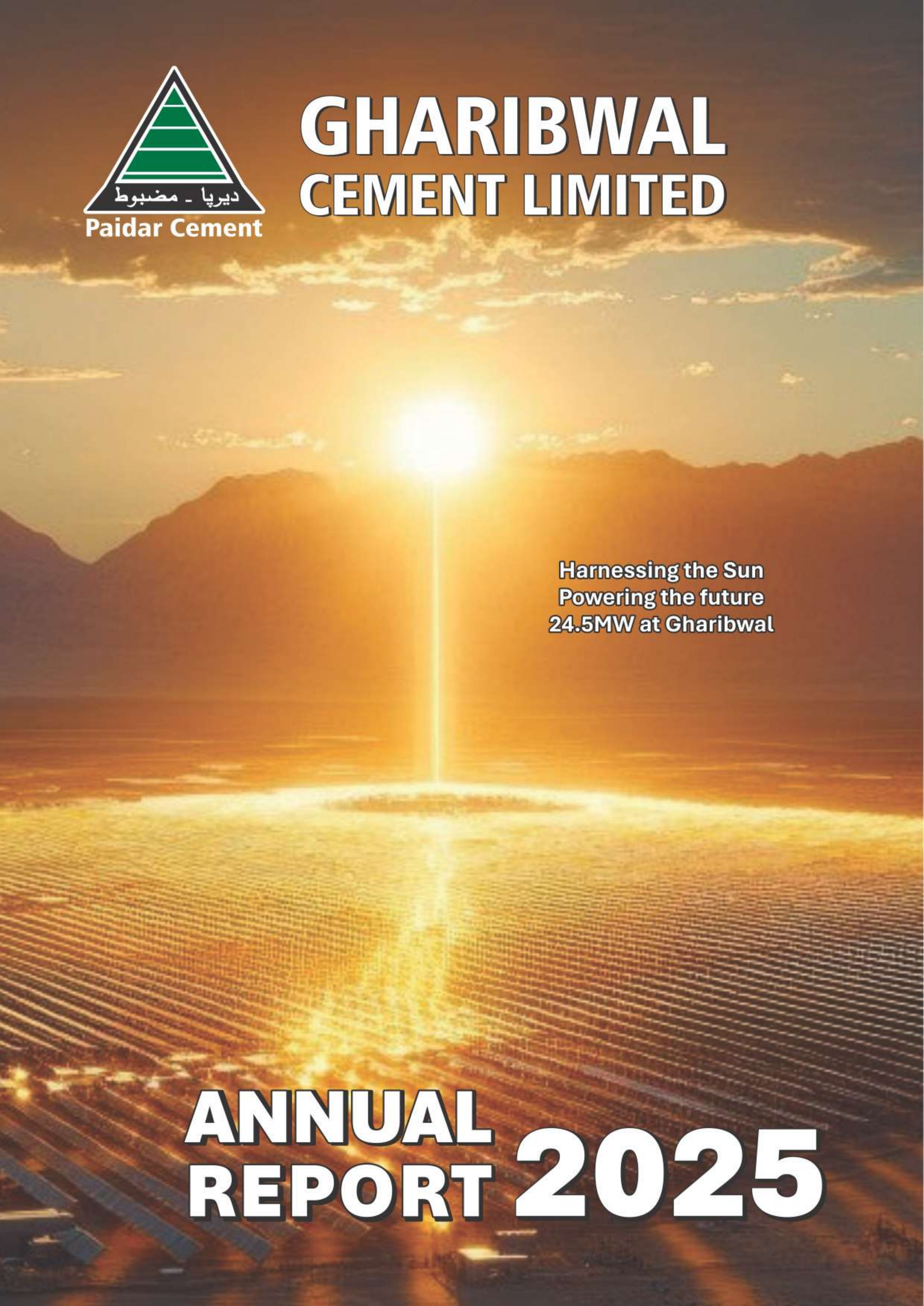
GHARIBWAL CEMENT LIMITED

دیرپا ۔ مضبوط
Paidar Cement



Harnessing the Sun
Powering the future
24.5MW at Gharibwal

ANNUAL REPORT 2025

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 65th Annual General Meeting of Gharibwal Cement Limited will be held on Friday, October 24, 2025 at 11:00am at OBAN Hotel, 81-C-II, off MM Alam Road, Gulberg-II, Lahore to transact the following businesses:

Ordinary Business

1. To confirm minutes of last Annual General Meeting (AGM) held on October 24, 2024.

2. To receive, consider and adopt the Audited Financial Statements of the company for the year ended June 30, 2025 together with Auditor's and Director's report thereon.

3. To appoint Auditors of the Company for the year ending June 30, 2026 and fix their remuneration. The Board of Directors, on the recommendation of Audit Committee of the Company, has proposed re-appointment of "Kreston Hyder Bhimji & Co, Chartered Accountants" as external auditors, for the year ending June 30, 2026.

Other Business:

4. To transact any other business with the permission of chair.

By Order of the Board

Company Secretary
Date: October 03, 2025
Place: Lahore

NOTES:

1. **Annual Report**

   As required under sections 223(6) and 223(7) of the Companies Act 2017 read with SRO 389(I)/2023, the Annual Report of the Company has been uploaded on the website of the Company which can be downloaded from the following link:

   https://www.gharibwalcement.com/PDF/Annual2025.pdf

   soft copy of the said Annual Report is being emailed to shareholders who have provided their email addresses. Shareholders who wish to receive a hard copy of the annual report should email us at corporate@gwlc.co. We will send a hard copy upon request.

2. **Closure of Shares Transfer Books**

   The Share Transfer Books of the Company will remain closed from October 18, 2025 to October 24, 2025, both days inclusive. Transfer received by the Share Registrar of the Company by close of business (i.e. at 17:00 PST) on October 17, 2025, will be treated as being in time to attend and vote at the meeting.

3. **Participation in Annual General Meeting:**

   a. Individual members must bring their participant's ID number and account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending the Meeting.
   b. A representative of corporate member must bring the certified copy of the Board of Directors' Resolution and/or Power of Attorney with specimen signature of the nominee at the time of attending the Meeting.
   c. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy who will have the right to attend, speak and vote in place of that member.
   d. Forms of proxy must be deposited at Company's Registered Office, First Capital Tower, 1st Floor, 27-H, Gulberg II Lahore, not less than 48 hours before the time of the Meeting. Proxy form(s) received after the said 48 hours i.e., after 11:00 am on October 22, 2025 will not be treated as valid.
   e. A member shall not be entitled to appoint more than one proxy.
   f. Proxy must fulfill requirement of 3(a) or 3(b) as the case may be.
   g. Form of proxy can be downloaded from the Company's website.

4. **Submission of the CNIC/NTN details (Mandatory)**
Individuals, including all joint holders holding physical certificates are therefore requested to submit a copy of their valid CNIC to the Company or its Registrar, if not already provided. The shareholders, while sending CNIC must quote their respective folio numbers. In case of non-receipt of the copy of a valid CNIC, the Company would be constrained under Section 243 (3) of the Companies Act, 2017 to withhold Dividend of such shareholders.

5. **Conversion of shares from Physical Form to Book-Entry form**
Under Section 72 of the Companies Act 2017, all companies must replace physical share certificates with Book-Entry shares. To comply with this requirement and take advantage of Book-Entry share benefits, shareholders holding physical shares are requested to convert their shares to Book-Entry form.

6. **Electronic Credit Mandate for Dividend (Mandatory)**
Under Section 242 of the Companies Act, 2017, listed companies must pay cash dividends to their shareholders electronically, directly into their designated bank accounts. To receive dividends directly into their bank accounts, shareholders with physical share certificates are requested to provide the requisite information (CNIC/NTN, Folio number, name of shareholder, title of bank account, international bank account number (IBAN), email address, mobile number) duly signed and a copy of CNIC/NTN attached therewith to the Company's Share Registrar.

7. **Unclaimed Dividend/Share**
Shareholders who, for any reason, have not claimed their dividend or collected their physical shares are advised to contact our Share Registrar to collect or inquire about their unclaimed dividends or pending shares, if any. Please note that, in compliance with Section 244 of the Companies Act, 2017, any dividends unclaimed for a period of three years from the date they became due and payable will be deposited into the account of the Federal Government. Similarly, unclaimed shares will be delivered to the SECP after completing the stipulated procedure. List of unclaimed dividend can be downloaded from the Company's website.

8. **Zakat Declaration**
To claim exemption from compulsory deduction of Zakat, shareholders are requested to submit a notarised copy of Zakat Declaration Form "CZ-50" on NJSP of Rs.50/- to the Share Registrar of the Company.

9. **Video Conference / Online Facility**
Under Section 134(1)(b) of the Companies Act 2017, if the Company receives consent from members holding 10% or more of the shares, residing in a specific city, at least 10 days before the Annual General Meeting (AGM), we will arrange a video conference facility in that city, subject to availability.

   To use this facility, please provide the following information to the Share Registrar:

   I/We, ________________________________ (name), a member of Pakistan Tobacco Company Limited,

   holding _______________ Ordinary Shares according to Register Folio No. _______________, hereby

   request the video conference facility for the AGM in (Please insert the name of the ____________ City).

   Members can also attend the annual general meeting through online platform. Interested members may request the Company Secretary for provision of this facility by sending requisite information (Name of the Shareholder, CNIC Number, Folio / CDC Account Number, Cell Number, Email Address etc.) through email at corporate@gwlc.co by or before close of business hour (i.e. 17:00 PST) on October 21, 2025.

10. Transactions with related parties, including those with the associated company Balochistan Glass Limited are disclosed in Note 39 of the audited financial statements for the year ended June 30, 2025. The members have already approved, pursuant to Section 199 of the Companies Act, 2017, the facilities extended to Balochistan Glass Limited in the Annual General Meeting held on October 24, 2024, and in the Extraordinary General Meeting held on February 28, 2024.

اطلاع برائے سالانہ اجلاس عام

اس نوٹس کے ذریعے اطلاع دی جاتی ہے کہ غریب وال سیمنٹ لمیٹڈ کا 65واں سالانہ اجلاس عام (AGM) جمعہ 24 اکتوبر 2025 کو دن 11 بجے OBAN ہوٹل، C-II-81، ایم ایم عالم روڈ، گلبرگ III، لاہور میں منعقد ہوگا۔ جس میں درج ذیل معاملات زیرِ بحث آئیں گے۔

عمومی امور

۱۔ پچھلی AGM (جو کہ 24 اکتوبر 2024 کو منعقد ہوئی تھی) کے طے شدہ امور کی تصدیق کرنا۔

۲۔ کمپنی کے ختم ہونے والے سال 30 جون 2025 کے آڈٹ شدہ اکاؤنٹس، اس پر آڈیٹرز اور ڈائریکٹرز کی رپورٹ پر غور کرنا اور اسکی منظوری دینا۔

۳۔ کمپنی کے 30 جون 2026 کو ختم ہونے والے مالی سال کے لیے آڈیٹرز مقرر کرنا اور ان کے معاوضے کی منظوری دینا، کمپنی کی موجودہ آڈٹ فرم" کرسٹن حیدر بھیم جی اینڈ کو چارٹرڈ اکاؤنٹنٹس" نے (دوبارہ تقرری کی اہل ہونے کے ناطے) اپنے آپ کو دوبارہ تعیناتی کے لیے پیش کیا ہے۔

باقی امور

۴۔ چیئرمین کی اجازت سے کسی اور معاملے پر بحث کرنا۔

بحکم بورڈ آف ڈائریکٹرز

کمپنی سیکریٹری

03 اکتوبر 2025

لاہور

نوٹس:

۱۔ سالانہ رپورٹ:

کمپنیز ایکٹ 2017 کے سیکشن (6)223 اور (7)223 اور SRO 2023(1)389 کے تحت کمپنی کے سالانہ رپورٹ کمپنی کی ویب سائیٹ پر شائع کردی گئی ہے، جس کا لنک نیچے دیا گیا ہے۔

https://www.gharibwalcement.com/PDF/Annual2025pdf

اس سالانہ رپورٹ کی کاپی تمام معزز ممبران کو (جنہوں نے اپنے ای میل ایڈریس فراہم کئے تھے) کو بذریعہ ای میل بھیج دی گئی ہیں۔ وہ ممبران جو کتابی شکل میں سالانہ رپورٹ حاصل کرنا چاہتے ہیں وہ ہمیں corporate@gwlc.co پر ای میل کریں۔ ہم ان کو سالانہ رپورٹ کی شائع شدہ کتاب بھیج دیں گے۔

۲۔ شیئرز منتقلی کی کتابوں کی بندش:

کمپنی کی شیئرز منتقلی کی کتابیں 18 اکتوبر سے 24 اکتوبر 2025 (بشمول دونوں دن) تک بند رہیں گی۔ شیئرز منتقلی کی درخواستیں جو کہ 17 اکتوبر 2025 (5:00pm) تک کمپنی کے شیئرز رجسٹرار میسرز کارپلنک پرائیویٹ لمیٹڈ واقع k-1 کمرشل مارکیٹ ماڈل ٹاؤن لاہور کو موصول ہوں گی وہی AGM میں حاضری کے لیے اہل ہوں گی۔

۳۔ AGM میں شرکت:

a. تمام ممبرز جنہوں نے اپنے شیئرز سنٹرل ڈیپازٹری کمپنی (CDC) میں جمع کیے ہیں وہ میٹنگ میں شمولیت کے لیے اپنا شناختی کارڈ یا پاسپورٹ اور CDC میں اپنا شناختی نمبر اپنا اکاونٹ نمبر یا ذیلی اکاونٹ نمبر ساتھ لائیں۔

b. کارپوریٹ ممبران کے نمائندے اپنے بورڈ آف ڈائریکٹرز کی قرارداد یا پاور آف اٹارنی اور دستخط کا نمونہ ساتھ لائیں۔

c. کوئی بھی ممبر جو کہ میٹنگ میں شمولیت کا حقدار ہو وہ اپنی جگہ کسی دوسرے ممبر کو اپنی جگہ میٹنگ میں شامل ہونے اور ووٹ ڈالنے کے لیے نامزد کرسکتا ہے۔

d. تمام پراکسی فارمز کمپنی کے رجسٹرڈ آفس "فرسٹ فلور فرسٹ کیپیٹل ٹاور H-27 گلبرگ II لاہور" پر اجلاس سے 48 گھنٹے قبل موصول ہوجانے چاہیں۔

e. ایک ممبر ایک سے زیادہ پراکسی نامزد نہیں کرسکتا۔

f. کوئی بھی ممبر جو کہ پراکسی مقرر کیا گیا ہو اس کو چاہیے کہ (a)3 اور (b)3 میں بیان کئے گئے ضابطے کو پورا کرنا ہوگا۔

g. پراکسی فارم کمپنی کی ویب سائٹ سے Download کئے جاسکتے ہیں۔

۴۔ CNIC/NTN کی تفصیلات جمع کرانا (لازمی):

جن شیئر ہولڈرز نے اب تک اپنے درست CNIC یا NTN نمبر کی کاپی جمع نہیں کرائی ان سے درخواست کی جاتی ہے وہ اسے کمپنی کے شیئر رجسٹرار کو جمع کرائیں۔ (سیکشن (3)243، کمپنیز ایکٹ 2017 کے تحت جن شراکت داروں نے CNIC یا NTN جمع نہ کروائی ان کا Dividend روک لیا جائے گا)۔

۵۔ فیزیکل شیئر کی بک انٹری فارم میں تبدیلی:

کمپنی ایکٹ 2017 کی شق 72 کے مطابق ہر کمپنی پر لازم ہے کہ وہ اپنے فزیکل شیئرز کو بک اینٹری فارم کے ساتھ تبدیل کرائے۔ فیزیکل شیئرز رکھنے والے شیئر ہولڈرز سے گزارش ہے کہ وہ بک انٹری شیئرز کے فوائد کے حصول اور تقاضوں کی تکمیل کے لیے شیئرز کو بک انٹری فارم میں منتقل کریں۔

۶۔ ڈیویڈنڈ کی ادائیگی کا طریقہ:

کمپنیز ایکٹ 2017 کے سکشن 242 کے تحت لمیٹیڈ کمپنیز نقد ڈیویڈنڈ کی ادائیگی صرف بنک اکاؤنٹس میں کرسکتی ہے۔ لہذا تمام ممبران جو کہ فزیکلی شکل میں شیئرز رکھتے ہیں وہ (CNIC/NTN، شیئر کے فولیو نمبر، شیئر ہولڈر کا نام، بینک اکاؤنٹ کا نام، بنک اکاؤنٹ نمبر (IBAN)، ای میل ایڈریس اور موبائل نمبر شیئر رجسٹرار کو جمع کروائیں)۔

۷۔ غیر کلیم شدہ ڈیویڈنڈ شیئرز:

وہ شیئر ہولڈرز جو کسی نہ کسی وجہ سے اپنے ڈیویڈنڈ شیئرز کا کلیم نہ کرسکے یا اپنے فزیکل شیئرز وصول نہ کرسکے، ان سے گذارش ہے کہ وہ غیر کلیم شدہ ڈیویڈنڈ یا التواشدہ شیئرز، اگر کوئی ہیں، حاصل کرنے/ان کی معلومات کے لیے ہمارے شیئر رجسٹرار میسرز کارپ لنک (پرائیویٹ) لمیٹڈ K-1 کمرشل، ماڈل ٹاون لاہور سے رابطہ کریں۔ برائے مہربانی نوٹ فرمالیں کہ کمپنیز ایکٹ 2017 کی دفعہ 244 کے مطابق تمام کاروائیاں مکمل کرنے کے بعد تمام ڈیویڈنڈز جن کی ادائیگی کی تاریخ سے تین سال کی مدت تک کوئی کلیم نہ کیا گیا ہو، وفاقی حکومت /SECP کے کھاتے میں جمع کروادیئے جائیں گے اور شیئرز کی صورت میں سیکورٹی اینڈ ایکسچینج کمیشن آف پاکستان کو پہنچادیئے جائیں گے۔ غیر کلیم شدہ ڈیویڈنڈ کی لسٹ کمپنی کی ویب سائیٹ سے حاصل کی جاسکتی ہے۔

۸۔ زکوۃ کی کٹوتی:

ممبران سے گزارش ہے کہ زکوۃ سے استثنٰی کے لیے فارم "CZ-50" کی تصدیق شدہ نقل 50 روپے کے غیر عدالتی اسٹامپ پیپر پر کمپنی کے شیئر رجسٹرار کو جمع کروائیں۔

۹۔ وڈیو کانفرنس کی سہولت کے لیے درخواست:

کمپنیز ایکٹ کے سیشن 134(1)(b) کے تحت اگر کمپنی کو 10% یا زیادہ شیئر رکھنے والے ممبران کی طرف سے درخواست موصول ہو تو کمپنی اس شہر میں وڈیو کانفرس کی سہولت کا انتظام کرے گی آیا کہ اس شہر میں ایسی سہولت موجود ہو۔ مگر اس کے لئے ضروری ہے کہ ایسی کوئی بھی درخواست کمپنی کہ AGM کی تاریخ سے 10 دن پہلے موصول ہوجائے۔

اس سلسلے میں براہ کرم درج ذیل فارم کو پر کریں اور میٹنگ کے انعقاد سے 10 یوم پہلے کمپنی کے رجسٹرڈ ایڈریس پر موصول ہوجانے چاہیں۔ مذید اگر 10% یا اس سے زیادہ شیئر زرکھنے والے ممبران کی طرف سے یہ درخواست موصول ہو تو کمپنی میٹنگ کے وقت سے 5 دن پہلے تک تمام انتظامات مکمل کرکے ممبران کو اس بارے مطلع کرے گی۔

میں/ہم/میسرز ________________ جو کہ غریب وال سیمنٹ کے شیئر نمبر ________________ سے لیکر ________________

رکھتے ہیں درخواست کرتے ہیں کہ ہمارے شہر ________________ میں وڈیو کانفرنس کی سہولت مہیا کی جائے۔

ممبر/ممبران کے دستخط

(براہ اکرام کارپوریٹ ادارے کی صورت میں کمپنی کی مہر لگائیں)

ممبران آن لائن پلیٹ فارم کے ذریعے بھی میٹنگ میں شامل ہوسکتے ہیں جس لے لیے وہ اپنے نام CNIC نمبر، فولیو نمبر، موبائل نمبر اور ای میل ایڈریس کی معلومات کے ہمراہ کمپنی سیکریٹری کو بذریعہ ای میل 21 اکتوبر 2025 شام 5 بجے سے پہلے corporate@gwlc.co پر آگاہ کریں۔

۱۰۔ متعلقہ فریقین کے ساتھ لین دین کی تفصیلات سالانہ گوشواروں کے نوٹ نمبر 39 میں بیان کی گئی ہیں۔ "بلوچستان گلاس لمیٹڈ" کے ساتھ ممبران پہلے ہی کمپنیز ایکٹ 2017 کی دفع 199 کے تحت 24 اکتوبر 2024 اور 28 فروری 2024 کو منعقدہ اجلاس میں اس لین دین کی توثیق کرچکے ہیں۔

GOVERNANCE

COMPANY INFORMATION

BOARD OF DIRECTORS

- Khalid Siddiq Tirmizey
  Chairman - Independent Director
- Muhammad Tousif Peracha
  Chief Executive Officer
- Abdur Rafique Khan
  Executive Director
- Shafqaat Ahmed
  Independent Director
- Mustafa Tousif Ahmed Paracha
  Executive Director
- Amna Khan
  Non-Executive Director
- Main Nazir Ahmed Peracha
  Non-Executive Director
- Faisal Aftab Ahmad
  Independent Director
- Daniyal Jawaid Peracha
  Non-Executive Director

AUDIT COMMITTEE

- Shafqaat Ahmed
  Chairman
- Khalid Siddiq Tirmizey
  Member
- Faisal Aftab Ahmad
  Member

HRR COMMITTEE

- Khalid Siddiq Tirmizey
  Chairman
- Muhammad Tousif Peracha
  Member
- Shafqaat Ahmed
  Member

EXTERNAL AUDITORS

Kreston Hyder Bhimji & Co
Chartered Accountants
Amin Building, The Mall, Lahore

LEGAL ADVISORS

Raja Muhammad Akram
Legal Advisors
Main Gulberg, Lahore.

KEY MANAGEMENT PERSONNEL

- Muhammad Tausif Peracha
  Chief Executive Officer
- Muhammad Shamail Javed FCA
  Chief Financial Officer
- Farukh Naveed ACA
  Company Secretary & Deputy CFO
- Ali Rashid Khan
  Director Operation
- Abdul Shoeb Piracha
  Director Commercial
- Syed Firasat Abbas
  Executive Director Officer-Plant
- Rana Muhammad Ijaz
  General Manager Sale
- Muhammad Tahir
  Head Internal Audit
- Lt Col (R) Nasir Ali
  Head Administration & HR

SHARE REGISTRAR

Corplink (Private) Limited,
Wings Arcade, 1-K, Commercial,
Model Town, Lahore.

BANKERS

- Al Baraka Bank Pakistan Limited
- Allied Bank Limited
- Askari Bank Limited
- Bank Al Habib Limited
- Faysal Bank Limited
- First Habib Modaraba
- Habib Bank Limited
- Habib Metropolitan Bank
- MCB Bank Limited
- National Bank of Pakistan
- Pak China Investment Company
- Pair Investment Co Ltd
- Bank Makramah Limited
- The Bank of Punjab
- United Bank Limited

MISSION & VISION

MISSION

We are committed to be a profitable company by providing high quality products and services to our customers through a competent, efficient and motivated team supported by the latest technology in an eco-friendly manner, thereby achieving the financial objectives of our shareholders, whilst adding value to community.

VISION

We are envisioned to be a leading partner in nation building, and the most preferred cement brand by maintain your reputation as 'symbol of quality'.

CORE VALUE

We execute our mission standing firm around our core values and the beliefs that reflect what is truly important to us as an organization. These are not values that change from time to time but rather these are the foundations of our company culture.

CORE VALUE

INTEGRITY

We are committed to enforcing good corporate governance practices and interacting with our stakeholders according to our value system and principles.

TECHNOLOGY

We believe that innovation and high efficiency are part of our competitive advantage that can only be achieved through the use of the latest technology.

PROFIT

Unless we continue to meet our profit objective, we will znot be able to achieve our other corporate objectives.

SAFETY

A safe environment, a safe product and a safe organization are our commitments.

QUALITY

We stand for quality in all our processes and products, knowing that high standards are the only possible way to success and deliver value to our customers.

CUSTOMERS

Our customers are the reason of our being and we work to meet their expectation and provide them with added value product they need.

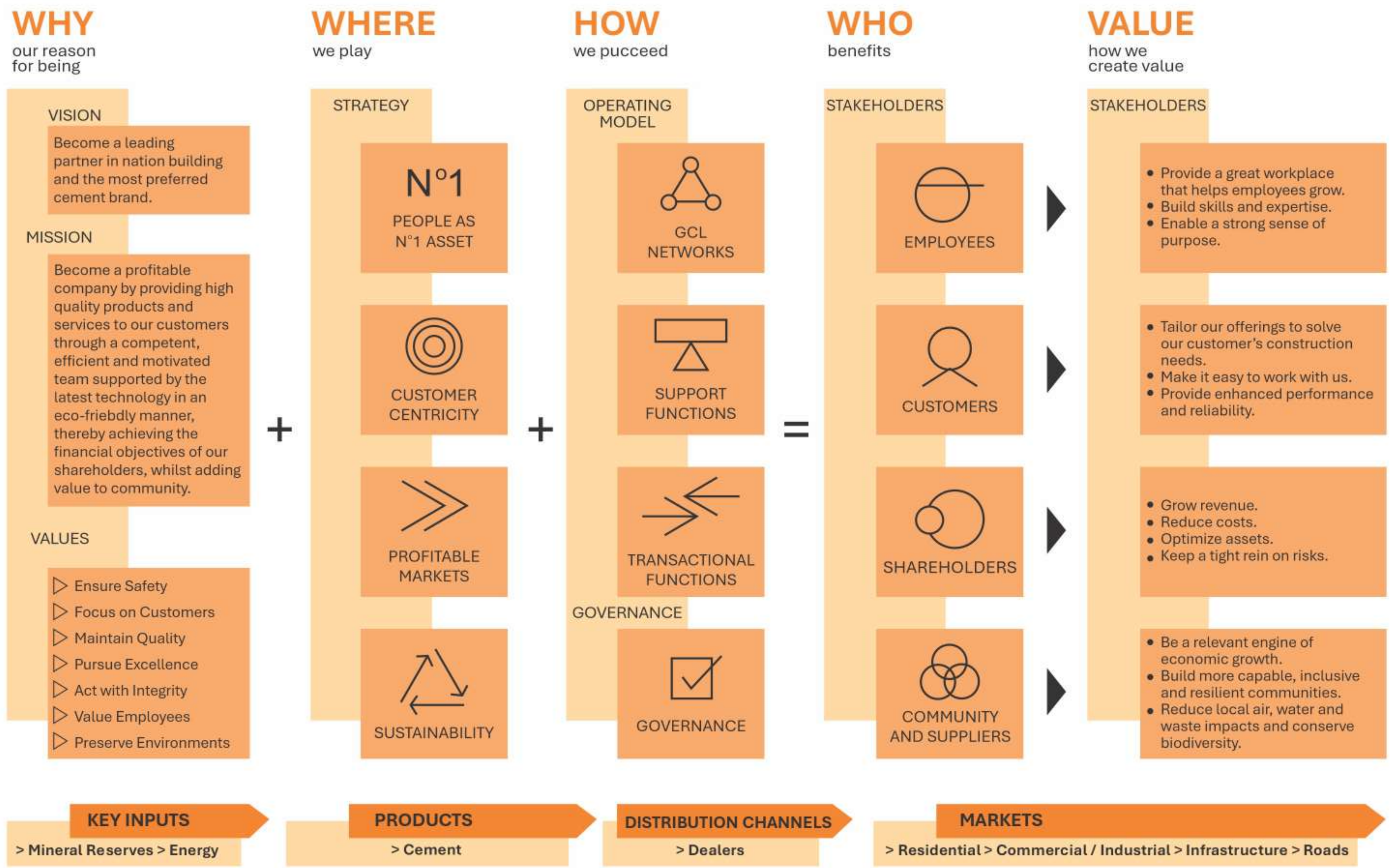
EMPLOYEES

We consider people as our most valuable assets and provide an environment whereby our people can excel, develop and grow with the Company.

