ بورڈ روزمرہ کے انتظام میں مشغول ہوئے بغیر رہنمائی اور نگرانی فراہم کرتا ہے۔

- **کارپوریٹ گورننس**
  - SECPاور PSXکے تقاضوں کے مطابق کارپوریٹ گورننس کے اعلیٰ ترین معیارات کو برقرار رکھیں اور فروغ دیں۔
  - لسٹڈ کمپنیز) کوڈ آف کارپوریٹ گورننس (کے ضوابط اور دیگر قابل اطلاق قانونی تقاضوں کی تعمیل کو یقینی بنائیں۔
  - گورننس کے طریقوں کو قائم اور حوصلہ افزائی کریں جو کمپنی کی تمام سطحوں پر اخلاقی رویے، اعتبار، اور قابلیت کو فروغ دیں۔
- **بورڈ کی تاثیر**
  - اس بات کو یقینی بنائیں کہ بورڈ انتظامیہ سے درست، بروقت، اور متعلقہ معلومات حاصل کرے، جس سے ڈائریکٹرز باخبر فیصلے کر سکیں۔
  - بورڈ، اس کی کمیٹیوں اور انفرادی ڈائریکٹرز کی کارکردگی کا جائزہ لینے کے عمل کی قیادت کریں۔
  - ڈائریکٹرز کو ان کی تاثیر کو بڑھانے کے لیے تربیت اور ترقی کے مواقع فراہم کرنا۔
- **تنازعات کا انتظام اور رائے کی آزادی**
  - بورڈ کے اراکین کے درمیان تنازعات، اگر کوئی ہیں، کا انتظام اور حل کریں۔
  - اس بات کو یقینی بنائیں کہ ڈائریکٹرز بغیر کسی اثر و رسوخ کے آزادانہ اور تعمیری رائے کے اظہار کے لیے آزاد ہیں۔
- **اخلاقی اور پیشہ ورانہ معیارات**
  - پوری کمپنی میں اعلیٰ اخلاقی، اخلاقی اور پیشہ ورانہ اقدار کو فروغ دیں۔
  - دیانتداری اور گڈ گورننس کو سرفہرست رکھنے کے لیے مثال کے طور پر رہنمائی کریں۔

چیئرمین بورڈ کے غیر ایگزیکٹو ڈائریکٹرز کی نمائندگی کرتا ہے اور اسے بورڈ کی کارروائیوں کی مجموعی نگرانی اور سمت سونپی جاتی ہے، اور اسے ایجنڈا طے کرنے، ہدایات دینے اور بورڈ کے اجلاسوں کے منٹس پر دستخط کرنے کا اختیار حاصل ہے۔

چیف ایگزیکٹو آفیسر (سی ای او) کا کردار

چیف ایگزیکٹو آفیسر) سی ای او (کو بورڈ آف ڈائریکٹرز کی طرف سے بیان کردہ حکمت عملی کو نافذ کرنے اور کمپنی کے قلیل مدتی اور طویل مدتی اہداف کے حصول کو یقینی بنانے کی بنیادی ذمہ داری سونپی گئی ہے۔ سی ای او بورڈ، انتظامیہ، اور اسٹیک ہولڈرز کے درمیان کلیدی لنک کے طور پر کام کرتا ہے، اور کمپنی کی روزانہ کی کارروائیوں اور مجموعی کارکردگی کے لیے بالآخر جوابدہ ہوتا ہے۔

سی ای او کی اہم ذمہ داریاں

1. حکمت عملی اور عمل درآمد

- بورڈ اور اس کی کمیٹیوں کے فیصلوں پر عمل درآمد کے لیے ایگزیکٹو مینجمنٹ ٹیم کے ساتھ مشاورت سے حکمت عملی تیار کریں۔
- اس بات کو یقینی بنائیں کہ بورڈ سے منظور شدہ تمام پالیسیوں، حکمت عملیوں اور مقاصد کو مؤثر طریقے سے لاگو کیا گیا ہے۔
- کاروباری حکمت عملی کے ساتھ منسلک مالی اور آپریشنل منصوبوں کی نگرانی کریں، اور بورڈ کو منظوری کے لیے تنوع، سرمایہ کاری اور ترقی کے راستے تجویز کریں۔

2. قیادت اور مواصلات

- انتظامیہ کو قیادت فراہم کریں اور چیئرمین اور بورڈ کے ساتھ موثر کام کرنے والے تعلقات کو فروغ دیں۔
- اہم مسائل، مواقع اور خدشات کا جائزہ لینے کے لیے چیئرمین کے ساتھ باقاعدہ رابطہ رکھیں۔
- کمپنی کی جانب سے شیئر ہولڈرز، ملازمین، سرکاری حکام، ریگولیٹرز، اسٹیک ہولڈرز اور عوام کے ساتھ بات چیت کریں۔

3. کارپوریٹ گورننس اور اخلاقیات

- SECP، PSX، اور کوڈ آف کارپوریٹ گورننس کے تقاضوں کی تعمیل کو یقینی بنائیں۔
- پوری تنظیم میں اخلاقی، اخلاقی اور پیشہ ورانہ اقدار کے اعلیٰ ترین معیارات کو فروغ دیں اور ان کو برقرار رکھیں۔
- کمپنی کے تمام آپریشنز میں شفافیت، جوابدہی، اور اچھی حکمرانی کے طریقوں کو یقینی بنائیں۔

4. رسک مینجمنٹ اور اندرونی کنٹرول

- قابل قبول سطح تک اسٹریٹجک اور آپریشنل خطرات کی شناخت اور ان کا نظم کریں۔
- اس بات کو یقینی بنائیں کہ بڑے آپریشنل اور مالیاتی شعبوں میں ایک موثر اندرونی کنٹرول سسٹم موجود ہے۔
- قوانین، ضوابط، اور کمپنی کی پالیسیوں کی تعمیل کا جائزہ لینے کے لیے نگرانی کے طریقہ کار کو قائم کریں۔

5. کارکردگی اور نمو

- بورڈ کی طرف سے مقرر کردہ کارکردگی کے اہداف کو حاصل کرکے اور اس سے تجاوز کرکے کمپنی کی مجموعی ترقی کو آگے بڑھائیں۔
- بورڈ کی منظوری کے لیے کلیدی کارکردگی کے اشارے (KPIs) تیار کریں اور پوری کمپنی میں پھیلاؤ کو یقینی بنائیں۔
- کارکردگی اور جوابدہی کو بڑھانے کے لیے انفرادی اور اجتماعی دونوں سطحوں پر کارکردگی کے معیارات کی نگرانی کریں۔

6. اسٹیک ہولڈر کی مصروفیت

- ریگولیٹرز، سرمایہ کاروں اور اسٹیک ہولڈرز کے سامنے کمپنی کے مفادات کی نمائندگی کریں۔
- کمپنی کی ساکھ کو بچانے اور بڑھانے کے لیے موثر مواصلاتی ذرائع کو برقرار رکھیں۔
- ایس ای سی پی اور پی ایس ایکس کے قوانین کے تحت درکار مالی اور غیر مالیاتی معلومات کی بروقت ترسیل کو یقینی بنائیں۔

ڈائریکٹرز اور ایگزیکٹوز کا معاوضہ

لسٹڈ کمپنیز) کوڈ آف کارپوریٹ گورننس (ریگولیشنز،') 2019 کوڈ ('کے تقاضوں کے لحاظ سے، کمپنی نے "ایگزیکٹیو اور نان ایگزیکٹیو ڈائریکٹرز کے لیے معاوضے کی پالیسی "کے عنوان سے ایک پالیسی مرتب اور نافذ کی ہے، جس کی باضابطہ طور پر بورڈ آف ڈائریکٹرز سے منظوری دی گئی ہے۔

یہ پالیسی کمپنی کے ایگزیکٹو ڈائریکٹرز، نان ایگزیکٹیو ڈائریکٹرز، اور کلیدی ایگزیکٹوز کو معاوضے کے تعین، ڈھانچے اور ادائیگی کو کنٹرول کرتی ہے، اس بات کو یقینی بناتی ہے کہ معاوضے کے طریقے منصفانہ، شفاف، کارکردگی پر مبنی، اور حصص یافتگان کے طویل مدتی مفادات کے ساتھ ہم آہنگ ہوں۔

1. پالیسی فریم ورک

معاوضے کا فریم ورک کوڈ اور کمپنیز ایکٹ 2017 میں بیان کردہ اصولوں کے مطابق ڈیزائن کیا گیا ہے اور اس کا مقصد یہ ہے :

- مطلوبہ مہارت اور تجربے کے ساتھ اہل پیشہ ور افراد کو راغب کرنا اور برقرار رکھنا۔
- معاوضے کو کارکردگی، احتساب، اور قابل پیمائش نتائج سے جوڑنا۔
- انتظامی ترغیبات اور کمپنی کے اسٹریٹجک مقاصد کے درمیان صف بندی کو یقینی بنانا۔
- قابل اطلاق قوانین اور حکمرانی کے معیارات کے ساتھ انصاف اور تعمیل کو برقرار رکھنا۔

2. ایگزیکٹو ڈائریکٹرز کا معاوضہ

ایگزیکٹو ڈائریکٹرز) بشمول چیف ایگزیکٹو آفیسر (کے معاوضے پر مشتمل ہے :

- ایک مقررہ ماہانہ تنخواہ جیسا کہ بورڈ نے منظور کیا ہے۔
- انفرادی اور کمپنی کی کارکردگی سے منسلک کارکردگی پر مبنی بونس یا مراعات۔
- پالیسی کے مطابق الاؤنسز اور فوائد جیسے میڈیکل کوریج، پراویڈنٹ فنڈ، گریجویٹی، اور کمپنی کے زیر انتظام گاڑی کا استعمال۔
- معاوضے میں کوئی بھی نظر ثانی ہیومن ریسورس اینڈ ریمونریشن کمیٹی (HR&RC) کی سفارشات کی بنیاد پر بورڈ کی منظوری سے مشروط ہے۔

3. غیر ایگزیکٹو ڈائریکٹرز کا معاوضہ

نان ایگزیکٹو ڈائریکٹرز کو بورڈ اور اس کی کمیٹیوں کے اجلاسوں میں شرکت کے لیے میٹنگ فیس کی صورت میں معاوضہ دیا جاتا ہے۔

- میٹنگ فیس کی رقم کا تعین بورڈ وقتاً فوقتاً کمپنی کی مالی حالت اور بہترین حکمرانی کے طریقوں کے مطابق کرتا ہے۔
- غیر ایگزیکٹو ڈائریکٹر کسی بھی کارکردگی کے بونس، اشتراک کے اختیارات، یا دیگر فوائد کے حقدار نہیں ہیں۔
- آزاد ڈائریکٹرز کو مکمل طور پر میٹنگ فیس کے ذریعے معاوضہ دیا جاتا ہے، فیصلہ سازی میں آزادی اور معروضیت کو یقینی بناتے ہوئے

4. ایگزیکٹوز کا معاوضہ

سینئر ایگزیکٹوز)ڈائریکٹرز کے علاوہ (کے معاوضے کو اس طرح بنایا گیا ہے :

- مارکیٹ کی مسابقت اور اندرونی مساوات کی عکاسی کریں۔
- HR پالیسی کے مطابق مقررہ تنخواہ، کارکردگی سے منسلک مراعات اور فوائد شامل کریں۔
- میرٹ کی بنیاد پر ترقی اور کلیدی ٹیلنٹ کو برقرار رکھنے کی حوصلہ افزائی کریں۔
- HR&RC کی طرف سے سالانہ جائزہ لیا جائے تاکہ مسابقت اور پالیسی کے رہنما خطوط کی تعمیل کو یقینی بنایا جاسکے۔

5. انکشاف کے تقاضے

ضابطہ کی تعمیل میں، ڈائریکٹرز اور ایگزیکٹوز کو ادا کیے گئے مجموعی معاوضے، فوائد، اور میٹنگ فیس کی تفصیلات نوٹ 40 میں کمپنی کے 30 جون 2026 کو ختم ہونے والے سال کے مالیاتی بیانات کے ساتھ ساتھ کارپوریٹ گورننس کے ضابطہ کی تعمیل کے بیان میں ظاہر کی گئی ہیں۔ سال کے دوران، ڈائریکٹرز سے وصول کی گئی مجموعی میٹنگ فیس روپے روپے تھی۔ 2.74 ملین (2025: 3.42 ملین روپے ۔

بورڈ میٹنگز

سال کے دوران، [الفاظ میں نمبر (نمبر)] بورڈ آف ڈائریکٹرز کے اجلاس منعقد ہوئے۔ بورڈ ممبران کی حاضری حسب ذیل تھی۔

Attendance of Board Meetings during the year 2025-2026

Sr. No.	Name	Designation	04.10.2025	31.10.2025	08.01.2026	27.02.2026	28.04.2026	2025-2026
1	Mr. Tahir Jahangir	Chief Executive Officer	P	P	P	P	P	5/5
2	Mr. Usman Ilahi Malik	Chairman	P	P	P	P	P	5/5
3	Mr. Jillani Jahangir	Executive Director	P	L	P	P	P	4/5
4	Mrs. Munizae Jahangir	Non-Executive Director	P	P	P	P	P	5/5
5	Miss Mehrunisa Malik	Non-Executive Director	L	P	P	P	P	4/5
6	Mr. Furqan Anwar Batla	Non-Executive Director	P	P	P	P	P	5/5
7	Mr. Ahmad Aqeel	Indpendent Director	-	-	P	P	P	3/5
8	Mr. Saif Ali Rastgar	Indpendent Director	L	L	L	P	Resigned	1/5
9	Mr. Babar Naseem Khan	Indpendent Director	-	-	-	-	-	0/5
10	Mr. Firasat Ali	Indpendent Director	P	P	Retired	-	-	2/5
	Quorum of Meetings		6/10	6/10	7/8	8/8	7/8	

P Present in the Meeting

L Leave of Absence — Leave of absence was granted to the members who did not attend the Board meetings

بورڈ آف ڈائریکٹرز کے حوالے کی شرائط

کمپنیز ایکٹ، 2017 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس (ریگولیشنز،') 2019 کوڈ ('کے تقاضوں کے مطابق، کمپنی کا بورڈ آف ڈائریکٹرز اسٹریٹجک رہنمائی، اچھی حکمرانی، اور نگرانی فراہم کرنے کا ذمہ دار ہے تاکہ پائیدار ترقی اور شیئر ہول کے مفادات کے تحفظ کو یقینی بنایا جاسکے۔ بورڈ کے حوالہ کی شرائط)ٹی او آرز (درج ذیل ہیں:

مجموعی ذمہ داریاں

بورڈ اجتماعی طور پر ذمہ دار ہے:

i. کمپنی کے وژن، مشن، اسٹریٹجک مقاصد، اور کارپوریٹ پالیسیوں کی تشکیل اور منظوری۔
ii. منظور شدہ کاروباری منصوبے اور حکمت عملی کے تعاقب میں انتظامیہ کو نگرانی اور سمت فراہم کرنا۔
iii. کمپنی کی مالیاتی اور غیر مالیاتی رپورٹنگ اور مجموعی گورننس فریم ورک کی سالمیت کو یقینی بنانا۔
iv. تمام قابل اطلاق قوانین، قواعد، ضوابط، اور اخلاقی معیارات کی تعمیل کو فروغ دینا۔

ساخت اور ساخت

i. بورڈ کو ڈ کے تحت ضرورت کے مطابق ایگزیکٹو، نان ایگزیکٹیو، اور آزاد ڈائریکٹرز پر مشتمل ہوگا۔
ii. بورڈ کے چیئرمین اور چیف ایگزیکٹو آفیسر (CEO) توازن اور آزادی کو برقرار رکھنے کے لیے الگ الگ افراد ہوں گے۔
iii. بورڈ اس بات کو یقینی بنائے گا کہ تمام ممبران کے پاس موثر حکمرانی کے لیے درکار مناسب مہارت، تجربہ اور دیانت داری ہو۔

مخصوص کردار اور افعال

بورڈ کے اہم کاموں میں شامل ہیں لیکن ان تک محدود نہیں ہیں:

اسٹریٹجک سمت اور کارپوریٹ پالیسی

i. کمپنی کے اسٹریٹجک پلان، سالانہ کاروباری منصوبہ، اور بجٹ کو منظور کریں۔
ii. مقررہ مقاصد اور مالی اہداف کے خلاف کارکردگی کا جائزہ لیں۔
iii. اہم سرمائے کے اخراجات، سرمایہ کاری، اور سرمایہ کاری کو منظور کریں۔

مالی نگرانی

i. اشاعت سے پہلے سہ ماہی اور سالانہ مالیاتی بیانات کو منظور کریں۔
ii. شیئر ہولڈرز کو ڈیویڈنڈ پالیسی اور منافع کی تخصیص کی سفارش کریں۔
iii. اندرونی کنٹرول اور رسک مینجمنٹ کے ساؤنڈ سسٹم کے وجود کو یقینی بنائیں۔

گورننس اور تعمیل

کمپنیز ایکٹ 2017، کوڈ آف کارپوریٹ گورننس، پی ایس ایکس رول بک، اور ایس ای سی پی کی ہدایات کی تعمیل کو یقینی بنائیں۔ گورننس کی کلیدی پالیسیوں کے نفاذ کی منظوری اور نگرانی بشمول:

a) متعلقہ پارٹی لین دین کی پالیسی
b) معاوضے کی پالیسی
c) رسک مینجمنٹ پالیسی
d) ضابطہ اخلاق اور اخلاقیات
e) وِسل بلوئنگ پالیسی
f) بورڈ کمیٹیوں)آڈٹ، HR اور معاوضے، رسک مینجمنٹ وغیرہ (کی کارکردگی کی نگرانی کریں اور ان کی آزادی اور تاثیر کو یقینی بنائیں۔

انسانی وسائل اور جانشینی کی منصوبہ بندی

a) تقرری کریں، تشخیص کریں، اور، اگر ضروری ہو تو، چیف ایگزیکٹو آفیسر کو ہٹا دیں۔

b) سی ای او اور کلیدی ایگزیکٹوز کی ملازمت اور معاوضے کی شرائط و ضوابط کو منظور کریں۔

c) سینئر انتظامی عہدوں کے لیے جانشینی کی منصوبہ بندی کی نگرانی کریں۔

اندرونی کنٹرول اور رسک مینجمنٹ

i. یقینی بنائیں کہ داخلی کنٹرول کے مناسب نظام قائم اور برقرار ہیں۔

ii. رسک مینجمنٹ فریم ورک کو منظور کریں اور کمپنی کو درپیش اہم خطرات کا باقاعدگی سے جائزہ لیں۔

iii. یقینی بنائیں کہ اندرونی آڈٹ کا کام آڈٹ کمیٹی کی نگرانی میں مؤثر طریقے سے کام کر رہا ہے۔

اسٹیک ہولڈر تعلقات

i. شیئر ہولڈرز، ملازمین، صارفین اور ریگولیٹرز سمیت تمام اسٹیک ہولڈرز کے مفادات کی حفاظت کریں۔

ii. پاکستان اسٹاک ایکسچینج (PSX) اور سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کو بروقت قانونی اور ریگولیٹری انکشافات کی منظوری اور یقینی بنائیں۔

بورڈ کے اجلاس

i. بورڈ ہر سہ ماہی میں کم از کم ایک بار، یا قانون کے تحت ضرورت کے مطابق اس سے زیادہ بار ملاقات کرے گا۔

ii. ایجنڈا اور ورکنگ پیپرز ہر میٹنگ سے کم از کم سات دن پہلے سرکیلیٹ کیے جائیں گے۔

iii. میٹنگ کے منٹس کو چیئرمین کے ذریعہ مناسب طریقے سے برقرار رکھا جائے گا اور اس پر دستخط کیے جائیں گے۔

تشخیص اور تربیت

i. بورڈ اپنی اور اپنی کمیٹیوں اور اراکین کی کارکردگی کا سالانہ جائزہ لے گا۔

ii. ڈائریکٹرز کوڈ کے تحت ضرورت کے مطابق تربیت اور سرٹیفکیشن پروگراموں میں شرکت کریں گے تاکہ ان کی حکمرانی کی اہلیت کو بڑھایا جا سکے۔

اتھارٹی کا وفد

i. بورڈ حتمی احتساب کو برقرار رکھتے ہوئے مخصوص اختیارات کمیٹیوں یا انتظامیہ کو تفویض کر سکتا ہے۔

ii. وفد کی وضاحت کمیٹیوں کے منظور شدہ ٹرمز آف ریفرنس اور اندرونی اجازت کے میٹرکس کے ذریعے واضح طور پر کی جائے گی۔

شیئر ہولڈرز کا احتساب

i. بورڈ کمپنی کی مجموعی سمت، نگرانی اور کارکردگی کے لیے شیئر ہولڈرز کے سامنے جوابدہ ہے۔

ii. بورڈ اس بات کو یقینی بنائے گا کہ سالانہ رپورٹ اور مالی بیانات کمپنی کے معاملات کا صحیح اور منصفانہ نقطہ نظر پیش کرتے ہیں اور قابل اطلاق قوانین اور معیارات کے مطابق شائع ہوتے ہیں۔

آڈٹ کمیٹی

بورڈ نے آڈٹ کمیٹی کو دوبارہ تشکیل دیا ہے جو تین ممبران پر مشتمل ہے جس میں آزاد اور نان ایگزیکٹو ڈائریکٹرز شامل ہیں۔ آڈٹ کمیٹی کا چیئرمین ایک آزاد ڈائریکٹر ہوتا ہے۔ کمیٹی سہ ماہی اس فنکشن کے وسائل اور اختیار کی مناسبیت کا جائزہ لیتی ہے۔ اندرونی آڈٹ کا سربراہ کام کے طور پر آڈٹ کمیٹی کو رپورٹ کرتا ہے جو آپریٹنگ علاقوں کی سالانہ اور سہ ماہی تشخیص کی بنیاد پر آڈٹ پلان کی منظوری دیتی ہے۔ شیئر ہولڈرز کی ذمہ داری کا جواب دینے کے لیے، آڈٹ کمیٹی آڈٹ رپورٹس، اندرونی کنٹرول کے نظام، مالیاتی گوشواروں کا جائزہ لیتی ہے اور کمپنی کی صحیح اور پائیدار ترقی کو یقینی بنانے کے مقصد سے قوانین اور ضوابط کے مطابق کمیٹی کے دیگر فرائض انجام دیتی ہے۔ جب بھی کوئی ایسی چیز ہوتی ہے جس کا کمپنی پر بڑا اثر ہوتا ہے تو رپورٹنگ کی ضرورت ہوتی ہے۔ اندرونی آڈیٹرز کمپنی کی پالیسیوں، ضابطوں اور SOPs کی تعمیل کو یقینی بنانے کے لیے محکمے کے عمل کا جائزہ لیتے ہیں۔

زیر نظر سال کے دوران، [چار] مالیاتی گوشواروں، اندرونی آڈٹ رپورٹس، متعلقہ قوانین و ضوابط کی تعمیل اور دیگر متعلقہ امور کا جائزہ لینے اور ان پر تبادلہ خیال کے لیے آڈٹ کمیٹی کے اجلاس منعقد کیے گئے۔ آڈٹ کمیٹی کے اراکین کی حاضری حسب ذیل تھی۔

Attendance of Audit Committee Meetings during the year 2025-2026

Sr. No.	Name	Designation	04.10.2025	31.10.2025	27.02.2026	28.04.2026	2025-26
1	Mr. Firasat Ali	Chairman	P	P	Retired	-	2/4
2	Miss Mehrunisa Malik	Non-Executive Director	P	P	P	P	4/4
3	Mr. Furqan Anwar Batla	Non-Executive Director	P	P	P	P	4/4
4	Mr. Ahmad Aqeel	Chairman	-	-	P	P	2/4
	Quorum of Meetings		3/3	3/3	3/3	3/3	

P	Present in the Meeting	
L	Leave of Absence	Leave of absence was granted to the member who did not attend the Audit Committee meetings.

آڈٹ کمیٹی کے ٹرمز آف ریفرنس (ٹی او آرز)

1. مقصد

پنجاب آئل ملز لمیٹڈ کے بورڈ آف ڈائریکٹرز کی طرف سے آڈٹ کمیٹی تشکیل دی گئی ہے جو اس کی قانونی اور باضابطہ ذمہ داریوں کو پورا کرنے میں معاونت کرے گی:

- مالی بیانات کی سالمیت کی نگرانی؛
- اندرونی کنٹرول کے نظام اور خطرے کے انتظام کی نگرانی؛
- اندرونی اور بیرونی آڈٹ کے افعال کی نگرانی؛
- قوانین، ضوابط، اور کوڈ آف کارپوریٹ گورننس (CCG) کی تعمیل کو یقینی بنانا؛
- متعلقہ پارٹی کے لین دین اور اخلاقی طرز عمل کا جائزہ لینا۔

2. اتھارٹی

آڈٹ کمیٹی کو بورڈ کی طرف سے اختیار حاصل ہے:

- اس کے دائرہ کار میں کسی بھی معاملے کی تحقیقات کریں؛
- انتظامیہ، ملازمین، یا بیرونی جماعتوں سے کوئی بھی معلومات طلب کریں؛
- آزاد پیشہ ورانہ مشورہ حاصل کریں؛
- کمپنی کے اندرونی اور بیرونی آڈیٹرز تک براہ راست رسائی حاصل کریں۔
- ضرورت پڑنے پر اس کے اجلاسوں میں متعلقہ انتظامیہ کی حاضری کو یقینی بنائیں۔

3. ترکیب

- کمیٹی کم از کم پر مشتمل ہوگی۔ تین (3) ارکان، جن میں سے سبھی غیر ایگزیکٹو ڈائریکٹرز ہوں گے، جن میں اکثریت CCG کے مطابق آزاد ڈائریکٹرز کی ہوگی۔
- کم از کم ایک رکن مالی طور پر پڑھا لکھا فرد ہو جس کا حالیہ اور متعلقہ مالی تجربہ ہو۔
- آڈٹ کمیٹی کا چیئرمین ایک آزاد ڈائریکٹر ہوگا اور بورڈ کا چیئرمین نہیں ہوگا۔
- کمپنی سیکرٹری کمیٹی کے سیکرٹری کے طور پر کام کرے گا۔

4. ملاقاتیں

- کمیٹی ہر سہ ماہی میں کم از کم ایک بار ملاقات کرے گی، اور اس کے علاوہ ضرورت کے مطابق۔
- اجلاسوں کا کورم دو ممبران پر مشتمل ہوگا، کم از کم ایک آزاد ڈائریکٹر ہوگا۔
- CFO، ہیڈ آف انٹرنل آڈٹ، اور بیرونی آڈیٹرز کے نمائندے دعوت کے ذریعے میٹنگز میں شرکت کریں گے۔
- کمیٹی سال میں کم از کم ایک بار بیرونی اور اندرونی آڈیٹرز کے ساتھ بغیر انتظامیہ کے ملاقات کرے گی۔
- منٹ ریکارڈ کیے جائیں گے اور بورڈ کے ساتھ شیئر کیے جائیں گے۔

5. ذمہ داریاں اور فرائض

a مالیاتی رپورٹنگ

- بورڈ کو جمع کرانے سے پہلے سہ ماہی، ششماہی، اور سالانہ مالیاتی گوشواروں کا جائزہ لیں۔
- قابل اطلاق اکاؤنٹنگ معیارات، ریگولیٹری تقاضوں اور مناسب انکشافات کی تعمیل کو یقینی بنائیں۔
- اہم اکاؤنٹنگ تخمینوں، فیصلوں، اور اکاؤنٹنگ پالیسیوں میں کسی بھی تبدیلی کا جائزہ لیں۔

ب اندرونی کنٹرول اور رسک مینجمنٹ

- اندرونی کنٹرول کے نظام کی تاثیر اور مناسبیت کا اندازہ کریں۔
- کمپنی کے رسک مینجمنٹ فریم ورک کے نفاذ اور تاثیر کی نگرانی کریں۔
- اندرونی کنٹرول کی کمیوں اور انتظامیہ کے جوابات پر رپورٹس کا جائزہ لیں۔

c اندرونی آڈٹ

- اندرونی آڈٹ چارٹر، دائرہ کار، اور سالانہ آڈٹ پلان کا جائزہ لیں اور اسے منظور کریں۔
- اندرونی آڈٹ فنکشن کی کارکردگی کی نگرانی اور جائزہ لیں۔
- اندرونی آڈٹ فنکشن کی آزادی اور معروضیت کو یقینی بنائیں، جو کمیٹی کو فعال طور پر رپورٹ کرے گا۔

d بیرونی آڈٹ

- بورڈ اور شیئر ہولڈرز کو بیرونی آڈیٹرز کی تقرری، دوبارہ تقرری، یا ہٹانے کی سفارش کریں۔
- بیرونی آڈٹ کے دائرہ کار کا جائزہ لیں اور آڈیٹرز کے معاوضے کو منظور کریں۔
- آڈٹ کے نتائج، انتظامی خطوط، اور انتظامیہ کے جواب کا جائزہ لیں۔
- آڈیٹرز کی آزادی اور معروضیت کو یقینی بنائیں اور نان آڈٹ خدمات کا جائزہ لیں۔

e تعمیل اور اخلاقیات

- قابل اطلاق قوانین، PSX فہرست سازی کے ضوابط، اور CCG کے ساتھ کمپنی کی تعمیل کی نگرانی کریں۔
- تعمیل کی نگرانی کے لیے کمپنی کے نظام کی مناسبیت اور تاثیر کا جائزہ لیں۔
- کمپنی کے وسل بلور میکانزم کی نگرانی کریں اور اس بات کو یقینی بنائیں کہ خدشات کی آزادانہ طور پر تفتیش کی جائے۔

f متعلقہ پارٹی لین دین

- بورڈ کو منظوری کے لیے تمام متعلقہ فریقی لین دین کا جائزہ لیں اور تجویز کریں، بازو کی لمبائی کی بنیاد اور قابل اطلاق قوانین اور ضوابط کی تعمیل کو یقینی بنائیں۔

6. رپورٹنگ

- کمیٹی کا چیئرمین ہر میٹنگ کے بعد کلیدی غور و خوض اور سفارشات پر بورڈ کو رپورٹ کرے گا۔
- کمیٹی مالیاتی گوشواروں کی منظوری، آڈیٹرز کی تقرری، اور اہم آڈٹ مسائل پر بورڈ کو مخصوص سفارشات پیش کرے گی۔
- کمیٹی PSX کی ضروریات کے مطابق کمپنی کی سالانہ رپورٹ میں شامل کرنے کے لیے ایک رپورٹ فراہم کرے گی۔

7. حوالہ کی شرائط کا جائزہ

- ان ٹی او آرز کا سالانہ آڈٹ کمیٹی کے ذریعے جائزہ لیا جائے گا اور کسی بھی تجویز کردہ تبدیلی کو منظوری کے لیے بورڈ کو پیش کیا جائے گا۔

ہیومن ریسورس اینڈ ریمنریشن کمیٹی

ہیومن ریسورس اینڈ ریمونریشن کمیٹی پانچ ممبران پر مشتمل ہے، جن میں سے اکثریت نان ایگزیکٹو ڈائریکٹرز پر مشتمل ہے۔ کمیٹی کا چیئرمین ایک آزاد ڈائریکٹر ہے۔ کمیٹی انسانی وسائل پر انتظامیہ کو حکمت عملی کی رہنمائی فراہم کرتی ہے، سالانہ کارکردگی کے جائزوں، عملے کی پالیسیوں، اور ساتھیوں کے لیے معاوضے اور فوائد کا جائزہ لیتی ہے۔ زیر نظر سال کے

دوران، [ایک] HR&R کمیٹی کا اجلاس کمیٹی کے ٹرمز آف ریفرنس کے تحت آنے والے معاملات پر تبادلہ خیال اور منظوری کے لیے منعقد ہوا۔ ایچ آر اینڈ آر کمیٹی کے اراکین کی حاضری حسب ذیل تھی:

Sr. No.	Name	Designation	06.08.2026	2025-2026
1	Mr. Babar Naseem Khan	Chairman	P	1/1
2	Mr. Jillani Jahangir	Member	P	1/1
3	Mrs. Munizae Jahangir	Member	P	1/1
4	Mr. Furqan Anwar Batla	Member	P	1/1
5	Mr. Ahmad Aqeel	Member	P	1/1
	Quorum of Meetings		5/5	
P	Present in the Meeting			
L	Leave of Absence			

ہیومن ریسورس کمیٹی کے حوالہ کی شرائط

1. مقصد

1.1 پنجاب آئل ملز لمیٹڈ کے بورڈ آف ڈائریکٹرز نے ایک کمیٹی قائم کی ہے جسے ہیومن ریسورس کمیٹی کہا جاتا ہے۔

1.2 کمیٹی کا بنیادی مقصد تمام انسانی وسائل کے معاملات سے متعلق اپنی ذمہ داریوں کو پورا کرنے میں بورڈ کی مدد کرنا، ڈھانچے، پالیسیوں اور عمل کی معیاری کاری کو یقینی بنانا اور اس بات کو یقینی بنانا کہ افرادی قوت کی پالیسیاں اور طرز عمل کمپنی کی اقدار کے مطابق ہوں اور اس کی طویل مدتی پائیدار کامیابی کی حمایت کریں۔

2. کمیٹی کی تشکیل

2.1 کمیٹی کے اراکین کا تقرر بورڈ کے ذریعے کمیٹی کے چیئرمین کی مشاورت سے کیا جائے گا۔ جب تک بورڈ کے ذریعہ دوسری صورت میں تعین نہ کیا جائے، کمیٹی ایک پر مشتمل ہوگی۔ کم از کم تین (3) ڈائریکٹرز، جن میں سے زیادہ تر غیر ایگزیکٹو ڈائریکٹرز ہوں گے۔

2.2 کمیٹی کے چیئرمین کا تقرر بورڈ کے ذریعے غیر ایگزیکٹو ڈائریکٹرز میں سے کیا جائے گا۔ کمیٹی کے چیئرمین کی غیر موجودگی میں، کسی بھی کمیٹی کے اجلاس میں موجود اراکین اجلاس کی صدارت کے لیے اپنی تعداد میں سے کسی ایک کو منتخب کریں گے۔

2.3 کمیٹی میں تقرریاں تین (3) سال کی ابتدائی مدت کے لیے ہوں گی، جس کے بعد رکنیت میں توسیع کی جا سکتی ہے۔ مزید تین (3) سال کی مدت۔ غیر معمولی حالات کی غیر موجودگی میں، کمیٹی کی تقرری زیادہ سے زیادہ تین (3) سال کی مدت کے لیے ہوگی۔

3. سیکرٹری

کمپنی سکریٹری) یا اس طرح کا دوسرا شخص جسے ان کے ذریعہ وقتاً فوقتاً نامزد کیا جاتا ہے (کمیٹی کے سیکرٹری کے طور پر کام کرے گا۔ سیکرٹری اس بات کو یقینی بنائے گا کہ کمیٹی کے کسی بھی اجلاس سے پہلے، کمیٹی کے اراکین کو ایسی معلومات اور کاغذات موصول ہوں تاکہ وہ اپنے فرائض کو احسن طریقے سے ادا کر سکیں اور پیش کیے گئے مسائل پر مکمل اور مناسب غور کر سکیں۔

کمیٹی اور POML کے عملے کے درمیان تمام رابطے کمیٹی کے سیکرٹری کے ذریعے کیے جائیں گے۔ اگر کمیٹی کی طرف سے درخواست کی گئی کوئی دستاویز یا معلومات فراہم نہیں کی جاتی ہیں، تو کمیٹی کے چیئرمین کی طرف سے درخواست کو حتمی فیصلے کے لیے بورڈ کے چیئرمین کے پاس بھیجا جا سکتا ہے۔

4. ملاقاتیں اور حاضری

4.1 کمیٹی کم از کم ایک بار (1) سال میں، یا بصورت دیگر مطلوبہ یا بورڈ کے ذریعہ طے شدہ اجلاس کرے گی۔

4.2 کمیٹی کے کاروبار کے لین دین کے لئے ضروری کورم دو (2) ممبران ہوں گے اگر کمیٹی تین ممبروں پر مشتمل ہو اور اگر کمیٹی چار ممبروں پر مشتمل ہو تو تین (3) ممبران ہوں گے۔ کمیٹی کا باضابطہ طور پر بلایا گیا اجلاس جس میں کورم موجود ہو وہ تمام یا کوئی بھی فرائض اور ذمہ داریاں ادا کرنے کا مجاز ہوگا۔ کمیٹی کے ذریعہ قابل استعمال۔

4.3 کمیٹی کے اجلاس سکریٹری اس کے کسی بھی ممبر اور/یا بورڈ کی درخواست پر بلائے گا۔

4.4 جب تک کہ کمیٹی کے ممبران دوسری صورت میں متفق نہ ہوں، کمیٹی کے اجلاس کا نوٹس ہر کمیٹی ممبر کو میٹنگ کی تاریخ سے سات (7) کام کے دن پہلے بھیجا جائے گا، ایسا نوٹس جس میں جگہ کی تصدیق ہو) اگر مناسب ہو (، میٹنگ کی تاریخ اور وقت، ساتھ میں زیر بحث آئٹمز کے ایجنڈے کے ساتھ۔ معاون کاغذات کمیٹی کے اراکین اور دیگر حاضرین کو، جیسا کہ مناسب ہو، ایک ہی وقت میں بھیجے جائیں گے۔

4.5 کمیٹی کے صرف اراکین کو کمیٹی کے اجلاسوں میں شرکت کا حق حاصل ہے، حالانکہ جب مناسب سمجھا جائے تو دیگر افراد کو کمیٹی کے کسی بھی اجلاس میں شرکت کے لیے مدعو کیا جاسکتا ہے۔

5. میٹنگز کے منٹس

5.1 سیکرٹری کمیٹی کے تمام اجلاسوں کی کارروائیوں اور فیصلوں کا جائزہ لے گا، بشمول حاضرین اور حاضرین کے نام درج کرنا۔

5.2 سیکرٹری کمیٹی کے اجلاسوں کے منٹس فوری طور پر کمیٹی کے تمام ممبران کو بھیجے گا اور ایک بار اتفاق ہو جانے کے بعد بورڈ کے تمام ممبران کو بھیجے گا۔

6. فرائض اور ذمہ داریاں

6.1 کمیٹی مندرجہ ذیل کو برقرار رکھنے کے لیے بورڈ کو سفارشات دینے کی ذمہ دار ہوگی:

6.1.1 کمپنی کے لیے تنظیم کا ایک ٹھوس منصوبہ۔

6.1.2 ایک مؤثر ملازمین کی ترقیپروگرام

6.1.3 مناسب معاوضہ اور فوائد کے منصوبے، پالیسیاں اور طرز عمل جو کاروبار کو مؤثر طریقے سے منظم کرنے کے لیے درکار اہلکاروں کی صلاحیت کو راغب کرنے اور اسے برقرار رکھنے کے لیے بنائے گئے ہیں۔

6.1.4 انتظامی عہدوں پر اثرانداز ہونے والی تنظیم، افعال اور تعلقات میں تبدیلیوں کی منظوری کے لیے جائزہ لیں اور تجویز کریں۔

6.1.5 انتظامیہ کی مختلف سطحوں پر فیصلوں کی ضرورت والے اہلکاروں کے معاملات کے لیے اتھارٹی کی مناسب حدود اور منظوری کے طریقہ کار کا تعین کریں۔

6.1.6 ملازمین کی ترقی کے نظام کا جائزہ لیں۔

6.1.7 کمپنی کی سینئر مینجمنٹ کی ضروریات کا اندازہ لگائیں۔

6.1.8 کلیدی اہلکاروں کی جلد شناخت اور ترقی فراہم کریں۔

6.1.9 اعلیٰ انتظامی عہدوں کے لیے مخصوص جانشینی کے منصوبے آگے لائیں۔

6.1.10 تربیت اور ترقیاتی منصوبے۔

6.1.11 معاوضہ اور فوائد۔

6.1.12 بورڈ کو انسانی وسائل کے انتظام کی پالیسیوں کی سفارش کرنا۔

6.1.13 بورڈ کو CEO کے انتخاب، تشخیص، معاوضہ) بشمول ریٹائرمنٹ فوائد (اور جانشینی کی منصوبہ بندی کی سفارش کرنا۔

6.1.14 بورڈ کو کلیدی پرسنل یعنی سی او او، سی ایف او، کمپنی سیکرٹری اور ہیڈ آف انٹرنل آڈٹ کے انتخاب، تشخیص، معاوضہ) بشمول ریٹائرمنٹ فوائد (کی سفارش کرنا؛ اور سی ای او کو سینئر مینجمنٹ کی رپورٹنگ۔

6.2 کمیٹی ذمہ داریاں نبھائے گی اور کمپنی کے لیے درج ذیل ذمہ داریوں کو ادا کرے گی اور مالیاتی رپورٹنگ یا دیگر معاملات میں ممکنہ غلط کاموں کے بارے میں اعتماد میں اور گمنام طور پر خدشات ظاہر کرنے کے لیے اپنی افرادی قوت کے لیے کمپنی کے انتظامات کے لیے ذمہ دار ہوگی۔ کمیٹی اس بات کو یقینی بنائے گی کہ یہ انتظامات ایسے معاملات کی متناسب اور آزادانہ تحقیقات کی اجازت دیں اور مناسب ہوں۔ اعمال کی پیروی کریں.

6.2.1 POML کی انسانی وسائل کی حکمت عملی اور پالیسیوں کا جائزہ لیں، نگرانی کریں اور بورڈ آف ڈائریکٹرز کو سفارشات دیں جو عملے، معاوضے، فوائد، اور تنزویراتی اہمیت کے متعلقہ مسائل سے متعلق ہیں جو POML کی بھرتی، ترقی اور برقرار رکھنے کی صلاحیت کو براہ راست متاثر کرتے ہیں۔ اس کے مینڈیٹ کو حاصل کرنے کے لیے اعلیٰ تعلیم یافتہ عملے کی ضرورت ہے۔

6.2.2 POML کی انسانی وسائل کی حکمت عملی اور طے شدہ مسائل سے متعلق پالیسیوں کے کسی بھی بیرونی جائزے کا جائزہ لیں۔ میں (6.2.1) اوپر، اور اس طرح کے مسائل پر بورڈ کو اس کے نتائج اور سفارشات کی اطلاع دیں۔

6.2.3 افرادی قوت کی پالیسیوں کی ترقی اس بات کو یقینی بناتی ہے کہ وہ اقدار کے ساتھ مطابقت رکھتی ہیں اور طویل مدتی پائیدار کامیابی کی حمایت کرتی ہیں۔

6.2.4 HR حکمت عملی، ترجیحات کا تعین اور کمپنی کی ثقافت کو ترقی دینا اس بات کو یقینی بنانا کہ پالیسی، طرز عمل اور رویے کمپنی کے مقصد، قدر اور حکمت عملی کے مطابق ہوں۔

6.2.5 ان طریقوں)طریقوں (کو تیار کرنا اور اس کا جائزہ لینا جس کے ذریعے بورڈ افرادی قوت کے ساتھ مشغول ہوتا ہے اس بات کو یقینی بناتے ہوئے کہ مشغولیت کے طریقے ہر وقت مؤثر رہتا ہے.

6.2.6 سینئر مینجمنٹ لیول کے تحت مینجمنٹ کی پرتوں کے لیے جانشینی کی منصوبہ بندی۔

6.2.7 تازہ ترین HR میٹرکس اور رجحانات پر رپورٹنگ۔

6.3 کمیٹی کے دیگر فرائض میں افرادی قوت کی تنخواہوں کی شرحوں، مراعات اور متعلقہ پالیسیوں کی نگرانی شامل ہوگی تاکہ یہ یقینی بنایا جاسکے کہ یہ کمپنی کے کلچر کے مطابق ہوں۔

کمیٹی کا مقصد عملے کے انفرادی ارکان یا عملے کے ارکان کے گروپوں کی بھرتی اور کیریئر کے امکانات کو متاثر کرنا نہیں ہے۔ کمیٹی کے کسی بھی رکن کے لیے اپنے عہدے کو ایسے مقصد کے لیے استعمال کرنا اخلاقیات کی سنگین خلاف ورزی ہوگی۔

7. رپورٹنگ کی ذمہ داریاں

7.1 کمیٹی کے ہر اجلاس کے بعد، کمیٹی کا چیئرمین بورڈ کو اس کی کارروائیوں اور اس کے فرائض اور ذمہ داریوں کے دائرہ کار میں آنے والے تمام معاملات کے بارے میں باضابطہ اپ ڈیٹ فراہم کرے گا۔

7.2 کمیٹی بورڈ کو جو بھی سفارشات کرے گی وہ اپنے دائرہ کار میں کسی ایسے شعبے کے حوالے سے جو مناسب سمجھے گی جہاں کارروائی یا بہتری کی ضرورت ہے۔

7.3 کمیٹی کی سرگرمیوں کے بارے میں ایک باضابطہ رپورٹ اور کمیٹی نے اپنے فرائض اور ذمہ داریوں کو کس طرح ادا کیا ہے، کمپنی کی سالانہ رپورٹ اور اکاؤنٹس میں شامل کیا جائے گا۔ اس میں شامل ہوں گے :

7.3.1 کمیٹی کی رکنیت، اجلاسوں کی تعداد اور سال بھر میں حاضری کی تفصیلات۔

7.3.2 کمیٹی کے کردار اور کام کا خلاصہ، بشمول وہ بنیادی مسائل جن پر کمیٹی نے غور کیا۔

7.3.3 کوئی اور مادی مسائل جن پر بورڈ نے کمیٹی سے غور کرنے کی درخواست کی ہے۔

7.4 کمیٹی کے چیئرمین کو کمپنی کی سالانہ جنرل میٹنگ میں شرکت کرنے کی ضرورت ہوگی جو کمیٹی کی سرگرمیوں پر شیئر ہولڈر کے کسی بھی سوال کا جواب دینے کے لیے تیار ہے۔

7.5 کمیٹی کے حوالہ جات کی شرائط کمپنی کی ویب سائٹ پر دستیاب کرائی جائیں گی۔

8. دیگر معاملات

کمیٹی کو اپنے فرائض کو احسن طریقے سے انجام دینے اور اپنی ذمہ داریوں کو نبھانے کے لیے کافی وسائل تک رسائی حاصل ہوگی، بشمول ضرورت کے مطابق مدد کے لیے کمپنی سیکریٹری تک رسائی؛ سرگرمیوں کی کسی بھی تحقیقات کی نگرانی کریں جو اس کے حوالہ کی شرائط کے دائرہ کار میں آتی ہے۔ اور کم از کم سالانہ، اس کی اپنی کارکردگی، آئین اور حوالہ جات کی شرائط کا جائزہ لیں تاکہ یہ یقینی بنایا جاسکے کہ یہ زیادہ سے زیادہ مؤثر طریقے سے کام کر رہا ہے اور بورڈ کو منظوری کے لیے ضروری سمجھے جانے والے کسی بھی تبدیلی کی سفارش کرتا ہے۔

9. اتھارٹی

کمیٹی کو اختیار دیا جائے گا :

9.1 کسی بھی ملازم سے کوئی بھی معلومات طلب کریں۔ اپنے فرائض کو احسن طریقے سے انجام دینے اور اپنی ذمہ داریوں کو نبھانے کے لیے؛

9.2 کمپنی کے خرچے پر، کسی بھی معاملے پر قانونی یا دیگر پیشہ ورانہ مشورہ حاصل کریں جو اس کی شرائط کے دائرہ کار میں آتا ہو۔ اور

9.3 کسی بھی ملازم کو کسی بھی کمیٹی کے اجلاس میں شرکت کے لیے بلائیں جب اور ضرورت ہو۔

کارپوریٹ گورننس

کمپنی اپنے انتظام کے لیے ایک اہم ترین کام کے طور پر کارپوریٹ گورننس کو بڑھانے کے لیے کوشاں ہے، کمپنی کے بنیادی اصولوں پر مبنی، اپنے شیئر ہولڈرز، صارفین اور معاشرے کے اعتماد کو مضبوط کرنے کے لیے۔ بورڈ ہمیشہ بروقت، فیصلہ کن، اور خطرے کے پیش نظر فیصلہ سازی کی حوصلہ افزائی کرتا ہے، پائیدار ترقی اور وسط سے طویل مدت تک کارپوریٹ قدر میں اضافہ، اور "ایک ایسی کمپنی جس کا معاشرہ وجود میں آنا چاہتا ہے "بننے کی کوشش کرتا ہے۔ انتظامیہ کے سپروائزری اور عملدرآمد کے کام کو واضح طور پر الگ کرنے اور فوری اور لچکدار فیصلوں کو فعال کرنے کے لیے، کمپنی کے پاس ایک آڈٹ کمیٹی، ایک ہیومن ریسورس اینڈ ریمونریشن کمیٹی اور ایک مینجمنٹ کمیٹی ہے، جو ایگزیکٹو افسران کو بزنس ایگزیکیوشن اتھارٹی کے وسیع وفد کی اجازت دیتی ہے۔

تعمیل

تعمیل کے کلچر کو بہتر بنانے کے لیے، کمپنی نے ایک کمپنی سیکریٹری کو نامزد کیا ہے جسے بورڈ آف ڈائریکٹرز نے نامزد کیا ہے۔ کمپنی سیکرٹری تعمیل کی پالیسیوں کی تشکیل اور ترمیم سمیت اندرونی کنٹرول سسٹم کے اہم اقدامات کے بارے میں فیصلے کرتا ہے۔ اس کے علاوہ، کمپنی سیکرٹری کی ذمہ داریوں میں کاروباری اخلاقی تجویز لائن کے مناسب انتظام کے لیے اندرونی کنٹرول کے نظام کے قیام اور آپریشن کی حیثیت کی تصدیق کرنا اور کسی بھی خلاف ورزی کی صورت میں تکرار کو روکنے کے لیے اقدامات کا فیصلہ کرنا شامل ہے۔ تعمیل کے معاملات جو خاص طور پر زیادہ اہمیت کے حامل ہیں، انتظامی کمیٹی کے اجلاس میں غور وخوض یا رپورٹنگ معاملے کی تفصیلات پر منحصر ہوتی ہے۔ زیر نظر سال میں قوانین یا ضوابط کی ایسی کوئی خلاف ورزی نہیں ہوئی۔

LPOM کوڈ آف کنڈکٹ

1. تعارف

اپنے صارفین، حصص یافتگان، ملازمین، کاروباری شراکت داروں اور معاشرے کا بڑے پیمانے پر اعتماد حاصل کرنے اور برقرار رکھنے کے لیے، POML کا خیال ہے کہ پائیدار ترقی صرف مخلص، شفاف اور اخلاقی کاروباری طریقوں سے حاصل کی جاسکتی ہے۔

ہم تسلیم کرتے ہیں کہ قوانین اور ضوابط کی تعمیل ایک بنیادی ضرورت ہے۔ تاہم، اپنی کارپوریٹ ساکھ اور طویل مدتی کامیابی کو مضبوط کرنے کے لیے، ہمیں قانونی تعمیل سے آگے بڑھنا چاہیے اور اپنے تمام اعمال میں دیانتداری، انصاف پسندی اور جوابدہی کے اعلیٰ ترین معیارات کو اپنانا چاہیے۔

اسی کے مطابق، کمپنی نے یہ POML ضابطہ اخلاق وضع کیا ہے، جو ہر ڈائریکٹر، ایگزیکٹو، اور ملازم سے متوقع اخلاقی اقدار اور طرز عمل کے معیارات کی وضاحت کرتا ہے۔ کمپنی وقتاً فوقتاً تربیت، آگاہی سیشنز، اور اندرونی مواصلات کے ذریعے اس ضابطہ کے نفاذ کو یقینی بناتی ہے، تاکہ اخلاقی طرز عمل ہماری روزمرہ کی کاروباری ثقافت کا حصہ بن جائے۔

2. مقصد اور دائرہ کار

یہ کوڈ ان پر لاگو ہوتا ہے:

- کمپنی کے تمام ڈائریکٹرز، ایگزیکٹوز اور ملازمین۔
- کوئی بھی ٹھیکیدار، کنسلٹنٹس، یا کاروباری شراکت دار جو کمپنی کی طرف سے نمائندگی کرتے ہیں یا کام کرتے ہیں۔

اس کوڈ کا مقصد یہ ہے کہ:

- ہر کاروباری سرگرمی میں اخلاقی فیصلہ سازی کو فروغ دیں۔
- بدانتظامی، مفادات کے تصادم اور کمپنی کے وسائل کے غلط استعمال کو روکیں۔
- ایمانداری، انصاف پسندی اور شفافیت کے لیے کمپنی کی ساکھ کو برقرار رکھیں۔
- تمام قابل اطلاق قوانین، ضوابط اور حکمرانی کے معیارات کی تعمیل کو یقینی بنائیں۔

3. اخلاقی طرز عمل کے بنیادی اصول

3.1 قوانین اور ضوابط کی تعمیل

تمام ملازمین کو کمپنی کے کاموں پر لاگو ہونے والے قوانین، قواعد اور ضوابط کی سختی سے تعمیل کرنی چاہیے، بشمول لیکن ان تک محدود نہیں :

- کمپنیز ایکٹ، 2017
- SECP اور PSX کے ضوابط
- ٹیکس، لیبر، ماحولیاتی، اور ڈیٹا کے تحفظ کے قوانین
- صنعت کے لیے مخصوص لائسنسنگ اور حفاظتی معیارات

قانون کی خلاف ورزی یا غیر اخلاقی عمل کسی بھی صورت میں برداشت نہیں کیا جائے گا۔

3.2 دیانتداری اور دیانتداری

ملازمین کو گاہکوں، سپلائرز، شیئر ہولڈرز، اور ساتھیوں کے ساتھ تمام معاملات میں دیانتداری کے ساتھ کام کرنا چاہیے۔

- کسی بھی قسم کی دھوکہ دہی، فریب یا غلط بیانی سے گریز کریں۔
- سچی بات چیت اور منصفانہ طرز عمل کے ذریعے کمپنی کی ساکھ کی حفاظت کریں۔
- کسی بھی قسم کی رشوت، سہولت کی ادائیگی، یا کک بیکس کو مسترد کریں۔

3.3 مفادات کا تصادم

ملازمین اور ڈائریکٹرز کو ایسے حالات سے بچنا چاہیے جہاں ذاتی مفادات کمپنی کے مفادات سے متصادم ہوں—یا متصادم دکھائی دیں۔ مثالوں میں شامل ہیں :

- کسی مدمقابل، سپلائر، یا گاہک میں براہ راست یا بالواسطہ مالی دلچسپی رکھنا۔
- بیرونی ملازمت میں مشغول ہونا جو کمپنی کے فرائض میں مداخلت کرتا ہے۔
- کمپنی کے اثاثوں یا معلومات کو ذاتی فائدے کے لیے استعمال کرنا۔

تمام ممکنہ تنازعات کا فوری طور پر لائن مینیجر یا کمپنی سیکرٹری کو مناسب جائزہ لینے کے لیے تحریری طور پر انکشاف کیا جانا چاہیے۔

3.4 رازداری اور ڈیٹا کا تحفظ

ملازمت کے دوران حاصل کی گئی تمام رازدارانہ اور ملکیتی معلومات کی حفاظت کی جانی چاہیے اور صرف اور صرف جائز کاروباری مقاصد کے لیے استعمال کی جانی چاہیے۔

- ملازمین کمپنی کی معلومات کو غیر مجاز افراد یا اداروں کو ظاہر نہیں کریں گے۔
- خفیہ معلومات میں تجارتی راز، کاروباری حکمت عملی، مالیاتی ڈیٹا، صارفین کی فہرستیں، اور داخلی پالیسیاں شامل ہیں۔
- ملازمین، صارفین اور شراکت داروں کے ذاتی ڈیٹا پر لاگو ڈیٹا پرائیویسی قوانین کی تعمیل میں کارروائی کی جائے گی۔

3.5 منصفانہ سلوک اور انسداد بدعنوانی

- کسی بھی قسم کی بدعنوانی، رشوت خوری یا غیر ضروری اثر و رسوخ سے گریز کرتے ہوئے، منصفانہ اور شفاف طریقے سے کاروبار چلائیں۔
- تحائف، تفریح، یا مہمان نوازی صرف اس صورت میں پیش کی جا سکتی ہے یا قبول کی جا سکتی ہے جب وہ معمولی، کبھی کبھار، اور حلال ہوں، اور مناسب علاج کی ذمہ داری یا توقع پیدا نہ کریں۔
- کمپنی بدعنوان طریقوں کے لیے صفر رواداری رکھتی ہے اور تمام ساتھیوں سے رشوت یا غیر اخلاقی طرز عمل کے کسی بھی شبہ کی اطلاع دینے کی توقع رکھتی ہے۔

3.6 کام کی جگہ کی اخلاقیات اور احترام

POML باہمی احترام، تنوع اور شمولیت پر مبنی کام کے ماحول کو فروغ دیتا ہے۔

- جنس، مذہب، نسل یا ذاتی عقیدے کی بنیاد پر کسی بھی قسم کا امتیازی سلوک یا ہراساں کرنا سختی سے ممنوع ہے۔
- کمپنی ٹیم ورک، مساوی مواقع، اور میرٹ پر مبنی پہچان کی حوصلہ افزائی کرتی ہے۔

- صحت، حفاظت، اور ماحولیاتی تحفظ ہمارے آپریشنل کلچر کے لیے لازم وملزوم ہیں۔

3.7 کمپنی کے اثاثوں کا تحفظ اور مناسب استعمال

- ملازمین کو کمپنی کی جائیداد، مالیاتی اثاثوں، اور املاک دانش کو غلط استعمال، نقصان، یا چوری سے بچانا چاہیے۔
- کمپنی کے وسائل)گاڑیاں، سسٹمز، معلومات، فنڈز اور آلات (صرف جائز کاروباری مقاصد کے لیے استعمال کیے جائیں گے۔
- کمپنی کے اثاثوں کا غلط استعمال یا غیر مجاز ہٹانا تادیبی کارروائی کا باعث بنے گا۔

3.8 مالیاتی رپورٹنگ میں دیانتداری

تمام اکاؤنٹنگ اور مالیاتی ریکارڈز کو درست اور مکمل طور پر منظور شدہ معیارات کے مطابق برقرار رکھا جانا چاہیے۔

- غلط اندراجات، گمراہ کن بیانات، یا بھول چوک پر سختی سے ممانعت ہے۔
- تمام لین دین مناسب طریقے سے مجاز، دستاویزی اور قابل سماعت ہونے چاہئیں۔
- بورڈ اور انتظامیہ ریگولیٹرز، شیئر ہولڈرز اور عوام کے لیے شفاف اور بروقت انکشاف کو یقینی بناتے ہیں۔

3.9 سماجی ذمہ داری اور پائیداری

POMLایک ذمہ دار کارپوریٹ شہری ہونے کے لیے پر عزم ہے۔

- ماحولیاتی تحفظ، کمیونٹی کی فلاح و بہبود، اور وسائل کے پائیدار استعمال کے حوالے سے کاروبار کا انعقاد کریں۔
- ایسے اقدامات کی حمایت کریں جو معاشرے میں تعلیم، حفاظت اور اخلاقی بیداری کو فروغ دیں۔

3.10 سیٹی بجانا اور بدعنوانی کی اطلاع دینا

- کمپنی ملازمین کی حوصلہ افزائی کرتی ہے کہ وہ انتقامی کارروائی کے خوف کے بغیر کسی بھی غیر اخلاقی رویے، قانون کی خلاف ورزی، یا اس ضابطہ کی خلاف ورزی کی اطلاع دیں۔
- آڈٹ کمیٹی کی نگرانی میں قائم کردہ وِسل بلور میکانزم کے ذریعے خفیہ طور پر رپورٹس بنائی جا سکتی ہیں۔
- تمام شکایات کی منصفانہ چھان بین کی جائے گی، اور مناسب اصلاحی یا تادیبی کارروائی کی جائے گی۔

4. نفاذ اور تعمیل

- ہر ملازم اور ڈائریکٹر اس بات کی تصدیق کرتے ہوئے ایک اقرار نامے پر دستخط کریں گے کہ انہوں نے کوڈ کو پڑھا ہے، سمجھ لیا ہے اور اس کی تعمیل کرنے پر اتفاق کیا ہے۔
- انسانی وسائل اور معاوضے کی کمیٹی اور آڈٹ کمیٹی تعمیل کی نگرانی کرتی ہے اور وقتاً فوقتاً ضابطہ کا جائزہ لیتی ہے۔
- اس ضابطہ کی کسی بھی خلاف ورزی کے نتیجے میں تادیبی کارروائی ہوگی، جس میں برطرفی، نقصان کی وصولی، یا قانونی کارروائی شامل ہو سکتی ہے۔

5. مسلسل تعلیم

کمپنی اخلاقی معیارات کے بارے میں آگاہی کو فروغ دیتی ہے :

- باقاعدہ تربیتی سیشنز اور ای لرننگ ماڈیولز؛
- اخلاقیات کے خبر نامے اور کیس اسٹڈیز کی گردش؛ اور
- ملازمین کی تشخیص کے نظام میں اخلاقی کارکردگی کا انضمام۔

6. جائزہ اور ترمیم

اس ضابطہ کا بورڈ آف ڈائریکٹرز کے ذریعہ وقتاً فوقتاً جائزہ لیا جائے گا تاکہ یہ یقینی بنایا جا سکے کہ یہ ابھرتے ہوئے قوانین، ریگولیٹری توقعات، اور بہترین حکمرانی کے طریقوں سے ہم آہنگ ہے۔ کسی بھی ترمیم یا اپ ڈیٹ کو بورڈ کی طرف سے منظور کیا جائے گا اور تمام ملازمین اور اسٹیک ہولڈرز کو بتایا جائے گا۔

POML-اہم پالیسی

(کمپنی ایکٹ، 2017 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے تحت وضع کردہ)

1. مقصد اور مقصد

اس اہم پالیسی کا مقصد پنجاب آئل ملز لمیٹڈ " (POML) کمپنی ("میں فیصلہ سازی کے لیے ایک شفاف اور مستقل فریم ورک قائم کرنا ہے، اس بات کو یقینی بنانا ہے کہ مالی، آپریشنل، یا اسٹریٹجک مضمرات رکھنے والے تمام مادی معاملات کو قابل اطلاق قوانین، ضوابط، اور بہترین کارپوریٹ پریکٹس کے مطابق ہینڈل کیا جائے۔

یہ پالیسی حصص یافتگان کے مفادات کے تحفظ اور کمپنی کی سالمیت کو برقرار رکھنے کے لیے اہم لین دین، فیصلوں، اور واقعات کی شناخت، منظوری اور انکشاف کے لیے رہنمائی بھی فراہم کرتی ہے۔

2. قانونی فریم ورک

یہ پالیسی مندرجہ ذیل کے مطابق بنائی گئی ہے :

a) کمپنیز ایکٹ، 2017

b) (دی لسٹڈ کمپنیز) کوڈ آف کارپوریٹ گورننس (ریگولیشنز، ")

c) پاکستان اسٹاک ایکسچینج (PSX) رول بک

d) متعلقہ SECP ہدایات، سرکلر، اور رہنما خطوط

3. دائرہ کار

یہ پالیسی ان پر لاگو ہوتی ہے :

a) POML کے تمام ڈائریکٹرز، ایگزیکٹوز، اور ملازمین۔

b) کمپنی کی تمام ذیلی کمپنیاں اور متعلقہ ادارے۔

c) کوئی بھی شخص یا ادارہ جو کمپنی کی جانب سے اہم کاروبار یا سرمایہ کاری کے فیصلوں میں مصروف ہو۔

4. اہم معاملات کی تعریف

"اہم معاملہ "کا مطلب ہے کوئی بھی فیصلہ، واقعہ، معاہدہ، یا لین دین جو مادی طور پر کمپنی کو متاثر کر سکتا ہے :

- مالی پوزیشن یا کارکردگی؛
- اسٹریٹجک سمت یا کاروباری آپریشن؛
- شیئر ہولڈر کے حقوق یا سرمائے کا ڈھانچہ؛
- ساکھ، ریگولیٹری حیثیت، یا تعمیل کی ذمہ داریاں۔

(اہم معاملات کی مثالوں میں شامل ہیں) لیکن ان تک محدود نہیں ہیں :

1. سالانہ بجٹ، کاروباری منصوبوں اور اسٹریٹجک مقاصد کی منظوری۔
2. فکسڈ اثاثوں، ماتحت اداروں، یا مشترکہ منصوبوں کا حصول یا تصرف۔
3. حصص کا اجراء یا بائی بیک، ڈیویڈنڈ کا اعلان، یا صحیح مسائل۔
4. مواد سے متعلق پارٹی کے لین دین یا شیئر ہولڈنگ کے ڈھانچے میں تبدیلیاں۔
5. چیف ایگزیکٹو آفیسر یا کلیدی ایگزیکٹوز کی تقرری یا برطرفی۔
6. قرضے، ضمانتیں، یا طویل مدتی وعدے جو بورڈ کے تفویض کردہ اختیار سے زیادہ ہوں۔
7. کوئی بھی قانونی، ٹیکس، یا ریگولیٹری کارروائی جو کمپنی کے آپریشنز یا امیج کو نمایاں طور پر متاثر کر سکتی ہے۔

8. سرمائے کے ڈھانچے میں تبدیلیاں، بشمول انضمام، تنظیم نو، یا تحلیل۔

5. حکمرانی کے اصول

تمام اہم معاملات کو درج ذیل بنیادی اصولوں کے مطابق ہینڈل کیا جائے گا۔

a شفافیت

تمام اہم فیصلوں کو بورڈ، شیئر ہولڈرز اور ریگولیٹرز کے سامنے متعلقہ حقائق اور اعداد و شمار کے مکمل، درست اور بروقت افشاء کے ذریعے سپورٹ کیا جانا چاہیے۔

ب احتساب

انتظامیہ بورڈ آف ڈائریکٹرز کے سامنے جوابدہ رہے گی، اور بورڈ تمام اہم فیصلوں اور لین دین کے لیے شیئر ہولڈرز کے سامنے جوابدہ رہے گا۔

c تعمیل

کمپنیز ایکٹ 2017، SECP ریگولیشنز، اور PSX لسٹنگ رولز کی تعمیل کو یقینی بنائے بغیر کوئی اہم معاملہ انجام نہیں دیا جائے گا۔

d انصاف پسندی

تمام فیصلوں کو اقلیتی حصص یافتگان کے مفادات کا تحفظ کرنا چاہیے اور اندرونی معلومات کے غلط استعمال یا مفادات کے تصادم کو روکنا چاہیے۔

e دستاویزی

ہر اہم فیصلے کو اتھارٹی کے وفد کے مطابق مناسب طریقے سے دستاویزی، نظرثانی اور منظوری دی جائے گی اور بورڈ یا کمیٹی کے اجلاس کے منٹس میں ریکارڈ کیا جائے گا۔

6. منظوری کا عمل

1. **شناخت:** ذمہ دار محکمہ یا ایگزیکٹو ایسے معاملات کی نشاندہی کرے گا جو "اہم "کے طور پر اہل ہیں۔
2. **تشخیص:** بورڈ کو پیش کرنے سے پہلے اس معاملے کا متعلقہ کمیٹی)آڈٹ، ایچ آر اینڈ آر، رسک وغیرہ (کے ذریعے جائزہ لیا جائے گا۔
3. **بورڈ کی منظوری:** تمام اہم معاملات بورڈ آف ڈائریکٹرز کے سامنے منظوری کے لیے رکھے جائیں گے۔
4. **انکشاف:** منظوری کے بعد، اگر قانون کے مطابق ضرورت ہو تو معاملہ پاکستان اسٹاک ایکسچینج (PSX) اور SECP کو ظاہر کیا جائے گا۔
5. **نگرانی:** انتظامیہ کی طرف سے وقتاً فوقتاً نفاذ کی نگرانی کی جائے گی اور اس کی اطلاع بورڈ کو دی جائے گی۔

7. اہم پالیسیوں کا انکشاف

جیسا کہ کوڈ آف کارپوریٹ گورننس کے تحت ضروری ہے، درج ذیل پالیسیوں کو اہم پالیسیاں تصور کیا جاتا ہے اور بورڈ کے ذریعہ ان کا جائزہ لیا جائے گا اور ان کی منظوری دی جائے گی۔

1. ضابطہ اخلاق
2. ڈائریکٹرز اور ایگزیکٹوز کے لیے معاوضے کی پالیسی
3. متعلقہ پارٹی لین دین کی پالیسی
4. رسک مینجمنٹ پالیسی
5. اندرونی کنٹرول اور تعمیل کی پالیسی
6. کارپوریٹ سماجی ذمہ داری (CSR) پالیسی
7. حفاظت، صحت، اور ماحولیات (SHE) کی پالیسی
8. ڈیویڈنڈ اور کیپٹل مینجمنٹ پالیسی
9. مواد پر پالیسی اور قیمت کی حساس معلومات کے انکشاف
10. وِسل بلوئنگ پالیسی

ان پالیسیوں میں سے ہر ایک کا بورڈ کے ذریعہ وقتاً فوقتاً جائزہ لیا جائے گا اور اسے اپ ڈیٹ کیا جائے گا تاکہ قانون اور ریگولیٹری اپ ڈیٹس کے ساتھ ہم آہنگی کو یقینی بنایا جا سکے۔

8. مواصلات اور رسائی

- تمام اہم پالیسیاں کوڈ کے مطابق کمپنی کی ویب سائٹ پر شائع کی جائیں گی۔
- ملازمین کو ان پالیسیوں کے بارے میں تربیت، اندرونی سرکلرز، اور HR ہینڈ بک کے ذریعے آگاہ کیا جائے گا۔

9. جائزہ اور ترمیم

اس اہم پالیسی پر کم از کم ہر دو سال یا اس سے پہلے ایک بار نظر ثانی کی جائے گی اگر قانون کی طرف سے ضرورت ہو یا SECP یا PSX کی طرف سے ہدایت کی جائے۔ کسی بھی ترمیم کو بورڈ آف ڈائریکٹرز کی منظوری دی جائے گی اور تمام متعلقہ اسٹیک ہولڈرز کو فوری طور پر مطلع کیا جائے گا۔

10. تعمیل کی ذمہ داری

- کمپنی سیکرٹری تمام اہم پالیسیوں کا ماسٹر ریکارڈ برقرار رکھے گا۔
- آڈٹ کمیٹی تعمیل کا جائزہ لے گی اور کسی بھی عدم تعمیل کی رپورٹ بورڈ کو دے گی۔
- چیف ایگزیکٹیو آفیسر تمام محکموں میں موثر نفاذ کو یقینی بنائے گا۔

کارپوریٹ سماجی ذمہ داری (CSR)

POML میں، ہم سمجھتے ہیں کہ ہماری ذمہ داری مالی کامیابی کے حصول سے آگے بڑھی ہوئی ہے -اس میں اس کمیونٹی، ماحول اور معاشرے میں مثبت کردار ادا کرنا شامل ہے جس میں ہم کام کرتے ہیں۔ ہمارا کارپوریٹ سماجی ذمہ داری (CSR) فلسفہ پائیداری، اخلاقی طرز عمل، اور سماجی بہبود کے اصولوں پر بنایا گیا ہے۔

کمپنیز ایکٹ 2017 اور SECP کے رہنما خطوط کے مطابق، POML تمام اسٹیک ہولڈرز کے لیے طویل مدتی قدر پیدا کرنے کے لیے CSR کو اپنی بنیادی کاروباری حکمت عملی میں ضم کرنے کے لیے پر عزم ہے۔

کلیدی فوکس ایریاز

- **تعلیم اور مہارت کی ترقی**

  روزگار اور خواندگی کو فروغ دینے کے لیے پسماندہ کمیونٹیز کے لیے تعلیمی اقدامات اور تکنیکی تربیتی پروگراموں کی حمایت کرنا۔

- **صحت اور حفاظت**

  میڈیکل کیمپس، صحت عامہ سے متعلق آگاہی کے پروگراموں کو سپانسر کرنا، اور آپریشنل علاقوں کے قریب ملازمین اور کمیونٹیز کے لیے حفاظتی تربیت فراہم کرنا۔

- **ماحولیات اور پائیداری**

  کمپنی کے ماحولیاتی اثرات کو کم کرنے کے لیے توانائی کی بچت والی ٹیکنالوجیز، فضلہ کم کرنے کے پروگرام، اور درخت لگانے کی مہمات کو نافذ کرنا۔

- **کمیونٹی ویلفیئر**

  دیہی اور پسماندہ علاقوں میں معیار زندگی کو بلند کرنے کے لیے مقامی ترقیاتی منصوبوں، آفات سے نمٹنے کی کوششوں، اور صاف پانی تک رسائی کے اقدامات میں تعاون کرنا۔

- **ملازمین کی بہبود اور اخلاقی طرز عمل**

  تنوع، مساوی مواقع، اور ایک محفوظ، قابل احترام کام کی جگہ کی ثقافت کو فروغ دینا۔ سماجی اقدامات میں رضاکارانہ اور ملازمین کی شرکت کی حوصلہ افزائی کرنا۔

گورننس اور نگرانی

CSR سرگرمیوں کی نگرانی بورڈ آف ڈائریکٹرز HR اور معاوضہ کمیٹی کے ذریعے کی جاتی ہے، کارپوریٹ اقدار، شفافیت، اور تمام قابل اطلاق ضوابط کی تعمیل کو یقینی بناتی ہے۔ POML اثرات کی پیمائش کرکے، اسٹیک ہولڈرز کو شامل کرکے، اور اس بات کو یقینی بنا کر کہ ہر اقدام پائیدار ترقی اور سماجی پیش رفت کی حمایت کرتا ہے، اپنے CSR فریم ورک کو مستحکم کرتا ہے۔

سال کے دوران، کمپنی کی انتظامیہ نے کمپنی کی سماجی سرگرمیوں کو فروغ دینے کے لیے درج ذیل اقدامات کیے :

- SOS ویلج کو 50% رعایتی فروخت، جس میں SSO ویلج کو عطیہ دیا گیا ہے 1.10 ملین (2025: 1.15 ملین روپے)۔
- روپے کا عطیہ ہنر گھر ویلفیئر آرگنائزیشن کو 0.30 ملین۔
- مفت واٹر فلٹریشن پلانٹ کی فراہمی [58,000] مقامی کمیونٹی کو ہر ماہ لیٹر پینے کا پانی۔

کسی بھی ڈائریکٹر یا ان کے شریک حیات کو کام کرنے والوں میں کوئی دلچسپی نہیں تھی۔

GENDER، ریس اور تنوع

کمپنی ایک جامع اور متنوع ورک کلچر کو فروغ دینے کے لیے پر عزم ہے جہاں تمام ملازمین اپنی پوری صلاحیت تک پہنچنے کے لیے بااختیار محسوس کرتے ہیں۔ اس بات کو تسلیم کرتے ہوئے کہ تنوع جدت اور مسابقتی طاقت کا ایک اہم محرک ہے، کمپنی ایک ایسے ماحول کو فروغ دینا جاری رکھے ہوئے ہے جو مختلف نقطہ نظر، پس منظر اور تجربات کا خیر مقدم کرتا ہے، اور صنفوں، نسلوں اور ثقافتوں کی وسیع رینج میں نمائندگی کے لیے کوشاں ہے۔ 30 جون 2026 تک، کمپنی نے 251 افراد (2025: 254) کو ملازم رکھا، جن میں سے 233 فیکٹری میں مصروف تھے۔

ماحولیاتی پائیداری

کمپنی اپنے طویل مدتی اسٹریٹجک اہداف کے حصے کے طور پر پائیدار طریقوں اور ذمہ دار ماحولیاتی ذمہ داری کے لیے پر عزم ہے۔ سال کے دوران، شمسی توانائی کی تنصیب اور پچھلے سالوں میں شروع کیے گئے توانائی کی بچت کے نظام نے پیداوار میں بجلی اور ایندھن کی لاگت میں 17.3 فیصد کمی کی۔ ہم عالمی معیارات اور ریگولیٹری رہنما خطوط کے مطابق قدرتی وسائل پر اپنے اثرات کو کم سے کم کرنے کے لیے اپنی کارروائیوں کا مسلسل جائزہ لیتے اور بہتر بناتے ہیں اور ایک سرسبز مستقبل کی حمایت کے لیے پائیدار حل اور اختراع میں سرمایہ کاری کرتے رہیں گے۔

قیمت کے اضافے کا بیان

اس سالانہ رپورٹ کے ساتھ 'ویلیو ایڈیشن اور اس کی تقسیم کا بیان' منسلک ہے۔

مادی تبدیلیاں

30 جون 2026 سے رپورٹ کی تاریخ تک کوئی مادی تبدیلی نہیں ہوئی۔ اور کمپنی نے اس مدت کے دوران کوئی ایسا عہد نہیں کیا ہے جس سے کمپنی کی مالی حالت پر منفی اثر پڑے۔

حصص کی رپورٹ میں تجارت

نظر ثانی کی مدت کے دوران، کمپنی کے کسی بھی ڈائریکٹر، کمپنی سیکریٹری، چیف فنانشل آفیسر، ان کی شریک حیات، یا نابالغ بچوں نے کمپنی کے حصص فروخت یا خریدے نہیں۔ [کمپنی سیکرٹری سے تصدیق کریں]

چیئرمین کا جائزہ

سالانہ رپورٹ میں شامل چیئرمین کا جائزہ 30 جون 2026 کو ختم ہونے والے سال کے لیے کمپنی کی کارکردگی اور مستقبل کے نقطہ نظر سے متعلق ہے۔ ڈائریکٹرز جائزے کے مندرجات کی توثیق کرتے ہیں۔

کوڈ آف کارپوریٹ گورننس کے ساتھ تعمیل کا بیان

کمپنی نے لسٹڈ کمپنیز) کوڈ آف کارپوریٹ گورننس (ریگولیشنز، 2019 کی ضروریات کی مکمل تعمیل کی ہے۔ اس اثر سے متعلق ایک بیان اس رپورٹ کے ساتھ منسلک ہے۔

شیئر ہولڈنگ کا پیٹرن

30جون 2026 کو شیئر ہولڈنگ کا پیٹرن، اوراس کاانکشاف اس رپورٹ کے ساتھ منسلک ہے۔

بیرونی آڈیٹرز

موجودہ آڈیٹرز میسرز کروحسین چوہدری اینڈ کمپنی چارٹرڈاکاؤنٹنٹس [ریٹائر ہونااور اہل ہونا،] کمپنی کے بیرونی آڈیٹرز کے طور پر دوبارہ تقرری کے لیے خود کو پیش کرتے ہیں۔ .آڈٹ کمیٹی[ان کی کارکردگی کا جائزہ لیاہے اور] نے 30 جون 2027 کو ختم ہونے والے مالی سال کے لیے میسرز کروحسین چوہدری اینڈ کمپنی چارٹرڈاکاؤنٹنٹس کی تقرری کی سفارش کی اور آڈیٹر کا معاوضہ روپے مقرر کیا۔[2,807,740]-/، جس میں ششماہی جائزہ، سرٹیفیکیشن اگر کوئی ہے، اور تمام قابل اطلاق ٹیکس شامل ہیں۔جیب سے باہر ہونے والے اخراجات کی واپسی اصل بنیاد پر کی جائے گی۔ بورڈ نے متفقہ طور پر تقرری کی منظوری دی ہے جیساکہ آڈٹ کمیٹی کی سفارش کی گئی ہے، جو کہ آئندہ سالانہ جنرل میٹنگ میں شیئر ہولڈرز کی منظوری سے مشروط ہے۔[27نومبر، 2026].