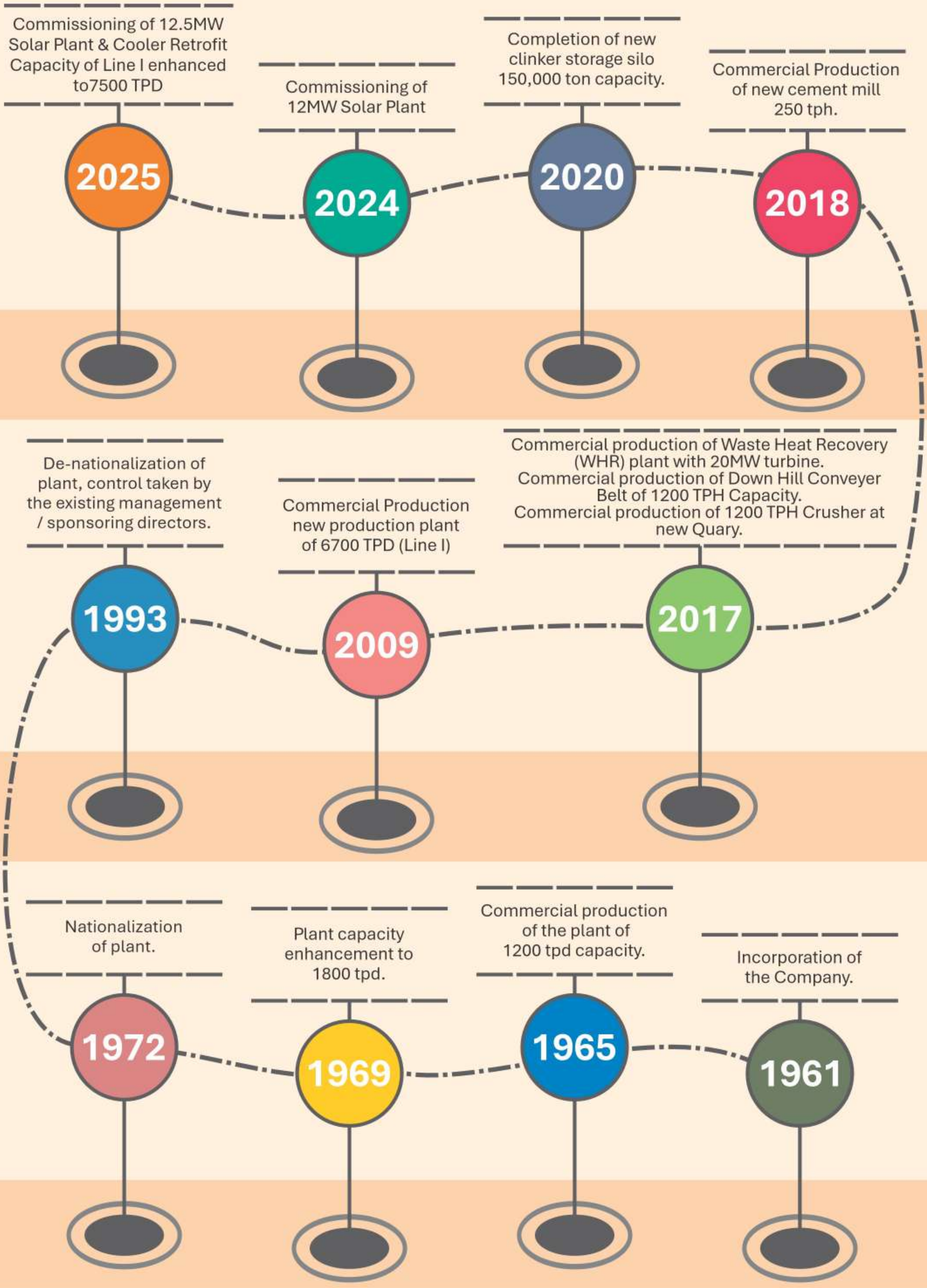
INNOVATION

We believe that innovation and high efficiency are part of our competitive advantage that can only be achieved through the use of the latest technology.

OUR VISION AND VALUE CREATION MODEL



COMPANY TIME LINE



DIRECTORS' PROFILE

Muhammad Tousif Peracha (Chief Executive Officer)

He is a seasoned industrialist. He has vast geographically spread business experience of more than 30 years in the field of international shipping, petroleum products, textile, real estate development, glass, cement, auto mobile manufacturing. He is also Chairman of Baluchistan Glass Limited and Orion Shipping (Pvt) Limited.

Abdur Rafique Khan (Executive Director)

He holds degree of MBA from IBA Karachi. He started his career as banker in Citi Bank N.A. He has vast geographically spread business experience of more than 40 years in the field of international shipping, trading, hotel, and cement.

Mustafa Tousif Ahmed Paracha (Executive Director)

He holds a BSc in Business Management from Queen Mary, University of London. with extensive board-level strategic experience, he drives key initiatives that promote sustainable growth. His diverse interests in the UK property market and Nigeria's shipping industry show case his global business acumen.

Amna Khan (Non-Executive Director)

Ms. Amna Khan holds a Bachelor's degree in Psychology and English Literature and a Master's degree in Educational Counselling from McGill University, Montreal, in addition to a CELTA Teaching Certificate from Dubai. She has served as a Executive Director of Gharibwal Cement Limited for several years, contributing actively to the Company's strategic oversight.

Khalid Siddiq Tirmizey (Chairman - Independent Director)

He holds degrees of MBA from IBA Karachi and Masters in Economics from University of The Punjab. He has over 41 years of experience working at several leading commercial banks in the country where he ascended through a series of increasingly responsible positions including heading bank's investment banking, retail banking, credit and marketing businesses, country head, MD, Deputy CEO, and acting CEO.

Shafqaat Ahmed (Independent Director)

Shafqaat Ahmed has over 48 years of banking experience in Corporate Finance and Capital Markets. He established Albaraka Bank in Pakistan, serving as CEO and President from 1992 to early 2018, overseeing two major mergers. He holds a degree in Economics from Foreman Christian College and is a Fellow of the Institute of Bankers in Pakistan.

DIRECTORS' PROFILE

Mian Nazir Ahmed Peracha (Non-Executive Director)

He is a versatile, well known seasoned business man having geographically spread industry experience in cement, fertilizer, textile, jute, rice, shipping, sugar, and trading. He performed activities of Honorary Consul General of Tajikistan in Lahore. He also severed as director of the Bank of Punjab.

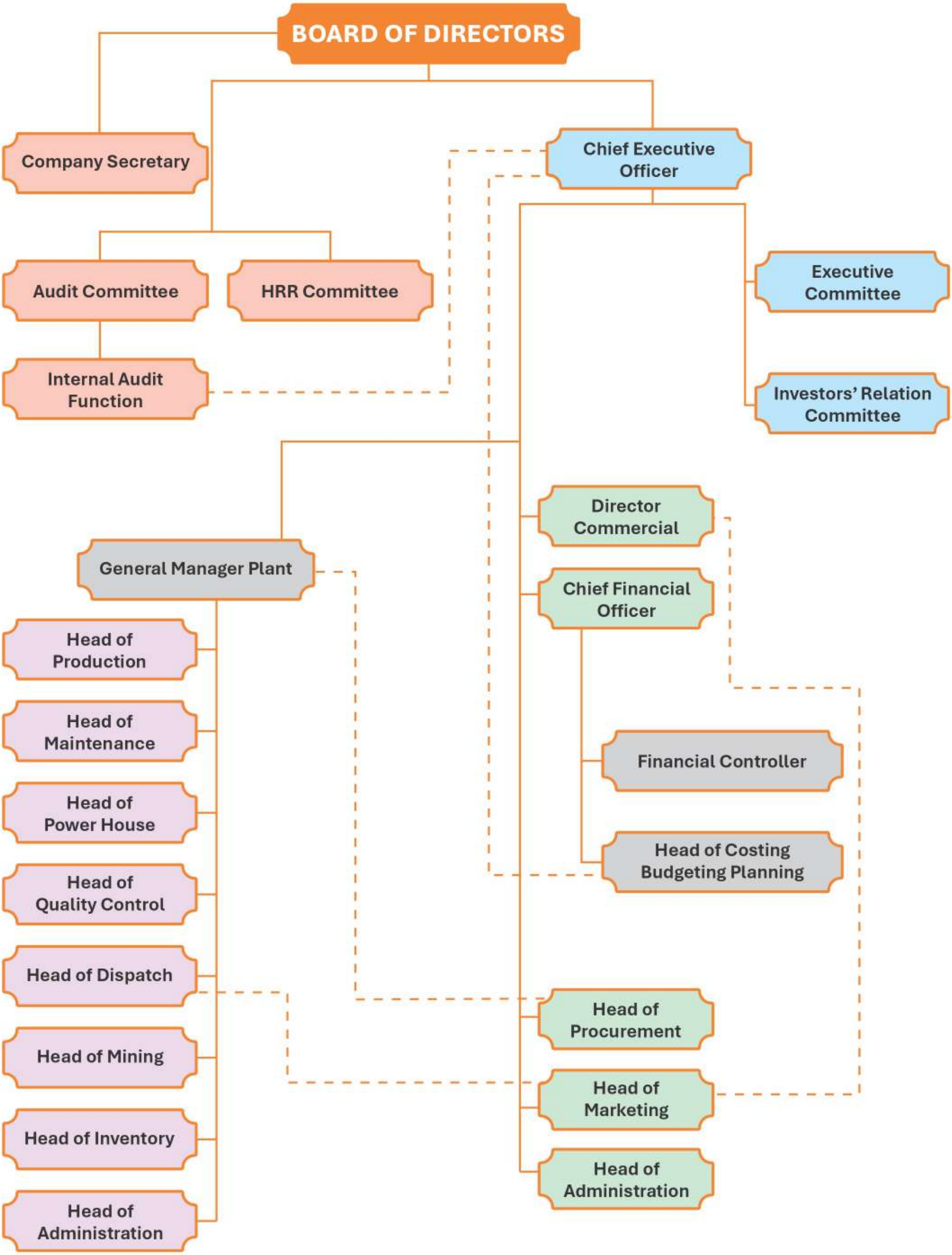
Faisal Aftab Ahmad (Independent Director)

He is a Qualified Chartered Accountant and has Diversified Experience for mor than 16 years in the field of Financial Advisory and Tax Planning.

Daniyal Jawaid Paracha (Independent Director)

He is an Associate member of Institute of Chartered Accountants in England and Wales, Institute of Chartered Accountants of Pakistan, Association of Chartered Certified Accountants (UK). He has hands on experience for more than 10 years in the Audit and Business Assurance Services as well as Taxation and Legal Service department.

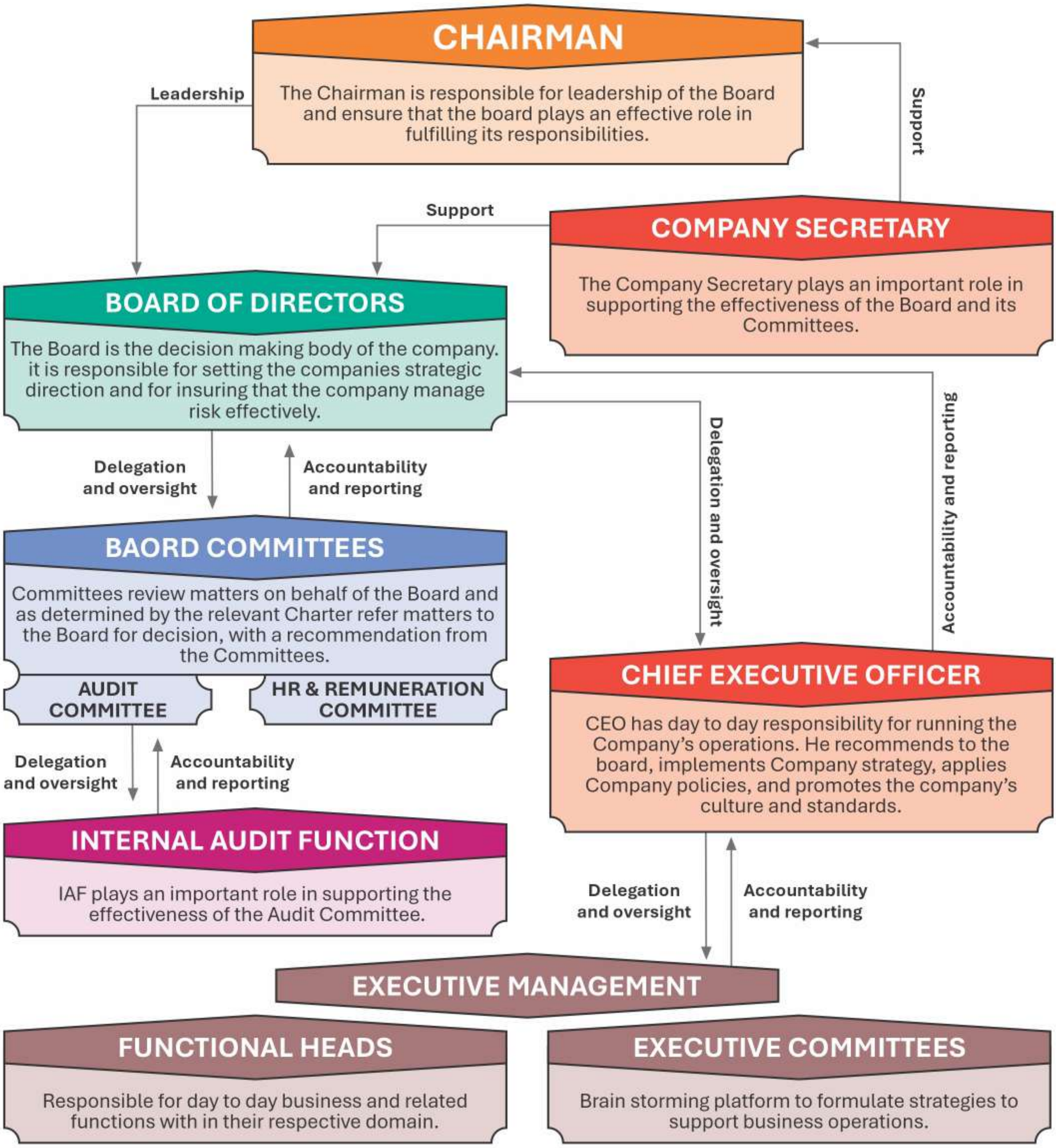
ORGANIZATION CHART



GOVERNANCE MODEL

THE BOARD ARE ACCOUNTABLE TO SHAREHOLDERS FOR THE COMPANY'S PERFORMANCE AND GOVERNANCE. THE BOARD HAS DELEGATED TO THE CEO AND, THROUGH THE CEO TO OTHER SENIOR EXECUTIVES, RESPONSIBILITY FOR THE DAY-TO DAY MANAGEMENT OF THE COMPANY'S AFFAIRS AND IMPLEMENTATION OF THE COMPANY'S STRATEGY AND POLICY INITIATIVES. ALL EXECUTIVES ARE TO OPERATE IN ACCORDANCE WITH BOARD APPROVED POLICIES AND DELEGATED LIMITS OF AUTHORITY.

THE DIAGRAM BELOW SUMMARIES GCL'S GOVERNANCE FRAMEWORK AND THE FUNCTIONS RESERVED FOR THE BOARD.



BOARD OF DIRECTORS

The board is the decision making body of the company. It is responsible for setting the companies strategic direction and for insuring that the company manage risk effectively.

The Board's responsibilitie include:

- Oversight of the Company including its control and accountability systems;
- appointing, rewarding and determining the duration of the appointment of the CEO and ratifying the appointment of senior executives including the Chief Financial Officer and the Company Secretary;
- Rewieving and approving overall financial goals for the Company;
- Guiding the development of the Company's strategy and monitoring its implementation;
- Monitoring business performance and ensuring that appropriate resources are available;
- Approving the Company's financial statements and annual budget, and monitoring financial performance against the approved budget;
- Reviewing, ratifying and monitoring systems of risk management and internal control, codes of conduct and legal compliance (including in respect of matters of sustainability, safety, health and environment); key management recommendations (such as major capital expenditure, acquisitions divestments, restruc turing and funding);
- Determining dividend policy and the amount, nature and timing of dividends to be paid;
- Monitoring Board composition, processes and performance; and
- Monitoring the effectiveness of systems in place for keeping the market informed, including shareholder and community relations.
- risk of default concerning obligations on any loans (including penalties and other dues to a creditor, bank or financial institution), or any other debt instrument;
- annual business plan, cash flow projections, forecasts and strategic plan;
- budgets including capital, manpower and overhead budgets, along with variance analysis; matters recommended and/or reported by the audit committee and other committees of the board;
- quarterly operating results of the company;
- internal audit reports, including cases of fraud, bribery, corruption, or irregularities of material nature;
- management letter issued by the external auditors;
- promulgation of or amendment to a law, rule or regulation, applicability of financial reporting standard and such other matters as may affect the company and the status of compliance therewith;
- Status and implications of any law suit or proceedings (show cause notice, demand or prosecution notice) of material nature, filed by or against the company;
- Failure to recover material amounts of loans, advances, and deposits made by the company, including trade debts and inter corporate finance;
- Any significant accidents, fatalities, dangerous occurrences and instances of pollution and environmental problems involving the company;
- Report on governance, risk management and compliance issues;
- Disputes with labor and their proposed solutions, any agreement with the labor union or collective bargaining agent and any charter of demands on the company;
- Reports on /synopsis of issues and information pursued under the whistle blowing policy,
- Implementation of environmental, social and governmental and health and safety business practices including report on corporate social responsibility activities; and
- Quarterly details of foreign exchange exposures and the safeguards taken by management against adverse exchange rate movement, if material.

Composition of the Board

The Company's Constitution provides that there shall be a minimum of seven directors and a maximum of ten directos on the Board. The composition of the Board shall be as follow as per corporate laws:

Independent Directors	2 or 1/3 of total member whichever is higher
Executive Directors	1/3 of total members at maximum
Female Directors	At least one member

The roles of the Chairman and the CEO are not exercised by the same individual. Last election of directos were held during February 2024 and next election of directors shall be due during February 2027.

Meeting of Board

The Board meets at least once during a quarter. The chairman sets the agenda of the meeting of the board and ensures that reasonable time is available for discussion of the same. All written notices and relevant material, including the agenda, of meetings are circulated at least seven days prior to the meetings, except in the case of emergency meetings, where the notice period may be reduced or waived.

The chairman ensures that the minutes of meetings of the board of directors are kept in accordance with the requirements of Section 178 and 179 of the Act. The company secretary acts as secretary to the board.

The Chief Financial Officer and the Financial Controller/ Company Secretary of the Company attend all meetings of the board of directors.

Issues to be placed for decision of Board of Directors

The Chief Executive Officer of the Company places significant issues for the information, consideration and decision, as the case may be, of the board of directors or its committees that include but are not limited to the following:

Skills and Diversity of Board

The Board actively seeks to ensure that it has an appropriate mix of diversity (including gender diversity), silks, experience and expertise to enable it to discharge its responsibilities effectively and to be well equipped to assist our Company to navigate the range of opportunities and challenges we face.

To assist in identifying areas of focus and maintaining an appropriate and diverse mix in its membership, the Board utilizes a skills matrix which is reviewed by the Board on a regular basis. It is an important, but not the only, basis of criteria applying to Board appointments.

Element	Skills
Leadership	Executive Leadership
	Health, Safety & Environment
Portfolio	Strategy, Financial Acumen, Risk Management Global
	Experience, Market and Customer Knowlege Innovation
	Change and Transition Information technology
People	Organisational Sustainability Remuneration and rewards
Governance	Governance and regulation Board Experience

Directors' Training Program

The company makes appropriate arrangements inhouse to carry out orientation courses for their directors to acquaint them with these Regulations, applicable laws, their duties and responsibilities to enable them to effectively govern the affairs of the listed company for and on behalf of shareholders.

A newly appointed director on the board is acquire, unless exempted or already in possession of the required certification, the directors training program certification within a period of one year from the date of appointment as a director on the board.

Three directors of the Company have already possessed the directors training program certification. Four directors of the company qualify for the exemption from the directors training program based on their education and experience on the board of a listed company.

Continuous Disclosure

The Company appreciates the importance of timely and adequate disclosure to the market. It is committed to making timely and balanced disclosure of all material matters, and maintaining effective communication with its shareholders and investors so as to give them ready access to balanced and understandable info-rmation.

The Company has in place mechanisms designed to ensure compliance with all relevant disclosure laws and PSX Rule requirements under the Continous Disclosure Policy adopted by the Board. These mechanisms also ensure accountability at a senior executive level for that compliance.

Non-Executive Director

Six non-executive directors are required on the board of nine directors. The Board considers the extent of the involvement of the directors in managing the affairs of the company rather than their pecuniary interests as guiding factor in distinguishing between executive and non-executive directors of a company.

Director Independence

Minimum three independent directors are required on the board. The Board assesses the independence of the non-executive directors in light of their interests, positions, associations and relationships with the Company or its associated companies / undertakings; and his ability to reasonably exercise independent business judgement with being subservient to any form of conflict of interest.

Chairman's appointment and responsibilities

The Board selects the Chairman form the non-executive Directors. The Chairman leads the Board and is responsible for the efficient organisation and effective functioning of the Board. He ensures that Directors have the opportunity to contribute to Board deliberations. The Chairman regularty communicates with the CEO to review key issues and performance trends. He also represents the Company in the wider community.

Chief Executive Officer appointment and responsibilities

CEO has day to day responibility for running the Company's operations. He recommends to the board, implements Company strategy, applies Company policies, and promotes the company's culture and standards. The Board appoints any person, including an elected director, to be the chief executive officer for the a term of three years within fourteen days from the date of Directors' elections. The terms and condition of appointment of the CEO is determined by Board of the Company.

Communications with Shareholders

The Company's policy is to promote effective two-way communication with shareholders and other they undersdtand GCL's business, governance, financial performance and prospects, as well as how to access relevant information about GCL and its corporate activities.

Annual Reporting

Shareholders may elect to receive annual reports electronically or to receive notifications via email when reports are available online. Hard copy annual reports are provided to those shareholders who elect to receive them. While companies are not required to send annual reports to shareholders other than those who have elected to receive then.

The CEO and Chief Financial Officer are responsible for determining whether or not information is required to be disclosed to the PSX. Announcements relating to significant matters, such as results or other corporate matters which involve signigicant financial or requtational risk, are referred to the Board for Approval. The Company Secretary will endevour to notify all other directors of the possible disclosure considerations and invite them to particiapate in any discussions and disclosure decisions where possible.

Materiality approach adopted by the Management

Information and events are considered to be material if, individually or in aggregate, they have significant impact on the Company's performance or profitability which in turn can influence the economic decisions of the Company's Stakeholders.

Assessment of materiality levels other than those provided under the regulations is matter of professional judgment and is organization specific. The management has defined procedures, assumptions and factual base for identifying and categorizing the materiality base in order to discharge its responsibility to identify, control and reduce business risks that may affect the entity's ability to achieve its objectives.

The specific materiality thresholds are defined and approved by the Board. As part of the Company's policy, the management discloses the transaction and events falling in this materiality threshold to the Board of Directors. In addition to it, the management is also responsible for apprising the board members with all unusual items or events.

As a rule of thumb, the Company uses the following matrix to determine the materiality level:

- 5% of profit before tax
- 1/2 % of total assets
- 1% of equity
- ½% of net sales
- Unusual Transaction exceeding Rs. 100,000/-

Company announcements

All formal reporting and Company announcements made to the PSX are published on GCL's website after confirmationof lodgment has been received from the PSX. Furthermore, announcements are also sent to major newspaper for broader dissemination when required.

General meetings

GCL encourages shareholders to attend and participate in all general meetings including annual general meetings. Shareholders are entitled to ask questins about the management of the Company and of the auditor as to its conduct of the audit and preparation of its reports.

Notices of Meeting are accoumpanied by explanatory notes to provide shareholders with information to enable them to decide where to attend and how to vote upon the business of the meeting. Full copies of Notices of meeting and explanatory notes are posted on GCL's website. If shareholders are unable to attend general meetings, they may vote by appointing a proxy using the form attached to the Notice of Meeting or an online facility.

At the Annual General Meeting, shareholders have a reasonable opportunity to ask the external auditor questions in relation to the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the financial statments of the Company, and the independence of the external auditor in relation to the conduct of the audit.

PERFORMANCE EVALUATION PROCESS

The following table explains the Company's performance evaluation processes for the Board, Committees, individual Directors and senior exevutives.

Board, Committees & Directors	CEO	Senior Executive
The Board undertakes an evaluation of the performance of the Board, its Committees, individual Directors and the Chairman at least annually. The evaluation encompasses a review of the structure and operation of the Board, the skills and characteristics required by the Board to maximise its effectiveness and whether the blending of skills, experience and expertise and the Board's practices and procedures are appropriate for the present and future needs of the Company. Steps involved in the evaluation include the completion of a questionnaire by each Director, review of responses to the questionnaire at a Board Meeting, and a private discussion between the Chairman and each other Director.	On an annual basis, the Remuneration Committee and subsequently the Board formally review the per formance of the CEO. The criteria assessed are both qualitative and quantitative, and include profit performance, other financial measures, safety performance and strategic actions.	The CEO annually reviews the performance of each of Company's senior executives, being members of the Executive Committee, using criteria consistent with those used for reviewing the CEO. The performance of senior executives is reviewed annually against appro priate measures as part of Company's performance management system, which is in place for all managers and staff. The system includes processes for the setting of objectives and the annual assessment of performance against objectives and workplace style and effectiveness. The CEO reports to the Board through the Remuneration Committee on the outcome of those reviews.
An evaluation of the performance of the Board, its Committees and individual Directors took place in FY-2025 in accordance with the process described above.	An evaluation of the performance of the CEO took place in FY-2025 in accordance with the process described above.	An evaluation of the performance of senior executives of GCL took place in FY-2025 in accordance with the process described above.

Remuneration of Independent

The independent Directors do not receive any remuneration or other performance related incentives, nor are there any schemes for retirement benefits for non-executive Directors.

The remuneration of an independent director for attending meetings of the Board of Directors or its Committees is from time to time to be determined and approved by the Board of Directors.

Remuneration of Senior Executives

GCL's remuneration policy and practices for senior executives are designed to attract, motivate and retain high quality people. The policy is built around principles that:

- executive rewards be competitive in the markets in which GCL operates;
- executive remuneration has an appropriate balance of fixed and at risk reward;
- remuneration be linked to GCL's performance and the creation of shareholder value;
- at risk remuneration for executives has both short and long-term components; and
- a significant proportion of executive reward be dependent upon performance assessed against key business measures.

These principles ensure that the level and composition of remuneration is sufficient and reasonable and that its relationship to corporate and individual performance is defined.

AUDIT COMMITTEE

The Board has constituted a well-qualified Audit Committee. All the members of the Committee are Non-Executive Directors. They possess sound knowledge on accounts, audit, finance, taxation, internal controls, manufacturing process and management. Chairman of the Audit Committee is an Independant director and Company Secretary acts as secretary to the committee.

The Board of Directors, unless they have strong grounds otherwise, acts in accordance with the recommendations of the Audit Committee in the following matters:

1. Review of quarterly, half yearly and annual financial statements of the Company, prior to their approval by the Board of Directors, focusing on:

   - Major judgmental areas,
   - Significant adjustments resulting from the audit,
   - The going concern assumption,
   - Any change in accounting policies and practices,
   - Compliance with applicable accounting standards, and
   - Compliance with listing regulations and other statutory and regulatory requirements.

2. Review of preliminary announcements of results prior to publication.

3. Facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of Management, where necessary).

4. Review of Management Letter issued by external auditors and Management's response thereto.

5. Ensuring coordination between the internal and external auditors of the Company.

6. Appointment and remuneration of external auditors;

7. Review of the scope and extent of internal audit and ensuring that the internal audit function has adequate resources and is effectively working within the Company.

8. Consideration of major findings of internal auditors and Management's response thereto.

9. Ascertaining that the internal control system including financial and operational controls, accounting system and reporting structure are adequate and effective.

10. Determination of compliance with relevant statutory requirements.

11. Monitoring compliance with the best practices of corporate governance and identification of significant violations thereof.

12. Review of Related Party transactions entered into during the year.

13. Determination of appropriate measures to safeguard the Company's assets.

HUMAN RESOURCE & REMUNERATION (HRR) COMMITTEE

The Committee meets on as required basis or when directed by the Board of Directors. The Company Secretary acts as Secretary of the Committee and submits the minutes of the meeting duly signed by its Chairman to the Company Secretary. These minutes are then circulated to the Board of Directors.

The role of the Human Resources & Remuneration Committee is to assist the Board of Director in its oversight of the evaluation and approval of the employee benefit plans, welfare projects and retirement benefits. The Committee recommends any adjustments, which are fair and required to attract / retain high caliber staff, for consideration and approval. The Committee has the following responsibilities, powers, authorities and discretion:

The Board of Directors, unless they have strong grounds otherwise, acts in accordance with the recommendations of the Audit Committee in the following matters:

1. Formulate and review human resource management policies and plan for consideration of the Board;

2. Conduct periodic reviews of the Employees Appraisal, Bonuses and incentives for outstanding performance.

3. Periodic reviews of the amount and form of reimbursement for terminal benefits in case of retirement and death of any employee in relation to current norms.

4. Consider any changes to the Company's retirement benefit plans including gratuity, leaves encashment based on the actuarial reports, assumptions and funding recommen-dations.

5. Recommend financial package for CBA agreement to the Board of Directors.

6. Ensure that succession plans are in place and review such plans at regular intervals for those executives, whose appointment requires Board approval (under Code of Corporate Governance), namely, the Chief Financial Officer, the Company Secretary and the Head of Internal Audit, including their terms of appointment and remuneration package in accordance with market positioning.

7. Conduct periodic reviews of the amount and form of Directors' compensation for Board and Committee services in relation to current norms. Recommend any adjustments for Board consideration and approval.

INVESTORS' RELATIONSHIP COMMITTEE

The Board has constituted Investors' Relationship Committee. This Committee is responsible for the satisfactory redressal of investors' complaints and recommends measures for overall improvement in the quality of investor services. The Committee also looks into allotment of shares kept in abeyance, allotment of shares on exercise of the stock options by the employees and allotment of privately placed preference shares, debentures and bonds, if any.

The Committee is headed by Muhammad Tousif Peracha (CEO).
Farukh Naveed, Company Secretary, is designated as the "Compliance Officer" who oversees the satisfactory clearance of the investors' grievances.

The company has appointed Share Registrar for all Share related matters like transfer, transmission, Dividend, etc. Investors are requested to get in touch with the Share Registrar.

Corplink (Pvt) Limited,
Shares Registrar, Wings
Arcade, 1-K, Commercial,
Model Town, Lahore.
Tel : (042) 35916714

For any unresolved matters or further queries / clarification, investors may contact the officials from the company.

Farukh Naveed
Company secretary
Tel: (042) 36060605
Email: fn@gwlc.co

CODE OF CONDUCT AND BUSINESS ETHICS

The Company's Code of Business Ethics and Code of Conduct is enforced at all levels fairly and without prejudice. This code is obligatory, both morally as well as legally and is equally applicable to all the directors and employees of the Company.

Policy Statement

- We act with integrity at all times; we are honest and trustworthy.

- We demonstrate respect for our fellow employees, customers and business partners; we listen and seek solutions.
- We are open-minded team players; we foster collaboration while maintaining individual accountability.
- We value new ideas that serve our customers, the business and communities.
- We are dedicated, committed and deliver on our promises.
- We obey the law and comply with this Code of Conduct
- We shall conduct our employment activities with the highest principles of honesty, integrity, truthfulness and honour.
- We shall not make, recommend, or cause to be taken any action, contract, agreement, investment, expenditure or transaction known or believed to be in violation of any law, regulation or corporate policy.
- We shall not use our respective positions in employment to force, induce, coerce, harass, intimidate, or in any manner influence any person, including subordinates, to provide any favor, gift or benefit, whether financial or otherwise, to ourselves or others.
- In business dealings with suppliers, contractors, consultants, customers and government entities, we shall not provide or offer to provide any gratuity, favour or other benefit and all such activities shall be conducted strictly on an arm's length business basis.
- While representing the Company in dealings with third parties we shall not allow ourselves to be placed in a position in which an actual or apparent conflict of interest exists. All such activities shall be conducted strictly on an arm's length business basis.
- All of us shall exercise great care in situations in which a personal relationship exists between an individual and any third party or Government employee or official of an agency with whom the Company has an existing or potential business relationship. Where there is any doubt as to the propriety of the relationship, the individual shall report the relationship to management so as to avoid even the appearance of impropriety.
- We shall not engage in outside business activities, either directly or indirectly, with a customer, vendor, supplier or agent of the Company, or engage in business activities which are inconsistent with, or contrary to, the business activities of the Company.
- We shall not use or disclose the Company's trade secret, proprietary or confidential information, or any other confidential information gained in the performance of Company duties as a means of making private profit, gain or benefit.

WHISTLE BLOWER POLICY

The Audit Committee has laid down a Fraud Risk Management Policy (akin to the Whistle Blower Policy) providing a platform to all the employee, vendors and customers to report any suspected or confirmed incident of fraud/misconduct.

Adequate safeguards have been provided in the FRM Policy to prevent victimization of anyone who is using this platform and direct access to the Chairman of the Audit Committee is also available in exceptional cases. Every effort will be made to treat the complainant's identity with appropriate regard for confidentiality.

For the effective implementation of the policy, the Audit Committee oversee the following:

a. Implementation of the policy and spreading awareness amongst employees;

b. Review all reported cases of suspected fraud / misconduct;

c. Order investigation of any case either through internal audit department or through external investigating agencies or experts;

d. Recommend to the management for taking appropriate actions such as disciplinary action, termination of service, changes in policies & procedure and review of internal control systems;

e. Annual review of the policy.

No whistle blowing incidence was highlighted and reported under the above said procedures during the year.

BUSINESS STRATEGY

At its core, our business strategy has four main elements:

OUR PEOPLE (Value our people as our main competitive advantage)

Our people are our competitive advantage and the reason for our success. That is why we hire the best and work hard to develop and support each and every one of them—so that we all grow successfully. Our approach to talent management is founded on three pillars:

EMPLOY THE RIGHT PEOPLE, IN THE RIGHT PLACE, AT THE RIGHT TIME to perform the right job to achieve our strategy.
ENABLE A DIGITAL, HIGH PERFORMING, AND REWARDING CULTURE to deliver sustainable business value in a safe, ethical workplace.
BUILD, DEVELOP, AND ENABLE OUR WORKFORCE CAPABILITIES to confront challenges and pursue excellence.

PLACING HEALTH AND SAFETY FIRST

Health and safety is our top priority. To ensure we are meeting our goals, four core principles guide every decision we make and action we take:

- Ensure nothing comes before the health and safety of our people, contractors, and communities.
- Make health and safety a personal responsibility by looking after ourselves and each other.
- Strive to create a workplace with zero harm.
- Maintain accountability for health and safety practices.

We are constantly working towards our ultimate target of zero injuries —our Zero4Life commitment.

OUR CUSTOMERS (Help our customers succeed)

WE WANT OUR CUSTOMERS TO VIEW US AS RELIABLE, EASY TO WORK WITH, INNOVATIVE, EXPERT AND PROFESSIONAL; IN SHORT, AN EXCELLENT PARTNER THAT ENABLES OUR CUSTOMERS TO SUCCEED

DELIVERING A SUPERIOR CUSTOMER EXPERIENCE

Today, our operating environment and our customers' expectations are changing rapidly and dramatically. Consequently, we are embarking on a bold path of transformation to enable us to meet those expectations.

Fostering customer centricity We are putting our customers at the center of every action we take and every decision we make. We have organized our company and redesigned our processes to ensure that we create the best possible experience for them.

Already, our customer centricity initiatives focused on pricing policies, sales management, customer segmentation, and the valu proposition we offer to our customers, are integrated into our ongoing operations. While we still have work to do, we have made tremendous progress in these areas.

MARKETS WHERE WE OPERATE (Pursue markets that offer long-term profitability)

Our geographically location provides us with the opportunity for significant value creation through profitable organic growth over the medium to long term. Consequently, we are selective and strategic about where we do business. We will not chase growth simply for the sake of growth. We also will continue to optimize so that we are in the businesses and markets where we can generate significant returns.

FOCUS ON SUSTAINABILITY (Ensure sustainability is fully embedded in our business)

We focus our sustainability efforts on those areas which are deemed to be of greatest significance and value to the Company's continued growth, performance and success; have significant impacts on the economy, environment and society; and that are potentially of significant interest to the most vital stakeholder groups.

Material topics for sustainability performance are identified based on several factors, including alignment with the Company's strategy, objectives, vision, values and brand promise; the past practice of the Company; and internal analysis, debate and discussion on issues raised by our senior management.

Material topics are also chosen based on stakeholders' concerns and feedback, general relevance and likely impact in broader social, economic and environmental contexts, such as the markets in which we operate, energy availability, environmental issues and climate change.

INDIVIDUALLY, EACH ELEMENT ENGAGES AND IMPACTS OUR BUSINESS IN VERY DISTINCT WAYS. COLLECTIVELY, THEY HELP US ACHIEVE OUR MISSION OF BECOMING PROFITABLE COMPANY BY ACHIEVING THE FINANCIAL OBJECTIVES OF OUR SHAREHOLDERS WHILST ADDING VALUE TO COMMUNITY.

CORPORATE SOCIAL RESPONSIBILITY

We take our corporate responsibilities (CSR) seriously and are committed to advancing our policies and systems across the company to ensure we address and monitor all aspects of CSR that are relevant to our business. We expresses our desire to give back to our communities, embrace diversity, sustain the environment and practice sound ethics. We recognize the impacts our decisions have on our stakeholders and work with them to determine mutually beneficial. The Board takes ultimate responsibility for CSR and is committed to developing and implementing appropriate policies while ad ering to a fundamental commitment to create and sustain long term value for shareholders and all stakeholders.

ENVIRONMENT

GCL Operates with consideration for the environment at the core of its activities. It is committed to continual improvement and to creating as sustainable an organization as possible. We have identified our environmental impacts and have created solutions to reduce them.

- We raise awareness of energy consumption.
- We reduce energy use through behavioral change and using new efficient technologies.
- We installed waste heat recovery plant which absorbs the hot gasses of plant and generate electricity using these hot gasses.
- We installed renewable energy resources to eliminate carbon emission to the environment.
- We provide various recycling bins in the office.
- We encourage staff to recycle as much as possible.

COMMUNITY

GCL facilitates co-operation between our business and a number of community organizations, helping to address business and community needs for mutual benefit.

- We create jobs and promote the economy of the region in which we operate.
- We support public development program undertaken in close proximity to our manu facturing site.
- We support schools and hospitals in surrounding of factory.
- We organize madni dastarkhan for general public in the holly month of Ramazan.
- We obey laws and strive to act with integrity in all that we do.

WORKPLACE

We recognize that our staff are our most valuable asset. These initiatives make it easier for you to manage your health and work life balance.

- The diversity of our employees is highly valued and we provide equal opportunities for all.
- We give opportunities for employees to raise their view and be engaged in issues that affect the company.
- We support staff with an extensive learning and development program.
- Individuals are recognized and rewarded on the basis of their own performance and that of GCL.
- We provide a safe and secure workplace.
- We recognize long service through long service award.

MARKETPLACE

This area involves our products, services and supply chain and the costs they impose on society and the environment.

- We conduct business ethically.
- We consider the environmental credentials and life-cycle of all products, services and suppliers.
- Our office supplies are environmentally friendly and sustainable.
- We source from local businesses wherever possible.
- We sell substantial part of our product in domestic market.
- Substantial part of the money we spent to procure material and services flows directly into the domestic economy.

RISK MANAGEMENT

GCL has an Enterprise Risk Management (ERM) function to manage all risks and opportunities that could impact the company's business and objectives. Audit Committee of the Company oversee the ERM function. ERM has become fundamental to supporting top management in the decision-making process, reducing the impact of adverse events, and capitalizing on opportunities resulting from a more complex and uncertain environment.

Risk Management Follows A Process That Emphasizes Risk Discussion and Mitigation at Top Management and Risk Oversight at The Board Level.

Risk agendas are developed on a annual basis, considering all types of risks and emerging concerns that could impact the company in the short, medium, and long term.

Risks are identified considering a combination of a bottom-up and a top-down approach, which also considers identification of potential opportunities.

After the corresponding analysis and assessment, risks are prioritized by estimated impact and probability of materialization, and a mitigation strategy and monitoring plan are defined for their treatment and follow-up.

Other risk management processes within the company, such as internal audits, internal controls, compliance, and financial risk management, complement the ERM function.

CHAIRMAN'S REPORT

Dear Shareholders

It is with great satisfaction that I present this report to the stakeholders of Gharibwal Cement Limited (the "Company"), outlining the performance of the Board of Directors (the "Board") and its pivotal role in guiding the Company's strategic direction during the fiscal year 2025.

The Company continues to operate within a robust governance framework, fully aligned with the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the "Code Regulations"). This framework governs the composition, processes, and protocols of the Board and its committees, thereby ensuring full adherence to the highest standards of corporate governance.

Throughout the year, the Board has diligently discharged its fiduciary and oversight responsibilities, actively engaging in strategic decision-making and risk management. The Board's focus has remained on safeguarding shareholder interests while enabling sustainable growth and operational excellence.

In compliance with the Code Regulations, the Board undertook its annual self-evaluation for the year ended June 30, 2025. The results reaffirm that the Board is functioning effectively, with its contributions significantly supporting the Company's operational and financial progress.

The composition of the Board reflects a strong commitment to diversity and independence, comprising one female director, three independent members, and a mix of executive and non-executive directors. This diversity ensures balanced decision-making and the incorporation of varied perspectives across management, finance, marketing, manufacturing, public relations, and legal expertise.

The Board has also reinforced governance by empowering independent committees, such as the Audit Committee and the Human Resource & Remuneration Committee, to ensure continuous improvement in internal controls, transparency, accountability, and risk management practices. These committees play a central role in strengthening oversight and ensuring compliance with evolving business and regulatory demands.

Aligned with the Company's vision, mission, and values, the Board remains actively involved in monitoring performance. Regular reviews of financial and operational outcomes, coupled with management presentations and auditor insights, enable the Board to provide timely and effective guidance to management.

The Board remains deeply committed to embedding sustainability at the core of Gharibwal Cement Limited's strategy. Guided by our Environmental, Social, and Governance (ESG) agenda, the Company has taken tangible steps to balance growth with responsibility toward the environment, society, and stakeholders.

During the year, the Company successfully commissioned a 12.5MW solar totaling the solar capacity to 24.5MW, which will meaningfully reduce $CO2$ emissions, diversify the energy mix, and contribute to a cleaner environment. This landmark investment underscores our commitment to green energy transition and long-term sustainability. In addition, balancing, modernization, and replacement (BMR) activities on the existing line - such as the cooler retrofit and other energy-efficiency initiatives - are anticipated to further optimize fuel usage and improve overall cost competitiveness.

Together, these initiatives reinforce Gharibwal Cement Limited's pledge to sustainable growth, operational excellence, and responsible corporate citizenship, while creating enduring value for our shareholders and society at large.

Looking ahead, the Board is fully committed to steering the Company toward sustainable growth, operational excellence, and enhanced shareholder value creation. On behalf of the Board, I extend my sincere appreciation to our employees, customers, suppliers, bankers, regulatory bodies, and above all, our esteemed shareholders, for their unwavering trust and support.

KHALID SIDDQIUE TIRMIZEY
Chairman
Lahore: September 23, 2025

DIRECTORS' REPORT TO THE MEMBERS

DIRECTRS' REPORT

The Board of Directors of Gharibwal Cement Limited (the 'Company') is pleased to submit its Report to the shareholders, presenting a comprehensive review of the Company's operational and financial performance for the fiscal year ended June 30, 2025.

This report is accompanied by the annual audited financial statements, the Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Auditors' Reports as required under the Companies Act, 2017. In addition, the annual report includes the statement of pattern of shareholding as at June 30, 2025, and a six-year financial and operational summary for the shareholders' reference.

COMPANY'S FINANCIAL HIGHLIGHTS

During the fiscal year 2024-25, cement producers in the northern region recorded domestic dispatches of 30.726 million tonnes, reflecting a 2.60% decline compared to 31.545 million tonnes in the preceding year. This contraction was driven primarily by subdued construction activity, delays in infrastructure projects, and tight liquidity conditions in the real estate and allied sectors.

Amid these headwinds, your Company achieved total dispatches of 1.220 million tonnes, compared to 1.193 million tonnes last year, reflecting a modest but positive year-on-year growth of 2.3%. Net sales revenue increased by 8.0% to Rs. 19.620 billion (FY 2024: Rs. 18.165 billion). Gross profit rose by 21.5% to Rs. 4.586 billion (FY 2024: Rs. 3.775 billion), primarily supported by energy efficiencies from the previously commissioned 12MW solar power system and the successful cooler retrofit, though the benefit was partially offset by an increase in royalty rates.

In the last quarter, the plant ran close to 90% capacity after the cooler upgrade, increasing production and reducing costs per ton. At the same time, power generation from the Waste Heat Recovery (WHR) plant improved, and new solar capacity began contributing to energy savings. Along with other cost-control efforts, these steps significantly boosted profits for the quarter and strengthened overall results.

EBITDA for FY 2025 stood at Rs. 4.804 billion, reflecting a 17.4% . Finance costs declined on account of scheduled repayments and a downward interest rate trajectory. Conversely, income tax expense increased by 27.3% in line with improved profitability. Consequently, net profit reached Rs. 2.205 billion, up 26.5% from Rs. 1.743 billion last year, translating into earnings per share of Rs. 5.51 versus Rs. 4.35 in FY 2024.

Overall, the Company demonstrated resilience in a challenging environment, with robust EBITDA and bottom-line growth underlining operational strength and positioning the business for future improvement. Key financial highlights for FY 2025 include a solid current ratio of 2.56, reflecting strong liquidity; timely servicing of bank borrowings, rendering the Company virtually debt-free; and substantial contributions to the national exchequer amounting to Rs. 11.435 billion through Income Tax, Sales Tax, and Federal Excise Duty, in addition to significant indirect taxes and levies paid at federal, provincial, and local levels.

CAPACITY EXPANSION AND BALANCING, MODRENIZATION, AND REHABILIATION (BMR)

During the year, the Company achieved significant milestones under its efficiency improvement program. The newly commissioned 12.5MW solar power system commenced operations during the year, effectively doubling the Company's solar generation capacity to 24.5MW and delivering substantial reductions in power costs. The cooler retrofit project was successfully completed and commissioned, enhancing the clinker production capacity of Line-I to 7,500 TPD from 6,700 TPD, thereby improving throughput and energy efficiency. The BMR and expansion plans continue as per schedule.

FORWARD LOOKING STATEMENT

Looking ahead, the Company remains focused on enhancing operational efficiency and maintaining profitability despite prevailing economic and industry headwinds. We anticipate a gradual recovery in cement demand driven by infrastructure development, anticipated government spending, and improving macroeconomic indicators. On the operational front, we will continue to leverage cost optimization measures, including increased reliance on cheap fuels, tighter expense controls, and process efficiencies. In addition, the recently commissioned 12.5MW solar capacity is expected to generate meaningful savings in the coming year. By focusing on efficiency, energy management, and market responsiveness, the Company is well-positioned to sustain margins, strengthen its competitive edge, and capitalize on emerging growth opportunities.

DIVIDENDS
An interim dividend of Rs. 1.00 per share was declared and paid during the year under review, reflecting the Board's commitment to delivering value to shareholders and sharing the benefits of improved profitability and cash flows.

KEY PERFORMANCE INDICATORS
To provide shareholders with a clear view of the Company's progress and financial health, this annual report includes a comprehensive six-year summary of operations, key performance indicators, and detailed financial analyses. Horizontal and vertical analyses, supported by graphical presentations, have been included to enable stakeholders to better understand trends in profitability, liquidity, and overall business performance over time.

BOARD OF DIRECTORS
The Board consists of nine members with diverse experience in business, finance, and operations. The Chairman of the Board is an independent director. During the year under review, the Board convened four times.

Name of director	Category	Attendance
Khalid Siddiq Tirmizey - Chairman	Independent director	4/4
Muhammad Tousif Peracha	Executive director	4/4
Abdur Rafique Khan	Executive director	4/4
Mustafa Tousif Ahmed Paracha	Executive director	4/4
Habiba Tousif Peracha (resigned on 07-11-2024)	Non-executive director - female	1/2
Amna Khan	Non-executive director - female	2/4
Shafqaat Ahmed	Independent director	4/4
Mian Nazir Ahmed Peracha (appointed on 04-12-2024)	Non-executive director	0/2
Faisal Aftab Ahmad	Independent director	4/4
Daniyal Jawaid Peracha	Non-executive director	4/4

DIRECTORS' REMUNERATION
Under the authority vested through the Articles of Association of the Company, the Board of Directors is empowered to determine and approved the remuneration payable to the Directors. Such remuneration is fixed in accordance with the Company's approved policies and in compliance with the applicable provisions of the Compnies Ac, 2017 and the Listed Companies (Code of Corporate Governance) Regulations. The Board of Directors has approved a "Directors' Remuneration Policy," in line with legal framework.

Details of the remuneration paid to the Directors, including the Chief Executive Officer, are disclosed in Note 38 to the audited financial statements.

DIRECTORS' RESPONSIBILITIES
The directors of your Company acknowledge their responsibilities under the Listed Companies (Code of Corporate Governance) Regulations, 2017, and the Companies Act, 2017. The Company has taken all necessary measures to ensure robust Corporate Governance and full compliance with both the Code and the Act. The Directors confirm that:

i. The financial statements prepared by the management of the Company, fairly present its state of affairs, the results of its operations, cash flows, and changes in equity.
ii. Proper books of accounts have been maintained.
iii. Appropriate accounting policies have been consistently applied in the preparation of financial statements, and accounting estimates are based on reasonable and prudent judgment.
iv. International Financial Reporting Standards, as applicable in Pakistan, have been followed in the preparation of financial statements, with any departures adequately disclosed and explained.
v. The system of internal control is well-designed, effectively implemented, and monitored.
vi. There are no doubts regarding the Company's ability to continue as a going concern.
vii. A statement of the pattern of shareholding is included as part of this Annual Report.
viii. A statement detailing shares held by associated undertakings and related persons is also disclosed separately.

BOARD AUDIT COMMITTEE

The Board has constituted a strong Audit Committee comprising three independent directors, each bringing extensive expertise in business, finance, and governance. Chaired by an independent director, the Committee reflects the Board's commitment to impartial and transparent oversight. Meeting at least four times during the year, the Committee rigorously reviewed the Company's quarterly, half-yearly, and annual financial statements before submission to the Board and publication. In addition, it held detailed sessions with both internal and external auditors to ensure the integrity of financial reporting, while also addressing observations raised by the internal/external auditors.

Throughout the reporting period, the Audit Committee held five meetings, with member attendance detailed below:

Name of director	Category	Attendance
Shafqaat Ahmed - Chairman	Independent director	5/5
Khalid Siddiq Tirmizey	Independent director	5/5
Faisal Aftab Ahmad	Independent director	5/5

HUMAN RESOURCE AND REMUNERATION COMMITTEE

The Human Resource and Remuneration Committee has been constituted to strengthen human capital development. Its core mandate is to support the Board in formulating market-driven HR policies covering performance management, staffing, compensation, and benefits, while ensuring full compliance with applicable laws and regulations.

In the year under review, the Committee held one meeting, with member attendance detailed below:

Name of director	Category	Attendance
Khalid Siddiq Tirmizey - Chairman	Independent director	1/1
Muhammad Tousif Peracha	Executive director	1/1
Shafqaat Ahmed	Independent director	1/1

INTERNAL CONTROL SYSTEM

The Board of Directors acknowledges its responsibility with respect to internal controls environment and accordingly has established an efficient system of internal financial controls for ensuring effective and efficient conduct of operations, safeguarding of Company assets, complience with applicable laws and regulations and reliable financial reporting.

During the year, the Board further strengthened the control environment by outsourcing the Internal Audit function to a QCR-rated Chartered Accountancy Firm, thereby ensuring enhanced independent and objectivity. The scope, authority and responsibilities of the Internal Audit function are clearly defined and formally approved by the Audit Committee. The independent Internal Audit function of the Company regular appraises and monitors the implementation of financial controls.

The Board Audit Committee receives reports reports on the system of internal financial controls from the external and internal auditors and reviews the process for monitoring the effectiveness of internal controls.

MANAGING THE RISK OF FRAUD, CORRUPTION AND UNETHICAL BUSINESS PRACTICE

The Company has established a comprehensive Risk Management Policy encompassing risk mapping, trend analysis, exposure assessment, and mitigation strategies. Both business and non-business risks are continuously evaluated, with the Audit Committee overseeing the risk management framework and the Board regularly reviewing and refining it to ensure ongoing effectiveness.

Code of Conduct

We adhere to a strict Code of Business Conduct and Ethics, founded on integrity, transparency, and ethical behavior. A snapshot of this Code is included in this report.

Whistle Blower Policy

To strengthen governance and accountability, a Fraud Risk Management (FRM) Policy has been implemented in alignment with whistleblower protections, providing employees and stakeholders with a secure channel to report unethical practices.

Anti-Bribery and Corruption Directive

The Company maintains a zero-tolerance policy towards bribery and corruption. These directives form an integral part of our Code of Conduct, ensuring fairness and professionalism in all business dealings.

The Audit Committee closely monitors the implementation of these policies, including risk management processes, with periodic reviews conducted by the Board.

CORPORATE SOCIAL RESPONSIBILITY

The Company is deeply committed to its role as a responsible corporate citizen and continues to actively pursue initiatives that create long-term value for society. Our Corporate Social Responsibility (CSR) programs focus on improving the welfare of local communities in which we operate, with emphasis on healthcare, education, environmental sustainability, and socio-economic development. These initiatives are designed not only to uplift the standard of living in our surrounding communities but also to build enduring partnerships based on trust and shared progress.

RELATED PARTIES TRANSACTIONS

All related-party transactions are undertaken strictly on an arm's-length basis and in the ordinary course of business. Each transaction is reviewed and endorsed by the Board Audit Committee and subsequently approved by the Board of Directors to ensure transparency and fairness. These transactions are also placed before shareholders in general meetings for their consideration. Comprehensive disclosures in respect of related-party transactions are provided in Note 39 to the audited financial statements.

AUDITORS

Kreston Hyder Bhimji & Co., Chartered Accountants, the retiring auditors, are eligible for reappointment. The Board, following the recommendation of the Audit Committee, has endorsed their reappointment for another term.

ACKNOWLEDGEMENT

The Board extends its sincere appreciation to our banking partners and financial institutions for their steadfast support and guidance throughout the year. We also recognize and commend the commitment, dedication, and hard work of the entire Gharibwal Cement team, whose efforts remain central to the Company's sustained progress and success. Above all, we are profoundly grateful to our valued shareholders for their continued confidence and trust in the Company's leadership and long-term vision.