لاگت کے آڈیٹرز

آڈٹ کمیٹی نے سفارش کی ہے۔لاگت آڈیٹرز کی دوبارہ تقرری M/s BDOابراہیم اینڈ کمپنی۔ 30جون 2027 کو ختم ہونے والے سال کے لیے چارٹرڈاکاؤنٹنٹس، اور معاوضہ روپے مقرر کیا۔[350,000] -/جیب سے باہر کے اخراجات کو چھوڑ کر؛ تمام قابل اطلاق ٹیکس فرم کے ذریعہ برداشت کیے جائیں گے۔

مستقبل کا آؤٹ لک

کمپنی کو توقع ہے کہ آپریٹنگ ماحول آنے والے سال میں چیلنجنگ رہے گا، خام مال کی بلند قیمتوں اور ایندھن کی قیمتوں کے ساتھ، یہ تجارتی قرضوں کی وصولی کو چیلنج کرے گا، خوردنی تیل کے شعبے میں شدید مسابقت، کم از کم ٹرن اوور ٹیکس سمیت رسمی شعبے پر زیادہ ٹیکس کا بوجھ، اور صارفین کی قوت خرید پر مسلسل دباؤ۔ بین الاقوامی پام اور سویابین تیل کی قیمتوں اور شرح مبادلہ میں اتارچڑھاؤ کے لیے نظم وضبط کی خریداری اور قیمتوں کے تعین کی ضرورت ہوتی رہے گی۔

مالی سال 2026 کے دوران حاصل کردہ آپریٹنگ منافع میں بہتری لاگت کے سخت کنٹرول، معقول مارکیٹنگ کے اخراجات اور کم توانائی کے اخراجات کے فوائد کو ظاہر کرتی ہے۔اس کی بنیاد پر، مالی سال 2027 کے لیے انتظامیہ کی ترجیحات واجب الادا وصولیوں کی وصولی اور کریڈٹ کی شرائط کو سخت کرنا، قلیل مدتی قرضوں اور مالیاتی لاگت پر انحصار کو کم کرنا، اور کوکنگ آئل اور خاص چربی میں حجم میں اضافے کے ذریعے صلاحیت کے استعمال کو بہتر بنانا ہے۔ERP اور ڈیجیٹل انوائسنگ سسٹم کے نفاذ کی تکمیل سے کنٹرولز اور ریگولیٹری تعمیل کو مزید تقویت ملے گی، جبکہ کیمنگ اور ویلیو ایڈڈ فوڈ بزنس سے مصنوعات کے تنوع میں تعاون کی توقع ہے۔ان اقدامات کے ساتھ، کمپنی کا مقصد اگلے مالی سال میں ٹیکس کے بعد منافع کی طرف لوٹنا ہے۔

اعترافات

ہم اپنے صارفین، سپلائرز، اور بینکرز کے مسلسل اعتماد اور تعاون کے لیے ان کی مخلصانہ تعریف کرتے ہیں۔ ہم اپنی انتظامی ٹیم اور ملازمین کی کمپنی کی ترقی میں ان کے تعاون کے لیے سرشار کوششوں کو بھی تسلیم کرتے ہیں۔آخر میں انتظامیہ بورڈ کی مسلسل رہنمائی اور تعاون پر شکریہ ادا کرتی ہے۔

بورڈ کے لیے اور اس کی جانب سے

Tahir Jahangir
Chief Executive Officer

Usman Ilahi Malik, CFA
Chairman of the Board

Islamabad
November 06, 2026

STATEMENT OF COMPLIANCE WITH THE LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019 FOR THE YEAR ENDED JUNE 30, 2026

Punjab Oil Mills Limited ("the Company") has complied with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the "Regulations") in the following manner:

1. The total number of directors are 9 as per the following:
   a) Male: 7
   b) Female: 2

2. The composition of the Board is as follows:

Category	Names
Independent Directors*	Mr. Ahmad Aqeel Mr. Babar Naseem Khan
Executive Directors**	Mr. Muhammad Ehtisham Khan (Chief Executive Officer) Mr. Usman Ilahi Malik Mr. Jillani Jahangir
Non-Executive Directors	Mr. Tahir Jahangir Mr. Furqan Anwar Batla Mrs. Munizae Jahangir Miss Mehrunisa Malik
Female Directors	Mrs. Munizae Jahangir Miss Mehrunisa Malik

*The Board comprises nine (9) directors, including the Chief Executive Officer. One-third of the Board equates to three (3), whereas the Company has two (2) independent directors; this has been reported in SOC 18. Furthermore, Babar Naseem Khan is not selected from the data bank of independent directors maintained by the Pakistan Institute of Corporate Governance (PICG).

** Subsequent to the year-end date July 07, 2026, Ehtisham Khan has been resigned from the position of Chief Executive Officer (CEO), and Tahir Jahangir was appointed as the CEO to fill in the casual vacancy within the Board. Furthermore, Usman Ilahi Malik has been appointed as the Chairman of the Board.

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 and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency*, recording and circulating minutes of meetings of the Board.

* Explained in SOC 19

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

9. Mr. Tahir Jahangir, and Mr. Usman Ilahi Malik are exempt from the Directors' Training Program by virtue of their requisite qualification and experience of serving on the board of a listed Company. Mr. Furqan Anwar Batla, Mrs. Mehrunisa Malik, Mrs. Munizae Jahangir and Mr. Jillani Jahangir have obtained certification under the Directors' Training Program. *However, the Directors' Training Program for Mr. Babar Naseem Khan will be arranged in due course.

* Explained in SOC 19

10. The Board has approved appointment of chief financial officer, company secretary and head of internal audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.

11. 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

i)	Mr. Ahmad Aqeel	Chairman
ii)	Mr. Furqan Anwar Batla	Member
iii)	Mr. Babar Naseem Khan	Member

* The Audit Committee has also assigned the responsibilities of the Risk Management Committee.

b) *HR and Remuneration Committee

i)	Mr. Babar Naseem Khan	Chairman
ii)	Mr. Jillani Jahangir	Member
iii)	Mr. Ahmad Aqeel	Member
iv)	Mrs. Munizae Jahangir	Member
v)	Miss Mehrunisa Malik	Member

* The HR and Remuneration Committee has also assigned the responsibilities of the Sustainability Committee.

c) Management Committee

i)	Mr. Tahir Jahangir	Chairman
ii)	Mr. Furqan Anwar Batla	Member
iii)	Mr. Jillani Jahangir	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 (quarterly/half yearly/ yearly) of the committees were as per following:

a)	Audit Committee:	Four (4)*
b)	HR and Remuneration Committee:	One (1)
c)	Management Committee:	Required basis

*No meeting of the Audit Committee was held during the first quarter; this has been reported in SOC 18.

15. The Board has set up an effective internal audit function staffed with personnel 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.

18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with, except the Regulation 6(1) where the Board comprises nine (9) directors including the Chief Executive Officer, which requires at least three (3) independent directors. The Company has two (2) independent directors

Regulation 2: Mr. Babar Naseem Khan, appointed as an Independent Director on May 28, 2026 to fill the casual vacancy, has not been selected from the databank of Independent Directors maintained by the Pakistan Institute of Corporate Governance, as required under section 166(1) of the Companies Act, 2017 and; Regulation 27(2)(i) where the Audit Committee did not hold a meeting during the first quarter of the financial year.

19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are given below:

Sr. No.	Regulation No.	Description	Explanation
1.	Section 176 (3) of the Companies Act, 2017	The Board shall hold the meeting in every quarter of the financial year.	The Board did not hold any meeting during the first quarter of the financial year (July 01 to September 30, 2025).
2.	19 of CCG Regulations, 2019	All directors shall acquire certification under the Directors' Training Program; companies are also encouraged to arrange training for at least one female executive and one head of department every year.	The Directors' Training Program for the remaining director, will be arranged in the forthcoming year.

Usman Ilahi Malik
Chairman

Tahir Jahangir
Chief Executive Officer

November 06, 2026

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PUNJAB OIL MILLS LIMITED
KEY FINANCIAL DATA LAST SIX YEARS

PARTICULARS	2021	2022	2023	2024	2025	2026
Issued, Subscribed and paid up capital	53,906,520	53,906,520	77,625,380	77,625,380	77,625,380	77,625,380
Capital Reserves	23,137,159	23,137,159	23,137,159	23,137,159	23,137,159	23,137,159
General Reserves	8,600,000	8,600,000	8,600,000	8,600,000	8,600,000	8,600,000
Non-Current Liabilities	140,260,068	197,697,763	199,581,132	180,034,015	189,116,318	174,761,039
Current Liabilities	1,081,949,229	1,704,967,536	1,488,658,538	1,535,814,722	2,041,720,942	2,891,235,205
Operating Fixed Assets	676,081,418	2,134,294,725	2,110,056,823	2,157,547,067	2,235,219,598	2,175,535,194
Current Assets	1,765,425,082	2,331,754,095	2,120,418,608	2,022,154,500	2,348,538,085	3,175,154,269
Sales	5,981,842,659	8,837,676,009	9,844,949,849	8,052,443,576	9,242,025,058	9,307,879,360
Gross Profit	699,217,615	816,403,384	921,330,027	940,019,012	885,076,724	936,041,552
Operating Profit	65,581,927	210,896,245	261,948,291	270,873,467	150,255,289	306,591,610
Profit before taxation	66,197,773	181,201,934	78,273,274	66,552,047	28,033,362	73,495,526
Profit / Loss after taxation	(16,961,612)	67,309,215	42,998,101	(37,414,538)	(69,024,828)	(23,431,986)

INDEPENDENT AUDITORS ' REVIEW REPORT TO THE MEMBERS OF PUNJAB OIL MILLS 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 **Punjab Oil Mills Limited** ("the Company") for the year ended June 30, 2026 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2026.

Further, we highlight below instances of non-compliance with the requirements of the Regulations as reflected in the paragraph references where these are stated in the Statement of Compliance:

Sr. No.	Paragraph Reference	Description
1.	SOC 2 & 18	The Company does not have the required number of Independent Directors, being at least two (2) Directors or one-third (1/3) of the total Board strength, whichever is higher, in accordance with Regulation 6(1) of the Regulations.

Sr. No.	Paragraph Reference	Description
2.	SOC 2 & 18	Mr. Babar Naseem Khan, appointed as an Independent Director on May 28, 2026 to fill the casual vacancy, has not been selected from the databank of Independent Directors maintained by the Pakistan Institute of Corporate Governance, as required under section 166(1) of the Companies Act, 2017 read with regulation 6 of the Regulations.
3.	SOC 14 &18	The Audit Committee did not hold a meeting during the first quarter of the financial year (July 01 to September 30, 2025), as required under regulation 27(2)(i) of the Regulations.
4.	SOC 19	The Board did not hold any meeting during the first quarter of the financial year (July 01 to September 30, 2025).
5.	SOC 9 & 19	One (1) Director has not acquired the prescribed certification under the Directors' Training Program, as required under regulation 19 of the Regulations.

Lahore
Dated: November 06, 2026
UDIN: CR202610832PLEmW6Zv9

CROWE HUSSAIN CHAUDHURY & CO.
Chartered Accountants

INDEPENDENT AUDITOR 'S REPORT

TO THE MEMBERS OF PUNJAB OIL MILLS LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the annexed financial statements of **PUNJAB OIL MILLS LIMITED (the Company),** which comprise the statement of financial position as at June 30, 2026 and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2026 and of the loss, the comprehensive loss, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

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

Following are the key audit matters:

Key Audit Matters	How the Matter was Addressed in our Report
1. Revenue and Trade Debts	
Refer to note 3.11 & 22 to the financial statements. The Company has outstanding trade debts amounted to Rs. 2,476.111 million as at June 30, 2026, against which provision of Rs. 209.637 million has been recognized. We identified recoverability of trade receivables as key audit matter as it involves significant management judgement in determining the recoverable amount. Refer to notes 3.16 & 25 to the financial statements. The Company has earned revenue of Rs. 9,307.879 million for the year ending June 30, 2026. The Company's revenue is derived from the sale of vanaspati ghee, cooking oil and its by-products (specialty fats and soap) as referred to in Note 25 of the accompanying financial statements. We identified recognition of revenue as a key audit matter due to revenue being one of the key performance indicators of the Company.	Our key audit procedures relating to valuation of trade receivables and revenue included: • Obtained an understanding of the Company's processes and related internal controls for revenue recognition, debt collection process and making expected credit loss for doubtful receivables and on a sample basis, testing the operating effectiveness of those controls. • Tested the accuracy of aging report, on sample basis, by comparing individual balances in the report with underlying documentation. • Assessed the appropriateness of assumptions and estimates made by management for the expected credit loss by comparing on sample basis, historic cash collection, actual write offs and cash receipts from customers subsequent to reporting date. • Assessed the appropriateness of the Company's revenue recognition policies and their compliance with applicable accounting and reporting standards. • Obtained an understanding of the types of contracts with the Company's customers and comparing a sample of revenue transactions recorded during the year with sales orders, sales invoices, delivery challans and other relevant underlying documents to assess whether the revenue was recorded in accordance with the Company's revenue accounting policy and applicable financial reporting framework. • Performed cut-off procedures on sales to ensure revenue has been recorded in the correct period. • Checked receipts from customers to whom sales were made on sample basis. • Considered adequacy of the related disclosures and assessed whether these are in accordance with the applicable financial reporting framework.

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 materia1 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 the Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

c) investments made, 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 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Zain Ul Arfeen.



CROWE HUSSAIN CHAUDHURY & CO.
CharteredAccountants

Lahore
Dated: November 06, 2026
UDIN: AR202610832z8vJnefrA


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Statement of Financial Position

STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2026

	Note	2026 Rupees	2025 Rupees
EQUITY AND LIABILITIES			
Share Capital and Reserves			
Authorized share capital 17,000,000 (2025: 17,000,000) ordinary shares of Rs. 10 each		170,000,000	170,000,000
Issued, subscribed and paid up capital	5	77,625,380	77,625,380
Reserves	6	743,124,365	746,866,089
Surplus on revaluation of property, plant and equipment	7	1,728,887,144	1,752,672,097
Shareholders' Equity		2,549,636,889	2,577,163,566
Non Current Liabilities			
Lease liabilities	8	51,223,302	50,963,203
Deferred tax liability	9	52,417,195	73,510,654
Staff retirement benefits	10	71,120,542	64,642,461
		174,761,039	189,116,318
Current Liabilities			
Trade and other payables	11	1,533,766,451	1,101,376,390
Short term borrowings	12	1,132,684,350	732,868,293
Current portion of lease liabilities	8	14,342,231	12,138,501
Accrued mark up		27,272,042	12,174,033
Unclaimed dividend		9,695,898	10,512,671
Provision for taxation	13	173,474,233	172,651,054
		2,891,235,205	2,041,720,942
Contingencies and Commitments	14	-	-
Total Equity and Liabilities		5,615,633,133	4,808,000,826
ASSETS			
Non Current Assets			
Property, plant and equipment	15	2,175,535,194	2,235,219,598
Intangible assets	16	14,479,565	10,262,098
Investment in associate	17	-	-
Long term deposits	18	249,392,484	211,837,800
Long term loan	19	1,071,621	2,143,245
		2,440,478,864	2,459,462,741
Current Assets			
Stores, spare parts and loose tools	20	155,926,016	127,404,584
Stock in trade	21	366,932,567	259,348,655
Trade debts	22	2,266,473,926	1,558,521,269
Advances, deposits, prepayments and other receivables	23	320,702,104	302,761,823
Cash and bank balances	24	65,119,656	100,501,754
		3,175,154,269	2,348,538,085
Total Assets		5,615,633,133	4,808,000,826

The annexed notes from Note 1 to 46 form an integral part of these financial statements.

CHIEF EXECUTIVE OFFICER | DIRECTOR | CHIEF FINANCIAL OFFICER



Statement of Profit or Loss Account





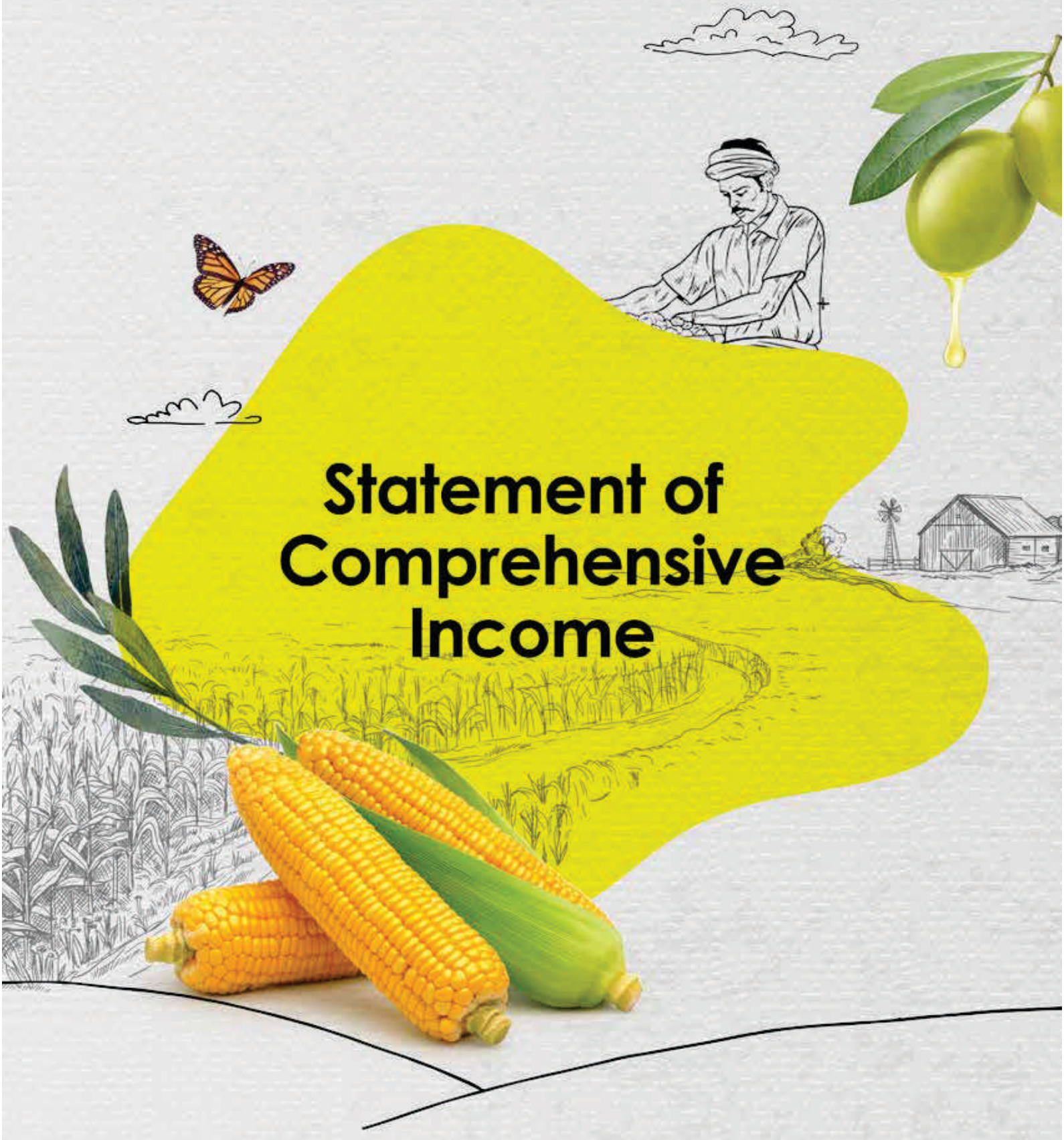
STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED 30 JUNE 2026

	Note	2026 Rupees	2025 Rupees
Sales - net	25	9,307,879,360	9,242,025,058
Cost of sales	26	(8,371,837,808)	(8,356,948,334)
Gross Profit		936,041,552	885,076,724
Selling and distribution expenses	27	(355,714,551)	(415,697,110)
Administrative expenses	28	(273,735,391)	(319,124,325)
		(629,449,942)	(734,821,435)
Operating Profit		306,591,610	150,255,289
Finance cost	29	(147,650,996)	(131,336,540)
Other operating expenses	30	(115,940,608)	(51,975,035)
Other income	31	30,495,520	61,089,648
Profit before Levy and Taxation		73,495,526	28,033,362
Levy	32	(22,738,904)	(93,021,122)
Profit / (Loss) before Income Tax		50,756,622	(64,987,760)
Income tax	33	(74,188,608)	(4,037,068)
Net Loss for the Year		(23,431,986)	(69,024,828)
Loss per Share - Basic and Diluted	34	(3.02)	(8.89)

The annexed notes from Note 1 to 46 form an integral part of these financial statements.

CHIEF EXECUTIVE OFFICER **DIRECTOR** **CHIEF FINANCIAL OFFICER**

Statement of Comprehensive Income



STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2026

	Note	2026 Rupees	2025 Rupees
Net Loss for the Year		(23,431,986)	(69,024,828)
Other Comprehensive income			
Items that will not be re-classified to profit or loss			
Remeasurement (loss) / gain on staff retirement benefits	10	(5,767,170)	4,972,262
Related deferred tax		1,672,479	(1,441,956)
		(4,094,691)	3,530,306
Revaluation surplus on property, plant and equipment	7	-	61,549,551
Related deferred tax		-	(41,049,370)
		-	20,500,181
Items that may be re-classified to profit or loss		-	-
Other comprehensive (loss) / income		(4,094,691)	24,030,487
Total Comprehensive Loss for the Year		(27,526,677)	(44,994,341)

The annexed notes from Note 1 to 46 form an integral part of these financial statements.

CHIEF EXECUTIVE OFFICER **DIRECTOR** **CHIEF FINANCIAL OFFICER**



Statement of Changes in Equity

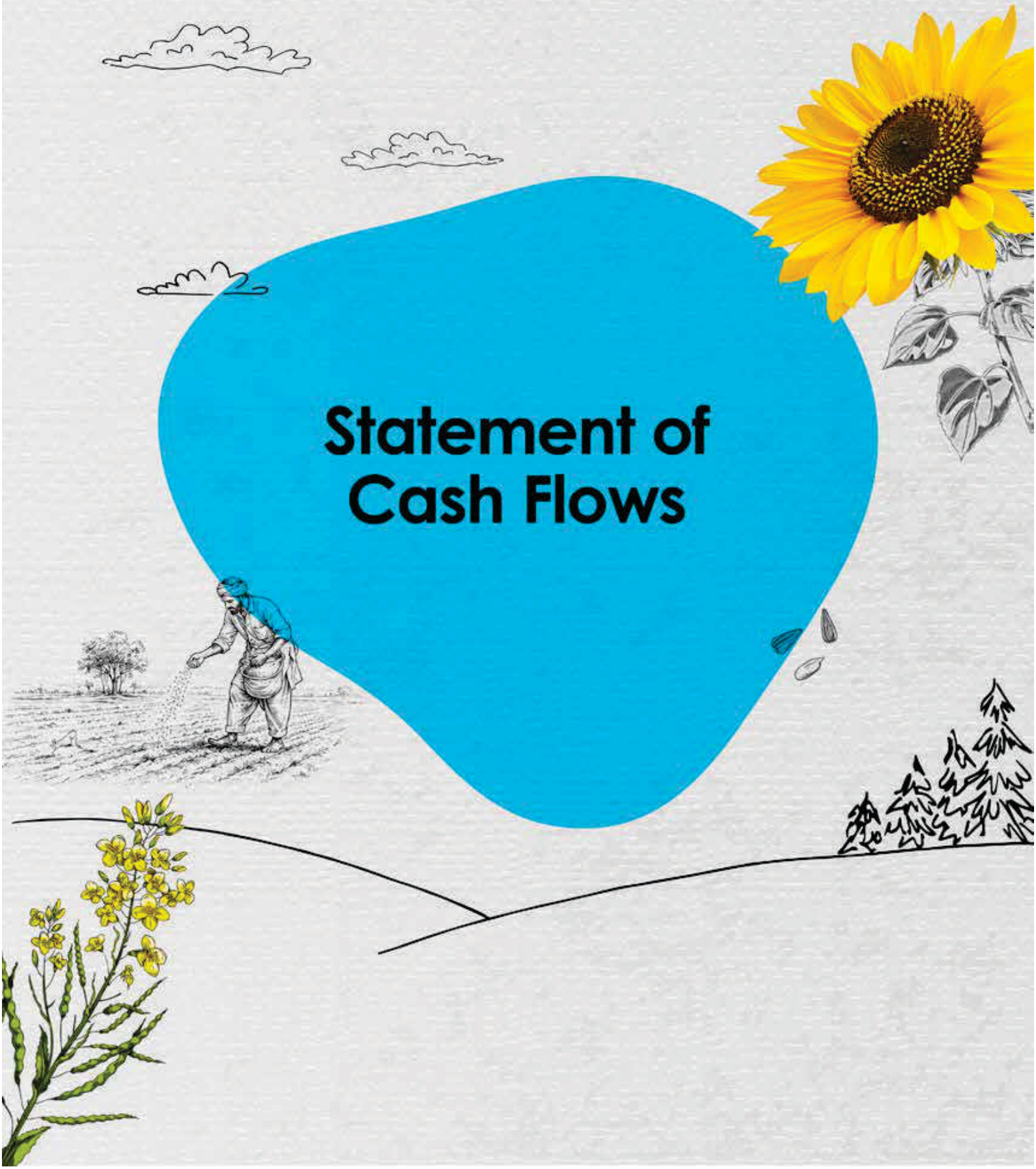
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2026

	Issued Subscribed and Paid up Capital	Reserves				Surplus on Revaluation of Property, Plant and Equipment	Total Shareholders' Equity
		Capital Reserves	Revenue Reserves		Total		
		Share Premium	General Reserves	Unappropriated Profit			
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Balance as at June 30, 2024	77,625,380	23,137,159	8,600,000	765,624,042	797,361,201	1,747,171,326	2,622,157,907
Net loss for the year	-	-	-	(69,024,828)	(69,024,828)	-	(69,024,828)
Other comprehensive income for the year	-	-	-	3,530,306	3,530,306	20,500,181	24,030,487
Total comprehensive loss for the year	-	-	-	(65,494,522)	(65,494,522)	20,500,181	(44,994,341)
Incremental depreciation - net of deferred tax	-	-	-	14,999,410	14,999,410	(14,999,410)	-
Balance as at June 30, 2025	77,625,380	23,137,159	8,600,000	715,128,930	746,866,089	1,752,672,097	2,577,163,566
Net loss for the year	-	-	-	(23,431,986)	(23,431,986)	-	(23,431,986)
Other comprehensive loss for the year	-	-	-	(4,094,691)	(4,094,691)	-	(4,094,691)
Total comprehensive loss for the year	-	-	-	(27,526,677)	(27,526,677)	-	(27,526,677)
Incremental depreciation - net of deferred tax	-	-	-	23,784,953	23,784,953	(23,784,953)	-
Balance as at June 30, 2026	77,625,380	23,137,159	8,600,000	711,387,206	743,124,365	1,728,887,144	2,549,636,889

The annexed notes from Note 1 to 46 form an integral part of these financial statements.