For and on behalf of Board of Directors

DIRECTOR

DIRECTOR

Lahore: September 23, 2025

ڈائریکٹرز کی رپورٹ

ڈائریکٹرز کی رپورٹ

غریب وال سیمنٹ لمیٹڈ کے بورڈ آف ڈائریکٹرز اپنے شیئر ہولڈرز کے لیے یہ رپورٹ پیش کرتے ہوئے خوشی محسوس کرتے ہیں، جس میں 30 جون 2025 کو ختم ہونے والے مالی سال کی کارکردگی کا جائزہ دیا گیا ہے۔

یہ رپورٹ سالانہ آڈٹ شدہ مالیاتی بیانات، کارپوریٹ گورننس کوڈ (2019) کے تحت تعمیل کا بیان اور آڈیٹرز کی رپورٹ کے ساتھ دی جا رہی ہے جیسا کہ کمپنیز ایکٹ 2017 میں ضروری ہے۔ اس کے علاوہ سالانہ رپورٹ میں 30 جون 2025 تک کے شیئر ہولڈرز کا پیٹرن اور شیئر ہولڈرز کی رہنمائی کے لیے گزشتہ چھ سالوں کی مالی و عملی کارکردگی کا خلاصہ بھی شامل ہے۔

کمپنی کی مالی کارکردگی

سال 25-2024 میں شمالی علاقے کی سیمنٹ کمپنیوں کی مقامی فروخت 30.726 ملین ٹن رہی، جو کہ پچھلے سال کی 31.545 ملین ٹن کے مقابلے میں 2.6% کم تھی۔ اس کمی کی بڑی وجہ تعمیراتی سرگرمیوں کا سست روی، انفراسٹرکچر منصوبوں میں تاخیر اور رئیل اسٹیٹ سیکٹر میں پیسے کی کمی تھی۔

ان حالات کے باوجود، آپ کی کمپنی نے کل 1.220 ملین ٹن سیمنٹ فروخت کی، جو کہ پچھلے سال 1.193 ملین ٹن کے مقابلے میں 2.3% زیادہ ہے۔ نیٹ سیلز ریونیو 8.0% بڑھ کر 19.620 ارب روپے رہا (2024 میں 18.165 ارب روپے)۔ مجموعی منافع 21.5% بڑھ کر 4.586 ارب روپے رہا (2024 میں 3.775 ارب روپے)۔ اس بہتری کی بڑی وجہ 12 میگاواٹ سولر پاور سسٹم اور کولر اپ گریڈیشن سے حاصل ہونے والی توانائی کی بچت تھی، لیکن رائلٹی ریٹ میں اضافے سے یہ فائدہ تقریباً ختم ہو گیا۔

آخری سہ ماہی میں کولر اپ گریڈ کے بعد پلانٹ تقریباً 90% استعداد پر چلا، جس سے پیداوار بڑھی اور فی ٹن لاگت کمی ہوئی۔ اس کے ساتھ ہی ویسٹ ہیٹ ریکوری (WHR) پلانٹ سے بجلی کی پیداوار میں بہتری آئی اور نئی سولر توانائی کی صلاحیت نے توانائی کی بچت میں حصہ ڈالا۔ دیگر لاگت کنٹرول اقدامات سہ ماہی کے منافع میں نمایاں اضافہ کا سبب بنے اور مجموعی نتائج کو مستحکم کیا۔

مالی سال 2025 میں کمپنی کا EBITDA 4.804 ارب روپے رہا جو پچھلے سال سے 17.4% زیادہ ہے۔ فنانس اخراجات کم ہوئے کیونکہ قرضے وقت پر واپس کیے گئے اور شرح سود بھی کم ہوئی۔ البتہ انکم ٹیکس 27.3% بڑھا کیونکہ منافع زیادہ تھا۔ نتیجتاً کمپنی کا خالص منافع 2.205 ارب روپے رہا، جو 26.5% زیادہ ہے (2024 میں 1.743 ارب روپے)۔ فی شیئر آمدنی 5.51 روپے رہی۔ جو پچھلے سال 4.35 روپے تھی۔

کمپنی نے مشکل حالات کے باوجود اچھی کارکردگی دکھائی اور منافع بڑھایا، جس سے مستقبل میں مزید بہتری کی بنیاد بنی۔

دیگر اہم نکات میں شامل ہیں

- کمپنی کا کرنٹ ریشو 2.56 رہا، جو مضبوط لیکویڈٹی دکھاتا ہے۔
- بینک قرضوں کی بروقت ادائیگی سے کمپنی تقریباً قرض سے آزاد ہو گئی۔
- ٹیکس ڈیوٹی اور رائلٹی کی مد میں 11.835 ارب روپے قومی خزانے میں جمع کرائے۔

BMR اور استعداد میں اضافہ

سال کے دوران کمپنی نے اپنے کام کو بہتر بنانے کے پروگرام میں بڑی کامیابیاں حاصل کیں۔ جون 2025 میں نیا 12.5 میگاواٹ سولر سسٹم شروع کیا گیا، جس سے کمپنی کی سولر بجلی پیدا کرنے کی صلاحیت بڑھ کر 24.5 میگاواٹ ہو گئی۔ اس سے بجلی کے اخراجات میں نمایاں کمی آئی۔ کولر کی اپ گریڈیشن بھی کامیابی سے مکمل ہوئی، جس سے پلانٹ کی لائن نمبر 1 کی پیداوار کی گنجائش 6,700 ٹن سے بڑھ کر 7,500 ٹن روزانہ ہو گئی۔ اس سے پیداواری صلاحیت اور توانائی کی بچت میں اضافہ ہوا۔ دیگر بی ایم آر اور توسیع منصوبے اپنے شیڈول کے مطابق چل رہے ہیں۔

مستقبل کی حکمت عملی

مستقبل میں کمپنی کا فوکس اپنے اخراجات کم کرنا اور منافع برقرار رکھنا ہے۔ سیمنٹ کی مانگ میں آہستہ آہستہ اضافہ متوقع ہے کیونکہ حکومت کے ترقیاتی اخراجات بڑھیں گے اور معیشت کے حالات بھی بہتر ہو رہے ہیں۔ کمپنی سستے ایندھن کا زیادہ استعمال کرے گی، اخراجات پر سخت کنٹرول رکھے گی اور پیداواری عمل کو مزید موثر بنائے گہ۔ حال ہی میں لگائے گئے 24.5 میگاواٹ سولر پلانٹ سے آئندہ برسوں میں خاطر خواہ بچت ہوگی۔ ان اقدامات سے کمپنی اپنے منافع کو بہتر رکھنے۔ مارکیٹ میں مضبوط رہنے اور نئے مواقع سے فائدہ اٹھانے کے لیے تیار ہے۔

ڈیویڈنڈ

سال کے دوران بورڈ نے فی حصص 1 روپے کا عبوری منافع دیا، تا کہ شیئر ہولڈرز کو کمپنی کی بہتر کارکردگی کا فائدہ مل سکے۔

کارکردگی کے اہم اشارے

چھ سالہ سمری میں، کلیدی کارکردگی کے اشارے، مالی پوزیشن اور مالی کارکردگی کا افقی اور عمودی تجزیہ بھی پیش کیا گیا ہے۔ جو آپ کے لیے کمپنی کی کارکردگی کو جانچنے میں مدد دے گا۔

بورڈ آف ڈائریکٹرز

بورڈ آف ڈائریکٹرز 9 اراکین پر مشتمل ہے جن کے پاس کاروبار، فنانس اور آپریشن کے شعبے میں وسیع تجربہ ہے۔ بورڈ کا چیئرمین ایک آزاد ڈائریکٹر ہے۔ زیرِ نظر سال میں بورڈ کے چار اجلاس ہوئے۔

زیرِ نظر سال میں بورڈ کا اجلاس چار دفعہ ہوا جس میں ڈائریکٹرز کی حاضری کا چارٹ مندرجہ ذیل ہے۔

ڈائریکٹر کے نام	قسم عہدہ	حاضری
خالد صدیق ترمذی۔ چئیرمین	آزاد ڈائریکٹر	4/4
محمد توصیف پراچہ	ایگزیکٹو ڈائریکٹر	4/4
عبدالرفیق خان	ایگزیکٹو ڈائریکٹر	4/4
مصطفیٰ توصیف احمد پراچہ	ایگزیکٹو ڈائریکٹر	4/4
حبیبہ توصیف پراچہ (مستعفی 2024-11-07)	نان ایگزیکٹو فی میل ڈائریکٹر	1/2
آمنہ خان	نان ایگزیکٹو فی میل ڈائریکٹر	2/4
شفقات احمد	آزاد ڈائریکٹر	4/4
میاں نذیر احمد پراچہ (انتخاب 2024-12-04)	نان ایگزیکٹو ڈائریکٹر	0/2
فیصل آفتاب احمد	آزاد ڈائریکٹر	4/4
دانیال جاوید پراچہ	نان ایگزیکٹو ڈائریکٹر	4/4

ڈائریکٹرز کی تنخواہیں

کمپنی کے آئین کے مطابق بورڈ کو ڈائریکٹرز کی تنخواہیں مقرر کرنے کا اختیار حاصل ہے، جو کمپنی کی پالیسی اور قانون کے مطابق طے کی جاتی ہیں۔ اس کی تفصیل آڈٹ شدہ مالیاتی بیانات میں دی گئی ہے۔

ڈائریکٹرز کی ذمہ داریاں

ڈائریکٹرز، کوڈ آف کارپوریٹ گورنس، ریگولیشنز 2017 اور کمپنیز ایکٹ 2017 میں تحریر کردہ ذمہ داریوں سے آگاہ ہیں اور آپکی کمپنی نے کوڈ آف کارپوریٹ گورنس کی مکمل تعمیل کو یقینی بنائی ہے اور ڈائریکٹرز تصدیق کرتے ہیں کہ

(i) کمپنی کی انتظامیہ کے تیار کردہ اکاؤنٹس میں اس کے امور، عملدرآمد کے نتائج، نقدی بہاؤ اور ایکیوٹی میں تبدیلیاں واضح اور منصفانہ طور پر پیش کی گئی ہیں۔

(ii) کمپنی کے حساب کی کتابوں کو باقاعدگی سے تیاری کیا گیا ہے۔

(iii) اکاؤنٹس کی تیاری میں مناسب اکاؤنٹنگ پالیسیاں تسلسل کے ساتھ بروئے کار لائی گئی ہیں ماسوائے اُن تبدیلیوں کے جو مالی گوشواروں میں منکشف ہیں اور حساب کتاب کے اندازے معقول اور دانشمندانہ فیصلوں پر مبنی ہیں۔

(iv) بین الاقوامی حساب کتاب کے معیارات (IFRS) جیسے پاکستان میں نافذ عمل ہیں کو ان اکاؤنٹس کی تیاری میں اپنایا گیا ہے اور کسی بھی انحراف کو باقاعدہ منکشف کیا گیا ہے۔

(v) اندرونی کنٹرول کا نظام اپنی ساخت کے اعتبار سے مستحکم ہے اور نفع بخش کاروبار کا موثر انتظام ہے۔

(vi) کمپنی کے مستقبل میں کام کرنے کی صلاحیت پر کوئی قابلِ ذکر تشویش نہیں ہے اور اکاؤنٹس کو اسی بنیاد پر تیار کیا گیا ہے۔

(vii) شیئر ہولڈنگ کا نمونہ جو کہ اس سالانہ رپورٹ کا حصہ ہے۔

(viii) متعلقہ فریقین اور ایسوسی ایٹڈ کمپنی نے جو شیئرز رکھے ہیں ان کی تفصیل الگ سے بھی بیان کی گئی ہے۔

آڈٹ کمیٹی کی تشکیل

بورڈ نے ایک اہل آڈٹ کمیٹی تشکیل دی ہے جس کے ارکان کی دتعداد تین ہے جو کہ نان ایگزیکٹو ڈائریکٹر ہیں اور وہ کاروبار، فنانس اور کاروباری عمل کے میدان میں منفرد تجربہ رکھتے ہیں۔ کمیٹی کا چیئرمین ایک آزاد ڈائریکٹر ہے جو کہ غیر جانبدارانہ نگرانی سے متعلق ہماری وابستگی کا مظہر ہے۔ کمیٹی ہر مالی سال میں کم از کم چار بار میٹنگ کرتی ہے۔ جس میں کمپنی کی مالیاتی صحت کا جائزہ لیا جاتا ہے اس کے علاوہ سہ ماہی، ششماہی، اور سالانہ مالیاتی نتائج کا بورڈ کو پیش ہونے سے پہلے جائزہ لیا جاتا ہے۔ مزید براں کمپنی اندرونی اور بیرونی آڈیٹرز کے تفصیلی ملاقاتیں کی ہیں جن میں آڈیٹرز کی سفارشات کا جائزہ کیا گیا۔ رپورٹ کے تحت سال کے دوران آڈٹ کمیٹی کے پانچ اجلاس بلائے گئے۔ آڈٹ کمیٹی کے ممبر کی حاضری مندرجہ ذیل تھی:-

ڈائریکٹر کے نام	قسم عہدہ	حاضری
شفقات احمد چیئرمین	آزاد ڈائریکٹر	5/5
خالد صدیق ترمذی	آزاد ڈائریکٹر	5/5
فیصل آفتاب احمد	آزاد ڈائریکٹر	5/5

انسانی وسائل اور معاوضہ کمیٹی

انسانی وسائل کی ترقی کے شعبے کو حل کرنے اور بہتر بنانے کے لیے ایک کمیٹی تشکیل دی گئی ہے۔ کمیٹی کا بنیادی مقصد مارکیٹ میں چلنے والی HR پالیسیوں کی تشکیل میں انتظامیہ کی مدد اور رہنمائی کرنا ہے جو کہ کارکردگی کے نظام کی جانچ اور معاوضے کی ادائیگی سے متعلق قوائد وضوابط کے مطابق ہوں۔

اس سال اس کمیٹی کا ایک اجلاس ہوا جس میں ممبران کی حاضری مندرجہ ذیل تھی

ڈائریکٹر کے نام	قسم عہدہ	حاضری
خالد صدیق ترمذی چیئرمین	آزاد ڈائریکٹر	1/1
محمد توصیف پراچہ	ایگزیکٹو ڈائریکٹر	1/1
شفقات احمد	آزاد ڈائریکٹر	1/1

اندرونی کنٹرول کا نظام

ایک مضبوط اندرونی کنٹرول کا نظام کمپنی کی ثقافت کا حصہ ہے۔ تمام بڑے معاملات کے لیے ایک مضبوط اور جامع اندرونی آڈٹ کنٹرول سسٹم دستاویزی شکل میں موجود ہے تاکہ مالیاتی رپورٹنگ کو قابلِ اعتماد، آپریشنل اور سٹریٹجک مقاصد کے حصول پر بروقت رائے، پالیسیوں، طریقہ کار، قوانین اور قوائد وضوابط پر عمل، اثاثوں کی حفاظت اور وسائل کو بہتر اور موثر طریقے سے استعمال کو یقینی بنایا جا سکے۔ کمپنی نے مختلف کاموں کے لیے آپریٹنگ طریقہ کار کے معیار (SOPs) بھی دستاویز کیے ہیں۔ جن میں وقتاً فوقتاً کاروبار کی ضروریات کے پیش نظر لازمی تبدیلیوں کا جائزہ لیا جاتا ہے۔ اندرونی آڈٹ فنکشن اندرونی کنٹرول کی افادیت اور آپریٹنگ طریقہ کار کے معیاروں کی مقاصد کے ساتھ ہم آہنگی پر مسلسل نظر رکھے ہوئے ہے۔ اندرونی آڈٹ فنکشن کے دائرہ کار اور اختیارات آڈٹ کمیٹی سے منظور شدہ ہیں۔

فراڈ، کرپشن (بدعنوانی) اور غیر اخلاقی کاروبار کے طریقوں کے خطروں کا انتظام

بورڈ نے رسک مینجمنٹ کے عمل کی نگرانی کے لیے ایک رسک مینجمنٹ کمیٹی تشکیل دی ہے۔ کمپنی نے ایک رسک مینجمنٹ پالیسی مرتب کی ہے جس میں خطرے کی تعریف، رجحان کا تجزیہ، خطرہ کا منکشف ہونا، اس کے ممکنہ اثرات اور تخفیف کا عمل، پالیسی اور طریقہ کار کی تعمیل اور افادیت پر رپورٹس شامل ہیں۔ کاروباری اور غیر کاروباری خطرات کی شناخت، اندازے، انتظام اور نگرانی کے لیے ایک تفصیلی مشق کی جا رہی ہے۔ بورڈ وقتاً فوقتاً خطرات کا جائزہ لیتا رہتا ہے اور ان کے کنٹرول اور تخفیف کے لیے ایک مناسب فریم ورک کے ذریعے اقدامات بھی تجویز کرتا رہتا ہے۔

ضابطہ اخلاق

کمپنی نے ایک مظبوط کاروباری اخلاقیات اور طرزِ عمل واضع کیا ہے جو کہ اخلاقیات کے سمیت اور شفافیت کے اصولوں پر مبنی ہے مزید تفصیل اس رپورٹ میں دی گئی ہے۔

غیر قانونی کاموں کی مخبری کا طریقہ کار:

دھوکہ دہی (فراڈ) اور بدعنوانی سے پاک کلچر کو کمپنی میں بنیادی حیثیت حاصل ہے۔ آپریشن کی تیز رفتار ترقی کی وجہ سے دھوکہ دہی اور بدعنوانی کے ممکنہ خطرے کے پیشِ نظر کمپنی اِن خطرات سے نمٹنے پر زیادہ زور دے رہی ہے۔ اس مقصد کے حصول کے لیے ایک جامع فراڈ رِسک مینجمنٹ (FRM) پالیسی جو Whistleblower Policy سے ماخوذ ہے، بنائی گئی ہے، مزید تفصیل اس رپورٹ میں درج ہے۔

انسدادِ رشوت ستانی اور بدعنوانی کی ہدایات:

ایک کمپنی کی حیثیت سے رشوت ستانی اور بدعنوانی کے لیے ہمارا نقطہ نظر عدم برداشت پر مبنی ہے اور ہم تمام کاروباری لین دین میں پیشہ وارانہ اور منصفانہ کام کرنے کے پابند ہیں۔ کمپنی کے کاروبار کرنے کی اخلاقیات کے حصّے کے طور پر بورڈ نے عدم رشوت اور بدعنوانی کی ہدایات جاری کر رکھی ہیں۔

مندرجہ بالا پالیسیوں اور اُن کے نفاذ کو آڈٹ کمیٹی بڑی باریک بینی سے نگرانی کرتی ہے اور وقتاً فوقتاً بورڈ کی طرف سے اِس کا جائزہ لیا جاتا ہے۔

کارپوریٹ سماجی ذمہ داری (CSR):

آپ کی کمپنی ایک ذمہ دار ادارہ ہے اور ہمیشہ معاشرے کی طرف اپنی سماجی ذمہ داریوں کو ادا کرنے کی کوشش کرتی ہے۔ کمپنی اپنے گردونواح میں مقامی آبادی کو بہبود کی سہولیات فراہم کرتی ہے اور اسے فروغ بھی دیتی ہے۔ کارپوریٹ سماجی ذمہ داری پر بیان اِس رپورٹ میں الگ سے دیا گیا ہے۔

متعلقہ پارٹیز کے ساتھ معاملات:

متعلقہ پارٹیوں کے ساتھ لین دین (برابری کی سطح پر) کیا جاتا ہے اور کوڈ آف کارپوریٹ گورننس 2017 اور کمپنیز ایکٹ 2017 کے قوائد وضوابط کی تعمیل کے لیے آڈٹ کمیٹی اور بورڈ اِس پر نظر ثانی کے بعد منظوری دیتے ہیں۔ متعلقہ فریقوں کے ساتھ معاملات کی تفصیل مالی گوشوارں کے نوٹ نمبر 39 میں فراہم کی گئی ہے۔

آڈیٹرز:

کریسٹن حیدر بھیم جی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس جو کہ ریٹائرڈ ہو گئے ہیں اور دوبارہ تقرری کے لیے اہل ہیں اور آڈٹ کمیٹی کی تجویز پر بورڈ نے ایک اور مدت کے لیے ان کی تقرری کی توثیق کی ہے۔

خدمات کا اعتراف / تشکریہ:

ڈائریکٹرز اس موقع پر بنکوں اور دیگر مالیاتی اداروں کا دل کی گہرائیوں سے شکریہ ادا کرتے ہیں جنہوں نے ہماری مسلسل رہنمائی اور حمایت کی۔ ہم اس امر کو بھی دائرہ تحریر میں لانا پسند کرتے ہیں کہ غریب وال سیمنٹ خاندان کے ہر رکن کی وابستگی، لگن اور محنت دِلی تعریف کے لائق ہے۔ ہماری کامیابیوں کا ثمر انہی کی بدولت ہے۔

معزز اراکین ہم آپ کو اُس اعتماد اور یقین کے دِل کی گہرایوں سے ممنون ہیں جو آپ نے ہمیشہ سے ہم پر کیا۔

منجانب: بورڈ آف ڈائریکٹر

خالد صدیق ترمذی	فیصل آفتاب
ڈائریکٹر	ڈائریکٹر

23 ستمبر 2025ء لاہور

KRESTON
HYDER BHIMJI & CO
CHARTERED ACCOUNTANTS

Amin Building,
65-The Mall, Lahore.
Phone: 042-37352661, 37321043
Fax: 042-37248113
E-mail: krestonhb@gmail.com

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Gharibwal Cement 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 Gharibwal Cement Limited for the year ended June 30, 2025 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

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

Kreston Hyder Bhimji & Co.

Lahore: September 23, 2025
UDIN # CR202510269tcIQLp63Z

KRESTON HYDER BHIMJI & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF COMPLIANCE WITH LISTED COMPANIES

(CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019

GHARIBWAL CEMENT LIMITED ("the Company") has complied with the requirements of the Listed Companies (Code of Corporate Governance) regulations, 2019 ("the Regulations") during the financial year ended June 30, 2025 in the following manner: -

1) The total number of Directors are nine (9) comprising:-

i)	Male	:	Seven (8)
ii)	Female	:	Two (1)

2) The composition of the Board is as follow:

i)	Independent Directors	:	Three (3)
ii)	Non-Executive Directors (male)	:	Two (2)
iii)	Non-Executive Directors (female)	:	One (1)
iv)	Executive Directors	:	Three (3)

3) The Directors have confirmed that none of them is serving as a director of more than seven Listed Companies, including the 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 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 Companies Act, 2017 ("Act") and these Regulations.

7) The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency and recording of minutes of meeting of Board. However, draft minutes of board meetings conducted during the year were circulated to board members after 14 days of the meeting.

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

9) The Company is largely compliant with the requirement of directors' training under Rule 20 of the Code of Corporate Governance, 2017. Three (3) directors have obtained the Directors' Training Program Certification. Four (4) directors meet the exemption criteria of the Directors' Training Program.

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

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

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

   i) Audit Committee
      (1) Shafqaat Ahmed (Chairman)
      (2) Faisal Aftab Ahmed (Member)
      (3) Khalid Siddiq Tirmizey (Member)

   ii) Human Resource & Remuneration Committee
      (1) Khalid Siddiq Tirmizey (Chairman)
      (2) Muhammad Tousif Peracha (Member)
      (3) Shafqaat Ahmed (Member)

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

14) The frequency of meetings of the Committees are set at minimal, as:-

i)	Audit Committee	:	Quarterly
ii)	HR and Remuneration Committee	:	Yearly

15) The Board has set up effective internal audit functions that is suitably qualified and experienced for the purpose and is 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 they are 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 Directors 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 the Regulations have been complied with.

Director

Director

Dated: September 23, 2025
Place: Lahore

PATTERN OF SHAREHOLDINGS

Number of Shareholding	Shareholdings From	To	Total Share Held
1,436	1	100	51,081
1,084	101	500	347,854
762	501	1,000	656,622
1,204	1,001	5,000	3,188,379
357	5,001	10,000	2,861,450
91	10,001	15,000	1,148,541
60	15,001	20,000	1,104,487
48	20,001	25,000	1,118,556
23	25,001	30,000	643,562
7	30,001	35,000	231,929
12	35,001	40,000	457,570
13	40,001	45,000	560,926
15	45,001	50,000	738,509
6	50,001	55,000	312,227
7	55,001	60,000	411,850
4	60,001	65,000	250,164
6	65,001	70,000	406,828
4	70,001	75,000	300,000
1	75,001	80,000	80,000
2	80,001	85,000	162,300
3	85,001	90,000	270,000
1	90,001	95,000	93,000
16	95,001	100,000	1,599,605
3	100,001	105,000	305,447
4	105,001	110,000	436,320
1	110,001	115,000	115,000
1	115,001	120,000	116,000
1	120,001	125,000	124,757
2	130,001	135,000	267,791
2	135,001	140,000	280,000
3	140,001	145,000	423,200
6	145,001	150,000	890,455
1	150,001	155,000	153,000
1	155,001	160,000	160,000
1	160,001	165,000	165,000
2	170,001	175,000	350,000
1	175,001	180,000	178,187
1	185,001	190,000	190,000
1	190,001	195,000	190,942
3	195,001	200,000	596,044
1	205,001	210,000	208,950
1	245,001	250,000	250,000
1	270,001	275,000	275,000
1	275,001	280,000	280,000
2	295,001	300,000	599,002
1	300,001	305,000	301,500
1	305,001	310,000	306,611
1	345,001	350,000	348,777
1	365,001	370,000	369,795
1	430,001	435,000	431,000
1	490,001	495,000	494,000
1	495,001	500,000	500,000
1	595,001	600,000	596,765
2	645,001	650,000	1,300,000
1	1,055,001	1,060,000	1,057,500
1	1,230,001	1,235,000	1,230,262
1	2,695,001	2,700,000	2,698,695
1	2,930,001	2,935,000	2,934,584
1	2,995,001	3,000,000	3,000,000
1	4,080,001	4,085,000	4,082,112
1	4,355,001	4,360,000	4,358,985
1	16,060,001	16,065,000	16,062,541
1	22,765,001	22,770,000	22,766,472
1	90,965,001	90,970,000	90,967,722
1	222,915,001	222,920,000	222,916,104
5,223			400,273,960

CATEGORIES OF SHAREHOLDING AS AT JUNE 30, 2025

Categories of shareholders		Share Held	Percentage
Directors and their Spouse and Minor Chidren (Name Wise Detail):		340,498,298	85.0663
1	ABDUR RAFIQUE KHAN (CDC)	90,967,722	22.7264
2	MUHAMMAD TOUSIF PERACHA (CDC)	225,916,104	56.4404
3	AMNA KHAN (CDC)	22,766,472	5.6877
4	DANIYAL JAWAID PARACHA (CDC)	252,000	0.0630
5	MUSTAFA TOUSIF AHMED PARACHA (CDC)	494,000	0.1234
6	KHALID SIDDIQ TIRMIZEY (CDC)	100,000	0.0250
7	FAISAL AFTAB AHMAD	500	0.0001
8	SHAFQAAT AHMED	500	0.0001
9	MIAN NAZIR AHMED PERACHA (CDC)	500	0.0001
Associated Companies, Undertakings and Related Parties		-	-
Executives (Ali Rashid Khan)		20,421,526	5.1019
NIT and ICP		630	0.0002
Mutual Funds (Name Wise Detail)		227,254	85.0663
1	CDC-TRUSTEE ABL STOCK FUND	10,000	0.0025
2	CDC-TRUSTEE LUCKY ISLAMIC STOCK FUND	153,000	0.0382
3	CDC-TRUSTEE ABL ISLAMIC STOCK FUND	64,254	0.0161
Banks, Development Finance Institutions, Non Banking Finance		3,215	0.0008
Insurance Companies		650,418	0.1625
Joint Stock Companies		6,132,211	1.5320
Foreign Companies		4,082,112	1.0198
Pension Funds		581,000	0.1452
Associations		43,637	0.0109
General Public - Local		26,296,726	6.5696
General Public - Foreign		156,000	0.0390
Others		1,181,433	0.2952
		400,273,960	100.0000

Shareholders holding five percent or more voting intrest in the listed company (Name Wise Detail)			
1	MUHAMMAD TOUSIF PERACHA (CDC)	225,916,104	56.4404
2	ABDUR RAFIQUE KHAN (CDC)	90,967,722	22.7264
3	AMNA KHAN (CDC)	22,766,472	5.6877
4	ALI RASHID KHAN (CDC)	20,421,526	5.1019

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:

NAME		SALE	PURCHASE
1	MUHAMMAD TOUSIF PERACHA (CDC)	-	350,000

FINANCIAL HIGHLIGHTS

SIX YEARS AT A GLANCE

	2025	2024	2023	2022	2021	2020
Summary of Balance Sheet (Rs. '000)						
Equity	25,856,076	24,051,605	22,308,875	16,847,624	15,757,292	14,505,990
Long term borrowings	893,750	1,164,693	468,288	1,489,248	2,611,871	3,294,391
Capital employeed	26,749,826	25,216,298	22,777,163	18,336,872	18,369,163	17,800,381
Net debt	(996,748)	360,487	(278,794)	391,122	1,316,837	2,862,991
Property, plant and equipment	29,206,342	28,623,522	28,418,249	18,930,224	19,715,740	20,352,356
Cash and cash equivalent	1,890,498	804,206	747,082	1,098,126	1,295,034	431,400
Current assets	9,474,420	8,502,135	6,616,810	7,268,866	6,938,061	5,157,726
Current liabilities	3,702,844	3,737,339	4,123,074	4,128,451	5,233,389	4,763,889
Total assets	38,680,762	37,125,657	35,035,059	26,199,090	26,653,801	25,510,082
Summary of Profit and Loss Account (Rs. '000)						
Gross profit	19,620,351	18,165,083	18,315,894	16,193,788	12,106,985	8,714,089
Operating profit	4,586,115	3,774,770	3,793,340	3,787,670	3,176,710	86,273
EBITDA	3,472,351	2,749,885	2,783,472	2,913,186	2,565,337	(319,432)
Profit before taxation	4,803,895	4,091,727	3,754,649	3,933,363	3,635,120	626,158
Profit after taxation	3,589,790	2,830,636	2,711,966	2,753,888	2,288,098	(561,689)
	2,204,744	1,742,730	1,232,407	1,354,723	1,551,383	131,193
Summary of Cash Flow Statement (Rs. '000)						
Net cash flow from operating activities	2,969,137	347,865	3,191,316	1,089,374	2,248,159	1,152,999
Net cash flow from investing activities	(2,383,796)	(1,177,702)	(1,926,710)	(153,545)	(448,550)	(190,751)
Net cash flow from financing activities	(623,748)	679,603	(1,384,652)	(1,132,737)	(935,975)	(962,608)
Change in cash and cash equivalents	(38,407)	(150,234)	(120,046)	(196,908)	863,634	(360)
Cash and cash equivalent at year end	352,978	391,386	747,082	1,098,126	1,295,034	431,400
Profitability Ratios						
Gross Profit ratio	23.37%	20.78%	20.71%	23.39%	26.24%	0.99%
Net Profit to Sales Ratio	11.24%	9.59%	6.73%	8.37%	12.81%	1.51%
EBITDA Margin to Sales ratio	24.48%	22.53%	20.50%	24.29%	30.02%	7.19%
Return on Equity	8.84%	7.52%	6.29%	8.31%	10.25%	0.97%
Return on Capital Employeed	8.49%	7.26%	6.00%	7.38%	8.58%	0.77%
Return on total assets	5.82%	4.83%	4.03%	5.13%	5.95%	0.54%
Liquidity Ratios						
Current Ratio (times)	2.56	2.27	1.60	1.76	1.33	1.08
Quick Ratio (times)	0.97	0.78	0.66	0.66	0.74	0.61
Cash flow from operations to Sales (times)	0.15	0.02	0.17	0.07	0.19	0.13
Activity / Turnover Ratios						
Inventory turnover ratio	5.65	6.02	10.37	13.57	11.81	12.10
No. of days in inventory	65	61	35	27	31	30
Debtors turnover ratio	35.84	40.66	62.53	52.98	34.16	25.43
No. of days in receivables	10	9	6	7	11	14
Creditor turnover ratio	5.33	5.24	6.89	4.70	2.99	3.02
No. of days in payables	68	70	53	78	122	121
Total assets turnover ratio	0.51	0.49	0.52	0.62	0.45	0.34
Fixed assets turnover ratio	0.67	0.63	0.64	0.86	0.61	0.43
Operating cycle	75	70	41	34	42	45

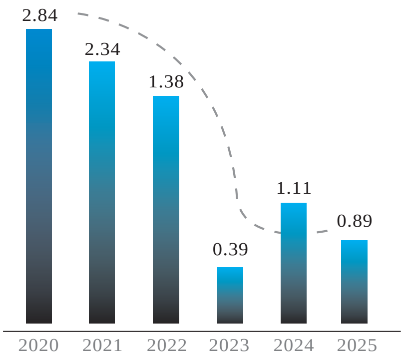
SIX YEARS AT A GLANCE

	2025	2024	2023	2022	2021	2020
Investment / Market Ratios						
Earning per share (Rs.)	5.51	4.35	3.08	3.38	3.88	0.33
Price Earning ratio (Rs.)	8.91	7.16	5.03	5.76	10.18	49.67
Break-up Value of Share (Rs.)	64.60	60.09	55.73	42.09	39.37	36.24
Market Value of Share (Rs.)						
Year End	49.05	31.16	15.50	19.50	39.44	16.28
Highest	58.05	34.86	22.73	39.84	47.21	18.82
Lowest	24.40	15.51	14.26	19.00	17.50	8.19
Average	39.37	22.73	17.73	27.46	33.53	12.62
Market Capitalization (Rs. '000)	19,633,438	12,472,537	6,204,246	7,805,342	15,786,805	6,516,460
Capital Structure Ratio						
Financial leverage ratio	3%	5%	2%	9%	17%	23%
Weighted average cost of debt	19%	31%	22%	11%	9%	18%
Capitalization rate	11%	14%	20%	17%	10%	2%
Interest cover ratio (times)	13.77	9.84	8.69	10.16	6.09	(0.53)
Debt to equity ratio (times)	0.03	0.05	0.02	0.09	0.17	0.23
Leverage (times)	(0.21)	0.19	(0.07)	0.10	0.36	4.57

Non-interest bearing long term debt = Markup deferred banks as per rescheduling agreements
Capital employed = Equity with revaluation surplus + Interest bearing long term debt + Non-interest bearing long term debt
Net debt = Interest bearing long term debt + Non-interest bearing long term debt + Interest bearing short term debt - Cash and cash equivalent
Gross profit ratio = Gross profit / Net sale
Operating leverage ratio = % change in operating profit / % change in net sales
Return on equity = Profit after tax / Average equity with revaluation surplus
Return on capital employee = Profit after tax / Average capital employed
Return on total assets = Profit after tax / Average total assets
Current ratio = Current assets / Current liabilities
Quick ratio = (Currant assets - Stock-in-trade - Stores, spares & loose tools) / Current liabilities
Inventory turn over ratio = Cost of sales / Average stock-in-trade
Debtors turn over ratio = Local gross sales / Average trade debtors
Creditors turn over ratio = Purchases / Average trade creditors
Operating cycle = Inventory days + Debtors days
Market capitalization = No. of issued shares x share price at year end
Financial leverage ratio = (Interest bearing long term debt + Non-interest bearing long turn debt) / Equity with revolution surplus
Weighted cost of debt = Interest on long term debt / Interest bearing long term debt
Interest cover ratio = EBIT / Finance cost
Debt equity ratio = (Interest bearing long term debt + Non-interest bearing long term debt) / Equity with revolution surplus
Leverage = Net debt / EBITDA

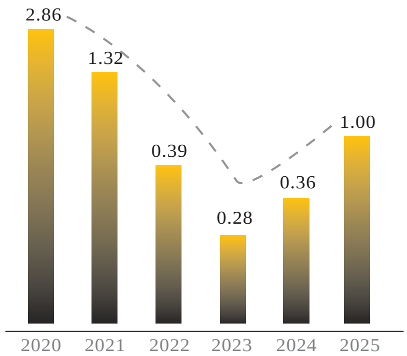
KPI GRAPHICAL PRESENTATION

Interest bearing debt (billion rupees)



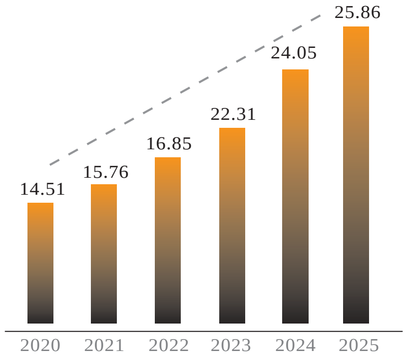
Long term loanare being repaid as per schedule. In next two years, these will be repaid substantially.

Net debt (billion rupees)



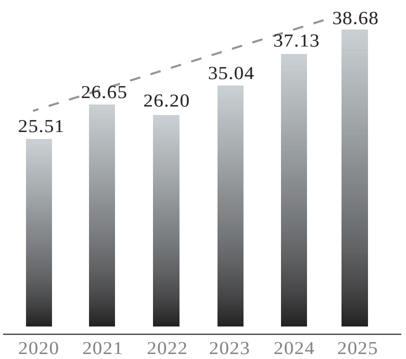
Net debt, defined as total long-term borrowings less cash and cash equivalents, stands negligible. With approximately Rs. 1.8 billion in cash and cash equivalents, the Company is effectively debt-free.

Shareholders Equity (billion rupees)



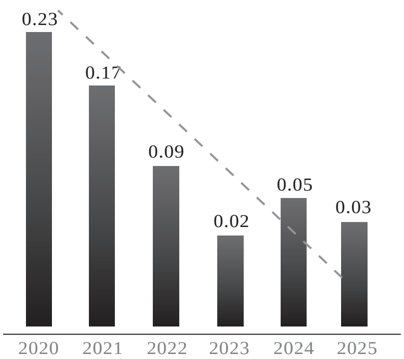
Ordinary shareholders equity includes paid capital, retained earning and surplus on revaluation of PPE. Equity is on upward trajectory due to retained earnings.

Total Assets (billion rupees)



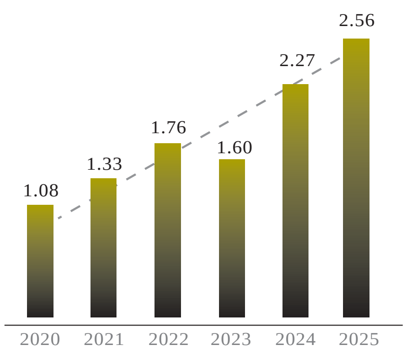
Total assets are increasing due to continuous capital expenditures and retention of earnings within the Company.

Debt : Equity Ratio



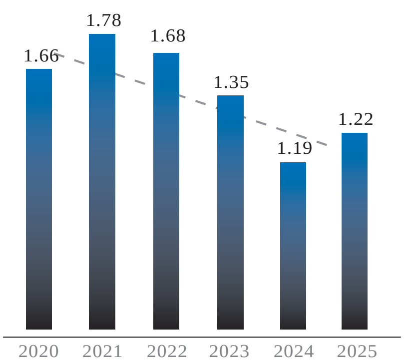
This represents debts against shareholders equity of Re 1. Debts include long term debts and equity includes revaluation surplus. This ratio is on downward trajectory due to repayment of debts and retention of earnings within the Company.

Current Ratio



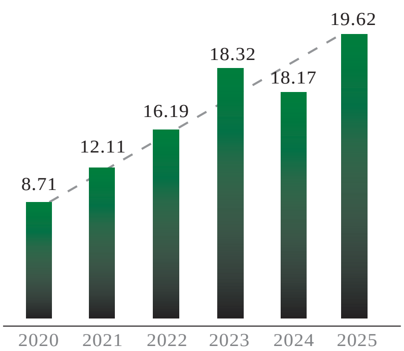
This represents current assets against current liability of Re 1. Current ratio is consistantly improving with passage of time.

Sales Volume (million ton)



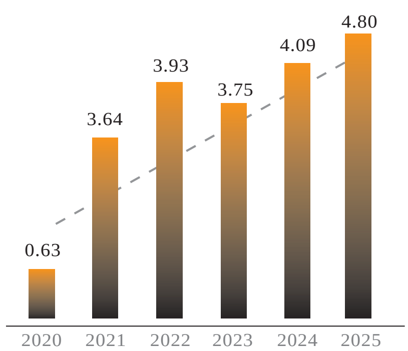
Sales Volume is reflecting seasonal demand of cement.

Net sales (billion rupees)



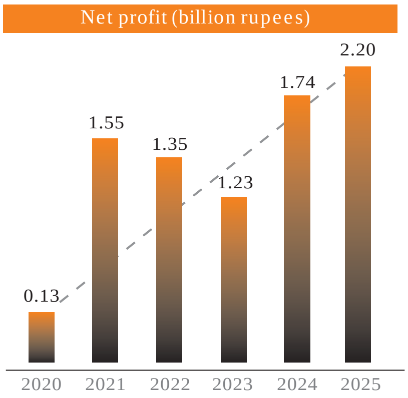
Net sales value registering a growth over period of time.

EBITDA (billion rupees)

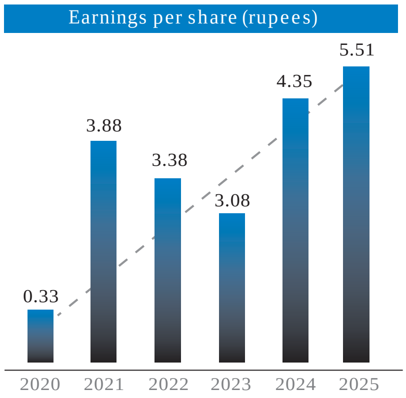


Earnings before interest, tax and depreciation is on its upward trajectory and stood at Rs. 4.09 bn in 2024.

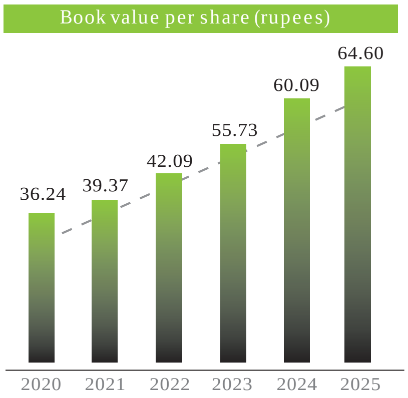
KPI GRAPHICAL PRESENTATION



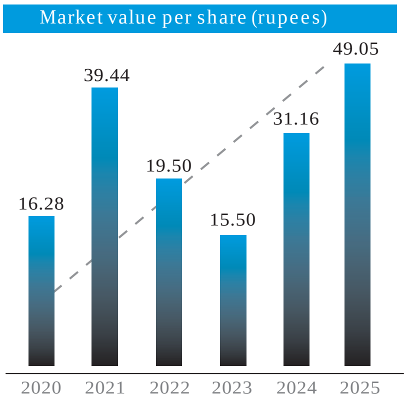
Profit after taxation stood at Rs. 1.74 bn posting a robust growth over period of time.



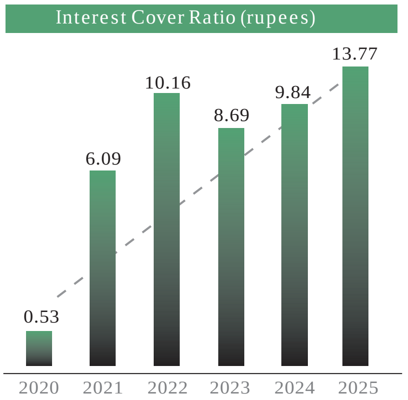
EPS stood at Rs. 5.51 in 2025 compared to Rs. 4.35 in 2024 up by 26.5%.



Book value per share displayed upward trajectory and stood at Rs. 64.60 in 2025.



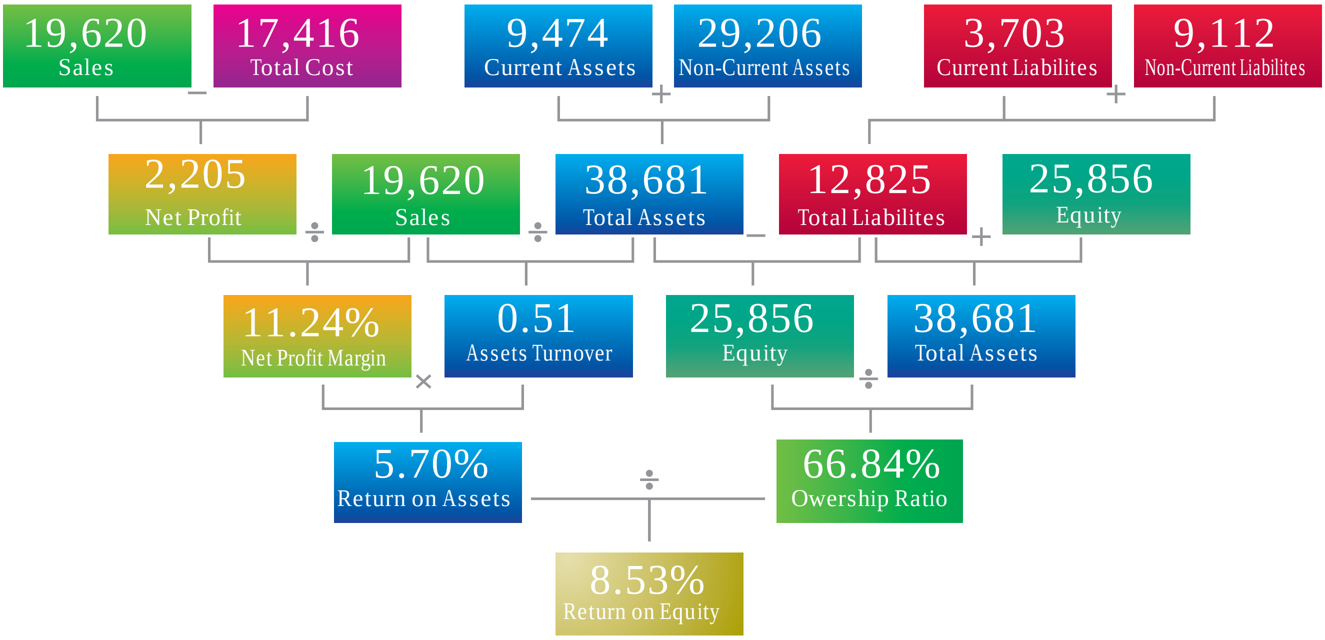
Market value per share increased to Rs. 49.05 at the close of 2025.



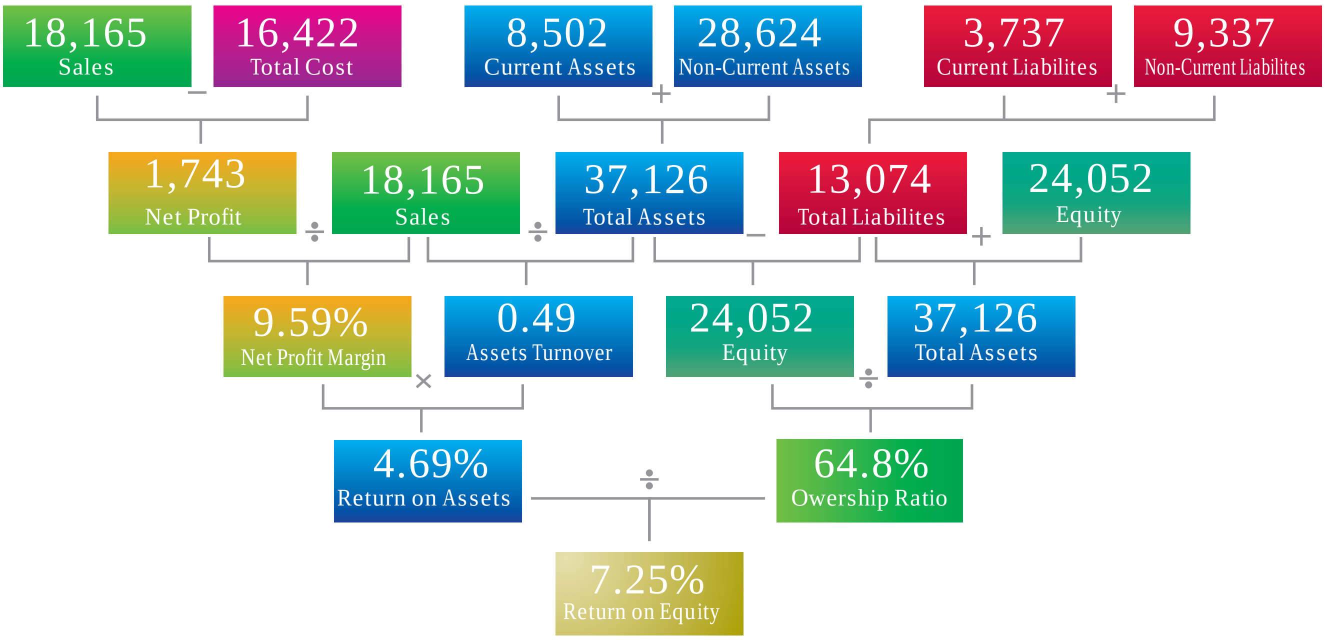
This represents EBIT against finance cost of Re 1.

DuPONT ANALYSIS

2025



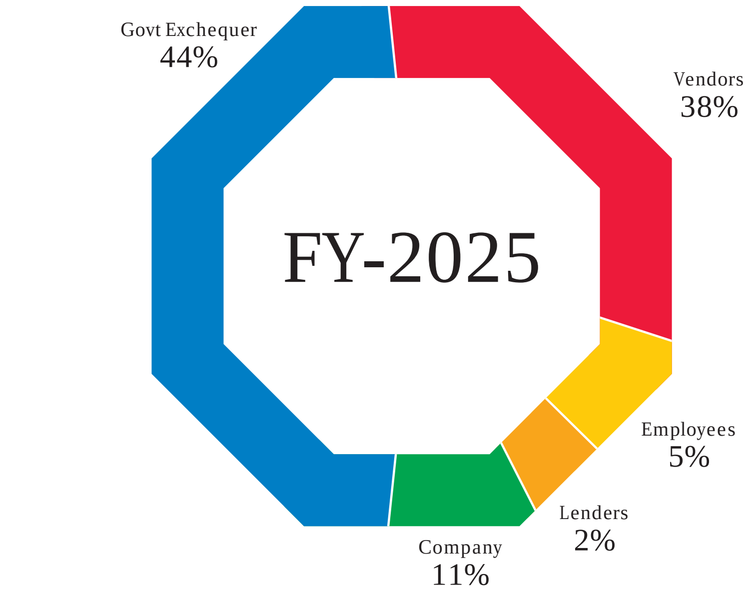
2024

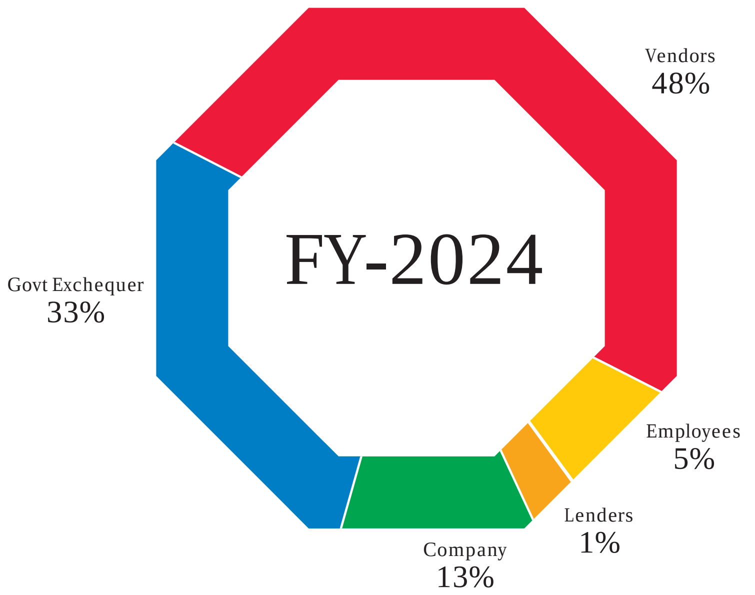


DISTRIBUTION OF WEALTH

Economic Contributions:

During the year, the Company contributed 89% of its gross revenue to various stakeholders, reflecting our strong commitment to shared value creation and community impact. Out of this, 38% was allocated to suppliers of fuel, energy, and raw materials, while 44% was contributed to the Government through taxes and duties, underscoring our role as a significant partner in national development. Financial institutions received 1% in markup and profit, and shareholders were distributed 1% in dividends. In addition, 5% was directed towards employees, reaffirming our commitment to their welfare and growth. Importantly, the Company retained 11% of its gross wealth, thereby strengthening financial resilience and enabling reinvestment into future opportunities. These contributions exemplify our dedication to driving economic prosperity, supporting communities, and building long-term sustainable growth.





VERTICAL & HORIZONTAL ANALYSIS

	2025	2024	2023	2022	2021	2020
						Figures in Thousand Rupees
STATEMENT OF FINANCIAL POSITION						
ASSETS						
Property, plant and equipment	28,925,756	28,548,270	28,362,994	18,870,620	19,623,476	20,303,484
% change from preceeding year	1%	1%	50%	-4%	-3%	11%
% change from base year 2018	42%	41%	40%	-7%	-3%	0%
% of total assets	75%	77%	81%	72%	74%	80%
Non-current assets	29,206,432	28,623,522	28,418,249	18,930,224	19,715,740	20,352,356
% change from preceeding year	2%	1%	50%	-4%	-3%	11%
% change from base year 2018	44%	41%	40%	-7%	-3%	0%
% of total assets	76%	77%	81%	72%	74%	80%
Current assets	9,474,420	8,502,135	6,616,810	7,268,866	6,938,061	5,157,726
% change from preceeding year	11%	28%	-9%	5%	35%	4%
% change from base year 2018	84%	65%	28%	41%	35%	0%
% of total assets	24%	23%	19%	28%	26%	20%
Total assets	38,680,762	37,125,657	35,035,059	26,199,090	26,653,801	25,510,082
% change from preceeding year	4%	6%	34%	-2%	4%	10%
% change from base year 2018	52%	46%	37%	3%	4%	0%
% of total assets	100%	100%	100%	100%	100%	100%
EQUITY AND LIABILITIES						
Equity	25,856,076	24,051,605	22,308,875	16,847,624	15,757,292	14,505,990
% change from preceeding year	8%	8%	32%	7%	9%	16%
% change from base year 2018	78%	66%	54%	16%	9%	0%
% of total assets	67%	65%	64%	64%	59%	57%
Interest bearing long term borrowings	893,750	1,109,215	386,232	1,382,173	2,339,579	2,840,241
% change from preceeding year	-19%	187%	-72%	-41%	-18%	-19%
% change from base year 2018	-69%	-61%	-86%	-51%	-18%	0%
% of total assets	2%	3%	1%	5%	9%	11%
Non-Interest bearing long term borrowings	-	55,478	82,056	107,075	272,292	454,150
% change from preceeding year	-100%	-32%	-23%	-61%	-40%	-12%
% change from base year 2018	-100%	-88%	-82%	-76%	-40%	0%
% of total assets	0%	0%	1%	0%	1%	2%
Capital employeed	26,749,826	25,216,298	22,777,163	18,336,872	18,369,163	17,800,381
% change from preceeding year	6%	11%	24%	0%	3%	8%
% change from base year 2018	50%	42%	28%	3%	3%	0%
% of total assets	69%	68%	65%	70%	69%	70%
Non-current liabilities	9,121,842	9,336,713	8,603,110	5,223,015	5,663,120	6,240,203
% change from preceeding year	-2%	9%	65%	-8%	-9%	1%
% change from base year 2018	46%	50%	38%	-16%	-9%	0%
% of total assets	24%	25%	25%	20%	21%	24%
Current liabilities	3,702,884	3,123,074	4,123,074	4,128,451	5,233,389	4,763,889
% change from preceeding year	-1%	-0%	-0%	-21%	10%	4%
% change from base year 2018	-22%	-22%	-13%	-13%	10%	0%
% of total assets	10%	12%	12%	16%	20%	19%

VERTICAL & HORIZONTAL ANALYSIS

	2025	2024	2023	2022	2021	2020
						Figures in Thousand Rupees
STATEMENT OF PROFIT OR LOSS						
Net sales	19,620,531	18,165,083	18,315,894	16,193,788	12,106,985	8,714,089
% change from preceeding year	*8%*	*-1%*	*13%*	*34%*	*39%*	*-22%*
% change from base year 20198	*125%*	*108%*	*110%*	*86%*	*39%*	*0%*
% of net sales	*100%*	*100%*	*100%*	*100%*	*100%*	*100%*
Gross profit	4,586,115	3,774,770	3,793,340	3,787,670	3,176,710	86,273
% change from preceeding year	*21%*	*-0%*	*0%*	*19%*	*3582%*	*-96%*
% change from base year 2018	*5216%*	*-4275%*	*41287%*	*4290%*	*3582%*	*0%*
% of net sales	*23%*	*21%*	*21%*	*23%*	*26%*	*1%*
EBITDA	4,803,985	4,091,727	3,754,649	3,933,363	3,635,120	626,158
% change from preceeding year	*17%*	*9%*	*-5%*	*8%*	*481%*	*-79%*
% change from base year 2018	*667%*	*553%*	*500%*	*528%*	*481%*	*0%*
% of net sales	*24%*	*23%*	*20%*	*24%*	*30%*	*7%*
Profit/(loss) before taxation	3,589,790	2,830,636	2,711,966	2,753,888	2,288,098	(561,689)
% change from preceeding year	*27%*	*4%*	*-2%*	*20%*	*-507%*	*-141%*
% change from base year 2018	*-739%*	*-604%*	*-583%*	*-590%*	*-507%*	*0%*
% of net sales	*18%*	*16%*	*15%*	*17%*	*19%*	*-6%*
Profit after taxation	2,204,744	1,742,730	1,232,407	1,354,723	1,551,383	131,193
% change from preceeding year	*27%*	*41%*	*-9%*	*-13%*	*1083%*	*-82%*
% change from base year 2018	*1581%*	*1228%*	*839%*	*933%*	*-1083%*	*0%*
% of net sales	*11%*	*10%*	*7%*	*8%*	*13%*	*2%*

FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30,2025

KRESTON
HYDER BHIMJI & CO
CHARTERED ACCOUNTANTS

Amin Building,
65-The Mall, Lahore.
Phone: 042-37352661, 37321043
Fax: 042-37248113
E-mail: krestonhb@gmail.com

INDEPENDENT AUDITORS' REPORT

To the members of Gharibwal Cement Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Messrs. Ghraibwal Cement Limited ("the Company"), which comprises statement of financial position as at June 30, 2025, 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 purpose of the audit.

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

Basis for Opinion

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

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 Matter(s)	How the Matter was addressed in audit
1. Inventories: (refer notes 2.5, 3.3 and 7 to the annexed financial statements) As at June 30, 2025, the Company held certain items of raw materials and consumables which included gypsum as raw material; clinker as part of work-in progress; and coal as stores and spares. The above inventory items were stored in purpose built sheds, stockpiles and silos. As the weighing of these inventory items was not practicable, the management assessed the reasonableness of the quantities on hand by obtaining measurements of stockpiles and converting these measurements into unit of volume by using angle of repose and bulk density values.	Our audit was focused on whether the valuation of year-end inventory was in line with IAS 2. This included challenging judgements taken regarding obsolescence and net realizable value provisions. We obtained assurance over the appropriateness of management's assumptions applied in calculating the value of inventory by: • checking the effectiveness of controls associated with the existence and condition of inventories by attending inventory counts at year end by the Company with sample / verification test; • critically assessing the Company's provisioning policy, with specific consideration given to aged / slow-moving inventory;

Amin Building,
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Key Audit Matter(s)	How the Matter was addressed in audit
As the determination of stock quantities in hand, by measuring the volume and density of these items as at the reporting date, involved significant estimates, this has been considered as a key audit matter.	• re-computing provision recorded to verify that it is in line with Company's policy; • Assessed the management's process of measurement of stockpiles and the determination of values using conversion of volumes and density to total weight and the related yield; and • Obtained and reviewed the inventory count report of the management's internal surveyor and assessed its accuracy on a sample basis. We further tested the NRV of the inventories held by preforming a review of sales close to and subsequent to the year end.
2. Revenue recognition: (refer notes 1, 3.18 and 23 to the annexed financial statements) The principal activity of the Company is manufacturing and marketing of cement. Revenue is recognized when performance obligation is satisfied by transferring control of promised goods to a customer. We considered revenue recognition as a key audit matter as it is an area of significant audit risk as part of the audit process.	In this regard, our audit procedures included: • Understanding the policies and procedures applied to revenue recognition, as well as compliance therewith, including an analysis of the effectiveness of controls related to revenue recognition processes employed by the company. • Performing cut-off procedures for a sample of revenue transactions at year end in order to conclude on whether they were recognized at the moment the related goods or services actually took place. • Analyzing other adjustments and credit notes issued after the reporting date. • Performing analytical procedures on entries in the daily ledger related to revenue made by the Company. These procedures were carried out paying special attention to accounting entries recorded close to the yearend or subsequently, as well as those deemed unusual due, among other reasons, to their nature, amount, date of occurrence. • Reviewing disclosures included in the notes to the annexed financial statements.
3. Contingencies: The Company is subject to a number of legal, regulatory, tax and competition matters, many of which are beyond its control. Consequently, the management make judgements about the incidence and quantum of such liabilities arising from litigation, tax and regulatory or competition claims which are subject to the future outcome of legal or regulatory processes.	We assessed and tested the design and operating effectiveness of the controls over the identification, evaluation, provisioning and reporting of legal, tax, regulatory and competition matters. We determined that we could rely on these controls for the purposes of our audit.

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Key Audit Matter(s)	How the Matter was addressed in audit
There are a number of legal and regulatory matters for which no provision has been established, as discussed in notes - 22 and 31(d) to the annexed financial statements. There is an inherent risk that legal exposures are not identified and considered for financial reporting purposes on a timely basis, therefore, considered to be a key audit matter. Importantly, the decision to recognize a provision and the basis of measurement are judgmental.	In view of the significant judgments required, we evaluated the Company's assessment of the nature and status of litigation, claims and provisional assessments, if any, and discussed with management to understand the legal position and the basis of material risk positions. We received legal letters from the Company's external counsel setting out their views in major cases. As set out in the financial statements, the outcome of litigation and regulatory claims are dependent on the future outcome of continuing legal and regulatory processes and consequently the calculations of the provisions are subject to inherent uncertainty.

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 auditor's report thereon.

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

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

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting and reporting standards as applicable in Pakistan, 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. The Board of directors is responsible for overseeing the company's financial reporting process.

Auditors' 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.

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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our 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 to 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 (Xvlll of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Muhammad Usman Shah, ACA.

Kreston Hyder Bhimji & Co.

Lahore: September 23, 2025
UDIN # AR202510269gt5coyMSR

KRESTON HYDER BHIMJI & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF FINANCIAL POSITION

AS AT JUNE 30, 2025

	Note	2025	2024
		(Rupees in 000s)	
ASSETS			
NON CURRENT ASSETS			
Property, plant and equipment	4	28,925,756	28,548,270
Loan and advances	5	233,333	1,811
Deposits	6	47,253	73,441
		29,206,342	28,623,522
CURRENT ASSETS			
Inventories	7	5,879,777	5,592,128
Trade and other receivables	8	909,237	870,941
Loan and advances	9	304,812	594,263
Deposits	10	58,838	35,763
Prepayments	11	93,980	179,496
Advance income tax -net		337,278	425,338
Short term investments	12	1,537,520	412,820
Cash and cash equivalent	13	352,978	391,386
		9,474,420	8,502,135
TOTAL ASSETS		38,680,762	37,125,657
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized share capital (800 million ordinary share of Rs. 10 each)		8,000,000	8,000,000
Issued, subscribed and paid up capital	14	4,002,739	4,002,739
Surplus on revaluation of property, plant and equipment	15	7,861,002	8,277,159
Retained earnings		13,992,334	11,771,707
		25,856,075	24,051,605
NON CURRENT LIABILITIES			
Borrowings	16	687,500	959,907
Deferred taxation	17	8,434,343	8,376,806
		9,121,843	9,336,713
CURRENT LIABILITIES			
Trade and other payables	18	3,373,592	3,439,684
Borrowings - current portion	16	206,250	204,786
Markup and profit payable	19	-	2,785
Employees' benefits obligations	20	86,815	70,015
Contract liabilities	21	27,907	11,915
Unclaimed dividend		8,280	8,154
		3,702,844	3,737,339
CONTINGENCIES AND COMMITMENTS	22	-	-
TOTAL EQUITY AND LIABILITIES		38,680,762	37,125,657

The annexed notes 1 to 42 form an integral part of these financial statements.

DIRECTOR | CHIEF FINANCIAL OFFICER | DIRECTOR

STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
		(Rupees in 000s)	
Net sales revenue	23	19,620,351	18,165,083
Cost of sales	24	(15,034,236)	(14,390,313)
Gross Profit		4,586,115	3,774,770
Administrative and general expenses	25	(770,320)	(734,353)
Selling and distribution expenses	26	(89,003)	(88,420)
Other expenses	27	(266,053)	(209,789)
Other income	28	11,612	7,677
Profit from operations		3,472,351	2,749,885
Finance income	29	369,632	360,131
Finance cost	30	(252,193)	(279,380)
Profit before levy and income tax		3,589,790	2,830,636
Final tax levy	31a	(16,085)	(18,828)
Profit before income tax		3,573,705	2,811,808
Income tax expense	31b	(1,368,961)	(1,069,078)
Profit after taxation		2,204,744	1,742,730
		Rupees	
Earnings per share (basic & diluted)	32	5.51	4.35

The annexed notes 1 to 42 form an integral part of these financial statements.

DIRECTOR

CHIEF FINANCIAL OFFICER

DIRECTOR

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED JUNE 30, 2025

	2025	2024
	(Rupees in 000s)	
Profit after taxation for the year	2,204,744	1,742,730
Other Comprehensive Income		
Total comprehensive income for the year	2,204,744	1,742,730

The annexed notes 1 to 42 form an integral part of these financial statements.

DIRECTOR

CHIEF FINANCIAL OFFICER

DIRECTOR

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2025

	Share Capital	Revaluation Surplus on PPE	Retained Earnings	Total
	(Rupees in 000s)			
Balance as at June 30, 2023	4,002,739	8,717,759	9,588,377	22,308,875
Total Comprehensive income for the year ended June 30, 2024	-	-	1,742,730	1,742,730
Realization of revaluation surplus on PPE through depreciation (net of tax)	-	(440,600)	440,600	-
Balance as at June 30, 2024	4,002,739	8,277,159	11,771,707	24,051,605
Total Comprehensive income for the year ended June 30, 2025	-	-	2,204,744	2,204,744
Realization of revaluation surplus on PPE through depreciation (net of tax)	-	(416,157)	416,157	-
Interim cash dividend @ Rs. 1.00 per share for the year ended June 30, 2025	-	-	(400,274)	(400,274)
Balance as at June 30, 2025	4,002,739	7,861,002	13,992,334	25,856,075

The annexed notes 1 to 42 form an integral part of these financial statements.

DIRECTOR

CHIEF FINANCIAL OFFICER

DIRECTOR

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
		(Rupees in 000s)	
CASH FLOW FROM OPERATING ACTIVITIES			
Net profit before levy and income taxation		3,589,790	2,830,636
Adjustment for non-cash and other items:	33	1,468,546	1,463,203
Operating profit before working capital changes		5,058,336	4,293,839
Net changes in working capital	34	(309,073)	(2,386,896)
Cash inflow from operation		4,749,263	1,906,943
Finance cost paid		(221,999)	(280,122)
Movement in employees' benefit obligation		16,800	(62,635)
WPPF and WWF paid		(335,475)	(276,854)
Income tax paid		(1,239,450)	(939,467)
Net cash inflow from operating activities		2,969,139	347,865
CASH FLOW FROM INVESTING ACTIVITIES			
Payments for property, plant and equipment		(1,712,267)	(1,526,973)
Proceeds on disposal of operating fixed assets		14,849	9,008
Short term investments - net		(1,120,369)	(207,649)
Markup income on investments		128,198	65,414
Dividend income on investments		139	18,096
Capital gain from investments		107,000	101,653
Loan returned by Balochistan Glass Limited (related party) - net		58,333	4,033
Markup & LG Commission received from Balochistan Glass Limited (related party)		140,321	358,716
Net cash outflow from investing activities		(2,383,796)	(1,177,702)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from borrowings		-	1,100,000
Repayment of borrowings		(284,871)	(420,397)
Dividend paid to directors (net of tax)		(310,236)	-
Dividend paid to other shareholders (net of tax)		(28,644)	-
Net cash (outflow)/inflow from financing activities		(623,751)	679,603
Net decrease in cash and cash equivalents		(38,408)	(150,234)
Cash and cash equivalents at beginning of the year		391,386	541,620
Cash and cash equivalents at end of the year	13	352,978	391,386

The annexed notes 1 to 42 form an integral part of these financial statements.

DIRECTOR

CHIEF FINANCIAL OFFICER

DIRECTOR

1 LEGAL STATUS AND OPERATIONS

Gharibwal Cement Limited is a public limited company incorporated in Pakistan and registered with the Securities and Exchange Commission of Pakistan since December 1960. The Company's shares are listed on the Pakistan Stock Exchange under the symbol "GWLC". The primary activities of the Company include the production and sale of cement. These financial statements pertain to the individual entity, Gharibwal Cement Limited.

The head office and registered office of the Company are located at First Capital Tower, 1st Floor, 27H, Gulberg-II, Lahore, Pakistan. The Company's factory is situated at Ismailwal, Tehsil Pind Dadan Khan, District Chakwal.

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:

a International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
b Provisions of and directives issued under the Companies Act, 2017.

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

2.2 Change in accounting standards, interpretations and amendments to published accounting and reporting standards

a Certain amendments and interpretations to the approved accounting and reporting standards became mandatory for the Company's annual reporting period commencing on 1 July 2024. These amendments have been duly considered in the preparation of these financial statements. However their application did not have a material impact on the Company's financial position, performance, or disclosures.

b The following standards, amendments, and interpretations have been issued by the International Accounting Standards Board (IASB) but are not yet effective for the Company's current reporting period and have not been early adopted. Management has assessed the expected impact of these upcoming standards and does not anticipate any material effect on the Company's financial statements upon their initial application. The discription of these standards along with the effective date of adoption is as follow:

	Effective
IAS 21 – The Effects of Changes in Foreign Exchange Rates (Amendments)	01/Jan/25
IFRS 7 – Financial Instruments: Disclosures (Amendments)	01/Jan/26
IFRS 9 – Financial Instruments: Classification and Measurement (Amendments)	01/Jan/26
IFRS 17 – Insurance Contracts	01/Jan/26
Annual Improvements to IFRS 7, IFRS 9, IFRS 10 (Consolidated Financial Statements), and IAS 7 (Statement of Cash Flows)	01/Jan/26

c In addition to the above, the IASB has issued the following standards and interpretations which, as of 30 June 2025, have not been notified by the Securities and Exchange Commission of Pakistan (SECP) for local adoption. The Company will evaluate the impact of these pronouncements once they are notified for application in Pakistan.

IFRS 1 – First-time Adoption of International Financial Reporting Standards
IFRIC 12 – Service Concession Arrangements
IFRS 18 – Presentation and Disclosures in Financial Statements
IFRS 19 – Subsidiaries without Public Accountability: Disclosures

2.3 Basis of measurement

These financial statements have been prepared on accrual basis and under the historical cost convention except for the followings:

- Certain property, plant and equipment at fair value.
- Certain inventories at lower of cost and net realizable value.
- Certain financial instrument at amortized cost.
- Certain financial assets carried at fair value through profit or loss.
- Certain defined benefit obligations cement at present value.
- Deferred tax liability computed as per the required of IAS-12 "incom taxes."

2.4 Functional and presentation currency

The financial statements are presented in Pakistani Rupee (Rs.) which is the Company's functional and presentation currency. All amounts have been rounded to the nearest thousands, unless otherwise indicated.

2.5 Significant accounting judgments, estimates and assumptions

The preparation of financial statements in conformity with approved accounting standards requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, and related disclosures at the date of the financial statements.

The estimates and judgments are based on historical experience and various other factors that are believed to be reasonable under the circumstances and are continually evaluated. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods.

Judgments made by management in the application of the approved accounting standards that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are discussed in the respective policy notes. The areas involving significant estimates or judgments are:

i) Estimated useful life of property, plant and equipment [Notes 3.1]
ii) Estimation of fair value of property, plant and equipment [Note 3.1 and 4b]
iii) Estimation of net realizable value and Provision for slow moving inventories [Notes 3.2]
iv) Estimate of liability and cost in respect of staff gratuity scheme [Notes 3.9]
v) Estimation of current and deferred tax [Note 3.12]
vi) Assessment of contingencies [Note 3.18]
vii) Estimate of provisions [Note 3.11]
viii) Present value of non interest bearing borrowings [Note 3.8]
ix) Estimate of impairment of financial assets [Note 3.3 and Note 3.5]
x) Estimate of impairment of non-financial assets [Note 3.20]

3 MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies used in the preparation of these financial statements are set out below. These policies are the same as those applied in the preparation of the financial statements of the company for the year ended June 30, 2024 and have been consistently applied for all periode presented unless otherwise stated.

3.1 Property, plant & equipment

Owned Assets

Operating fixed assets are accounted for according to the revaluation model of IAS 16 (Property, Plant, and Equipment). This model carries assets at their revalued amount, which is the fair value at the date of revaluation less subsequent depreciation and impairment, if any. Tools and equipment, furniture and fixtures, and vehicles are exceptions, being stated at historical cost less accumulated depreciation and impairment, if any.

Revaluation

Revalued amounts are determined by external professional valuers every five years, or more frequently if market conditions change significantly. Fair values of non-depreciable items are based on local market values, while those of depreciable items are based on depreciated replacement values as described in Note 4b. Revaluation increases or decreases are treated as per Note 3.7

Capital work-in-progress

Capital work-in-progress is stated at cost accumulated up to the reporting date less any accumulated impairment loss. It is recognized as an operating fixed asset when available for its intended use.

Cost
Costs directly attributable to the acquisition of an asset, including borrowing costs, are included in the asset's carrying amount when future economic benefits are probable and costs can be measured reliably. Self-constructed asset costs include materials, labor, directly attributable overheads, and costs of dismantling/removing the asset and restoring the site on which it is located Repair and maintenance costs are charged to the statement of profit or loss when incurred. Capitalization occurs if the expenditure results in an extension or significant improvement of the asset.

Depreciation
Depreciation is charged using the reducing balance method at the rates stated in Note 4a. Land is not depreciated. Depreciation on additions to property, plant and equipment is charged when the item becomes available for intended use and is discontinued when it is disposed or classified as held for disposal. Depreciation is charged to the statement of profit or loss.

The depreciation methods, useful lives and residual values of items of property, plant and equipment are reviewed at each reporting date and altered if circumstances or expectations have changed significantly. In making these estimates, the Company uses the technical resources available with the Company. Any change or adjustment in depreciation method, useful lives and residual values is accounted for as a change in accounting estimate under IAS 8, 'Accounting policies, changes in accounting estimates and errors' and is applied prospectively in the financial statements by adjusting the depreciation charge for the period in which the amendment or change has been made and for future periods.

Disposal of an item of property, plant and equipment is recognized when significant risk and rewards, incidental to the ownership of that asset, have been transferred to the buyer. Gains and losses on disposals are determined by comparing the carrying amount of that asset with the sales proceeds and are recognized in the statement of profit or loss within other income or other expenses.

3.2 Inventories
Inventories are measured in accordance with IAS 2 (Inventories) at the lower of cost and net realizable value using the periodic weighted average cost method. Spare parts for plant and equipment, consumable stores and fuel are reported under inventories. If spare parts were acquired in connection with the acquisition of the plant and equipment, or in a separate acquisition meet the definition of an asset, then they are reported under fixed assets.

Cost includes costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The cost of finished goods and work in progress comprises raw materials, direct labor, other direct costs and related production overheads. 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 necessarily to be incurred in order to make a sale.

The company reviews the carrying amount of the inventory on each reporting date or as appropriate, inventory is written down to its net realizable value or provision is made in the financial statements for slow moving and obsolete inventory if there is any change in usage pattern and physical form of related inventory, and is recognized in the statement of profit or loss.

3.3 Trade and other receivables
Trade and other receivables are initially recognized at original invoice amount which is the fair value of consideration to be received in future and subsequently measured at cost as reduced by appropriate provision for receivables considered to be doubtful. Trade receivables are accounted for as per accounting policy as described in Note 3.16.

Trade and other receivables are written off (i.e. derecognized) when there is no reasonable expectation of recovery. Failure to make payments within 1,095 days (three years) from the invoice date and failure to engage with the Company on alternative payment arrangement amongst other is considered indicators of no reasonable expectation of recovery.

Exchange gains and losses arising in respect of trade and other receivables in foreign currency are added to the carrying amount of the receivables.

Impairment of trade and other receivables
The Company makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical

experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix. The Company assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics they have been grouped based on the days past due. The expected loss rates are based on the payment profile for sales over the past 48 months at each reporting date as well as the corresponding historical credit losses during that period. The historical rates are adjusted to reflect current and forward looking macroeconomic factors affecting the customer's ability to settle the amount outstanding.

A provision is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. The amount of provision is charged to the statement of profit or loss.

3.4 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents comprise cash on hand, cash at banks, and demand deposits, together with other short-term, highly liquid investments maturing within 30 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

3.5 Financial instruments

Financial instruments are any contracts that give rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The financial instruments include non-derivative and derivative financial instruments. Assets or liabilities that are not contractual in nature and that are created as a result of statutory requirements imposed by the Government are not the financial instruments of the Company.

Recognition and derecognition

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument. Regular way purchases and sales of financial assets are recognized on trade date, being the date on which the group commits to purchase or sell the asset. Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or expires.

Classification of financial assets

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. Financial assets, other than those designated and effective as hedging instruments, are classified into the following measurement categories:

- those to be measured at amortized cost; and
- those to be measured subsequently at fair value through profit or loss (FVTPL)
- those to be measured subsequently at fair value through other comprehensive income (FVTOCI)

In the periods presented the Company does not have any financial assets categorized as FVTOCI.

All income and expenses relating to financial assets that are recognized in profit or loss (FVTPL) are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Subsequent measurement of financial assets

Financial assets at amortized cost- Financial assets held for the collection of contractual cash flows that are solely payments of principal and interest are measured at amortized cost, provided that they are not allocated to a hedge. Interest income from these financial assets is recognized in the financial result using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. All gains or losses resulting from derecognition, impairment losses or currency translation are recognized directly in profit or loss. Impairment losses represent probability-weighted estimates of credit losses. They are calculated on the basis of the best available information and the time value of money. Reversals are carried out if the reasons for the impairment losses no longer apply. Financial assets measured at amortized cost include cash and cash equivalent, loan and advances, deposits, trade receivables, and other current operating receivables. In principle, the amortized cost in the case of current receivables corresponds to the nominal value or the redemption amount.

Financial assets at fair value through profit or loss (FVTPL)- Financial assets not meeting the criteria for the categories at amortized cost or fair value through other comprehensive income (FVOCI) are measured at fair value through profit or loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply. The category also contains an equity investment. The Company accounts for the investment at FVTPL and did not make the irrevocable election to account for the investment in equity instruments and listed equity securities at fair value through other comprehensive income (FVTOCI). The fair value was determined in line with the requirements of IFRS 9, which does not allow for measurement at cost. Assets in this category are measured at fair value with gains or losses recognized in profit or loss in the period in which they are incurred. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Impairment of financial assets

IFRS 9's impairment requirements use more forward-looking information to recognize expected credit losses – the 'expected credit loss (ECL) model'. The Company assesses on a forward-looking basis the expected credit losses associated with its loan and other debt-type instruments carried at amortized cost and FVTOCI as per IFRS-9 impairment requirements. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument. Accounting policy for impairment of trade and other receivables is described in Note 3.3.

In applying this forward-looking approach, a distinction is made between:

Stage 1: financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk;

Stage 2: financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low;

Stage 3: financial assets that have objective evidence of impairment at the reporting date;

'12-month expected credit losses' are recognized for the first category while 'lifetime expected credit losses' are recognized for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Classification and measurement of financial liabilities

The Company's financial liabilities include borrowings, trade and other payables and derivative financial instruments. Accounting policy for borrowings is described in Note 3.8.

Financial liabilities are initially measured at fair value and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortized cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognized in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments). In principle, the amortized cost in the case of current financial liabilities corresponds to the nominal value or the redemption amount.

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

3.6 Equity, reserves and dividend payments

Share capital represents the face value of shares that have been issued. Any transaction costs associated with the issuing of shares are deducted from share capital, net of any related income tax benefits, if any.

Other component of equity includes the 'Revaluation Surplus on Property, Plant and Equipment' comprising gains and losses from the revaluation of items of property, plant and equipment (see Note 3.7).

Retained earnings include all current and prior period retained profits/(loss).

Dividends declared for the reporting period subsequent to the reporting date are considered as non-adjusting events. Dividend distributions payable to equity shareholders are recognized in the financial statements for the period in which such dividend has become payable after it has been approved by the Board or approved by members in a general meeting.

3.7 Revaluation surplus on property, plant and equipment

Revaluation on property, plant equipment is accounted for according to IAS-16 (Property, Plant and Equipment).

Increases in the carrying amounts arising on revaluation of property, plant and equipment are recognized, net of tax, in other comprehensive income and accumulated in equity under the heading 'Revaluation Surplus on Property, Plant and Equipment'. To the extent that any revaluation decrease or impairment loss has previously been recognized in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognized in other comprehensive income.

Decreases in the carrying amounts arising on revaluation of property, plant and equipment are recognized, net of tax, in profit or loss. However revaluation decreases that reverse previous increases of the same asset is first recognized in other comprehensive income to the extent of the remaining surplus attributable to that asset; all other decreases are charged to profit or loss. The decrease recognized in other comprehensive income reduces the amount accumulated in equity under the heading 'Revaluation Surplus on Property, Plant and Equipment'.

Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost, net of tax, is reclassified from the 'Revaluation Surplus on Property, Plant and Equipment' account to retained earnings through the Statement of Changes in Equity.

Any revaluation surplus remaining in 'Revaluation Surplus on Property, Plant and Equipment' account on disposal of the asset is transferred to retained earnings through the Statement of Changes in Equity.

All transfers to / from the account of 'surplus on revaluation of property, plant and equipment' are net of applicable deferred income tax. Revaluation surplus on property, plant and equipment reported under equity is not available for distribution of dividend.

3.8 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method.

Non-interest bearing borrowings are recognized at fair value using amortized cost method. Fair value of these borrowings is determined by discounting the contractual payments in term of the loan agreement using the market related interest rate. The difference between the proceeds of the non-interest bearing loan and the present value of the contractual payments in terms of the loan agreement, discounted using the market related rate of interest, is recognized as winding-up of discount and charged to profit and loss. Changes occurred in fair value of these borrowings due to repayment and/or change in market interest rate is charged to statement of profit or loss.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non cash assets transferred or liabilities assumed, is recognized in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings, pending their expenditure on qualifying assets, is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are expensed in the period in which they are incurred.

3.9 Employees benefits

Employees benefits are determined in accordance with IAS 19 (Employee Benefits).

The Company operates approved funded contributory provident fund schemes for its permanent employees. The Company has no legal or constructive obligations to pay contributions in addition to its fixed contributions, which are recognized as an expense in the period in which the employees' services are received.

Short-term obligations

Liabilities for salaries, including non-monetary benefits, and annual leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized 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 Statement of Financial Position.

3.10 Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. 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.

3.11 Provisions

Provisions are recognized in the statement of financial position 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 will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. . The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Provisions are reviewed at each statement of financial position and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources embodying economic benefits will be required to settle the obligation, the provisions are reversed.

3.12 Taxation

Tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized in other comprehensive income or directly in equity.

Current Tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable or receivable in respect of previous years.

The Company takes into account, in making the estimates for taxable income, the current income tax law and decisions taken by appellate authorities on certain issues in the past . Instances where the Company's view differs with the view taken by the income tax department at the assessment stage and where the Company considers that its view on items of a material nature is in accordance with the law, the amounts are shown as contingent liabilities.

Levies

The minimum tax and/or final tax paid on the basis of gross amount of revenue, asset or liability under the enacted tax laws is charged off to profit or loss account as Levies.

The minimum tax paid u/s 113 of the Income Tax Ordinance which is over and above the current income tax payable as determined on taxable income or loss using general rate of taxation, is recorded as deferred tax asset (only when it probable that sufficient future profits will be available) adjustable against tax liability for subsequent tax years. Deferred asset or part thereof remaining un-utilized (after period allowed under prevailing tax laws) shall expire and be charged off to profit and loss account as Levies.

Deferred Tax

Deferred tax is recognized using the balance sheet liability method on all temporary differences between the carrying amounts of assets and liabilities for the financial reporting purposes and the amounts used for taxation purposes.

Deferred tax liability is recognized for all the taxable temporary differences. Deferred tax asset is recognized for all the deductible temporary differences only to the extent that it is probable that future taxable profits will be available against which the asset may be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates that have been enacted or substantively enacted by the date of statement of financial position.The Company recognizes deferred tax liability on surplus on revaluation of property, plant and equipment which is adjusted against the related surplus.

Changes in deferred tax assets or liabilities are recognized as a component of tax income or expense in profit or loss, except where they relate to items that are recognized in other comprehensive income or directly in equity, in which case the related deferred tax is also recognized in other comprehensive income or equity, respectively.