CHIEF EXECUTIVE OFFICER | DIRECTOR | CHIEF FINANCIAL OFFICER

Statement of Cash Flows



STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2026

	Note	2026 Rupees	2025 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before levy and taxation		73,495,526	28,033,362
Adjustments for:			
- Workers' (profit) participation fund	30	4,235,217	4,026,615
- Workers' welfare fund	30	6,641,543	2,275,421
- Gain on disposal of property, plant and equipment	31	(1,251,165)	(5,783,282)
- Capital work in progress charged to profit or loss		-	563,642
- Provision for staff retirement benefits	10	17,114,880	19,215,167
- Depreciation	15	80,932,123	63,350,407
- Amortization	16	6,705,514	8,147,864
- Finance cost	29	142,550,359	126,123,802
- Allowance for expected credit losses	30	104,466,318	42,519,852
- Markup earned from related party	31	(1,215,543)	(1,460,847)
- Provision for obsolete stock	30	510,475	-
- Provision for slow moving stores, spare parts and loose tools	30	87,055	3,153,147
		360,776,776	262,131,788
Operating Profit before Working Capital Changes		434,272,302	290,165,150
Decrease / (increase) in current assets			
- Stores, spare parts and loose tools		(28,608,487)	9,784,612
- Stock in trade		(108,094,387)	158,083,874
- Trade debts		(812,418,975)	(428,472,300)
- Advances, deposits, prepayments and other receivables		28,105,156	(36,566,801)
(Decrease) / increase in current liabilities			
- Trade and other payables		424,467,709	548,168,397
		(496,548,984)	250,997,782
Cash (Used in) / Generated from Operations		(62,276,682)	541,162,932
Workers' (profit) participation fund paid	11.1	(3,548,824)	(7,183,884)
Workers' welfare fund paid	11.3	(5,736,623)	(3,859,893)
Staff retirement benefits paid	10	(10,404,992)	(23,695,670)
Finance cost paid		(118,558,387)	(126,560,613)
Income tax paid		(160,087,301)	(171,427,713)
Long term deposits		(38,380,584)	(73,941,450)
		(336,716,711)	(406,669,223)
Net Cash (Used in) / Generated from Operating Activities		(398,993,393)	134,493,709
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment	15	(5,197,630)	(10,307,411)
Addition of right of use of assets		(213,216)	(263,466)
Additions in intangibles	16	(10,922,981)	-
Proceeds from disposal of property, plant and equipment		3,707,845	6,390,000
Capital work in progress	15	(3,065,035)	(15,602,560)
Long term loans		803,718	982,322
Net Cash Used in Investing Activities		(14,887,299)	(18,801,115)
CASH FLOW FROM FINANCING ACTIVITIES			
Payment against lease liabilities	8	(20,500,690)	(11,675,648)
Dividend paid		(816,773)	-
Short term borrowings - net		399,816,057	(84,527,938)
Net Cash Generated from / (Used in) Financing Activities	42	378,498,594	(96,203,586)
Net (Decrease) / Increase in Cash and Cash Equivalents		(35,382,098)	19,489,008
Cash and cash equivalents at the beginning of the year		100,501,754	81,012,746
Cash and Cash Equivalents at the End of the year	24	65,119,656	100,501,754

The annexed notes from Note 1 to 46 form an integral part of these financial statements.

CHIEF EXECUTIVE OFFICER | DIRECTOR | CHIEF FINANCIAL OFFICER

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2026

Note 1
The Company and its Operations

Punjab Oil Mills Limited ('the Company') was incorporated in Pakistan as a Public Limited Company on February 05, 1981 under the repealed Companies Ordinance 1913 (Now The Companies Act, 2017). The shares of the Company are listed on Pakistan Stock Exchange.

The Company is domiciled in Pakistan and is principally engaged in the manufacturing and sale of Vanaspati Ghee, Cooking Oil, Specialty Fats, Laundry Soap, Mushrooms and Coffee.

The geographical locations and addresses of the Company's offices and other premises are as under:

Business unit	Geographical location
Head office	19 - A / 1, Block E - II, Gulberg - III, Lahore, Punjab, Pakistan.
Registered address / manufacturing facility	Plot No. 26, 27 and 28, Industrial triangle, Kahuta Road, Islamabad, Pakistan.
Warehouse	Khewat No. 55, situated at 16 - km, Multan Road, Lahore, Punjab, Pakistan.
Warehouse	Industrial Plot No. L - 3 / A, Ground Floor, Block 22, Federal "B", Industrial Area, Karachi, Sindh, Pakistan.

Note 2
Basis of Preparation

2.1 Statement of compliance

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

- IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;

- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as are notified under the Companies Act, 2017; and

- Provisions of and directives and notifications issued under the Companies Act, 2017.

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

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except to the extent of following:

Certain property, plant and equipment	Note 15	Stated at revalued amount
Investment in associate	Note 17	Stated at equity method
Staff retirement benefits	Note 10	Stated at present value

2.3 Functional and presentation currency

These financial statements are prepared and presented in Pak Rupees (Rs.) which is the Company's functional and presentation currency. All the figures presented in financial statement have been rounded off to the nearest rupee, unless stated otherwise.

Note 2, Basis of Preparation - Continued...

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with approved accounting and reporting standards, as applicable in Pakistan, requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on the historical experience, including expectations of future events that are believed to be reasonable under the circumstances.

These estimates and related assumptions are reviewed on an ongoing basis. Accounting estimates are revised in the year in which such revisions are made. Significant management estimates in these financial statements relate primarily to:

- Useful lives, residual values, depreciation method and fair value of property, plant and equipment – Note 3.6 & 15
- Provision for impairment of inventories - Note 3.9, 3.10, 20 & 21
- Impairment loss of non-financial assets other than inventories – Note 3.12, 15 & 16
- Obligation of post employment benefits - Note 3.3 & 10
- Estimation of contingent liabilities - Note 3.5 & 14
- Provision for expected credit losses – Note 3.11 & 22
- Current income tax expense, provision for current tax and recognition of deferred tax asset – Note 3.2, 9, 13, 32 & 33

However, the management believes that the change in outcome of estimates would not have a material effect on the amounts disclosed in these financial statements.

2.5 Changes in accounting standards, interpretations and pronouncements

2.5.1 Standards, interpretations and amendments to approved accounting standards which became effective during the year

The following standards, amendments, and interpretations are effective for the year ended June 30, 2026. These standards, amendments and interpretations are either irrelevant to the Company's operations or are not expected to significantly impact the Company's financial statements other than certain additional disclosures.

Standard or Interpretation		Effective Date - Annual Period Beginning on or After
IAS 21	Amendments to lack of exchangeability	January 1, 2025

2.5.2 Standards, interpretation and amendments to approved accounting standards that are not yet effective

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

Standard or Interpretation		Effective Date - Annual Periods Beginning on or After
IFRS 1, 7, 9, 10, IAS 7	Annual Improvements to IFRS Accounting Standards—Volume 11	January 01, 2026
IFRS 7 & 9	Amendments to Classification and Measurement of Financial Instruments - Amendments to IFRS 7 and IFRS 9	January 01, 2026
IFRS 7 & 9	Contracts Referencing Nature-dependent Electricity — Amendments to IFRS 9 and IFRS 7	January 01, 2026
IAS 28	Amendments to the Fair Value Option for Investments in Associates and Joint Ventures—Amendments to IAS 28	January 01, 2027
IAS 21	Translation to a Hyperinflationary Presentation Currency (Amendments to IAS 21)	January 01, 2027
IFRS 18	IFRS 18 Presentation and Disclosure in Financial Statements	January 01, 2027
IFRS 19	IFRS 19 Subsidiaries without Public Accountability: Disclosures	January 01, 2027
IFRS S1	General Requirements for Disclosure of Sustainability-related Financial Information	July 01, 2026
IFRS S2	Climate-Related Disclosures	July 01, 2026

Note 2, Basis of Preparation - Continued...

2.5.3 Other than the aforementioned standards, interpretations, and amendments, IASB has also issued the following standards, which have not been notified locally, in relation to the Company, by the Securities and Exchange Commission of Pakistan (SECP) as at the reporting date:

IFRS 1	First Time Adoption of IFRS	
IFRS 17	IFRS 17 - Insurance Contracts (including the June 2020 and December 2021 Amendments to IFRS 17)	January 01, 2027
IFRS 20	IFRS 20 Regulatory Assets and Regulatory Liabilities	January 01, 2029

The management believes that adoption of the new standards, amendments and interpretations, which are in issue but not yet effective, are not likely to have any material impact, on the recognition, measurement, presentation and disclosure of items in the financial statements for current and future periods and foreseeable future transactions.

Note 3

Material Accounting Policy Information

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

3.1 Leases

The Company assesses whether a contract contains a lease or not at the inception of a contract. The Company reassesses whether a contract is, or contains, a lease further when the terms and conditions of the contract are modified.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option and periods covered by an option to terminate the lease if the Company is reasonably certain to not to exercise that option.

The Company reassesses whether it is reasonably certain to exercise an extension option, or not to exercise a termination option, upon the occurrence of either a significant event or a significant change in circumstances that is within the control of the Company and affects whether the Company is reasonably certain to exercise an option not previously included in its determination of the lease term, or not to exercise an option previously included in the determination of the lease term.

The Company revises the lease term if there is a change in the non-cancellable period of a lease.

Company as a lessee

Recognition

The Company recognizes a right of use asset and a lease liability at the commencement date. A commencement date is the date on which the lessor makes an underlying asset available for use by the lessee (the Company).

The Company has elected not to recognize right of use assets and lease liabilities for short-term leases of all underlying assets that have a lease term of 12 months or less and leases for which the underlying asset, when new, is of low-value as per the threshold set by the Company. The Company recognizes the lease payments associated with these leases as an expense on straight-line basis over the lease term.

Lease liability

Initial measurement

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid. The lease payments are discounted using the interest rate implicit in the lease, or the Company's incremental borrowing rate if the implicit rate is not readily available. Generally, the Company uses its incremental borrowing rate as the discount rate.

Subsequent

After the commencement date, the Company re-measures the lease liability to reflect the effect of interest on outstanding lease liability, lease payments made, reassessments and lease modifications etc. Variable lease payments not included in the measurement of the lease liability and interest on lease liability are recognized in the statement of profit or loss , unless these are included in the carrying amount of another asset.

Lease payments are apportioned between the finance charges and reduction of the lease liability using the incremental borrowing rate implicit in the lease to achieve a constant rate of interest on the remaining balance of the liability.

Lease payments comprise fixed payments less any lease incentives receivable; variable lease payments that depend on an index or a rate; amounts expected to be payable by the Company under residual value guarantees; the exercise price of a purchase option if the Company is reasonably certain to exercise that option; and payments of penalties for terminating the lease, if the lease term reflects the Company exercising an option to terminate the lease.

Note 3, Material Accounting Policy Information - Continued…

Right of use asset

Initial measurement

The Company initially measures the right of use asset at cost. This cost comprises the amount of lease liability as initially measured, plus any lease payments made on or before the commencement date, less lease incentives received, initial direct costs and estimated terminal costs (i.e. dismantling or other site restoration costs required by the terms and conditions of the lease contract).

Subsequent measurement

After the commencement date, the Company measures the right of use asset at cost less accumulated depreciation and accumulated identified impairment losses, if any, adjusted for any remeasurement of the lease liability.

The Company depreciates the cost of right of use asset, net of residual value, from the commencement date to the earlier of the end of the useful life of the right of use asset or the end of the lease term. However, if the lease contract transfers ownership of the underlying asset to the Company by the end of the lease term or if the cost of the right of use asset reflects that the Company will exercise the purchase option, the Company depreciates the right of use asset from the commencement date to the end of the useful life of the underlying asset.

Depreciation is charged to the profit and loss at the rates given in note 15.

3.2 Taxation

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

Current

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the year end of the reporting date.

The charge for current tax is higher of corporate tax (higher of tax based on taxable income and minimum tax) and alternative corporate tax. Super tax applicable on the Company is also as per the applicable rates as per the Income Tax Ordinance, 2001. However, in case of loss for the year, income tax expense is recognized as minimum tax liability on turnover of the Company in accordance with the provisions of the Income Tax Ordinance, 2001.

Corporate tax is based on taxable income for the year determined in accordance with the prevailing laws of taxation. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year if enacted after taking into account tax credits, rebates and exemptions, if any. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years.

Alternative corporate tax is calculated at 17% of accounting profit, after taking into account the required adjustments. Current tax for current and prior periods, to the extent unpaid is recognized as a liability. If the amount already paid, irrespective of current and prior period, exceeds the amount due to those periods the excess recognized as an asset.

The Company offsets current tax assets and current tax liabilities if, and only if, the entity has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

The management periodically evaluates positions taken in the tax returns with respect to situation in which applicable tax regulations are subject to interpretation and establishes provision where appropriate.

When minimum tax is higher than tax calculated on taxable profits, excess amount is recognized as levy under IFRIC 21. Further, the Company shall also charged tax expense under levy when tax is calculated under final tax regime.

Note 3, Material Accounting Policy Information - Continued…

Deferred

Deferred tax is accounted for using the balance sheet liability method in respect of all temporary timing differences arising from the difference between the carrying amount of the assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of transaction neither affects accounting nor taxable profit or loss.

Deferred tax liabilities are recognized for all major taxable temporary differences.

Deferred tax assets are recognized for all major deductible temporary differences to the extent that it is probable that taxable profit will be available against which deductible temporary differences, unused tax losses and tax credits can be utilized.

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

Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent of probable future taxable profit available that will allow deferred tax asset to be recovered.

Deferred tax is calculated at rates that are expected to apply to the period when the differences reverse based on the tax rates and tax laws that have been enacted or have been notified for subsequent enactment by the reporting date.

When different tax rates apply to different levels of taxable income, deferred tax assets and liabilities are measured using the average rates that are expected to apply to the taxable profit (tax loss) of the periods in which temporary differences are expected to reverse.

3.3 Employee benefits

Short term obligation

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the financial statements.

Staff retirement benefits

Defined benefit obligation

The Company operates an unfunded gratuity scheme for all its permanent employees. The provision is made on the basis of actuarial valuation by using the projected unit credit method. In calculating the Company's obligation in respect of a plan, any actuarial gains and losses are recognized immediately in the other comprehensive income. The gratuity is payable on the basis of last drawn basic salary of an employee.

Six or more months of service in excess of completed years of services is counted as one complete year. However, less than six month of services is ignored.

The Company assessed its liabilities under the gratuity scheme through actuarial valuation under IAS-19 (Staff Retirement Benefits).

Amounts arising as a result of 'Remeasurement', representing the actuarial gains and losses are recognized in the statement of financial position immediately, with a charge or credit to 'Comprehensive Income' in the periods in which they occur.

3.4 Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within short period. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

3.5 Contingent liabilities

A Contingent liability is disclosed when there is a possible obligation that arises from past events and whose existence is confirmed only by the occurrence or non-occurrence of one or more uncertain future events not entirely within the control of the Company.

A contingent liability is also disclosed when there is present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits would be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Note 3, Material Accounting Policy Information - Continued...

3.6 Property, plant and equipment

Property, plant and equipment other than leasehold land; building on leasehold land; plant, machinery and equipment; laboratory equipment; and scales and weigh bridge are stated at cost less accumulated depreciation and accumulated impairment losses if any. Leasehold land is stated at revalued amounts less impairment loss, if any, and building on leasehold land; plant; machinery and equipment; laboratory equipment; and scales and weigh bridge are stated at revalued amount, being its fair value at the date of the revaluation, less any subsequent accumulated depreciation and accumulated impairment losses, if any. Revaluation is carried out every 3 years. Additions, subsequent to revaluation, are stated at cost less any identified impairment loss. Surplus on revaluation of land; building on leasehold land; plant and machinery; laboratory equipment; and scales and weigh bridges is recognized in comprehensive income. On disposal of particular revalued asset the related revaluation surplus is transferred to unappropriated profit.

Cost comprises purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates and includes other costs directly attributable to acquisition or construction including expenditures on material, labor and overheads directly relating to construction, erection and installation of items of property, plant and equipment. Cost in relation to certain assets may also includes cost of borrowing during construction period in respect of loans taken for specific projects.

Maintenance and normal repairs are charged to profit or loss as and when incurred. Major renewals and improvements are capitalized as a separate asset as appropriate, only when it is probable that future economic benefits associated with item will flow directly to the company and cost of the item can be measured reliably. Gain or loss on disposal of property, plant and equipment, if any, is shown in profit or loss.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and cost of the item can be measured reliably. All other repair and maintenance costs are charged to profit or loss during the year in which these are incurred.

Depreciation on property, plant and equipment (except leasehold land) is charged to profit or loss by applying the reducing balance method to write off the cost / depreciable amount of the assets over their estimated useful lives at the rates specified in Note 15. Depreciation on an asset is charged from the date when it is available for use and depreciation of an asset ceases at the date that the asset is classified as held for sale or the date the asset is derecognized. The residual values, depreciation method and useful lives of property, plant and equipment are reviewed by the management, at each financial year-end and adjusted if appropriate.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use. Disposal of an asset is recognized when significant risk and rewards, incidental to the ownership of an asset, have been transferred to the buyer. Gains and losses on disposal of assets are taken to the profit or loss, and the related surplus on revaluation of property, plant and equipment, if any, is transferred directly to retained earnings / unappropriated profits.

Any revaluation increase arising on the revaluation is recognised in other comprehensive income and presented as a separate component of equity as "Surplus on revaluation of property, plant and equipment", except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously charged. Any decrease in carrying amount arising on the revaluation is charged to profit or loss to the extent that it exceeds the balance, if any, held in the surplus on revaluation of property, plant and equipment relating to a previous revaluation of that asset.

3.7 Capital work-in-progress

Capital work-in-progress is stated at cost less any identified impairment loss, if any. All expenditure connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. Cost may also include applicable borrowing costs. These are transferred to specific assets as and when these are available for use. All other repairs and maintenance are charged to profit or loss during the period in which they are incurred.

3.8 Investment in associate

Associates are all entities over which the Company has significant influence but not control or joint control. This is generally the case where the Company holds between 20% and 50% of voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Company's share of the post-acquisition profits or losses of the investee in profit or loss, and the Company's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of investment.

Note 3, Material Accounting Policy Information - Continued…

When the Company's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, the Company does not recognise further losses, unless it has incurred obligations or made payments on behalf of the investee company.

Unrealised gains on transactions between the Company and its associates are eliminated to the extent of the Company's interest in the entity. Unrealised losses are also eliminated unless the transaction provides evidence of impairment of the asset transferred.

3.9 Stores, spare parts and loose tools

These are valued at lower of moving average cost and net realizable value while items considered obsolete if any are carried at nil value. Cost is determined using the weighted average method. Items in transit are valued at cost comprising invoice value plus other charges paid thereon. Provision is made for obsolete and slow moving stores and spares based on management estimate.

3.10 Stock in trade

These are stated at lower of cost and estimated net realizable value.

Cost comprises all costs of purchase, cost of conversion and other costs incurred in bringing inventories to their present location and condition, the valuation has been determined as follows:

Raw materials and packing materials	Weighted average cost
Work-in-process and finished goods	Cost of direct materials, labor and appropriate manufacturing overheads

Stock in transit is valued at a cost, comprising invoice value plus other charges invoiced thereon.

Net realizable value signifies the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale (selling expenses). If the net realizable value is lower than the carrying amount, a write-down is recognized for the amount by which the carrying amount exceeds its net realizable value. Provision is made in the financial statements for obsolete and slow moving stock in trade based on management estimate.

3.11 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.

3.11.1 Financial Assets

All financial assets are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Regular purchases and sales of financial assets are recognized and derecognized, as applicable, using trade-date accounting or settlement date accounting.

a) Classification

Financial assets are classified in either of the three categories: at amortized cost, at fair value through other comprehensive income and at fair value through profit or loss. This classification is based on the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

b) Initial recognition and measurement

All financial assets are initially measured at fair value plus transaction costs that are directly attributable to its acquisition except for trade receivable. Trade receivables are initially measured at the transaction price if these do not contain a significant financing component in accordance with IFRS 15.

c) Subsequent measurement

Financial assets measured at amortized cost are subsequently measured using the Effective Interest Rate (EIR) method. The amortized cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss.

d) Derecognition

Financial assets are derecognized when the contractual rights to receive cash flows from assets have expired. The difference between the carrying amount and the consideration received is recognized in profit or loss.

Note 3, Material Accounting Policy Information - Continued…

e) Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for all financial assets which are measured at amortised cost. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

3.11.2 Financial Liabilities

a) Initial recognition and measurement

Financial liabilities are initially classified at amortized cost. Such liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument and include trade and other payables, loans or borrowings and accrued mark up etc. The Company does not reclassify any of its financial liabilities.

Financial liabilities are initially recognized at fair value minus transaction costs for all financial liabilities not carried at fair value through profit or loss. Financial liabilities carried at fair value through profit or loss are initially recognized at fair value and transaction costs are credited in profit or loss.

b) Subsequent measurement

The Company measures its financial liabilities subsequently at amortized cost using the EIR method. Amortized 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 amortization is included as finance costs in profit or loss. Difference between carrying amount and consideration paid is recognized in profit or loss when the liabilities are derecognized.

3.11.3 Off-setting of financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount is reported in the statement of financial position if the Company has a legally enforceable right to offset the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

3.12 Impairment of non-financial assets other then inventories

Assets that are subject to depreciation or amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Impairment losses on such assets are charged to profit or loss. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Prior impairments of non-financial assets are reviewed for possible reversal at each reporting date. Where impairment loss is recognized, the depreciation / amortization charge is adjusted in future periods to allocate the asset's revised carrying amount over its remaining useful life.

3.13 Segment reporting

An operating segment is a 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. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker (the Chief Executive Officer of the Company) to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.
Segment results that are reported to the Chief Executive Officer include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly administrative and other operating expenses, and income tax assets and liabilities.

Note 3, Material Accounting Policy Information - Continued...

3.14 Balances from contracts with customers

Refund Liability

Certain contracts allow customers to return goods within a specified period. Therefore, a refund liability (included in trade and other payables) is recognized for products expected to be returned and for estimated discounts (such as trade promotions and incentives) payable to certain customers.

These estimates are made by management based on historical trends and adjusted using current observable data, which involves significant management judgement. This makes it highly likely that a significant reversal of cumulative revenue recognized will not occur. The validity of this assumption and the estimated amounts for returns and discounts are reassessed at each reporting date.

Contract Assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the company performs its performance obligation by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized.

Trade receivables

Trade receivables represent the Company's right to an amount of consideration that is unconditional. Trade receivables are carried at original invoice amount less expected credit loss based on a review of all outstanding amounts at the reporting date. Bad debts are written off when identified.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. A contract liability is recognized at earlier of when the payment is made or the payment is due if a customer pays consideration before the Company transfers goods to the customer.

3.15 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand and cash with banks in current and saving accounts.

3.16 Revenue recognition

Revenue is recognized when performance obligation is satisfied by applying the following five steps of revenue recognition:

i) Identify the contract with customer
ii) Identify the performance obligations in the contract
iii) Determining transaction price of the contract
iv) Allocating transaction price to each of the separate performance obligations in the contract
v) Recognizing the revenue when (or as) the Company satisfies a performance obligation

Revenue is recognized at a point in time, when the Company satisfies performance obligations by transferring the promised goods to its customers and when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

In determining the transaction price for sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, non cash consideration, and consideration payable to the customer (if any). The contracts do not contain right of return as the goods are dispatched to customer after their inspection, and customer inspection process.

3.17 Related party transactions and transfer pricing

Transactions with related parties are based on the transfer pricing policy that all transactions between the Company and the related party of the Company are at arm's length prices using the comparable uncontrolled price method except in circumstances where it is in the interest of the Company not to do so.