3.13 Foreign currency translation

Foreign currency translation is made according to IAS-21 (The Effect of Changes in Foreign Exchange Rates). Foreign currency transactions are translated into the functional currency of the Company i.e. Rs., using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognized in profit or loss.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

3.14 Offsetting of financial assets and liabilities

Financial assets and financial liabilities are set off and the net amount is reported in the financial statements when there is a legally enforceable right to set off and the company intends either to settle on a net basis, or to realize the assets and to settle the liabilities simultaneously.

3.15 Related party transactions

All transactions with related parties are executed at arm’s length prices, determined in accordance with the pricing method as approved by the Board of Directors.

3.16 Revenue recognition

Revenue arises mainly from the sale of cement through intermediaries, and is measured according to IFRS-15 (Revenue from Contracts with Customers) at the fair value of the consideration received or receivable as defined in sales contract, including variable consideration; sales tax and other duties collected on behalf of third parties are not taken into account. However, variable consideration is only included if it is highly probable that a significant reversal of revenue will not occur once the uncertainty related to the variable consideration is resolved.

Revenue is recognized when control of a promised goods passes to a customer at a specific point in time. The customer obtains control of the goods when the significant risks and rewards of products sold are transferred according to the specific delivery terms that have been formally agreed with the customer i.e. upon delivery from the manufacturing unit of the Company.

Contract liabilities, which is the Company’s obligation to transfer goods to a customer for which the entity has already received consideration, relate mainly to advance payments from customers. A trade receivable is recognized when the products are delivered to a customer as this is the point in time that the consideration becomes unconditional because only a passage of time is required before the payment is due. Contract assets, which is the Company’s right to consideration that is conditional on something other than the passage of time, relate mainly to construction and paving activities and not relevant for the Company.

Scrap sales are stated net of sales tax and are recognized in the year in which scrap sales are made.

Profit on bank deposits / savings accounts is recognized on a time proportion basis on the principal amount outstanding and at the applicable rate.

Other income is recognized when the right to receive is established, and the amount and timing of related receipt is virtually certain.

3.17 Operating expenses

Operating expenses are recognized in profit or loss upon utilization of the service or as incurred.

3.18 Contingent liabilities

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

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 will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

The assessment of the contingencies inherently involves the exercise of significant judgment as the outcome of the future events cannot be predicted with certainty. The company, based on the availability of the latest information, estimates the value of contingent assets and liabilities which may differ on the occurrence / non-occurrence of the uncertain future events not wholly within the control of the Company.

The Company has disclosed significant contingent liabilities for the pending litigations and claims against the Company based on its judgment and the advice of the legal advisors for the estimated financial outcome. The actual outcome of these litigations and claims can have an effect on the carrying amounts of the liabilities recognized at the date of statement of financial position. However, based on the best judgment of the Company and its legal advisors, the likely outcome of these litigations and claims is remote and there is no need to recognize any liability at the date of statement of financial position.

3.19 Earning per share (EPS)

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

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.

3.20 Impairment of non-financial assets

The carrying amount of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present values using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit.

An impairment loss is recognized if the carrying amount of the assets or its cash generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of cash generating units are allocated to reduce the carrying amounts of the assets in a unit on a pro-rata basis. Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to that extent that the asset's carrying amount after the reversal does not exceed the carrying amount that would have been determined, net of depreciation and amortization, if no impairment loss had been recognized.

	Note	2025	2024
		(Rupees in 000s)	
4 PROPERTY, PLANT AND EQUIPMENT			
Operating fixed assets - tangible	4a	25,382,186	25,254,814
Capital work in progress	4c	3,543,570	3,293,456
		28,925,756	28,548,270

4a- OPERATING FIXED ASSETS - TANGIBLE

	COST / REVALUED AMOUNT					ACCUMULATED DEPRECIATION					Book Value as at Year Ended
	Opening Balance	Additions	Deletion	Transfer	Closing Balance	Rate	Opening Balance	For the Year	Deletion	Closing Balance	
	(Rupees in 000s)										
Financial year 2025											
Freehold land	220,282	27,328	-	-	247,610		-	-	-	-	247,610
Building and foundation on freehold land	5,857,880	-	-	-	5,857,880	5%	2,941,143	145,837	-	3,086,980	2,770,900
Building and foundation on leasehold land	92,821	-	-	-	92,821	10%	70,841	2,198	-	73,039	19,782
Heavy earth moving machinery	1,193,111	28,864	-	-	1,221,975	20%	1,038,743	33,464	-	1,072,207	149,768
Plant and machinery	35,916,372	-	-	1,371,903	37,288,275	5%	14,164,012	1,107,585	-	15,271,597	22,016,678
Infrastructure	368,954	-	-	-	368,954	20%	330,902	7,612	-	338,514	30,440
Tools and equipment	48,965	150	-	-	49,115	20%	36,320	2,549	-	38,869	10,246
Furniture and fixtures	89,348	-	-	-	89,348	20%	77,468	2,376	-	79,844	9,504
Vehicles	327,237	33,910	(9,825)	-	351,322	20%	200,726	29,926	(6,588)	224,064	127,258
Total	44,114,970	90,252	(9,825)	1,371,903	45,567,300		18,860,155	1,331,547	(6,588)	20,185,114	25,382,186
Financial year 2024											
Freehold land	200,603	19,679	-	-	220,282		-	-	-	-	220,282
Building and foundation on freehold land	5,857,880	-	-	-	5,857,880	5%	2,787,630	153,513	-	2,941,143	2,916,737
Building and foundation on leasehold land	92,821	-	-	-	92,821	10%	68,399	2,442	-	70,841	21,980
Heavy earth moving machinery	1,193,111	-	-	-	1,193,111	20%	1,000,152	38,591	-	1,038,743	154,368
Plant and machinery	34,990,276	-	-	926,096	35,916,372	5%	13,062,600	1,101,412	-	14,164,012	21,752,360
Infrastructure	368,954	-	-	-	368,954	20%	321,388	9,514	-	330,902	38,052
Tools and equipment	48,965	-	-	-	48,965	20%	33,159	3,161	-	36,320	12,645
Furniture and fixtures	87,938	1,410	-	-	89,348	20%	74,733	2,735	-	77,468	11,880
Vehicles	305,711	28,677	(7,151)	-	327,237	20%	177,548	28,998	(5,820)	200,726	126,511
Total	43,146,259	49,766	(7,151)	926,096	44,114,970		17,525,609	1,340,366	(5,820)	18,860,155	25,254,815

Operating fixed assets have been pledged as security against the company's borrowings (refer to Notes 16a & 18a).

4b Freehold land, building and foundation on freehold land, building on leasehold land, heavy earth moving machinery, plant and machinery and infrastructures have been carried at revalued amounts determined by professional valuers (level 2 measurement under IFRS-13 'Fair Value Measurements'). The latest valuations was conducted on 30-06-2023 by an independent valuer "Protectors" who are approved by Pakistan Banks' Association (PBA) in any amount category. Whereas head office situated in Lahore and piece of land in Pind Dadan Khan were revalued on 30-06-2023 by another independent valuers Al Wazzan Associates (Pvt) Limited.

The basis used for valuation were as follows:

Freehold land

The valuation experts used a market based approach to arrive at the fair value of the Company's properties. Fair market value of freehold land was assessed through inquiries to real estate agents and property dealers in near vicinity of freehold land. Different valuation methods and exercises were adopted according to experience, location and other usage of freehold land. Valuer had also considered all relevant factors as well.

Building and foundation, Infrastructure

The valuation experts used a cost based approach to arrive at the fair value of the Company's properties. Construction specifications were noted for each building and structure and new construction rates are applied according to construction specifications for current replacement values. After determining current replacement values, depreciation was calculated to determine the current assessed market value.

Plant and machinery, Heavy earth moving machinery

The valuation experts used a cost based approach to arrive at the fair value of the Company's properties. Current replacement cost was determined by collecting information regarding current prices of comparable cement plant from suppliers and different cement plant consultants in Pakistan and abroad. Fair depreciation factor for each item is applied according to their physical condition, usage and maintenance.

The effect of changes in the unobservable inputs used in the valuations cannot be determined with certainty, accordingly a qualitative disclosure of sensitivity has not been presented in these financial statements.

Assessed value and forced sales value of these fixed assets as at the date of revaluation i.e. June 30, 2023 was as under:

	Assessed Value	Forced Sales Value
	(Rupees in 000s)	
Freehold land	200,603	167,958
Building and foundation on freehold land	3,070,250	2,609,716
Building and foundation on leasehold land	24,422	20,759
Heavy earth moving machinery	192,959	164,013
Plant and machinery	21,927,676	18,638,516
Infrastructure	47,566	40,436
	25,463,476	21,641,398

Carrying amount of fixed assets if these had been carried under cost model and had not been revalued:

	Note	2025	2024
		(Rupees in 000s)	
Freehold land		93,119	65,791
Building and foundation on freehold land		1,179,431	1,241,506
Building and foundation on leasehold land		19	22
Heavy earth moving machinery		67,984	52,139
Plant and machinery		11,076,059	10,235,920
Infrastructure		30,446	38,058
		12,447,058	11,633,436

4ba Depreciation charge for the year has been allocated as under:

	Note	2025	2024
Cost of sales	24	1,299,405	1,307,637
Administrative and general expenses	25	29,772	30,338
Selling and distribution expenses	26	2,367	2,391
		1,331,544	1,340,366

	Note	2025	2024
		(Rupees in 000s)	

4bb The carrying amount of temporarily idle property, plant and equipment, as included in note 4a, is as under:

	2025	2024
Building and foundations	105,635	111,195

4bc Heavy earth moving machinery includes used dumpers having book value of Rs. 10.997 million (FY2024: Rs. 13.746 million) which had been purchased with the funds of the Company. These are in the possession of the Company and are being used for transportation of raw material within the factory premise, but these are not yet registered in the name of the Company.

4bd Particulars of immovable property (i.e. land and building) in the name of the Company are as follows:

Location	Usage	Area
Ismailwal, Tehsil Pind Dadan Khan	Manufacturing facility	2,378 Kanals & 5 Marla
Ismailwal, Tehsil Pind Dadan Khan - (see Note 22c)	Manufacturing facility	400 Kanals
Jutana, Tehsil Pind Dadan Khan	Infrastructure	127 Kanal & 14 Marla
Dewanpur, Tehsil Pind Dadan Khan	Pumping station	58 Kanal & 17 Marla
Gharibwal, Tehsil Pind Dadan Khan	Pumping station	248 Kanal & 19 Marla
Sahowal, Tehsil Pind Dadan Khan	Warehouse	314 Kanal & 16 Marla
First Capital Tower, 1st Floor, 27-H, Gulberg-II, Lahore	Head office	17,950 square feet

	Opening Balance	Additions / Adjustments	Transfer to operating fixed assets	Closing Balance
	(Rupees in 000s)			
4c Capital work-in-progress				
Capital work in progress	3,182,895	1,631,490	(1,371,903)	3,442,482
Advances for capital expenditure	110,561	(9,473)	-	101,088
	3,293,456	1,622,017	(1,371,903)	3,543,570

	Note	2025	2024
		(Rupees in 000s)	
5. LOAN AND ADVANCES			
Secured and considered good			
Balochistan Glass Limited (related party)	5a	525,000	-
Less: Current maturity to be recovered in 12 months	9	(291,667)	-
		233,333	-
Unsecured but considered good			
Long term portion of loan to employees	9a	-	1,811
		233,333	1,811

5a In the annual general meeting held on October 24, 2024, the members approved the conversion of the outstanding balance receivable from an associated company Balochistan Glass Limited, previously approved short-term loan (Note 9) into a long-term loan, pursuant to Section 199 of the Companies Act, 2017. The converted long-term loan is now repayable in ten (10) equal quarterly installments, with the final installment due on June 30, 2027. The loan carries a mark-up rate of KIBOR + 3.5% per annum. This facility is secured by the personal guarantee of a common sponsoring director along with his post-dated cheque(s). Consequently, the outstanding balance of the said loan has been reclassified from short-term to long-term in these financial statements.

	Note	2025	2024
		(Rupees in 000s)	

6. DEPOSITS

	Note	2025	2024
Considered good but unsecured			
Utilities companies		47,253	47,253
Margin against letters of guarantee from banks		-	26,188
		47,253	73,441

7. INVENTORIES

	Note	2025	2024
Stock in trade	7a	3,376,895	2,819,792
Fuel, parts and supplies	7b	2,502,882	2,772,336
		5,879,777	5,592,128

7a STOCK IN TRADE

	Note	2025	2024
Raw material		73,717	58,522
Work in process		3,117,378	2,586,507
Finished goods		128,121	129,231
Packing material		57,679	45,532
		3,376,895	2,819,792

7b FUEL, PARTS AND SUPPLIES

	Note	2025	2024
Fuel and supplies		2,020,430	2,150,466
Consumable parts		454,092	480,172
Loose tools		14,913	9,263
Inventories in transit		48,082	167,070
		2,537,517	2,806,971
Less: Provision for slow moving and obsolete items		(34,635)	(34,635)
		2,502,882	2,772,336

8. TRADE AND OTHER RECEIVABLES

(unsecured and considered good)

	Note	2025	2024
Trade receivable from contracts with customers		866,902	818,249
Markup receivable from Balochistan Glass Limited (related party)		36,543	44,830
Commission on L/G receivable from Balochistan Glass Limited (related party)		5,332	7,402
Other receivables		460	460
		909,237	870,941

9. LOAN AND ADVANCES

	Note	2025	2024
Considered good			
Secured			
Advances to employees against salaries		10,474	5,912
Advances to employees for expenses		2,671	3,318
Short term loan to Balochistan Glass Limited (related party)	5a	-	583,333
Current maturity of long term loan to Balochistan Glass Limited	5	291,667	-
		304,812	592,563
Unsecured			
Loans to employees	9a	-	1,700
		304,812	594,263

9a Interest-free house building loans were provided to employees, repayable in 67–104 monthly instalments, with amounts due after 12 months classified as long-term. At amortised cost, the carrying value was Nil (FY2024: Rs. 1.810 million) with unwinding of discount of Nil (FY2024: Rs. 1.298 million); however, given the immateriality, the loans were presented at their carrying amount.

	Note	2025	2024
		(Rupees in 000s)	
10 DEPOSITS			
Considered good but unsecured			
Margin against letters of guarantee from banks		58,838	34,600
Margin against letters of credit from banks		-	1,163
		58,838	35,763
11 PREPAYMENTS			
Considered good but unsecured			
Advances to suppliers		91,394	172,600
Prepaid expenses		2,586	6,896
		93,980	179,496
12 SHORT TERM INVESTMENTS			
FVTPL			
Money Market Mutual Fund (conventional)		-	169,963
Income Mutual Funds (conventional)		406,117	226,155
Income Mutual Funds (islamic mode)		1,097,046	-
Equity shares (Meezan Bank Limited)		16,935	-
		1,520,098	396,118
At amortized cost : Islamic mode			
Term deposit receipts	12a	17,422	16,702
		1,537,520	412,820

12a These term deposits receipts are placed with scheduled banks having a maturity of 3 months on roll-over basis and carry profit @ 7.70% - 10.90% p.a. (FY2024: 19.85% p.a.). These are held under lien against letters of credit facility by the bank.

	Note	2025	2024
13 CASH AND CASH EQUIVALENT			
Cash in hand		1,711	2,999
Cash at banks in local currency			
Current accounts	13a	271,437	233,275
PLS accounts	13b	78,596	153,901
		350,033	387,176
Cash at banks in foreign currency			
USD accounts		1,234	1,211
		352,978	391,386

13a These include Rs. 9.672 million (FY2024: Rs. 24.810 million) held under islamic windows of banks.

13b These accounts bear profit ranging from 9.00% to 20.50% p.a. (FY2024: 14% to 19% p.a.). These include Rs. 34.631 million (FY2024: Rs. 44.445 mHlion) held under Islamic windows of banks.

14 ISSUED, SUBSCRIBED AND PAID UP CAPITAL

	2025	2024	2025	2024
	------(Numbers)------		---(Rupees in 000s)---	
Ordinary shares of Rs. 10 each:				
fully paid in cash	386,842,543	386,842,543	3,868,425	3,868,425
fully paid as bonus shares	13,431,417	13,431,417	134,314	134,314
	400,273,960	400,273,960	4,002,739	4,002,739

14a Voting rights, Board selection, right of first refusal and block voting are in proportion to the shareholding.

	Note	2025	2024
15 SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT		(Rupees in 000s)	
Gross Surplus			
Opening balance		13,470,338	14,192,633
Incremental depreciation for the year		(682,224)	(722,295)
		12,788,114	13,470,338
Deferred tax attributed to surplus			
Opening balance		(5,193,179)	(5,474,874)
Incremental depreciation for the year		266,067	281,695
		(4,927,112)	(5,193,179)
		7,861,002	8,277,159

15a This reserve is not available for distribution as required under section 241 of the companies Act, 2017.

16 BORROWINGS

	Note	2025	2024
Banks and financial institutions - Secured			
Finance under conventional mode			
Askari Bank Limited	16a	406,250	500,000
Pak China Investment Company Limited	16a	406,250	500,000
PAIR Investment Company Limited	16a	81,250	100,000
National Bank of Pakistan (Facility II)	16c	-	55,478
		893,750	1,155,478
Finance under islamic mode			
First Habib Modaraba	16b	-	9,215
		893,750	1,164,693
Less: current portion shown under current liabilities		(206,250)	(204,786)
		687,500	959,907

16a This syndicate term finance facility with a sanctioned amount Of Rs. 1,100 million was obtained to meet the operational requirements and capital expenditures of the company. This facility will be repaid in 16 equal quarterly instalments starting from December 2024. Markup will be charged at the rate of 3 months KIBOR + 2.5% p.a. to be paid quarterly. The syndicate is led by Askari Bank Limited. This facility is secured against a joint pari passu charge to the extent of Rs.1,466 million (FY2024: Rs.1,466 million) over fixed assets (land, buildings, plant and machinery) of the Company and also against personal guarantees of sponsoring directors of the company.

16b This facility was obtained under Musharika arrangement to purchase vehicles and had been repaid in whole during the year. This facility carried profit @ 6 months KIBOR + 2.50% with floor rate of 8.00% p.a.

16c This non-interest bearing facility was early paid off in full during the year. This facility is secured against a joint pari passu (JPP) charge to the extent of Rs.1,300 million (FY2024: Rs.1,300 million) over fixed assets (land, buildings, plant and machinery) of the Company. Detail of this facility is given below:

	Note	2025	2024
		(Rupees in 000s)	
Gross value of facility		-	69,406
Less: Winding up of discount			
Opening balance		(13,928)	(30,730)
Unwinding up of discount and catch up adjustments	30	13,928	16,802
		-	(13,928)
Present value of facilities		-	55,478

17 DEFERRED TAXATION

	Note	2025	2024
		(Rupees in 000s)	
Deferred tax liability due to			
accelerated depreciation rate for tax purpose		8,513,193	8,476,631
Deferred tax assets due to			
provisions allowed on payment basis in tax computation		(78,850)	(99,825)
Net deferred tax liability		8,434,343	8,376,806
Reconciliation of deferred tax liability is as follows:			
Opening balance		8,376,806	8,366,684
Charged to statement of profit or loss			
Deferred tax charge for the year	31b	57,537	10,122
Closing balance		8,434,343	8,376,806

17a In accordance with the Finance Act, 2023, super tax at the rate of 10% for tax year 2023 and onwards has been levied in addition to the corporate tax rate of 29%. Accordingly, the Company has recorded deferred tax at 39% in accordance with applicable accounting and reporting standards.

18 TRADE AND OTHER PAYABLES

	Note	2025	2024
		(Rupees in 000s)	
Trade creditors	18a	968,780	1,367,322
Accrued liabilities		967,653	1,123,712
Federal Excise Duty and Sales Tax payable		249,306	327,556
Royalty and Excise Duty payable		879,431	231,480
Workers' Profit Participation Fund	18b	87,131	154,994
Workers' Welfare Fund	18c	73,261	57,768
Withholding tax payable		148,030	176,852
		3,373,592	3,439,684

18a These include balances payable to foreign creditors under letters of credit arrangement for purchase of coal, machinary, equipment and consumables. Total letters of credit facilities aggregated to Rs. 2,097 million (FY2024: Rs. 2,497 million) were available from commercial banks at the reporting date, out of which Rs. 2,025 million (FY2024: Rs. 2,308 million) were remained unutilized at that date. These letters of credit are due in 0-90 days and are secured against lien on import/local L/C documents, accepted draft/bill of exchange. The facility of letters of credit and letters of guarantees (as mentioned in Note 22f) are secured against charge to the extent of Rs. 4,881 million (FY2024: 3,783 million) over fixed and cument assets of the Company and also against a JPP charge mentioned in Note 16c.

18b Workers' Profit Participation Fund

	Note	2025	2024
		(Rupees in 000s)	
Opening balance		154,994	116,446
Allocation for the year	27	192,792	152,021
		347,786	268,467
Payment made during the year		(260,655)	(113,473)
Closing balance		87,131	154,994

18c Workers' Welfare Fund

	Note	2025	2024
Opening balance		57,768	143,201
Allocation for the year	27	73,261	57,768
		131,029	200,969
Payment made during the year		(57,768)	(143,201)
Closing balance		73,261	57,768

		Note	2025	2024
			(Rupees in 000s)	
19	MARKUP AND PROFIT PAYABLE			
	Banks and Financial Institutions			
	Under markup/interest basis		-	2,058
	Under islamic mode		-	727
			-	2,785
20	EMPLOYEES' BENEFIT OBLIGATIONS			
	Employees' benefit obligations		84,491	69,266
	Provident Fund Trusts (related parties)		2,324	749
			86,815	70,015

21 CONTRACT LIABILITIES

The contract liabilities primarily relate to the advance consideration received from customers for sale of goods, for which revenue is recognized at point in time when goods are transferred. The amount of Rs. 9.104 million (FY2024: Rs. 26.981 million) recognized in contract liabilities at the beginning of the period has been recognized as revenue for the period ended June 30, 2025.

22 CONTINGENCIES AND COMMITMENTS

22a The Competition Commission of Pakistan (the CCP) took suo moto action and issued Show Cause Notice on October 28, 2008 under section 30 of the Competition Ordinance, 2007 to almost all cement companies (including the Company) for alleged increase in the prices of cement across the country. The CCP passed an order on August 27, 2009 against all the cement companies and imposed a penalty amounting to Rs. 39.126 million on the Company. The cement manufacturers (including the Company) have challenged the CCP order in the Lahore High Court, Lahore (LHC) and seeks the declaration of the Competition Ordinance 2007 and Regulation 22 of the Competition (General Enforcement) Regulations 2007 to be ultra-vires the Constitution, and, further, that the show cause notice dated October 28, 2008 and order dated August 27, 2009 be declared illegal along with filing of appeal before the honorable Supreme Court of Pakistan (SCP).

LHC vide its order dated 31 August 2009 restrained CCP from enforcing its order against the Company for the time being. Meanwhile the CCP Tribunal was constituted under the law to hear appeals against levy of penalty by CCP and the SCP set aside all the appeals to the Tribunal for its adjudication. However, the constitution of Tribunal has also been challenged by the Company along with other stakeholders before the Honorable Sindh High Court (“SHC”) on various legal grounds, and the SHC very kindly has granted a stay order in favor of the Company against constitution of the CCP Tribunal.

LHC vide its order dated 26 October 2020 decided the writ petition challenging the vires of the law against the Company and the appeal impugning the levy of penalty vide order dated 27 August 2009 has been referred to the Tribunal (constitution of Tribunal already challenged in SHC as referred above) to decide the same after issuance of notice to the Company. The Company has challenged decision of LHC before the Honorable Supreme Court of Pakistan which is pending adjudication.

The Company's legal counsel is confident that the Company has a good case and there are reasonable chances of success to avoid the penalty, Hence, no provision for the above penalty has been made in these financial statements.

22b The Pakistan Standards and Quality Control Authority (PSQCA) charged a marking fee @ 0.15% of the total production of cement to manufacturer for the renewal of license and imposed liability amounting to Rs. 24.000 million but management disagreed with this amount of liability. A writ petition is filled by APCMA before Lahore High Court which is pending for adjudication. Based on the legal opinion, the management is confident that the Company has good case and there are reasonable chances of success in the pending Petition in the court.

22c The Member (Colonies), Board of Revenue, Government of Punjab vide its order dated July 23, 2010 cancelled the sales of state land measuring 400 kanals in favor of the Company after the proceedings taken pursuant to the show cause notice no 408-SC-2010/1579/CS.III dated July 01, 2010. The Company filed writ petition before the Lahore High Court challenging the legality and validity of all these proceeding however the Lahore High Court dismissed the writ petition. The Company has filed a review petition against the earlier order of the LHC. The Adjudication in this review petition is pending. Based on the legal opinion, the management is confident that the Company has good case and there are reasonable chances of success in the Review Petition pending before the Lahore High Court.

22d Contingent tax cases which are pending for adjudication at various appellate forums are disclosed in Note 31d.

	2025	2024
	(Rupees in 000s)	
22e Bank guarantees		
Sui Northern Gas Pipeline Limited	185,000	185,000
Islamabad Electricity Supply Corporation	92,560	92,560
Mines and Minerals Departments	99,000	99,800
	376,560	377,360

In addition to above bank guarantees, a commercial bank has issued performance guarantee against export sales on behalf of the Company amounting to USD 10,000 (FY2024: USD 10,000).

22f The Company issued corporate guarantees aggregating Nil (FY2024: Rs. 1,685.768 million) in favour of commercial banks on behalf of its associated company, Balochistan Glass Limited. These guarantees were extended under a non-funded facility limit of Rs. 3 billion, duly approved by the shareholders in the Annual General Meeting held on October 24, 2024, in accordance with the authority granted under Section 199 of the Companies Act, 2017. The non-funded facility remains valid up to October 30, 2029, and carries commission at the Company's applicable commission rate plus 0.05% per quarter on the utilized portion of the facility. The facility is secured by the personal guarantee of a common sponsoring director.

	Note	2025	2024
		(Rupees in 000s)	
22g Commitments			
Against supply of inventories under letters of credit		71,465	189,092
23 NET SALES REVENUE			
Gross sales domestic		30,201,582	25,204,442
Less:			
Sales tax		(5,206,519)	(4,332,262)
Federal excise duty		(4,881,408)	(2,386,363)
Advance income tax		(29,881)	(25,001)
Discount and Freight		(463,423)	(295,997)
		(10,581,231)	(7,039,623)
Export sales		19,620,351	18,164,819
		-	264
		19,620,351	18,165,083

			2025	2024
			(Rupees in 000s)	
24	COST OF SALES			
	Packing and raw materials consumed		1,094,469	1,329,088
	Electricity, gas and water		750,643	1,509,501
	Coal, diesel and furnace oil		7,920,406	8,609,272
	Royalty and excise duty on minerals		1,796,911	444,024
	Consumable parts and supplies		1,016,014	750,439
	Repair and maintenance		479,985	269,000
	Salaries, wages and benefits		713,277	568,497
	Transportation and freight		329,685	368,999
	Insurance		29,339	27,257
	Vehicle running and travelling		26,382	24,245
	Other manufacturny expenses		119,482	98,360
	Depreciation	4ba	1,299,405	1,307,637
			15,575,998	15,306,319
	Adjustment of work-in-process inventory			
	Opening balance		2,586,507	1,600,900
	Closing balance		(3,117,378)	(2,586,507)
			(530,871)	(985,607)
	Cost of goods manufactured		15,045,127	14,320,712
	Adjustment of finished goods inventory			
	Opening balance		129,231	198,832
	Closing balance		(128,121)	(129,231)
			1,110	69,601
			15,046,237	14,390,313
	Less: cost attributed to inhouse cement consumption		(12,001)	-
			15,034,236	14,390,313
25	ADMINISTRATIVE AND GENERAL EXPENSES			
	Salaries and benefits		549,382	532,417
	Vehicle running and travelling		63,063	71,376
	Legal and professional charges		25,017	9,462
	Auditors' remuneration	25a	2,937	3,379
	Communication expenses		23,295	16,743
	Rent, rates and taxes		238	648
	Fee and subscription		5,758	5,382
	Utilities		16,414	14,678
	Other expenses		54,444	48,454
	Amortization		-	1,476
	Depreciation	4ba	29,772	30,338
			770,320	734,353
25a	Auditors' remuneration			
	Statutory auditors			
	Audit fee		1,727	1,727
	Half year review fee		725	725
	Certifications fee		85	373
	Tax appeals		-	158
	Out-of-pocket expenses		150	212
			2,687	3,195
	Cost auditors			
	Audit fee		250	184
			2,937	3,379

		Note	2025	2024
			(Rupees in 000s)	
26	**SELLING AND DISTRIBUTION EXPENSES**			
	Salaries and benefits		71,282	69,937
	Vehicle running and travelling		6,523	6,191
	Sales promotion		6,368	7,800
	Other expenses		2,463	2,101
	Depreciation	4ba	2,367	2,391
			89,003	88,420
27	**OTHER EXPENSES**			
	Workers' Profit Participation Fund	18b	192,792	152,021
	Workers' Welfare Fund	18c	73,261	57,768
			266,053	209,789
28	**OTHER INCOME**			
	Gain on disposal of fixed assets		11,612	7,677
29	**FINANCE INCOME**			
	Profit on bank deposits	29a	128,198	65,414
	Capital gains	29b	107,000	18,096
	Dividend income	29c	139	101,653
	Unrealized gain on fair value reassessment	29d	4,331	169
	Markup on loan to Balochistan Glass Limited (related party)		109,068	167,397
	Commission on LG for Balochistan Glass Limited (related party)		20,896	7,402
			369,632	360,131

29a This includes Rs 2.712 million (FY2024: 0.581 million) held under islamic windows of banks.
29b This includes Rs 0.664 million (FY2024: Nill) held under islamic windows of banks.
29c This includes Rs 0.125 million (FY2024: Nill) held under islamic windows of banks.
29d This includes Rs 0.940 million (FY2024: Nill) held under islamic windows of banks.

		Note	2025	2024
30	**FINANCE COST**		(Rupees in 000s)	
	Banks and financial institutions under markup/interest basis			
	Long term borrowings		188,370	191,896
	Un-winding up of discount and catch up adjustments	16c	13,928	16,802
			202,298	208,698
	under Islamic mode			
	Long term borrowings		4,232	36,346
	others			
	Letters of credit financing cost		355	338
	Bank guarantees commission		21,742	7,805
	Bank charges		4,515	5,872
			26,612	14,015
			233,142	259,059
	Loan from GCL WPPF Trust (related party)		-	7,179
	Default charge on taxes and duties		2,030	2
	Workers Profit Participation Fund (related party)		17,052	9,680
	Workers Welfare Fund		-	3,321
	Late payment surcharge on utilities bills		-	127
	Foreign currency exchange (credit) / loss		(31)	12
			252,193	279,380

		Note	2025	2024
			(Rupees in 000s)	
31	**TOTAL LEVY AND INCOME TAX EXPENSE**			
	Levy - Final Tax	31a	16,085	18,828
	Income Tax	31b	1,368,961	1,069,078
			1,385,046	1,087,906
31a	**LEVY - FINAL TAX**			
	Final tax on dividend u/s 150		35	15,248
	Final tax on capital gain u/s 37A		16,050	3,580
			16,085	18,828

This represents final taxes paid under provisions of Income Tax Ordinance, 2001 (ITO, 2001), representing levy in terms of requirements of IFRIC 21/IAS 37.

		Note	2025	2024
31b	**INCOME TAX EXPENSE**			
	Current tax			
	Current period		1,310,125	1,059,020
	Prior period		1,300	(64)
			1,311,425	1,058,956
	Deferred taxation	17	57,536	10,122
			1,368,961	1,069,078

31c Numerical reconciliation between average effective tax rate and the applicable tax rate

	2025	2024
Accounting profit before income taxation	3,573,705	2,811,808
Tax at applicable @ 39% including super tax (FY2024: 39%)	1,393,745	1,096,605
Effect of:		
Depreciation due to accelerated depreciation rates in tax	415	-
Prior years adjustment	1,300	(64)
Income at lower rate under final tax regim	(26,498)	(27,463)
Tax charge for the year	1,368,962	1,069,078
Effective tax rate	38%	38%

31d Current income tax appeals pending for adjudication:

31da The Company had challenged before the Lahore High Court ("LHC") the levy of Alternate Corporate Tax ("ACT") @ 17% in the presence of admissible allowances, including depreciation losses. While interim relief was granted and assessments for Tax Years 2014 to 2016 were finalized without ACT, the Company prudently accrued ACT provisions in the respective years, which were subsequently adjusted as tax credits under Section 113C of the Income Tax Ordinance, 2001 against normal tax from Tax Year 2017 onwards. Although the LHC has decided the matter in favour of the Tax Department, there is no financial impact on the Company as provisions for ACT had already been recognized in the books.

31db The Inland Revenue Appellate Tribunal (IRAT) allowed tax credit u/s 113(2)(c) amounting to Rs. 282.567 million to the Company, however the department challenged this before the Lahore High Court, Lahore. Management as well as legal council is confident that this appeal will be decided in favor of the company as LHC has already decided this matter in favor of other taxpayers on the same ground as sought by the Company. Therefore, impact of the subject tax credit allowed by IRAT was accounted for in the financial statements of the company in prior years.

31dc The tax department has initiated income tax as well as sales tax audit proceedings from tax year 2015 to tax year 2020 for the whole cement industry. The Company has challenged the audit proceeding before the Lahore High Court who has instructed the tax department not to issue assessment order till conclusion of the case.

31dd Various appeals are pending for adjudication either before the Appellate Tribunal or Lahore High Court against various orders under sales Tax Act involving sales tax demand amounting to Rs. 768.734 million (Fy2024: Rs. 100.684 million). The management and tax advisor(s) of the company affirms that these appeals will ultimately be decided in its favor, accordingly, no provisions of such aledged tax demands have been incorporated in these financial statements.

32 EARNINGS PER SHARE - Basic and diluted

	Note	2025	2024
		(Rupees in 000s)	
Weighted average number of ordinary shares outstanding during the year		400,273,960	400,273,960
Profit after tax (Rupees in thousands)		2,204,744	1,742,730
Earnings per share - basic (Rupees)		5.51	4.35

There is no dilutive effect on the basic earnings per share of the company as the Company has no such commitments at the date of statement of financial position.

33 ADJUSTMENT FOR NON-CASH AND OTHER ITEMS

	Note	2025	2024
Depreciation	4a	1,331,544	1,340,366
Amortization	25	-	1,476
Finance expenses excluding un-winding of discount	30	238,265	262,578
Un-winding up of discount - banks debts	30	13,928	16,802
Finance income	29	(369,632)	(360,131)
WWF and WPPF	27	266,053	209,789
Other income - gain on disposal of operating fixed assets	28	(11,612)	(7,677)
		1,468,546	1,463,203

34 NET CHANGES IN WORKING CAPITAL

	2025	2024
Inventories	(287,649)	(1,708,000)
Trade and other receivables	(48,653)	(404,115)
Loan and advances	(404)	8,036
Deposits	3,113	(29,263)
Prepayments	85,516	(42,139)
Trade and other payables	(76,988)	(194,101)
Contract liabilities	15,992	(17,314)
	(309,073)	(2,386,896)

35 FINANCIAL INSTRUMENTS

Categories of financial assets and financial liabilities

Note 3.5 provides a description of each category of financia assets and financial liabilities and the related accountin policies. The carrying amounts of financial assets and financial liabilities in each category are as follows:

	Note	2025	2024
		(Rupees in 000s)	
Financial assets at amortized cost			
Trade and other receivables	8	909,237	870,941
Loan and advances	9	535,474	592,756
Non current deposits	6	47,253	73,441
Current deposits	10	58,838	35,763
Short term investments - term deposit receipts	12	17,422	16,702
Cash and bank balances	13	352,978	391,386
		1,921,202	1,980,989
Financial assets at fair value through profit/loss			
Short term investment - units of mutual funds	12	1,503,163	396,118
Short term investment - equity shares	12	16,935	-
		1,520,098	396,118
		3,441,300	2,377,107

Advances to employees against salary or for expenses are excluded from 'Loan and advances' as these will not be settled through cash.

	Note	2025	2024
Financial liabilities at amortized cost			
Non current borrowings	16	687,500	959,907
Current borrowings	16	206,250	204,786
Trade and other payables (excluding payable to government)	18	1,936,433	2,491,034
Markup and profit payables	19	-	2,785
Employees benefits obligation	20	79,663	70,015
Unclaimed dividend		8,280	8,154
		2,918,126	3,736,681

Risk management objectives and policies

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The Company's risk management is coordinated at its head office, in close cooperation with the board of directors, and focuses on actively securing the Company's short to medium-term cash flows by minimizing the exposure to volatile financial markets. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below:

35a Market risk analysis

The Company is exposed to market risk through its use of financial instruments and specifically to currency risk, and interest rate risk which result from both its operating and investing activities.

Foreign currency sensitivity

Most of the Company's transactions are carried out in Pakistani Rupees (Rs.). Exposures to currency exchange rates arise from the Company's overseas sales and purchases, which are primarily denominated in USD and CNY. Payables exposed to foreign currency are not covered through any forward foreign exchange contracts or through hedging.

	2025	2024	2025	2024
	------(FC in 000s)------		---(Rupees in 000s)---	
Payable to creditors - accrued or committed				
USD	292	1,265	83,068	352,567
CNY	-	223	-	8,575
Euro	144	-	47,911	-
			130,979	361,142

	2025	2024
	---(Rupees in 000s)---	
Sensitivity analysis:		
Increase in foreign currency exchange rate by 1%	1,310	3,611
Decrease in foreign currency exchange rate by 1%	(1,310)	(3,611)

Interest rate sensitivity

The Company is exposed to changes in market interest rates through borrowings at variable interest rates that is mostly dependent on Karachi Inter Bank Offer Rate ("KIBOR"). The Company's interest / mark-up bearing financial instruments as at the reporting date are as follows:

	2025	2024
	(Rupees in 000s)	
Variable interest rate financial assets		
Bank balances at PLS accounts & TDRs	96,018	170,603
Variable interest rate financial liabilities/(assets)		
Borrowings	893,750	1,164,693
Advance to associated company	(525,000)	(583,333)
	368,750	581,360

The effective interest / mark-up rates for interest / mark-up bearing financial instruments are mentioned in relevant notes to the financial statements.

A reasonably possible change of 100 basis points in interest rates at the reporting date would have (decreased) / increased profit by amounts shown below. The analysis assumes that all other variables, in particular foreign exchange rates, remain constant. The analysis is performed on the same basis as for the previous year.

	Markup/Profit	
	2025	2024
	(Rupees in 000s)	
Variable interest rate financial liabilities		
Increase of 100 basis points	3,688	5,814
Decrease of 100 basis points	(3,688)	(5,814)

The sensitivity analysis prepared is not necessarily indicative of the effects on profit for the year and the outstanding liabilities of the Company at the year end.

Other price risk

Other 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 the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. Currently, the Company is not exposed to other price risk.

35b Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company. The Company is exposed to credit risk from financial assets including cash and cash equivalents held at banks loans, advances and deposits, trade and other receivables. The Company identifies concentrations of credit risk by reference to type of counter party. Maximum exposure to credit risk by type of counterparty is as follows:

	2025	2024
	(Rupees in 000s)	
Banks and financial institutions	1,948,085	863,158
Customers	866,902	818,249
Utility companies	47,253	47,253
Employees	10,474	9,423
Associated company	566,875	635,565
	3,439,589	2,373,648

		2025	2024
		(Rupees in 000s)	
Credit risk management			
The credit risk in respect of cash balances held with banks and deposits with banks are managed via diversification of bank deposits, and are only with major reputable financial institutions.			
Margin held with banks	A1+	58,838	60,788
	A2	-	1,163
		58,838	61,951
Bank balances	A1+	349,645	385,033
	A1	364	1,421
	A2	-	1,641
	A3	1,258	291
		351,267	388,386
Tem deposit receipts	A3	17,422	16,702
Investment in mutual funds			
NBP Mahana Amdani Fund	AA-	34	226,155
ABL Cash Fund	AA+	-	169,963
Alfalah GHP Income Fund	AA-	406,117	-
Meezan Islamic Income Fund	A+	999	-
Meezan Munafa Plan I	AA-	501,197	-
NBP Islamic Govt Securities Saving Fund	AA-	594,816	-
		1,503,163	396,118
Investment ln equity shares			
Equity shares (Meezan Bank Limited)	A+	16,935	-

The Company continuously monitors the credit quality of customers based on internal evaluation assessment and/or reports on customers from the market. The Company's policy is to deal only with credit worthy counterpahies. New customer is an alyzed individually for credit worthiness bofore the Company's standard payment and delivery terms and conditions are offered. The credit terms range between 7 and 30 days. The credit terms for customers as negotiated with customers are subject to an internal approval process. The ongoing credit risk is managed through regular review of ageing analysis, together with credit limits per customer, The analysis of ages of trade debts of the Company as at the reporting date is as follows:

	Note	2025	2024
		(Rupees in 000s)	
Trade receivable			
Current		540,325	643,777
1 - 60 days past due		320,918	173,093
61 - 180 days past due		2,373	1,011
More than 180 days past due		3,286	368
	8	866,902	818,249

Management believes that the amounts that are past due are still collectable in full based on historical payment behavior and extensive analysis of customer credit risk. Therefore no provision is made in these financial statements.

The Company does not hold any security on the trade receivables balance, In addition, the Company does not hold collateral relating to other financial assets (e.g. cash and cash equivalents held with banks).

Credit risk on balances receivable from an associated company amounts to Rs. 566.875 million (FY2024: Rs. 635.565 million), including accrued mark-up of Rs. 36.543 million (FY2024: Rs. 44.830 million). The credit risk relating to these advances is monitored through regular analysis of the associated company's profitability, cash flows, and the financial strength of its sponsors/guarantors. In addition, the receivables are secured by a personal guarantee and post-dated cheque of a sposnor director. Accordingly, management believes that the credit risk exposure is remote.

Margin against letters of guarantee/credit are placed with high rated banks. Advances/loans to employees are secured against retirement benefits. Hence, management belief that the credit risk is minimal.

35c Liquidity risk analysis

Liquidity risk is that the Company might be unable to meet its obligations. The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analyzing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Company's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting period.

The Company's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarized below:

	Carrying value	Contractual cash flows	Within 6 months	More than 6 months and up to 12 months	More than 1 year and up to 5 years	More than 5 years and up to 10 years	Total
	(Rupees in 000s)						
As at June 30, 2025							
Borrowings	893,750	893,750	68,750	137,500	687,500	-	893,750
Trade and other payables	1,936,433	1,936,433	1,936,433	-	-	-	1,936,433
Employee benefits obligation	86,815	86,815	86,815	-	-	-	86,815
Markup and profits payable	-	-	-	-	-	-	-
Unclaimed dividend	8,280	8,280	8,280	-	-	-	8,280
	2,925,278	2,925,278	2,100,278	137,500	687,500	-	2,925,278
As at June 30, 2024							
Borrowings	1,164,693	1,164,693	80,278	124,508	904,907	55,000	1,164,693
Trade and other payables	2,491,034	2,491,034	2,491,034	-	-	-	2,491,034
Employee benefits obligation	70,015	70,015	70,015	-	-	-	70,015
Markup and profits payable	2,785	2,785	2,785	-	-	-	2,785
Unclaimed dividend	8,154	8,154	8,154	-	-	-	8,154
	3,736,681	3,736,681	2,652,266	124,508	904,907	55,000	3,736,681

35d Fair value of financial instruments:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

IFRS 13, 'Fair Value Measurements' requires the Company to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements.

The fair value hierarchy has the following levels:

- i Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date (level 1).
- ii Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (level 2).
- iii Inputs for the asset or liability that are not based on observable market date (unobservable inputs) (level 3).

The Company has not disclosed the fair values of the current financial assets and current financial liabilities disclosed in note 35 as these are for short term or reprice over short term. Therefore, their carrying amounts are reasonable approximation of fair value. Fair value of short term investment in mutual funds is determined using published unit price (Level 2).

Transfers between levels of the fair value hierarchy are recognized at the end of the reporting period during which the changes have occurred.

During the year, there were no transfers between level 1 and level 2 fair value measurements, and no transfers into and out of level 3 fair value measurement.

35e **Capital risk Management:**

The Board's policy is to maintain an efficient capital base so as to maintain investor, creditor and market confidence and to sustain the future development of its business. The Board of Directors monitors the return on capital employed, which the Company defines as operating income divided by total capital employed. The Board of Directors also monitors the level of dividends to ordinary shareholders. The Company's objectives when managing capital are:

a) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
b) to provide an adequate return to shareholders.

The Company manages the capital structure in the context of economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may, for example, adjust the amount of dividends paid to shareholders, issue new shares, or sell assets to reduce debt.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt is calculated as total loans and borrowings less cash and cash equivalents.

The gearing ratio as at June 30, 2025 is as follows:

	Note	2025	2024
		(Rupees in 000s)	
Non current borrowings	16	687,500	959,907
Current borrowings	16	206,250	204,786
Total debts		893,750	1,164,693
Cash and bank balances	13	(352,978)	(391,386)
Net debts		540,772	773,307
Issued, subscribed and paid up capital	14	4,002,739	4,002,739
Revaluation surplus of PPE	15	7,861,002	8,277,159
Retained earnings		13,992,334	11,771,707
Total equity		25,856,075	24,051,605
Capital employed		26,396,847	24,824,912
Gearing ratio		2.05%	3.12%

Gearing ratio showed that 2.05% (FY2024: 3.12%) of the capital employed is financed through borrowings; whereas gearing ratio reduced due to repayment of debts and retention of earnings within the company.

There were no changes in the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements except those related to maintenance of debt covenants including restriction on dividend declaration without obtaining NOC commonly imposed by the providers of debt finance with which the Company has complied. The Company has obtained NOC from the banks and financial institution for payment of dividend.

36 PROVIDENT FUND DISCLOSURE AND COMPLIANCE

GCL Officers' Provident Fund

The investments out of Provident Fund Trust have been made in accordance with the provisions of Section 218 of the Companies Act, 2017 and Rules formulated for this purpose.

GCL Workers' Provident Fund

This fund is wholly managed by CBA. The Trust is in process of completing its accounts and audit to comply with the provisions of section 218 of the Companies Act, 2017.

37 NUMBER OF EMPLOYEES

	2025	2024
	(Numbers)	
Number of employees at year end	377	381
Average number of employees during the year	381	380

38 REMUNERATION TO CHIEF EXECUTIVE OFFICER, DIRECTORS & EXECUTIVES

The aggregated amounts charged in the financial statements as regard to these persons are as under:

	Chief Executive		Executive Directors		Executives	
	2025	2024	2025	2024	2025	2024
	- - - - - - - (Rupees in 000s) - - - - - - -					
Managerial remuneration	170,541	170,541	107,875	107,875	172,307	142,304
Allowances	18,949	18,949	11,986	11,986	210,598	173,927
Bonus and other benefits	56,750	55,739	35,897	32,003	45,021	46,106
Contribution to post employment benefit	-	-	22	18	6,500	8,313
	246,240	245,229	155,780	151,882	434,426	370,650
No. of employees	1	1	2	2	35	31

Meeting fee amounting to Rs. 2.600 million (FY2024: Rs. 4.400 million) was paid to Chairman of the Board and Chairman of the Audit Committee (both are non-executive independent directors). Executive means an employee, other than the chief executive and directors, whose basic salary exceeds Rs. 1,200,000 in a financial year. Chief Executive, executive directors and some executives are also provided air travel for business purpose. The Company also provides the chief executive, executive directors and some of the executives with Company maintained cars and travelling reimbursement for business purpose.

39 RELATED PARTIES AND TRANSACTIONS WITH RELATED PARTIES

Related parties include associated entities, directors and their close family members, key management personnel and post employment benefits / trusts listed as below:

Name of related parties	Relationship	2025	2024
		Direct shareholding %age in the Company	
Muhammad Tousif Peracha	Chief Executive Officer	56.440%	57.373%
Tabbasum Tousif Peracha	Spouse of director	0.000%	0.000%
Mustafa Tousif Ahmed Peracha	Director	0.123%	0.123%
Abdur Rafique Khan	Director	22.726%	22.726%
Habiba Tousif Peracha	Director (till 07-11-2024)	0.000%	0.000%
Amna Khan	Director	5.688%	5.688%
Faisal Aftab Ahmad	Director	0.000%	0.000%
Daniyal Jawaid Peracha	Director	0.063%	0.063%
Khalid Siddiq Tirmizey	Director	0.025%	0.025%
Shafqaat Ahmed	Director	0.000%	0.000%
Mian Nazir Ahmed Peracha	Director (w.e.f. 04-12-2024)	0.000%	0.000%
Feriha Nazir Peracha	Spouse of Mian Nazir Ahmed Peracha	-	0.000%
Qamar Nazir Peracha	Spouse of Mian Nazir Ahmed Peracha	-	0.000%
Balochistan Glass Limited	Associated company (Common directorship)	-	-
Shahpur Commerce (Pvt) Limited	Associated company (Common directorship)	-	-
MMM Holding (Pvt) Limited	Associated company (Common directorship)	-	-
GCL Officers' Provident Fund Trust	Post employment benefit	-	-
GCL Workers' Provident Fund Trust	Post employment benefit	-	-
GCL WPPF Trust	Trust of post employment benefit	-	-
Ali Rashid Khan	Key management personnel	5.102%	5.102%
Abdul Shoeb Piracha	Key management personnel	-	-
Muhammad Shamail Javed	Key management personnel	-	-
Syed Firasat Abbas	Key management personnel	-	-
Farukh Naveed	Key management personnel	-	-
Muhammad Tahir	Key management personnel	-	-

Transactions with Balochistan Glass Limited are disclosed in Note 5, 8, 9, 22f, 29 of these financial statements. Whereas cash movements are disclosed in the Statement of Cash Flow.

Dividend paid to directors and their close family members are disclosed in the Statement of Cash Flow.

Transactions of WPPF and with GCL WPPF Trust are disclosed in Note 18b, 19, 27, 30 of these financial statements. Apart from these transactions, a short term advance of Nil (FY2024: Rs. 150.000 million) was received and wholly repaid during the year.

Remuneration of chief executive officer and directors and meeting fee of chairmans are disclosed in note 38.

Details of transactions with related parties during the year, other than those which have been disclosed elsewhere in these financial statements, are as follows:

	2025	2024
Transactions with associates	(Rupees in 000s)	
Shahpur Commerce (Pvt) Limited		
Purchase of coal	207,156	47,011
Transactions with key management personnel		
Salaries and benefits	173,894	165,208
Post employment benefit	2,294	3,454
sale of vehicles	3,200	-
Transactions with post employment benefits (provident funds)		
Contribution by the Company		
Cost of sales	21,638	14,368
Administrative and general expenses	5,056	4,288
Selling and distribution expenses	847	2,551

40 CAPACITY AND PRODUCTION - CLINKER

	2025	2024
	(Tons)	
Listed capacity	2,250,000	2,010,000
Production	1,136,193	1,140,650

Lower capacity utilization of cement plant as well as change in actual production over the last year is due to gap between demand and supply of cement in local market. The capacity figure of the plant is based on 300 working days in a year.

41 CORRESPONDING FIGURES

Correspondence figures have been rearranged and reclassified, wherever necessary. However, no major reclassification has been made other than those as disclosed in these financial statements.

42 AUTHORIZATION FOR ISSUE

These financial statements have been authorized for issue by the Board of Directors of the Company in its meeting held on September 23, 2025.

DIRECTOR CHIEF FINANCIAL OFFICER DIRECTOR

جمع پونجی

سرمایہ کاری سمجھداری کے ساتھ

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جہاں رہیئے، آگاہ رہیئے

SECP کی جانب سے پیش ہے "جمع پونجی" ایک ایسا ویب پورٹل جو آپکو سرمایہ کاری سے متعلق ہر قسم کی معلومات فراہم کرتا ہے تاکہ آپ ایک اچھی سرمایہ کاری کا فیصلہ کر سکیں۔ جمع پونجی میوچل فنڈز، پنشن فنڈز، اسلامک فنانسنگ، کیپٹل مارکٹ، لیزنگ کمپنیز اور انوسٹمنٹ بینک وغیرہ میں سرمایہ کاری سے متعلق آپکے سوالات کے جوابات فراہم کرتا ہے اور ساتھ ہی آن لائن ٹولز کے ذریعے ہی کھیل ہی کھیل میں منافع بخش سرمایہ کاری کے سلسلے میں آپکو رہنمائی بھی فراہم کرتا ہے۔

کھیل ہی کھیل میں سیکھیں سرمایہ کاری کا ہنر

مفت آن لائن ٹولز:

سکیم میٹر　ماک ٹریڈنگ　رسک پروفائلر

نالج سینٹر　کیلکولیٹر　نیوز لیٹر سبسکرپشن

SECP

Jama Punji is an Investor Education Intiative of Securities and Exchange Commission of Pakistan

FORM OF PROXY

The Secretary
Gharibwal Cement Limited
First Capital Tower, 1st Floor,
27-H,Gulberg II, Lahore.

I/We .... of .... being a membe of

Gharibwal Cement Limited, and holder of .... Ordinary Shares as per Shares Register

Folio No. .... hereby appoint Mr./Mrs./Ms. ....

of ....

Folio No. .... who is also a member of Gharibwal Cement Limited as my/our proxy to attend and vote for and on my/our behalf at the 65th Annual General Meeting of the Company to be held on Friday, October 24, 2025 at 11:00 am at OBAN Hotel, 81-C-II, off MM Alam Road, Gulberg-III, Lahore and at any adjournment thereof.

As witnessed given under my / our hand (s) .... day of October , 2025.

Signature

On Five Rupees Revenue Stamp

Witness:

Signature ....

Name ....

Address ....

Note:

1. The Proxy in order to be valid must be signed across a Five Rupees Revenue Stamp and should be deposited in the Registered Office of the Company not later than 48 hours before the time of holding the meeting.
2. No person shall act as proxy unless he is a member of the Company.
3. Signature should agree with the specimen signature registered with the Company.

پراکسی فارم

جناب سیکرٹری صاحب
غریب وال سیمنٹ لمیٹڈ
فرسٹ کیپیٹل ٹاؤر، فرسٹ فلور،
H-27 گلبرگ ii، لاہور

میں / ہم ____ غریب وال سیمنٹ لمیٹڈ کے ممبران ہیں

اور فولیو نمبر ______________ سے لیکر ______________ تک کل ______________ شیئرز رکھتے ہیں

میں / ہم اپنی جگہ مسٹر / مسز / مس ______________________________ کو پراکسی نامزد کرتا ہوں / کرتے ہیں جو کہ کمپنی کا ایک ممبر ہے

رہائش ____ اس کا فولیو نمبر ______________ ہیں۔

مسٹر / مسز / مس ______________________________ کو اختیار دیا جاتا ہے کہ وہ کمپنی کا 65 واں سالانہ اجلاس جو کہ جمعہ 24 اکتوبر 2025 کو دن 11 بجے OBAN ہوٹل، C-II-81، ایم ایم عالم روڈ کے قریب، گلبرگ III، لاہور میں منعقد ہو رہا ہے۔ ہماری جگہ اجلاس میں شرکت کرے اور ووٹ ڈالے یا اور کوئی عمل جو ایک ممبر کی حیثیت سے کرنا لازم ہو وہ ادا کرے۔

جیسا کہ نیچے گواہی موجود ہے۔ یہ فارم ______ اکتوبر 2025 کو جاری کیا گیا۔

5 روپے کا ڈاک ٹکٹ دستخط

گواہ ______________________

نام ______________________

پتہ ______________________

نوٹ

i۔: پراکسی کو با اختیار ہونے کے لیے پانچ روپے کے ڈاکٹ پر دستخط ہونا اور اجلاس شروع ہونے کے 48 گھنٹے قبل اس کا رجسٹرڈ آفس میں موصول ہونا ضروری ہے
ii۔ کمپنی کے ممبر کے علاوہ کسی اور شخص کو پراکسی نامزد نہیں کیا جا سکتا۔
iii۔ ممبر کے دستخط کمپنی کے پاس موجود دستخط کے مطابق ہونے چاہیے۔

GHARIBWAL CEMENT LIMITED

HEAD OFFICE:

First Capital Tower, 1st Floor, 27-H,
Gulberg-II, Lahore, Pakistan.
PABX: +92 42 3 60 60 60 0
E-mail: info@gharibwalcement.com

FACTORY:

30km Pind Dadan Khan Jehlum Road,
Ismailwal, Tehsil Choa Saidan Shah,
District Chakwal, Lahore.

www.gharibwalcement.com