3.18 Earning per share (EPS) - basic and diluted

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

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

Note 4
Other Accounting Policy Information

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

4.1 Foreign currency transactions

Transactions in foreign currencies are translated into Pak Rupees by applying the foreign exchange rate ruling on the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated into Pak Rupees at the exchange rate prevailing at that date. Monetary translation differences are recognized in profit or loss.

4.2 Borrowing costs

Borrowing costs directly attributable to acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognized in profit or loss as incurred.

4.3 Intangible assets

These are stated at cost less accumulated amortization and impairment losses, if any.

Costs associated with maintaining these assets are charged to profit or loss as and when incurred. However, costs that are directly attributable to the identifiable asset and have probable economic benefits exceeding one year, are recognized as intangible asset. Direct costs include purchase cost of the asset, salaries and other service benefits of staff deployed towards development of the asset and other related overheads. Expenditure incurred in respect of design, construction and testing of an intangible asset are also added to the carrying amount of that asset.

Expenditure which enhances or extends the performance of the asset beyond its original specifications is recognized as a capital improvement and added to the original cost of the asset.

Intangible asset is estimated to have definite useful life and is amortized from the month of purchase, made available for use or extended support cost is incurred, using the straight line method over specified rates.

4.4 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources shall be required to settle the obligation and the amount has been reliably estimated. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. Provisions are not recognized for future operating losses.

4.5 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as deduction, net of tax, from the proceeds.

4.6 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability at the measurement date in an orderly transaction between market participants in the principal, or in its absence, the most advantageous market to which the Company has access at that date. There are three levels of fair value measurement which are as under:

- Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date.

- Level 2 — Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

- Level 3 — Unobservable inputs for the asset or liability.

Note 4, Other Accounting Policies - Continued…

The Company measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

When there is no quoted price in an active market, the Company determines transaction price by applying valuation techniques. The chosen valuation technique incorporates all the factors that market participants would take into account in pricing a transaction. The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price i.e. the fair value of the consideration given or received.

If the Company determines that the fair value at initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, the instrument is initially measured at fair value, adjusted to defer the difference between the fair value at initial recognition and the transaction price. Subsequently, that difference is credited or charged to profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is supported wholly by observable market data or the transaction is closed out.

The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

4.7 Dividend distributions

Dividend distribution to Company's shareholders is recognized as a liability in the period in which the dividends are approved by the Company's shareholders.

Note 5
Issued, Subscribed and Paid Up Capital

2026	2025		2026	2025
Number of Shares			Rupees	Rupees
2,854,543	2,854,543	Ordinary shares of Rs. 10 each fully paid in cash	28,545,430	28,545,430
4,907,995	4,907,995	Ordinary shares of Rs. 10 each issued as fully paid bonus shares	49,079,950	49,079,950
7,762,538	7,762,538		77,625,380	77,625,380

5.1 All ordinary shares rank equally with regard to residual assets of the Company. Ordinary shareholders are entitled to receive all distributions including dividends and other entitlements in the form of bonus and right shares as and when declared by the Company. Voting and other rights are in proportion to the shareholding.

5.2 No shares were cancelled or further issued during the year.

5.3 Shares held by related parties are as follows:

	2026	2025	2026	2025
	Percentage		Number of Shares	
Directors their spouse and minor children	28.15%	28.15%	2,185,118	2,185,118
Associated Companies	7.71%	7.71%	598,741	598,741
			2,783,859	2,783,859

Note 6
Reserves

	Note	2026	2025
		Rupees	Rupees
Capital			
Share premium	6.1	23,137,159	23,137,159
Revenue			
General reserves		8,600,000	8,600,000
Unappropriated profits		711,387,206	715,128,930
		743,124,365	746,866,089

6.1 This reserve can be utilized by the Company only for the purposes specified in Section 81(2) of the Companies Act, 2017.

Note 7
Surplus on Revaluation of Property, Plant and Equipment

	2026	2025
	Rupees	Rupees
Leasehold Land		
Opening balance	1,519,576,476	1,599,576,476
Addition during the year	-	(80,000,000)
Closing balance	1,519,576,476	1,519,576,476
Building on leasehold land		
Opening balance	208,793,395	155,111,351
Addition during the year	-	69,193,179
Closing balance	208,793,395	224,304,530
Plant, machinery and laboratory equipment		
Opening balance	118,308,930	51,847,179
Addition during the year	-	71,965,961
Closing balance	118,308,930	123,813,140
Scales and weigh bridge		
Opening balance	1,201,366	921,540
Addition during the year	-	390,411
Closing balance	1,201,366	1,311,951
	1,847,880,167	1,869,006,097
Related deferred taxation	(95,208,070)	(101,334,590)
	1,752,672,097	1,767,671,507
Incremental depreciation on revalued assets	(33,499,934)	(21,125,930)
Related deferred taxation	9,714,981	6,126,520
Transferred to retained earnings during the year - net of deferred tax	(23,784,953)	(14,999,410)
	1,728,887,144	1,752,672,097

Note 7, Surplus on Revaluation of Property, Plant and Equipment - Continued…

7.1 The latest revaluation of leasehold land, building on leasehold land, plant and machinery, laboratory equipment, and scales and weigh bridge was carried out by an independent valuer M/s R&M Engineering (Private) Limited as at June 30, 2025 on the basis of market and depreciated replacement values.

7.2 The revaluation surplus is not available for distribution to the shareholders of the Company in accordance with section 241 of the Companies Act, 2017.

7.3 Incremental depreciation charged on revalued property, plant and equipment has been transferred to retained earnings to record realization of surplus to the extent of incremental depreciation. Incremental depreciation represents the difference between depreciation based on revalued carrying amount of the asset and equivalent depreciation based on the original carrying amount of the asset.

Note 8

Lease Liabilities

	Note	2026	2025
		Rupees	Rupees
Opening balance		63,101,704	15,339,283
Add: Additions during the year	15.2	15,409,731	50,834,923
Less: Remeasurment of lease		(181,213)	3,014,135
Add: Interest expense	29	8,561,901	5,589,011
Less: Termination of lease		(825,900)	-
Less: Payments made		(20,500,690)	(11,675,648)
Gross liability		65,565,533	63,101,704
Less: Current portion		(14,342,231)	(12,138,501)
Closing balance		51,223,302	50,963,203

8.1 Nature of Leasing Activity

This represents vehicles under finance lease agreements from Bank Al Habib Limited. The principal plus financial charges are payable over the lease period in monthly installments as per respective agreements ending latest in the year 2032. The liability as at the reporting date represents total minimum lease payments discounted at 6 month KIBOR plus 2% (2025: 6 month KIBOR plus 2%) per annum being the interest rates implicit in leases. Reconciliation of minimum lease payments and their present values is given below:

8.2 Present value of minimum lease payments

Due not later than one year	14,342,231	12,138,501
Due later than one year but not later than five years	51,223,302	50,963,203
	65,565,533	63,101,704

8.3 Summary of amounts relating to leases charged in different line items of the financial statements is as follows:

	Included in	Note		
Carrying amount of ROU asset	Property, plant and equipment	15.2	63,606,627	62,855,637
Depreciation charge	Cost of sales	26	1,454,432	734,696
Depreciation charge	Selling and distribution expenses	27	5,000,554	2,525,994
Depreciation charge	Administrative expenses	28	7,279,027	3,676,948
Interest expense	Finance cost	29	8,561,901	5,589,011
Payment	Statement of cash flows	8	20,500,690	11,675,648

8.4 Maturity Analysis of Contractually undiscounted cash flows

Up to one year	21,074,916	19,542,354
2-5 Years	61,264,472	63,760,724
More than 5 Years	-	-
Total Lease Liabilities	82,339,388	83,303,078

Note 9

Deferred Tax Liability

	2026	2025
	Rupees	Rupees
Deferred tax liability	52,417,195	73,510,654

The deferred tax liabilities relate to income tax in the same jurisdiction, and the law allows net settlement.

Credit / (debit) balance arising in respect of timing differences relating to:

Taxable Temporary Difference

- Accelerated tax depreciation - Property, plant and equipment	40,377,370	43,012,463
- Accelerated tax depreciation - Right of use assets	18,445,922	18,228,135
- Accelerated tax amortization - Intangible assets	-	55,547
- Surplus on revaluation of property, plant and equipment	85,493,089	99,557,899
	144,316,381	160,854,044

Deductible Temporary Difference

- Staff retirement benefits	(29,545,814)	(27,392,671)
- Provision for obsolete stock	(148,038)	-
- Provision for store, spare and loose tools	(4,827,798)	(4,802,552)
- Lease liabilities	(19,014,005)	(18,299,494)
- Expected credit loss	(60,794,926)	(30,499,694)
- Accelerated tax amortization - Intangible assets	(957,079)	-
- Others	(6,906,758)	(6,348,979)
	(122,194,418)	(87,343,390)
	22,121,963	73,510,654
Deferred tax asset not recognized	30,295,232	-
	52,417,195	73,510,654

9.1 Deferred taxation has been recognized using rate of taxation applicable to tax year 2026 under the provisions of the Income Tax Ordinance, 2001 to the extent of income of the Company chargeable under normal tax regime. Tax rate applicable during the year is 29%. During the year, Company has not recognized deferred tax debit effects of Rs. 30.295 million (2025: Nil) as income in profit or loss being prudent.

9.2 Movement of deferred taxation:

Opening balance	73,510,654	49,486,451
Effect during the year		
Statement of profit or loss	(19,420,980)	(18,467,123)
Statement of comprehensive income	(1,672,479)	42,491,326
	(21,093,459)	24,024,203
Closing balance	52,417,195	73,510,654

9.3 Analysis of change in deferred tax

	Statement of Financial Position		Statement of Profit or Loss	
	2026	2025	2026	2025
	Rupees	Rupees	Rupees	Rupees
Deferred tax Liability				
- Accelerated tax depreciation and amortization	57,866,213	61,296,145	(3,429,932)	8,924,380
- Surplus on revaluation of property plant and equipment	85,493,089	99,557,899	(14,064,810)	(8,619,061)
- Staff retirement benefits	(29,545,814)	(27,392,671)	(480,664)	7,091,603
- Provision for damaged stock	(148,038)	-	(148,038)	-
- Provision for store, spares and loose tools	(4,827,798)	(4,802,552)	(25,246)	(914,412)
- Liabilities against right of use assets	(19,014,005)	(18,299,494)	(714,511)	(13,851,102)
- Expected credit losses	(60,794,926)	(30,499,694)	-	(11,532,902)
- Others	(6,906,758)	(6,348,979)	(557,779)	434,371
	22,121,963	73,510,654	(19,420,980)	(18,467,123)

Note 9, Deferred Tax Liability - Continued…

9.4 The Company has also not recognized deferred tax asset on minimum tax amounting to Rs. 171.48 million (2025: Rs. 148.742 million), which will expire as per the following detail:

	Expiry in Tax Year	2026	2025
		Rupees	Rupees
Minimum tax carried forward in 2024	2027	55,720,436	55,720,436
Minimum tax carried forward in 2025	2028	93,021,122	93,021,122
Minimum tax carried forward in 2026	2029	22,738,904	-
		171,480,462	148,741,558

Note 10

Staff Retirement Benefits

	Note	2026	2025
		Rupees	Rupees
Staff retirement benefits	10.1	71,120,542	64,642,461

10.1 Staff retirement benefits

10.1.1 Movement in the net liability for staff gratuity

Opening balance		64,642,461	118,998,252
Expense recognized in profit or loss	10.1.2	17,114,880	19,215,167
Payments made during the year		(10,404,992)	(23,695,670)
Adjustments against previous years' payables		(127,438)	-
Re-measurement recognized in other comprehensive income	10.1.5	5,767,170	(4,972,262)
Balances due but not paid - transferred to advances		-	(15,088,000)
Balances due but not paid - transferred to current liabilities		(5,871,539)	(29,815,026)
Net liability - closing balance		71,120,542	64,642,461

10.1.2 Charge for the year

Current service cost		9,341,721	8,822,700
Past service cost		1,133,916	-
Interest cost		6,639,243	10,392,467
		17,114,880	19,215,167

The actuarial valuation was carried out as at June 30, 2026 by an independent actuary, using the "Projected Unit Credit Method". Actuarial gains / losses are recognized in accordance with the limit set out by IAS 19 (Employee Benefits).

10.1.3 The charge for the year has been allocated as follows:

The expenses recognized in the following line items in profit or loss under the head salaries, wages and other benefits.

Cost of sales	26	7,188,250	8,070,370
Selling and distribution expenses	27	5,990,208	6,725,309
Administrative expenses	28	3,936,422	4,419,488
		17,114,880	19,215,167

Note 10, Staff Retirement Benefits - Continued...

		2026	2025
10.1.4	**Year end sensitivity analysis (± 100 Bps) on defined benefit obligation**	Rupees	Rupees
	Discount Rate + 100 bps	67,264,175	61,254,249
	Discount Rate - 100 bps	77,831,710	70,749,124
	Salary increase + 100 bps	77,938,708	70,843,257
	Salary increase - 100 bps	67,086,243	61,094,488
10.1.5	**Re-measurements recognized in other comprehensive income**		
	Remeasurement of staff retirement benefits obligation:		
	Actuarial gains from changes in financial assumptions	-	(390,690)
	Experience adjustments	5,767,170	(4,581,572)
		5,767,170	(4,972,262)

10.1.6 The Company does not have any plan assets covering its post employment benefits payable. The comparative statement of present value of defined benefits obigation is as under:

	2026	2025	2024	2023	2022
	Rupees	Rupees	Rupees	Rupees	Rupees
Present value of defined benefit obligations	71,120,542	64,642,461	90,316,203	115,335,425	110,011,454
Benefits due but not paid	30,761,575	29,815,026	28,682,049	20,816,665	24,383,040
Net liability	101,882,117	94,457,487	118,998,252	136,152,090	134,394,494

10.1.7 Estimated charge for future period

	2027
	Rupees
Current service cost	9,671,485
Interest cost on defined benefit obligation	7,584,702
Amount chargeable to profit or loss	17,256,187

10.1.8 Actuarial assumptions

The present value of defined benefit obligations and charge for the current year have been determined on the basis of actuarial estimates provided by the actuary as under:

	2026	2025
Discount rate used for year end obligation	11.75%	11.75%
Discount rate used for calculating interest cost	11.75%	14.75%
Expetced mortality rate for active employees	SLIC 2001 - 2005 Setback 1 Year	
Actuarial valuation method	Projected credit unit method	
Retirement assumption	65 Years	65 Years
Expected Salary increase rate	10.75%	10.75%
The average duration of the defined benefit obligation is	7 years	7 years

10.1.9 Expected Benefit Payments for the Next Years:

	2026
	Rupees
FY 2027	13,139,778
FY 2028	13,720,292
FY 2029	7,562,481
FY 2030	4,053,486
FY 2031	4,468,548
FY 2032	7,227,123
FY 2033	8,807,018
FY 2034	18,912,239
FY 2035	5,999,829
FY 2036	6,771,396
FY 2037 onwards	987,305,275

Note 10, Staff Retirement Benefits - Continued…

10.1.10 Risk factors

The defined benefit plan exposes the Company to the following actuarial risks:

Final Salary Risk (linked to inflation risk) – the risk that the final salary at the time of cessation of service is greater than what we assumed. Since the benefit is calculated on the final salary (which will closely reflect inflation and other macroeconomic factors), the benefit amount increases as salary increases.

Mortality Risk - The risk that the actual mortality experience is different than the assumed mortality. This effect is more pronounced in schemes where the age and service distribution is on the higher side.

Withdrawal Risk - The risk of actual withdrawals experience is different from assumed withdrawal probability. The significance of the withdrawal risk varies with the age, service and the entitled benefits of the beneficiary.

Note 11

Trade and Other Payables

	Note	2026 Rupees	2025 Rupees
Creditors		1,189,543,700	829,196,411
Accrued expenses		38,963,537	53,972,761
Gratuity due but not paid		30,761,575	29,815,026
Workers' (profit) participation fund	11.1	15,648,109	14,629,654
Security deposits	11.2	380,000	380,000
Workers' welfare fund	11.3	5,448,297	4,543,377
Tax deducted at source		76,460,804	35,045,239
Contract liabilities	11.4	24,121,950	81,788,534
Other liabilities	11.5	82,292,788	-
Sales tax payable		70,145,691	52,005,388
		1,533,766,451	1,101,376,390

11.1 Workers' (Profit) Participation Fund

Opening balance		14,629,654	17,263,012
Provision for the year	30	4,235,217	4,026,615
Interest recognised during the year		332,062	523,911
Payment made during the year		(3,548,824)	(7,183,884)
		15,648,109	14,629,654

11.2 These security deposits are kept in separate bank account maintained for that purpose as required under Section 217(2) of the Companies Act 2017. These are non-utlizable and kept intact.

11.3 Workers' Welfare Fund

Opening balance		4,543,377	6,127,849
Provision for the year	30	6,641,543	2,275,421
Payment during the year		(5,736,623)	(3,859,893)
		5,448,297	4,543,377

11.4 Reconciliation of contract liabilities

Opening balance	81,788,534	30,533,715
Add: Invoices raised	1,062,585,986	1,554,816,119
Less: Revenue recognized during the year	(1,120,252,570)	(1,503,561,300)
Closing balance	24,121,950	81,788,534

11.5 This represents amount payable to an ex distributor of the Company. Subsequent to the reporting date, the Company has reached a settlement agreement to repay the entire outstanding amount in six monthly instalments ending on March 22, 2027.

Note 12
Short Term Borrowings

	Note	2026 Rupees	2025 Rupees
Interest bearing			
JS Bank Limited			
- Running finance	12.1	36,997,936	29,067,741
- Cash finance		25,000,000	25,000,000
- Finance against trust receipt		76,518,000	146,946,937
- STF - I		99,984,633	99,813,530
- STF - II		103,362,576	32,536,555
		341,863,145	333,364,763
Bank Al Habib Limited			
- Running finance		43,407,689	41,178,003
- Finance against trust receipt		96,197,000	130,651,500
- STF - I		203,226,242	168,799,403
- STF - II		59,890,075	58,874,624
		402,721,006	399,503,530
Habib Metropolitan Bank Limited			
- Running finance		49,977,199	-
- Finance against trust receipt		258,123,000	-
		308,100,199	-
Loan from Directors	12.2	80,000,000	-
		1,132,684,350	732,868,293

12.1 Short term financing facilities availed from various commercial banks under mark - up arrangements amount to Rs. 1,052.68 million (2025: Rs. 732.868 million) that have been availed to meet working capital requirements, procure raw materials, and finance stock purchases. These facilities are primarily secured against fixed assets, current assets, stock pledges, import documents, and cash margins; and carry markup ranging from 1 to 6-month KIBOR + 1.50% to 1.75%, and commissions between 0.15% and 0.3% per quarter.

As at reporting date:	2026 (Rupees in millions)	2025 (Rupees in millions)
Available funded facilities	1,535	1,185
Utilized portion	1,052.68	732.87
Un-utilized portion	482.32	452.13

12.1.2 The cash finance is being repaid after the stipulated due dates and, accordingly, late payment surcharge is being charged at the rate of KIBOR plus 4.75% per annum which was amounting to Rs. 162,466 during the year.

12.2 This represents an unsecured loan obtained from the directors, carrying mark-up at the rate of 3-month KIBOR plus 1.5% per annum and repayable within one year.

Note 13
Provision for Taxation

	Note	2026 Rupees	2025 Rupees
Opening balance		172,651,054	157,781,286
Add: Provision for taxation - current	33	116,348,492	115,525,313
		288,999,546	273,306,599
Tax payments / adjustments made during the year		(115,525,313)	(100,655,545)
		173,474,233	172,651,054

Note 14
Contingencies and Commitments

14.1 Contingencies

	2026 Rupees	2025 Rupees
14.1.1 The Company has provided bank guarantee in favour of the following:		
- Excise and taxation department	233,153,562	197,153,562
- Sui Northeren Gas Pipeline Limited	8,658,000	8,658,000
- UN World Food Programme	4,150,000	4,150,000
- Islamabad Electric Supply Company	2,950,200	2,950,200
- Pakistan State Oil	10,000,000	10,000,000
	258,911,762	222,911,762

Note 14, Contingencies and Commitments - Continued...

14.1.2 The Company challenged Infrastructure Development Cess levied under the Sindh Finance Act, 1994 (as amended by Sindh (Amendment) Ordinance, 2001) in the Sindh High Court vide Suit No. 463/2003. Initially, the Honorable Sindh High Court decided the levy of Infrastructure Development Cess on the carriage of goods against the Company. The Company then filed an appeal before the Honorable Supreme Court of Pakistan against the decision of the Honorable Sindh High Court. Pursuant to the direction of the Honorable Supreme Court, the Company has provided bank guarantees amounting to Rs. 233.153 million (2025: Rs. 197.153 million) in favour of Excise and Taxation Authorities. The Company may be contingently liable for the payment of the said amount equal to 100% in case of unfavorable decision. However, the management on the basis of the opinon of the legal advisor is confident that the ultimate decision shall be in favour of the Company.

14.1.3 The Taxation Officer of Inland Revenue had issued assessment order vide DCR No. 02 / 53 on October 31, 2011 for the tax year 2009 incorporating the liability of Income Tax and WWF and raising demand for payment of Income Tax and WWF amounting to Rs. 506.886 million. The Company filed an appeal on December 02, 2011 before the Commissioner Income Tax (Appeals) CIT(A) against the order of the Taxation Officer and the case was decided in favor of the Company vide Order No. 623/2011 on January 20, 2012. The tax department had filed an appeal in Income Tax Appellate Tribunal against the decision of the CIT(A). However, the management on the basis of the opinon of the legal advisor of Company is confident that the ultimate decision shall be in favor of the Company. Therefore, no provision has been made in these financial statements for the said amounts.

14.1.4 The Taxation officer of Inland Revenue issued order u/s 122(1) and u/s 122(5) of the Income Tax Ordinance, 2001 for the tax year 2010, 2011 and 2012 on August 31, 2015 creating demand for Rs. 26.57 million. The Company filed appeal before the CIR(A) against the said order on October 09, 2015 and the case was decided in favor of the Company on February 10, 2016. However, Tax department filed an appeal in Income Tax Appellate Tribunal against the decision of the CIR(A). However, as a matter of prudence, the Company has not reversed the provision created in previous years. The management on the basis of the opinon of the legal advisor is hopeful that the said demand shall be waived off.

14.1.5 The Taxation Officer of Inland Revenue had issued assessment orders vide DCR No. 37/53 and 38/53 on June 17, 2015, for the tax years 2006 and 2007 respectively incorporating liability of Income Tax and WWF amounting to Rs. 5,403,105 and Rs. 8,157,718 respectively. The Company filed an appeal before the CIR(A) against the order of Taxation Officer on June 26, 2015 and the case was decided in favor of the Company on October 29, 2015 vide Order No. 160/2015 and 161/2015. However, Tax Department filed an appeal in Income Tax Appellate Tribunal against the decision of the CIR(A) on January 07, 2016. The matter was again decided in favor of the Company. For tax years 2006 and 2007, Department of the Inland Revenue issued notices u/s 122(5A) of the Income Tax Ordinance, 2001. Subsequently, after the initial proceedings and vacation of stay order by the Honorable Court, the Department of Inland Revenue issued assessment order u/s 122(5A) of the Income Tax Ordinance, 2001 creating liability amounting to Rs. 13,560,823. The Company filed appeal to CIR(A) against the order and the CIR(A) decided the case in favor of the Company. The Tax department filed an appeal before the Income Tax Appellate Tribunal against this order. The Company as a matter of prudence has not reversed the provision for tax years 2006 and 2007 for an amount of Rs. 13,560,823 as aggregate liability which was created during the prior years. The management on the basis of the opinion of the legal advisor is hopeful that the ultimate decision shall be in favor of the Company.

14.1.6 The Taxation Officer of Inland Revenue issued order u/s 161/205 of the Income Tax Ordinance, 2001 on June 30, 2015, for the tax year 2009 creating demand of Rs. 1.27 million. The Company filed appeal before the CIR(A) against the said order on July 30, 2015. On February 10, 2016, CIR(A) maintained the demand of Rs. 614,016 under section 161, which has been paid by the Company whereas the default surcharge of Rs. 633,137 imposed under section 205 was waived off. However, Tax Department filed an appeal in Income Tax Appellate Tribunal against the decision of the CIR(A). The management is hopeful on the basis of the opinion of the legal advisor that the ultimate decision shall be in favor of the Company. However, as a matter of prudence, the management has not reversed provision for Rs. 633,137 in these financial statements.

14.1.7 The Company received a tax demand notice u/s 137(2) against order u/s 122(5A) of Income Tax Ordinance, 2001, of Rs. 19,043,605 for the Tax Year 2019. The Company filed an appeal with the Commissioner of Inland Revenue (Appeals), which resulted in a reduction of the demand to Rs. 4.1 million. The Company has further challenged the commissioner's decision on legal grounds before the Islamabad High Court. The management on the basis of opinion of legal advisor is hopeful that the said demand shall be waived off.

14.1.8 The Company was selected for an income tax audit for the tax year 2017 under section 214C of the Income Tax Ordinance, 2001, and the Assistant/Deputy Commissioner of Inland Revenue (ACIR) issued an assessment order under section 122(1) of the Ordinance. The ACIR incorrectly amortized the Company's annual "Advertisement and Promotional (AnP)" expenses over ten years, treating them as capital expenses, which resulted in an initial tax demand of Rs. 33 million. The Company filed a rectification, arguing that these expenses were not apportioned to Final Tax Regime (FTR) income. The Company appealed the ACIR's decision to the Commissioner of Appeals, but the Commissioner upheld the ACIR's order. The Company has subsequently appealed the Commissioner's decision to the Inland Revenue Appellate Tribunal, where the case is currently pending. Based on the legal advisor's opinion, management is hopeful that the ultimate decision shall be in the Company's favor.

Note 14, Contingencies and Commitments - Continued...

14.1.9 The Deputy Commissioner Inland Revenue, LTO Islamabad, passed an order dated May 21, 2026 under section 161(1) read with section 205 of the Income Tax Ordinance, 2001 for tax year 2023, creating a demand of Rs. 32.24 million (tax of Rs. 22.59 million and default surcharge of Rs. 9.65 million) for alleged non-deduction or short deduction of withholding tax. The Company has filed an appeal, which is pending before the appellate authority. The Company's legal advisor expects the matter to be decided in the Company's favour. Accordingly, no provision has been made in these financial statements. There are no other pending assessments, proceedings or appeals before any tax authority.

14.1.10 The Company has challenged various orders, challans and certificates issued by the Punjab Food Authority (PFA) before the Lahore High Court in relation to alleged mislabelling of its products and non-compliance with applicable food safety and quality standards. In the matters concerning the labelling of CanOlive and Naturelle, the Lahore High Court granted interim relief restraining the PFA from taking coercive measures against the Company. In other matters involving challans and penalties, interim injunctive relief was also granted, including directions for constitution of an Appellate Authority. Pursuant to the Court's orders, the matters are currently pending before the Appellate Tribunal. No hearing date has been fixed in respect of one of the appeals. Based on the opinion of its legal adviser, management expects favourable outcomes in these proceedings.

14.1.11 The Company has instituted various suits against distributors for recovery of outstanding trade receivables aggregating to Rs. 12,538,585. Of these, suits aggregating to Rs. 3,612,994 have been decreed in favour of the Company, with execution proceedings pending before the relevant courts. The remaining suits, aggregating to Rs. 8,925,591, are pending adjudication at various stages, including proceedings on applications for leave to appear and defend, recording of evidence, and other judicial proceedings. The ultimate outcome of these proceedings is dependent upon the decisions of the competent courts.

14.1.12 The Company has instituted a suit for declaration in respect of infringement of its trademark against SBK, which is pending adjudication before the Intellectual Property Tribunal, Lahore. A commission was appointed by the Tribunal, and its report has been submitted to the Tribunal, indicating infringement of the Company's trademark by SBK. The suit is currently at the stage of recording of evidence, and further proceedings are pending before the Tribunal.

14.1.13 The Company instituted a suit under Order XXXVII of the Code of Civil Procedure, 1908, against its former Chief Financial Officer for recovery of Rs. 13,378,174. Criminal proceedings are pending before the learned Judicial Magistrate, Model Town Courts, Lahore, arising out of FIR No. 1634/2025. Both accused have been formally charged vide court order dated 08 October 2026, and the matter has been fixed for recording of prosecution evidence on 11 November 2026.

14.2 Commitments

Letters of credit other than for capital expenditure as at the reporting date amounted to Rs. 289.78 million (2025: Rs. 522.08 million).

Note 15
Property, Plant and Equipment

	Note	2026	2025
		Rupees	Rupees
Operating fixed assets	15.1	2,111,928,567	2,163,324,926
Right of use assets	15.2	63,606,627	62,855,637
Capital work in progress	15.4	-	9,039,035
		2,175,535,194	2,235,219,598

15.1 Operating fixed assets

	Owned assets									
	Leasehold Land	Building on Leasehold Land	Plant and Machinery	Laboratory Equipment	Scales and Weigh Bridge	Guest House Furniture and Machinery	Office Equipment / Solar System	Furniture and Fittings	Vehicles	Total
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Cost / revalued amount										
Balance as at July 01, 2024	1,600,000,000	289,834,394	389,106,349	6,517,140	1,648,028	318,812	83,754,280	5,490,897	85,380,484	2,462,050,384
Additions	-	631,996	2,557,412	-	-	-	42,771,253	883,526	-	46,844,187
Revaluation adjustment	-	(111,700,069)	(181,348,608)	(4,658,254)	(838,439)	-	-	-	-	(298,545,370)
Revaluation surplus / (deficit)	(80,000,000)	69,193,179	69,259,847	2,706,114	390,411	-	-	-	-	61,549,551
Disposals / adjustment	-	-	-	-	-	-	-	-	(5,490,000)	(5,490,000)
Balance as at June 30, 2025	1,520,000,000	247,959,500	279,575,000	4,565,000	1,200,000	318,812	126,525,533	6,374,423	79,890,484	2,266,408,752
Additions	-	12,104,070	-	-	-	-	3,914,374	1,283,256	956,731	18,258,431
Disposals / adjustment	-	-	-	-	-	-	-	-	(30,412,000)	(30,412,000)
Balance as at June 30, 2026	1,520,000,000	260,063,570	279,575,000	4,565,000	1,200,000	318,812	130,439,907	7,657,679	50,435,215	2,254,255,183
Accumulated depreciation										
Balance as at July 01, 2024	-	91,883,971	158,091,899	4,038,625	728,041	318,812	18,180,083	3,306,364	73,551,914	350,099,709
Depreciation charged during the year	-	19,816,098	23,256,709	619,629	110,398	-	10,060,128	262,905	2,286,902	56,412,769
Disposals / adjustment	-	-	-	-	-	-	-	-	(4,883,282)	(4,883,282)
Revaluation adjustment	-	(111,700,069)	(181,348,608)	(4,658,254)	(838,439)	-	-	-	-	(298,545,370)
Balance as at June 30, 2025	-	-	-	-	-	318,812	28,240,211	3,569,269	70,955,534	103,083,826
Depreciation charged during the year	-	25,800,754	27,957,500	1,141,250	144,000	-	10,155,349	381,802	1,617,455	67,198,110
Disposals / adjustment	-	-	-	-	-	-	-	-	(27,955,320)	(27,955,320)
Balance as at June 30, 2026	-	25,800,754	27,957,500	1,141,250	144,000	318,812	38,395,560	3,951,071	44,617,669	142,326,616
Carrying amount										
As at June 30, 2025	1,520,000,000	247,959,500	279,575,000	4,565,000	1,200,000	-	98,285,322	2,805,154	8,934,950	2,163,324,926
As at June 30, 2026	1,520,000,000	234,262,816	251,617,500	3,423,750	1,056,000	-	92,044,347	3,706,608	5,817,546	2,111,928,567
Rate of depreciation - %	-	10%	10%	25%	12%	10%	10%	10%	20%	

Note 15, Property, Plant and Equipment - Continued...

15.1.1 Particulars of owned immovable assets of the Company are as follows:

Location	Address	Usage of immovable property	Total Area (Sq. ft.)	Covered Area (Sq. ft.)
Islamabad	Plot No. 26, 27 & 28, Industrial Triangle, Main Kahuta Road, Islamabad.	Production Plant	360,000	143,007

15.1.2 There are assets included in property, plant and equipment which are secured with banks as mentioned in note 12.

15.1.3 Revaluation of operating fixed assets was carried out by an independent valuer as detailed in Note 7. Had there been no revaluation, carrying amounts of revalued operating fixed assets would have been as follows:

	2026	2025
	Rupees	Rupees
Land-leasehold	423,524	423,524
Building on leasehold land	40,293,752	34,667,876
Plant, machinery and laboratory equipment	145,590,585	164,234,849
	186,307,861	199,326,249

15.1.4 Forced Sale Value as per the last revaluation report as at June 30, 2025 is as under:

Class of Assets	Forced sale value
	Rupees
Leasehold land	1,292,000,000
Building on leasehold land	198,367,600
Plant, machinery, laboratory equipment and scales and weigh bridges	213,105,000
Total	1,703,472,600

15.1.5 Fair value measurements

There are no level 1 and level 3 assets or any transfers between levels 1, 2 and 3 during the year.

Valuation techniques used to derive level 2 fair values

Description	Valuation Technique	Significant Unobservable Inputs	Range (weighted average)
Land	Inquiries in the vicinity of land and also information obtained from the estate dealers of the area.	Price per sq. ft.	Reasonable fair value estimates
Building	Physical inspection and checking of measurements with the lay out plan of the buildings provided. Construction details whether RCC, ACC or GI, covered areas, quality of construction, class of construction, height of structure, level of maintenance of building, finish of the construction both from inside as well as from outside, other special features used in the construction along with reasonable depreciation were noted.	Price per sq. ft.	Reasonable fair value estimates
Plant, machinery, laboratory equipment and scales and weigh bridges	Inquired market comparisons to determine the value of assets. The plant's price is based on the buyer's declaration, with input from local representatives of foreign suppliers. Information is also gathered from brokers and dealers about similar assets. The valuer considers the cost of the assets and applies depreciation to arrive at a Fair Market Value.	Unit rate	Reasonable fair value estimates

Note 15, Property, Plant and Equipment - Continued...

15.2 Right of Use Assets

	Note	2026 Rupees	2025 Rupees
Opening balance		62,855,637	15,680,751
Additions during the year		15,622,947	51,098,389
Transfer to Vehicles		(956,731)	-
Remeasurment during the year	8	(181,213)	3,014,135
		77,340,640	69,793,275
Depreciation charge for the year	15.3	(13,734,013)	(6,937,638)
Net book value		63,606,627	62,855,637
Lease term - Total (Years)		3-5	3-5
Lease term - Remaining (Years)		1-5	1-5
Gross carrying value			
Cost		90,891,137	76,406,134
Accumulated depreciation		(27,284,510)	(13,550,497)
Net book value		63,606,627	62,855,637
Depreciation rate per annum		20%	20%

15.2.1 Right of use assets comprise vehicles obtained through Bank Al Habib Limited for office operations and used by employees. There are no variable lease payments in the lease contracts. There were no leases with residual value guarantees or leases not yet commenced to which the Company is committed.

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

Depreciation on property plant and equipment	15.1	67,198,110	56,412,769
Depreciation on right of use	15.2	13,734,013	6,937,638
		80,932,123	63,350,407
Cost of sales	26	61,232,961	49,703,665
Selling and distribution expenses	27	5,380,494	3,063,187
Administrative expenses	28	14,318,668	10,583,555
		80,932,123	63,350,407

15.4 Capital Work in Progress

	2026				
	Balance as at July 01, 2025	**Expenditure incurred during the year**	**Charged to expenses**	**Transfers to operating assets**	**Balance as at June 30, 2026**
	Ruppees	Ruppees	Ruppees	Ruppees	Ruppees
Building on leasehold land	9,039,035	3,065,035	-	12,104,070	-

	2025				
	Balance as at July 01, 2024	**Expenditure incurred during the year**	**Charged to expenses**	**Transfers to operating assets**	**Balance as at June 30, 2025**
	Ruppees	Ruppees	Ruppees	Ruppees	Ruppees
Building on leasehold land	563,641	9,671,031	563,641	631,996	9,039,035
Plant and machinery	-	1,165,000	-	1,165,000	-
Solar system	29,352,000	5,387,780	-	34,739,780	-
	29,915,641	16,223,811	563,641	36,536,776	9,039,035

15.4.1 This represented the civil work of the Islamabad office that was in the process of completion.

Note 16
Intangible Assets

	Note	2026 Rupees	2025 Rupees
Intangible assets			
Motion picture film		-	2,684,430
Accounting Software - ERP	16.1	13,615,665	7,577,668
Capital work in progress	16.5	863,900	-
		14,479,565	10,262,098
16.1 Net carrying value			
Opening net book value		10,262,098	7,100,010
Additions during the year	16.2	10,059,081	11,309,952
Amortization charge for the year	16.3	(6,705,514)	(8,147,864)
Net book value		13,615,665	10,262,098
Gross carrying value			
Cost	16.4	58,175,611	48,116,530
Accumulated amortization		(44,559,946)	(37,854,432)
Net book value		13,615,665	10,262,098
Amortization rate per annum		10 - 50%	33 - 50%

16.2 Additions during the year represent costs incurred in connection with the implementation of ERP software.

16.3 Amortization charge for the year has been allocated proportionately to cost of sales, selling and distribution expenses and administrative expenses (Note 26, 27 and 28).

16.4 The cost of fully depreciated asset that is still in use as at reporting date is Rs. 36.81 million (2025: Rs. 27.97 million).

16.5 Capital work in progress

	Note	2026 Rupees	2025 Rupees
Opening balance		-	11,309,952
Additions during the year		10,922,981	-
		10,922,981	11,309,952
Transfer to intangible		(10,059,081)	(11,309,952)
Carrying amount	16.6	863,900	-

16.6 This represents advances paid to consultant for implementation of software for Digital Invoicing System.

Note 17
Investment in Associate

	Note	2026 Rupees	2025 Rupees
Premier Garments Limited - unlisted	17.1	2,720,000	2,720,000
Provision for diminution in the value of investment		(2,720,000)	(2,720,000)
		-	-

17.1 Ordinary shares of Rs. 100 each, represent 38.86% (2025: 38.86%) equity in Premier Garments Limited (the Associate, PGL). The breakup value of shares of the investee Company is Nil. The investment has been accounted for under IAS - 28 (Investment in Associates and Joint Ventures) using the equity method. Provision for diminution in the value of investment was made in the year 2006.

17.2 Reconciliation of the above information to the carrying amount of interest in the Associate is as under:

	2026	2025
Net assets of the associate	(19,796,133)	(20,679,131)
Percentage of shareholding in associate	38.87%	38.87%
Carrying amount of investment	(7,694,757)	(8,037,978)

Note 17, Investment in Associate - Continued...

	2026	2025
	Rupees	Rupees

17.3 Information extracted from the audited financial statements of the Associate is as follows:

Premier Garments Limited

Current assets	2,600,615	11,570,641
Non-current assets	12,635,011	3,692,361
Current liabilities	29,067,018	28,711,870
Non-current liabilities	5,964,741	7,230,263
Equity	(19,796,133)	(20,679,131)
Revenue	10,996,545	9,600,000
Net profit for the year	149,398	157,030
Other comprehensive loss	(348,925)	(95,250)
Total comprehensive (loss) / income for the year	(199,527)	61,780
Total assets	15,235,626	15,263,002
Total liabilities	35,031,759	35,942,133
Net Assets	(19,796,133)	(20,679,131)

17.3.1 Investment in Associate is made in accordance with the provisions of the Companies Act, 2017.

17.3.2 The figures presented herein pertain to the audited financial statements of PGL for the year ended June 30, 2025.

Note 18
Long Term Deposits

	Note	2026	2025
		Rupees	Rupees
Margin against bank guarantee	18.1	219,372,450	183,372,650
Utility companies		33,200	33,000
Other deposits		6,377,290	6,476,750
Right of use assets		23,609,544	21,955,400
		249,392,484	211,837,800

18.1 This represents margin against bank guarantee provided to Excise and Taxation department, Sui Northern Gas Pipeline Limited, UN World Food Programme, Islamabad Electricity Supply Company & Pakistan State Oil.

Note 19
Long Term Loans

	2026	2025
	Rupees	Rupees
Opening balance	3,214,869	4,197,191
Loan recovered during the year	(803,718)	(982,322)
	2,411,151	3,214,869
Less : Current portion	(1,339,530)	(1,071,624)
	1,071,621	2,143,245

19.1 The Company has entered into an agreement with M/s Premier Garments (Private) Limited, an associated company, for a long-term loan amounting to Rs. 5,358,117. The period of the loan is five years from the date of disbursement. The markup on this loan is charged at the rate of 3 months KIBOR plus 2.21%, capped to 23.3% (2025: 3 months KIBOR plus 2.21%, capped to 23.3%), payable on quarterly basis. The loan is repayable by May 31, 2028.

Note 20
Stores, Spare Parts and Loose Tools

	Note	2026	2025
		Rupees	Rupees
Stores		151,185,691	128,974,268
Spare parts		17,110,324	11,992,672
Loose tools		4,277,581	2,998,168
		172,573,596	143,965,108
Provision for slow moving stores, spares and loose tools	20.1	(16,647,580)	(16,560,525)
		155,926,016	127,404,583

Note 20, Stores, Spare Parts and Loose Tools - Continued...

		2026	2025
20.1	**Provision for slow moving stores, spare parts and loose tools**	Rupees	Rupees
	Opening balance	16,560,525	13,407,378
	Provision for the year	87,055	3,153,147
		16,647,580	16,560,525

20.2 In year 2025, the Company wrote off stores, spare parts and loose tools to net realizable value related to general stores amounting to Rs. 1.79 million, which was recognized as an expense in the cost of sales (refer to note 26).

Note 21
Stock in Trade

		2026	2025
		Rupees	Rupees
Raw materials			
- In hand		26,593,380	38,490,517
- In transit		6,425,465	6,765,180
Work in process		69,167,263	31,272,228
		102,186,108	76,527,925
Finished goods		224,035,627	121,134,917
Finished goods purchased for resale		41,221,307	61,685,813
		367,443,042	259,348,655
Provision for obsolete stock	21.1	(510,475)	-
		366,932,567	259,348,655

21.1 Provision for obsolete stock

Opening balance	-	-
Provision for the year	510,475	-
	510,475	-

21.2 Stock in trade is pledged with banking companies against short term borrowings.

21.3 In year 2025, the Company wrote off stock in trade to net realizable value related to finished goods amounting to Rs. 1.61 million, which was recognized as an expense in the cost of sales (refer to note 26).

Note 22
Trade Debts

	Note	2026	2025
		Rupees	Rupees
Trade debts (unsecured but considered good)		2,266,473,926	1,558,521,269
Considered doubtful - unsecured		209,637,677	105,171,359
		2,476,111,603	1,663,692,628
Allowance for expected credit loss	22.1	(209,637,677)	(105,171,359)
		2,266,473,926	1,558,521,269

22.1 Allowance for expected credit loss

Opening balance	105,171,359	65,402,731
Provision for ECL during the year	104,466,318	42,519,852
	209,637,677	107,922,583
Bad debts written off	-	(2,751,224)
Closing balance	209,637,677	105,171,359

Note 23

Advances, Deposits, Prepayments and Other Receivables

	Note	2026 Rupees	2025 Rupees
Advance to employees			
- Executives	23.1	1,278,970	8,981,680
- Other employees		3,614,201	3,241,874
Advance to suppliers		24,807,646	34,608,653
Advance income tax - net	23.2	236,481,578	191,919,590
Security deposits		4,827,103	2,827,103
Margin against letter of credit		14,769,789	29,645,262
Prepayments		7,732,564	6,926,590
Receivable from related party	23.3	13,812,079	11,232,897
Other receivables		13,378,174	13,378,174
		320,702,104	302,761,823

23.1 Advances given to executives and other employees of the Company are for purchase of house, vehicles or for personal use in accordance with their terms of the employment. Any outstanding loan due from an employee at the time of leaving the Company is adjustable against final settlement of staff retirement benefits.

23.2 Advance income tax - net

Opening balance		191,919,590	121,147,422
Prior year adjustment		69,565	-
Payments / taxes withheld during the year		160,017,737	171,427,713
		352,006,892	292,575,135
Tax adjustments during the year	13	(115,525,314)	(100,655,545)
		236,481,578	191,919,590

23.3 Related parties - unsecured

Premier Garments Limited			
long term loan and interest		1,508,927	1,174,459
Hala Enterprises Limited			
Sharing of office expenses	23.3.1	12,303,152	10,058,438
		13,812,079	11,232,897

23.3.1 These are adjustable in the ordinary course of business. Further, balances receivable from Hala Enterprises Limited (associated undertaking) are subject to mark up at 1-month Kibor, payable on monthly basis. The maximum aggregate amount outstanding at the end of any month during the year was Rs. 12,303,152 (2025: Rs. 10,058,438).

Note 24

Cash and Bank Balances

	Note	2026 Rupees	2025 Rupees
Cash in hand		1,788,425	1,408,848
Cash with banks:			
- In current accounts		45,793,535	53,376,063
- In deposit accounts	24.1	17,537,696	45,716,843
		65,119,656	100,501,754

24.1 These carry profit ranging from 9% to 10% (2025: 7.5% to 19%) per annum approximately.

24.2 The above figures of cash and bank balances reconcile to the amount of cash and cash equivalents shown in the statement of cash flows.

24.3 Bank balances include shariah compliant banks amounting to Rs. 1,754,514 (2025: Rs. 10,260,602).

Note 25
Sales

	2026	2025
	Rupees	Rupees
Banaspati ghee	3,935,316,859	4,356,788,307
Cooking oil	6,708,616,544	6,272,969,732
Specialty fats and soaps	382,307,847	308,618,495
Others	70,444,644	37,965,580
Total sales	11,096,685,894	10,976,342,114
Less: Sales tax	(1,686,005,056)	(1,681,068,088)
	9,410,680,838	9,295,274,026
Less: Trade discount	(102,801,478)	(53,248,968)
Net sales	9,307,879,360	9,242,025,058

25.1 All the revenue is recognised at a point of time.

25.2 All sales were made locally.

Note 26
Cost of Sales

	Note	2026	2025
		Rupees	Rupees
Raw materials consumed		7,508,941,713	7,228,811,575
Chemicals consumed		69,932,534	82,727,839
Stores and spare parts consumed		38,426,012	66,690,093
Packing materials consumed		443,854,642	429,571,018
Salaries, wages and benefits	26.1	107,442,416	114,182,203
Power, fuel and lubricants		167,009,018	201,932,559
Repairs and maintenance		13,866,935	16,245,455
Filling and loading		71,637,604	80,052,615
Insurance		8,484,851	9,182,531
Depreciation	15.3	61,232,961	49,703,665
Amortization		1,340,361	2,384,929
		8,492,169,047	8,281,484,482
Work in process:			
Opening		31,272,228	67,407,653
Closing		(69,167,263)	(31,272,228)
		(37,895,035)	36,135,425
Cost of goods manufactured		8,454,274,012	8,317,619,907
Finished goods:			
Opening		121,134,916	152,593,217
Closing		(224,035,627)	(121,134,916)
		(102,900,711)	31,458,301
		8,351,373,301	8,349,078,208
Finished goods purchased for resale:			
Opening		61,685,814	14,380,496
Purchases		-	55,175,444
Closing stock		(41,221,307)	(61,685,814)
		20,464,507	7,870,126
Cost of goods sold		8,371,837,808	8,356,948,334

26.1 Salaries, wages and other benefits include provision for staff retirement benefits amounting to Rs. 7.19 million (2025: Rs. 8.07 million).

Note 27
Selling and Distribution Expenses

	Note	2026 Rupees	2025 Rupees
Salaries, wages and benefits	27.1	154,151,510	100,620,576
Travelling and conveyance		8,123,649	7,657,578
Advertisement		67,557,640	185,158,028
Carriage outward		59,892,512	68,402,011
Rent, rates and taxes		9,209,019	10,225,478
Redistribution expenses		37,970,997	27,705,409
Depreciation	15.3	5,380,494	3,063,187
Amortization	16.3	4,024,791	4,415,580
Other selling expenses		9,403,939	8,449,263
		355,714,551	415,697,110

27.1 Salaries, wages and other benefits include provision for staff retirement benefits amounting to Rs. 5.99 million (2025: Rs. 6.73 million).

Note 28
Administrative Expenses

	Note	2026 Rupees	2025 Rupees
Directors' remuneration		32,493,480	42,155,800
Salaries, wages and benefits	28.1	76,449,806	99,509,881
Directors' meeting fee		2,740,183	3,420,000
Travelling and conveyance		14,442,042	13,613,473
Entertainment		3,947,817	2,858,607
Printing and stationery		1,514,644	2,288,195
Postage, telephone and telex		4,737,755	4,925,400
Rent, rates and taxes	28.2	21,612,174	32,287,033
Donations	28.3	1,427,763	1,153,266
Fees and subscription		3,729,122	5,478,822
Legal and professional charges		18,967,061	21,639,294
Auditors' remuneration	28.4	2,807,740	2,471,200
Vehicle running and maintenance		59,160,505	56,012,198
Repairs and maintenance		4,622,312	9,960,138
Power, fuel and lubricant		1,686,960	876,170
Miscellaneous expenses		7,736,997	8,543,938
Depreciation	15.3	14,318,668	10,583,555
Amortization		1,340,362	1,347,355
		273,735,391	319,124,325

28.1 Salaries, wages and other benefits include provision for staff retirement benefits amounting to Rs. 3.94 million (2025: Rs. 4.42 million).

28.2 These includes lease rentals relating to short term leases.

28.3 Donation during the year:

- Hunarghar Welfare Organization	300,000	-
- SOS Village	1,098,713	1,153,266
- Others	29,050	-
	1,427,763	1,153,266

28.3.1 None of the directors or their spouses had any interest in the donees.

28.4 Auditors' Remuneration

Audit fee	2,350,000	2,032,800
Half yearly review fee	212,740	193,400
Other attestation charges	175,000	175,000
Out of pocket expenses	70,000	70,000
	2,807,740	2,471,200

Note 29
Finance Cost

	2026	2025
	Rupees	Rupees
Mark up on short term borrowings	133,656,396	120,010,880
Mark up charged on workers' (profit) participation fund	332,062	523,911
Markup on lease liability	8,561,901	5,589,011
Bank charges	5,100,637	5,212,738
	147,650,996	131,336,540

Note 30
Other Operating Expenses

	Note	2026	2025
		Rupees	Rupees
Workers' (profit) participation fund	11.1	4,235,217	4,026,615
Workers' welfare fund	11.3	6,641,543	2,275,421
Provision for slow moving stores, spares parts and loose tools	20.1	87,055	3,153,147
Provision for obsolete stock	21.1	510,475	-
Provision for expected credit losses	22.1	104,466,318	42,519,852
		115,940,608	51,975,035

Note 31
Other Income

	Note	2026	2025
		Rupees	Rupees
Profit on bank deposits		19,744,293	43,250,063
Markup earned from related party		1,215,543	1,460,847
Scrap sale		8,284,519	10,595,456
Gain on disposal of property, plant and equipment	15	1,251,165	5,783,282
		30,495,520	61,089,648

Note 32
Levy

	2026	2025
	Rupees	Rupees
Levies	22,738,904	93,021,122

Note 33
Taxation

	2026	2025
	Rupees	Rupees
Taxation		
- Current tax	93,609,588	22,504,191
- Deferred tax	(19,420,980)	(18,467,123)
	74,188,608	4,037,068

Note 33, Taxation - Continued...

33.1 Reconciliation of current tax charged as per tax laws for the year, with current tax recognised in the profit and loss account

	2026	2025
	Rupees	Rupees
Current tax liability for the year as per applicable tax laws	116,348,492	115,525,313
Portion of current tax liability as per tax laws, representing income tax under IAS 12	(93,609,588)	(22,504,191)
Portion of current tax liability as per tax laws, representing levy in terms of requirements of IFRIC 21/IAS 37	(22,738,904)	(93,021,122)
	-	-

33.2 Income tax return has been filed to the income tax authorities up to and including tax year 2025 under the provisions of the Income Tax Ordinance, 2001.

33.3 The aggregate of minimum tax amounting to Rs. 116.348 million (2025: Rs. 115.525 million) represents tax expense of the Company calculated using minimum tax @ 1.25% (2025: 1.25%). Therefore no tax reconciliation has been given.

Note 34

Loss per Share

		2026	2025
Basic Loss per share:			
Net loss for the year	Rupees	(23,431,986)	(69,024,828)
Weighted average number of ordinary shares	Number	7,762,538	7,762,538
Loss per share - basic and diluted	Rupees	(3.02)	(8.89)

34.1 There is no dilution effect on the earnings per share of the Company as the Company does not have any convertible instruments in issue as at the reporting date (2025: Nil) that would have any effect on the earnings per share if the option to convert is exercised.

Note 35

The Credit Facilities Available to the Company:

	2026			2025		
	Available limit	Utilised credit	Unavailed credit	Available limit	Utilised credit	Unavailed credit
	- - - - - - - - Rupees in million - - - - - - - -			- - - - - - - - - Rupees in million - - - - - - - - -		
Funded facilities						
Short term borrowings						
Conventional mode of finance	1,535	1,053	482	1,185	733	452
Unfunded facilities						
Letters of credits	1,400	290	1,110	900	522	378
Letter of guarantees	295	259	36	250	223	27
	3,230	1,602	1,628	2,335	1,478	857

Note 36

Balances and Transactions with Related Parties

Related parties comprise associated companies, directors of the Company and their close relatives, companies where directors also hold directorship, key management personnel and post employment benefit plans. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of that Company. The Company in the normal course of business carries out transactions with various related parties. Details of transactions with related parties during the year, other than those which have been disclosed elsewhere in these financial statements, are as follows:

Transactions during the year

Related party	Relationship	% of Shareholding	Nature of transaction	2026	2025
				Rupees	Rupees
Hala Enterprises Limited (HEL)	Associated Company (Common Directorship)	0.96%	Payment for expenses on behalf of HEL	1,512,351	2,303,779
			Amount received	121,317	276,000
			Markup earned	853,680	852,810
Premier Garment Limited	Associated Company	38.86%	Loan recovered	803,718	982,322
			Markup recovered	295.300	525.208
			Markup earned	361,862	628,043
Usman Ilahi Malik	Director	2.88%	Loan obtained	40,000,000	-
			Markup expense	2,814,464	-
			Markup paid	2,573,067	-
Jillani Jahangir	Director	5.37%	Loan obtained	50,000,000	-
			Loan repaid	10,000,000	-
			Markup expense	3,179,054	-
			Markup paid	2,886,575	-
Balances outstanding as at June 30,					
Hala Enterprises			Receivable against sharing of expenses	12,303,152	10,058,438
Premier Garment Limited			Long term loan	2,411,151	3,214,869
			Accrued Markup	169,397	102,835
Usman Ilahi Malik			Short term loan	40,000,000	-
			Accrued Markup	241,397	-
Jillani Jahangir			Short term loan	40,000,000	
			Accrued Markup	292,479	-

36.1 Following are the related parties with whom the Company had entered into transactions or have agreement / arrangement in place.

Name	Relationship	% of shareholding
Teejay Corporation (Private) Limited	Associate	6.749%
Hala Enterprises Limited	Associate	0.96%
Premier Garment Limited	Associate	38.86%
Tahir Jahangir	Chairman	0.739%
Usman Ilahi Malik	Director	2.878%
Ehtisham Malik	Chief Executive Officer	Nil
Rana Shakeel Shaukat	Company Secretary	0.006%
Shehzad Nazir	Chief Financial Officer	Nil
Ahmad Aqeel	Director	Nil
Babar Naseem Khan	Director	Nil
Jillani Jahangir	Director	5.374%
Furqan Anwar Batla	Director	8.111%
Mehrunisa Malik	Director	5.666%
Munizae Jahangir	Director	5.374%

36.2 The related party status of outstanding balances as at June 30, 2026 are included in Advances, deposits, prepayments and other receivables (note 23.3). These are to be settled in the ordinary course of business.

Note 37
Financial Risk Management

37.1 Financial risk factors

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

Risk management is carried out by the Board of Directors (the Board). The Board provides principles for overall risk management, as well as policies covering specific areas such as currency risk, price risk, interest rate risk, credit risk and liquidity risk.

(a) Market risk

Market risk is the risk that the fair value or the future cash flows of a financial instrument may fluctuate as a result of changes in market prices. Market risk comprises of three types of risk i.e., currency risk, interest rate risk and price risk.

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises mainly from future commercial transactions or receivables and payables that exist due to transactions in foreign currencies.

The Company is exposed to foreign currency risk on outstanding letters of credit that are denominated primarily in, U.S Dollars (USD) and Euros. As at the reporting date, the Company's exposure to currency risk was as follows:

		2026	2025
	Note	Rupees	Rupees
Letter of credit	14.2	289,780,000	522,080,000

The following exchange rates were applied during the year:

	Average rate		Reporting date rate	
	2026	2025	2026	2025
USD to PKR	280.49	281.05	278.16	283.76
EUR to PKR	327.31	315.17	317.52	332.66

Sensitivity analysis

If the functional currency, as at the reporting date, had weakened / strengthened by 1% against the foreign currencies with all other variables held constant, the impact on profit before taxation for the year would have been Rs. 2.89 million (2025: Rs. 5.22 million) respectively lower / higher, mainly as a result of exchange losses / gains on translation of foreign exchange denominated financial instruments.

(ii) Price risk

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

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest rate risk arises from short term borrowings. These are benchmarked to variable rates which expose the Company to cash flow interest rate risk.

As at the reporting date the interest rate profile of the Company’s interest bearing financial instruments was as under:

Note 37, Financial Risk Management - Continued...

	Note	2026 Rupees	2025 Rupees
Floating rate instrument			
Financial liabilities			
Lease liabilities against right of use assets	8	65,565,533	63,101,704
Short term borrowings	12	1,132,684,350	732,868,293
		1,198,249,883	795,969,997
Financial assets			
Bank balances - deposit accounts	24	17,537,696	45,716,843
Long term loan	19	2,411,151	3,214,869
		19,948,847	48,931,712

Cash flow sensitivity analysis for floating rate instruments

As at June 30, 2026, if interest rates had been 1% higher / lower with all other variables held constant, profit before tax for the year would have been higher / lower by Rs. 11.78 million (2025: Rs. 7.47 million), mainly as a result of interest exposure on variable rate instruments.

The Company has no financial instruments at fixed rate thus, no impact on profit or loss of the Company is expected.

(b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its trade debts, deposits with banks, other receivables and certain other financial instruments.

The management assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. The utilization of credit limits is regularly monitored. For banks and financial institutions, only independently rated parties with a strong credit rating as available from external credit agencies are accepted.

As at the reporting date, the maximum exposure to credit risk is equal to the carrying amount of the financial assets as detailed below:

Long term deposits	18	249,392,484	211,837,800
Long term loan	19	2,411,151	3,214,869
Trade debts	22	2,476,111,603	1,663,692,628
Other receivables	23	30,508,429	26,263,715
Bank balances	24	63,331,231	99,092,906
		2,821,754,898	2,004,101,918

The aging of trade debts as at the reporting date was as follows:

1 - 30 days	717,505,965	899,907,470
31 - 60 days	569,607,731	268,078,231
61 - 180 days	867,904,692	212,443,615
More than 180 days	321,093,215	283,263,312
	2,476,111,603	1,663,692,628

Customer credit risk is managed through the Company's established policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. The Company believes that it is not exposed to major concentration of credit risk as its exposure is spread over a large number of counter parties.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers operate in diversified industries and operate in largely independent markets.

The credit quality of bank balances that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rate:

	Credit ratings			2026	2025
	Agency	Short term	Long term	Rupees	Rupees
Allied Bank Limited	PACRA	A1+	AAA	-	5,043,499
Askari Bank Limited	PACRA	A1+	AAA	46,520	50,000
Bank Alfalah Limited	PACRA	A1+	AAA	11,539,366	7,859,633
Bank Al-Habib Limited	PACRA	A1+	AAA	73,992	1,282,460
Bank Islami Pakistan Limited	PACRA	A1	AA-	1,543,351	49,420
Faysal Bank Limited	PACRA	A1+	AA+	211,163	10,211,182
Habib Bank Limited	VIS	A1+	AAA	3,028,046	14,852,863
Habib Metropolitan Bank Limited	PACRA	A1+	AAA	195,739	24,494
JS Bank Limited	PACRA	A1+	AA+	6,154,640	5,732,022
MCB Bank Limited	PACRA	A1+	AAA	25,813,691	31,014,482
National Bank of Pakistan	PACRA	A1+	AAA	-	3,342,114
United Bank Limited	VIS	A1+	AAA	14,724,723	19,630,737
				63,331,231	99,092,906

Note 37, Financial Risk Management - Continued...

(c) Liquidity risk

Liquidity risk represents the risk that the Company will encounter difficulties in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash, marketable securities and the availability of funding through an adequate amount of committed credit facilities. The Company's liquidity management involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring reporting date liquidity ratios and maintaining debt financing plans. As at the reporting date, the Company has Rs. 1,628 million (2025: Rs. 857 million) worth unavailed limits (both funded and unfunded) from financial institutions and Rs. 65.12 million (2025: Rs. 100.50 million) cash and bank balances.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to contractual maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows:

Contractual maturities of financial liabilities as at June 30, 2026:

Description	Carrying Amount	Contractual cash flows	Within 1 year	1-2 Years	2-5 Years	Above 5 Years
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Lease liabilities	65,565,533	82,339,388	21,074,916	36,009,185	25,255,287	-
Trade and other payables	1,259,648,812	1,259,648,812	1,259,648,812	-	-	-
Short term borrowings	1,132,684,350	1,132,684,350	1,132,684,350	-	-	-
Accrued mark - up	27,272,042	27,272,042	27,272,042	-	-	-
Unclaimed Dividend	9,695,898	9,695,898	9,695,898			
	2,494,866,635	2,511,640,490	2,450,376,018	36,009,185	25,255,287	-

Contractual maturities of financial liabilities as at June 30, 2025:

Description	Carrying Amount	Contractual cash flows	Within 1 year	1-2 Years	2-5 Years	Above 5 Years
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Lease liabilities	63,101,704	83,303,078	19,542,354	19,542,354	44,218,370	-
Trade and other payables	913,364,198	913,364,198	913,364,198	-	-	-
Short term borrowings	732,868,293	732,868,293	732,868,293	-	-	-
Accrued mark - up	12,174,033	12,174,033	12,174,033	-	-	-
Unclaimed Dividend	10,512,671	10,512,671	10,512,671			
	1,732,020,899	1,752,222,273	1,688,461,549	19,542,354	44,218,370	-

(d) Fair value of financial instruments

Fair value is an amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently, differences may arise between the carrying value and the fair value estimates.

Financial assets which are tradeable in an open market are revalued at the market prices prevailing on the reporting date. Fair value is determined on the basis of objective evidence at each reporting date. The management believes that the fair values of financial assets and financial liabilities approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The Company classifies the financial instruments measured in the statement of financial position at fair value in accordance with the following fair value measurement hierarchy:

Level 1	Quoted market prices
Level 2	Valuation techniques (market observable)
Level 3	Valuation techniques (non market observable)

The Company has no such financial instruments.

Note 37, Financial Risk Management - Continued...

37.2 Financial instruments by categories

	Note	2026 Rupees	2025 Rupees
Financial asset as at amortized cost			
Long term deposits	18	249,392,484	211,837,800
Long term loan	19	2,411,151	3,214,869
Trade debts	22	2,266,473,926	1,558,521,269
Other receivables	23	30,508,429	26,263,715
Cash and bank balances	24	65,119,656	100,501,754
		2,613,905,646	1,900,339,407

The Company did not possess any financial assets designated as fair value through profit or loss and fair value through other comprehensive income categories.

Financial liabilities - at amortized cost

Lease liability	8	65,565,533	63,101,704
Trade and other payables	11	1,259,648,812	913,364,198
Short term borrowings	12	1,132,684,350	732,868,293
Accrued mark up		27,272,042	12,174,033
Unclaimed dividend		9,695,898	10,512,671
		2,494,866,635	1,732,020,899

Note 38

Capital Risk Management

The Company's objective when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefit for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares.

The management seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. The Company finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finance to minimize risk.

In line with the norms, the Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including current and non current) less cash and cash equivalents. Total capital is calculated as equity as shown in the statement of financial position plus net debt. As at the reporting date, the gearing ratio of the Company was worked out as under:

	Note	2026 Rupees	2025 Rupees
Total borrowings	12	1,132,684,350	732,868,293
Cash and bank balances	24	(65,119,656)	(100,501,754)
Net debt		1,067,564,694	632,366,539
Equity		2,549,636,889	2,577,163,566
Total capital employed		3,617,201,583	3,209,530,105
Gearing ratio		29.51%	19.70%

Note 39

Capacity and Production

	2026 M. Tons	2025 M. Tons
Rated Capacity		
Banaspati ghee / specialty fats	18,000	18,000
Cooking oil	24,000	24,000
	42,000	42,000
Actual Production		
Banaspati ghee / specialty fats	8,451	9,611
Cooking oil	11,444	10,993
	19,895	20,604

39.1 Rated capacity

On the basis of blending hard oil with soft oil, rated capacity comes to 42,000 M. Tons annually. The rated capacity is interchangeable between Banaspati Ghee and Cooking Oil depending on demand.

Note 40

Remuneration of Chief Executive Officer, Directors and Executives

	Chairman		Chief Executive		Executive Directors		Non - Executive Directors		Executives		Total	
	2026	2025	2026	2025	2026	2025	2026	2025	2026	2025	2026	2025
	Rupees		Rupees		Rupees		Rupees		Rupees		Rupees	
Meeting fees	-	-	-	-	-	-	2,740,183	3,420,000	-	-	2,740,183	3,420,000
Chairman remuneration	-	4,916,947	-	-	-	-	-	-	-	-	-	4,916,947
Managerial Remuneration	-	-	11,592,000	8,694,000	5,630,400	8,668,470	-	-	57,465,507	44,689,954	74,687,907	62,052,424
House rent and utilities	-	2,209,053	5,208,000	3,906,000	2,529,600	3,894,530	-	-	25,859,470	20,111,150	33,597,070	30,120,733
Bonus	-	-	1,400,000	-	-	-	-	-	-	2,827,724	1,400,000	2,827,724
Reimbursable expenses	-	1,166,826	-	73,690	-	385,453	-	-		-	-	1,625,969
Travelling expenses	83,738.00	844,320	1,572,402	1,585,866	259,330	275,050	751,492	1,515,602	9,361,323	4,469,144	12,028,285	8,689,982
Other services	2,813,549	4,019,993	92,000	-	560,969	-	-	-	1,563,871	-	5,030,389	4,019,993
	2,897,287	13,157,139	19,864,402	14,259,556	8,980,299	13,223,503	3,491,675	4,935,602	94,250,171	72,097,972	129,483,834	117,673,772
Number of persons	1	1	1	1	2	1	4	4	27	23		

40.1 The Chief Executive is provided with free use of Company maintained car and reimbursement of residential telephone expenses. Certain directors and executives are also provided with free use of Company maintained cars.

40.2 Aggregate amount charged for the meeting fee to directors was Rs. 2,740,183 (2025: Rs. 3,420,000).

40.3 Entitlement of managerial remuneration and bonus is only for the executive directors.

40.4 An "Executive" is defined as an employee, other than the Chief Executive and directors, whose basic salary exceeds Rs. 1.2 million in a financial year.

Note 41

Shariah Disclosures under Clause VII of Part I of Schedule IV of the Companies Act, 2017

	Note	2026	2025
		Rupees	Rupees
Statement of the Financial Position - Liability Side			
Loans / advances obtained as per Islamic mode		-	-
Interest or mark up accrued on any conventional loan or advances		27,272,042	12,174,033
		-	-
Statement of the Financial Position - Asset Side		-	-
Long term and short term shariah compliant investments		-	-
Shariah compliant bank deposits / bank balances		1,754,514	10,260,602
Statement of Comprehensive Income			
Revenue earned from a shariah compliant business segments	25	9,307,879,360	9,242,025,058
Late payments and any liquidated charges		-	-
Gain / loss or dividend earned from shariah compliant investments		-	-
Profit earned from shariah compliant bank deposits / bank balances	31	647,886	748,852
Exchange (loss) / gain from actual currency		-	-
Exchange gains earned using conventional derivative financial instruments		-	-
Profits paid on Islamic mode of financing;		-	-
Total interest earned on any conventional loan or advance	31	19,096,407	42,501,211

Names of the Company's shariah compliant financial institutions	**Relationship**
Faysal Bank Limited	Bank balance
Bank Islami Pakistan Limited	Bank balance

Note 42

Liabilities Arising from Financing Activities

	As at June 30, 2025	Non-cash changes	Cash flows (Net)	As at June 30, 2026
	Rupees	Rupees	Rupees	Rupees
Lease liabilities	63,101,704	22,964,519	(20,500,690)	65,565,533
Unclaimed dividend	10,512,671	-	(816,773)	9,695,898
Short term borrowings	732,868,293	-	399,816,057	1,132,684,350
Total liabilities from financing activities	806,482,668	22,964,519	378,498,594	1,207,945,781

	As at June 30, 2024	Non-cash changes	Cash flows (Net)	As at June 30, 2025
	Rupees	Rupees	Rupees	Rupees
Lease liabilities	15,339,283	59,438,069	(11,675,648)	63,101,704
Short term borrowings	817,396,231	-	(84,527,938)	732,868,293
Unclaimed dividend	10,512,671	-	-	10,512,671
Total liabilities from financing activities	843,248,185	59,438,069	(96,203,586)	806,482,668

Note 43

Operating Segments

These financial statements have been prepared on the basis of a single reportable segment.

43.1 Revenue from sale of banaspati ghee, cooking oil and its by-products (specialty fats and soap) represents 99.33% (2025: 99.69%) of the total income of the Company.

43.2 100% (2025: 100%) of the gross sales of the Company are made to customers located in Pakistan.

43.3 All non current assets of the Company as at June 30, 2026 are located in Pakistan.

43.4 None of the customers of the Company accounts for more than 10% of the gross sales of the Company for the year.

Note 44
Number of Employees

	2026	2025
	Number	Number
Number of employees at the end of the year		
- factory	233	228
- others	18	26
	251	254
Average number of employees during the year		
- factory	231	260
- others	22	19
	253	279

Note 45
Authorization of Financial Statements

These financial statements were approved and authorized by the Board of Directors of the Company for issuance on 06 Nov 2026 .

Note 46
General

Corresponding figures are re-arranged / reclassified, wherever necessary, to facilitate comparison. Following rearrangement / reclassification has been made in these financial statements for better presentation that do not have any impact on the profitability of the Company.

Nature	From	To	2025
			Rupees
Auditors' remuneration	Other operating expenses (Note 30)	Administrative expenses (Note 28)	2,471,200

CHIEF EXECUTIVE OFFICER | DIRECTOR | CHIEF FINANCIAL OFFICER

PATTERN OF SHAREHOLDING AS ON JUNE 30, 2026

No. of Shareholders	Shareholders From	To	Total Share Held
879	1	100	26,835
545	101	500	155,155
178	501	1,000	127,072
132	1,001	5,000	289,457
18	5,001	10,000	137,456
6	10,001	15,000	73,838
3	15,001	20,000	56,848
3	20,001	25,000	72,184
2	25,001	30,000	51,552
2	35,001	40,000	76,708
1	40,001	45,000	43,513
2	55,001	60,000	113,363
2	60,001	65,000	122,141
1	70,001	75,000	74,838
1	75,001	80,000	78,160
1	120,001	125,000	121,583
1	140,001	145,000	144,093
1	160,001	210,000	208,558
1	210,001	215,000	212,500
2	220,001	225,000	445,565
1	320,001	325,000	323,613
3	415,001	420,000	1,251,422
2	435,001	440,000	879,643
1	520,001	525,000	523,903
1	625,001	630,000	629,457
1	745,001	750,000	745,417
1	775,001	780,000	777,664
1,791			**7,762,538**

2.3 Categories of Shareholders	Shares Held	Percentage
2.3.1 Directors, Chief Executive Officer, and their spouse and minor children	2,185,218	28.1508%
2.3.2 Associated Companies, undertakings and related parties. (Parent Company)	598,741	7.7132%
2.3.3 NIT and ICP	801,421	10.3242%
2.3.4 Banks Development Financial Institutions, Non Banking Financial Institutions.	9,491	0.1223%
2.3.5 Insurance Companies	--	--
2.3.6 Modarabas and Mutual Funds	461,058	5.9395%
2.3.7 Shareholders holding 10% or more	777,664	10.0182%
2.3.8 General Public		
a. Local	3,668,557	47.2598%
b. Foreign	0	0.0000%
2.3.9 Others (to be specified)		
- Joint Stock Companies	38,052	0.4902%

Catagories of Shareholding required under Code of Corporate Governance (CCG)
As on June 30, 2026

Sr. No.	Name & Category of Shareholders	No. of Shares Held	Percentage
Associated Companies, Undertakings and Related Parties (Name Wise Detail):			
1	M/S TEEJAY CORPORATION (PVT) LTD	523,903	6.7491%
2	M/S HALA ENTERPRISES LIMITED (CDC)	74,838	0.9641%
Mutual Funds (Name Wise Detail)			
1	CDC - TRUSTEE AKD OPPORTUNITY FUND (CDC)	212,500	2,7375%
2	CDC - TRUSTEE GOLDEN ARROW STOCK FUND (CDC)	208,558	2,6867%
3	DCCL - TRUSTEE AKD ISLAMIC STOCK FUND (CDC)	40,000	0.5153%
Directors and their Spouse and Minor Children (Name Wise Detail):			
1	MR. TAHIR JAHANGIR	57,363	0.7390%
2	MR. FURQAN ANWAR BATLA	629,601	8.1108%
3	MR. USMAN ILAHI MALIK	223,431	2.8783%
4	MIAN JILANI JAHANGIR	417,140	5.3738%
5	MISS MUNIZAE JAHANGIR	417,141	5.3738%
6	MR. SAIF ALI RASTGAR	600	0.0077%
7	MISS MEHR-UN-NISA	439,842	5.6662%
8	MR. AHMAD AQEEL (CDC)	100	0.0013%
Executives:		-	-
Public Sector Companies & Corporations:		-	-
Banks, Development Finance Institutions, Non Banking Finance Companies, Insurance Companies, Takaful, Modarabas and Pension Funds:		9,491	0.1223%

Shareholders holding five percent or more voting intrest in the listed company (Name Wise Detail)

S. No.	Name	Holding	Percentage
1	MRS. NAGEEN MALIK	777,664	10.0182%
2	CDC - TRUSTEE NATIONAL INVESTMNET (UNIT) TRUST (CDC)	745,417	9.6027%
3	MR. FURQAN ANWAR BATLA	629,601	8.1108%
4	M/S TEEJAY CORPORATION (PVT) LTD	523,903	6.7491%
5	MISS MEHR-UN-NISA	439,842	5.6662%
6	MRS. SALIMA FAISAL FEROZ	439,801	5.6657%
7	MRS. SULEMA JAHANGIR	417,141	5.3738%
8	MISS MUNIZAE JAHANGIR	417,141	5.3738%
9	MIAN JILANI JAHANGIR	417,140	5.3738%

All trades in the shares of the listed company, carried out by its Directors, Executives and their spouses and minor children shall also be disclosed:

S. No.	Name	Sale	Purchase
	NIL		

PUNJAB OIL MILLS LIMITED

FORM OF PROXY

I/We _____ _____ being a Member of **Punjab Oil Mills Limited** and holder(s) of _____Ordinary Shares as per Share Register Folio No. _____

For beneficial owners as per CDC List

CDC Participant I.D. No. Sub Account No. _____

CNIC No. Passport No. _____

hereby appoint Mr./Mrs./Miss._____of_____ another member of the Company or failing him/her Miss/Mrs/ Mr. _____ of _____ another member of the Company as my / our proxy to attend and vote for me / us and my /our behalf at Annual General Meeting of the Company to be held on Friday, November 27, 2026, at 11:00 A.M. at Factory Premises, Plot Nos. 26-28, Industrial Triangle, Kahuta Road, Islamabad and at every adjournment thereof, if any.

Please affix
Rupees Five
Revenue Stamp

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

Signed this _____ day of November , 2026

Signature of Shareholder _____

Signature of Proxy _____

1. **WITNESS**	2. **WITNESS**
Signature: _____	Signature: _____
Name: _____	Name: _____
Address: _____	Address: _____
_____	_____
CNIC No. _____	CNIC No. _____
or Passport No. _____	or Passport No. _____

Important:

1. This Proxy Form, duly completed and signed, must be received at above mentioned address the Registered Office of the Company, not less than 48 hours before the time of holding the meeting.
2. 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.
3. For CDC Account Holders / Corporate Entities In addition to the above the following requirements have to be met

i. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be provided with the proxy forms.

ii. The proxy shall produce his original CNIC or original passport at the time of the meeting.

iii. In case of a corporate entity, the Board of Directors resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

AFFIX
CORRECT
POSTAGE

To:

The Company Secretary
Punjab Oil Mills Limited
Plot Nos. 26-28, Industrial Triangle,
Kahuta Road,
Islamabad

پراکسی فارم

میں مسٹر/مسز/مس۔۔۔

AFFIX
CORRECT
POSTAGE

To:

The Company Secretary
Punjab Oil Mills Limited
Plot Nos. 26-28, Industrial Triangle,
Kahuta Road,
Islamabad

POML
NOURISHING LIVES

Manufacturers of

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Contact Information

Plot No. 26, 27, 28 Industrial Triangle,
Kahuta Road, Islamabad.
Ph: 051- 4490017-21 | info@punjaboilmills.com
www.punjaboilmills.com

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