


# RISING TOGETHER REACHING BEYOND



ANNUAL REPORT 2025



# RISING TOGETHER REACHING BEYOND





# POWERING PROGRESS THROUGH PURPOSEFUL NUTRITION

At Unity Foods, we see nutrition as a catalyst for transformation. Behind every fortified grain lies a vision to unlock human potential, fuel ambition, and build resilience. By infusing essential micronutrients like iron, folic acid, zinc, and vital vitamins into our daily staples, we go beyond feeding, we're enabling futures. From school children to expecting mothers, our products are designed to elevate lives at every stage. As we rise with the communities we nourish, we're not just addressing hidden hunger. We're building a healthier, stronger Pakistan that's ready to reach beyond.



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# OUR MISSION

To see enhanced food security in Pakistan by developing a sustainable and efficient farm-to-fork food supply chain system.

# OUR VISION

To be a reliable and sustainable supplier to the nation's food security system, by way of developing and implementing an efficient farm-to-fork supply chain across the country.

# OUR CORE VALUES

Our values define who we are, the way we work, and comprise of Integrity, Excellence, Innovation, Teamwork, Passion, Ownership and Safety

- **Integrity is our cornerstone:** We commit to the highest ethical standards in all our actions, ensuring trust and transparency.
- **Innovation drives us forward:** We champion new ideas and leverage cutting-edge technologies to propel progress and create a better future.
- **Teamwork powers our success:** By collaborating seamlessly, we turn collective efforts into shared achievements.
- **Passion ignites our journey:** With unwavering enthusiasm and determination, we tackle every challenge and strive for excellence.
- **Safety is our unwavering commitment:** We prioritize the well-being of our employees, customers, and communities, taking every measure to ensure their safety

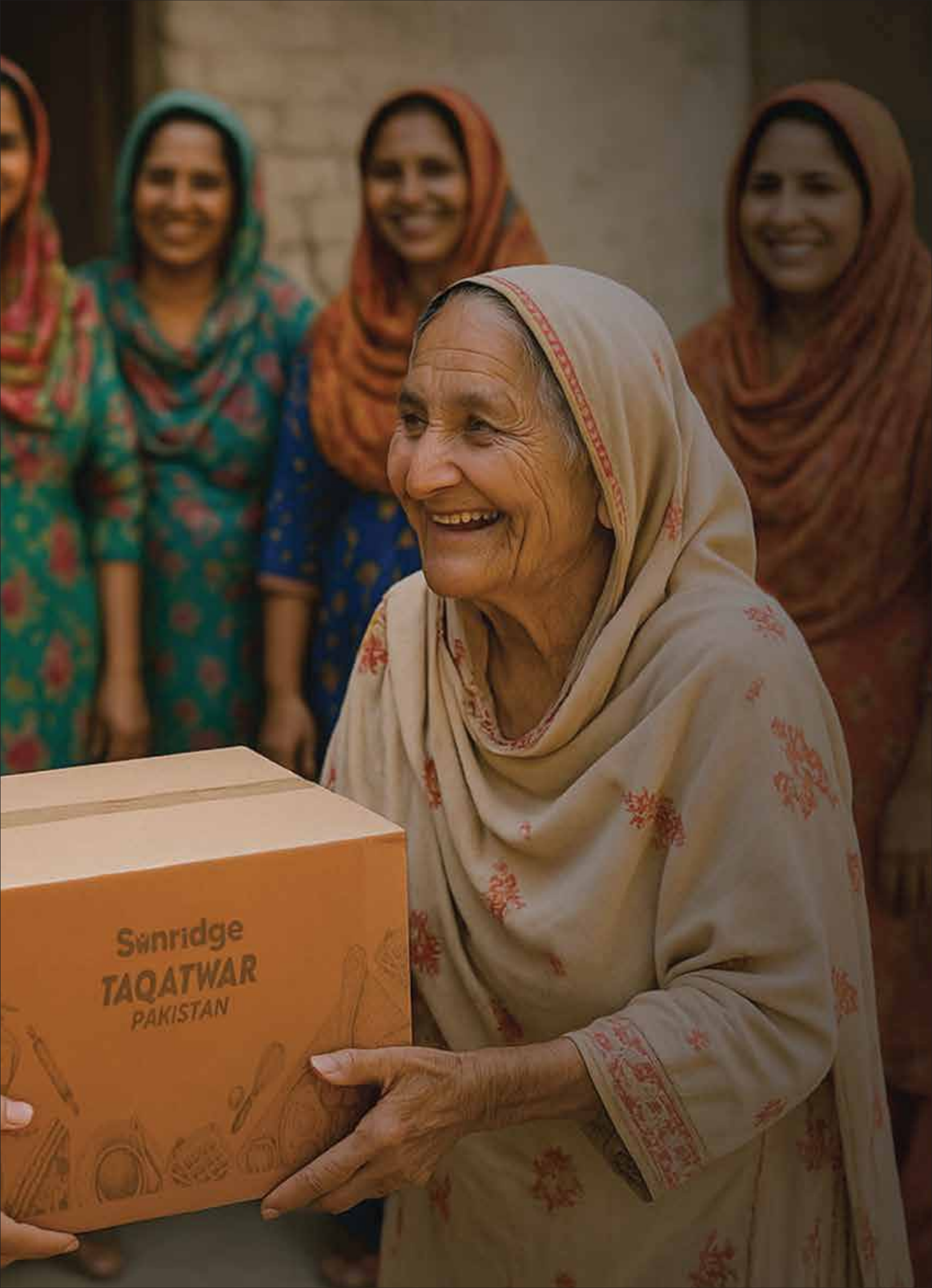




Sunridge

# 170,000+ FAMILIES ONE MISSION

Nutrition becomes meaningful only when it reaches the ones who need it most. Through large scale community programs and fortified food staples, Unity Foods has reached over 170,000 families across Pakistan. From nationwide ration drives to targeted school nutrition programs, we don't just provide food, we deliver dignity, resilience, and nourishment. It's this shared mission that transforms our products from commodities into lifelines of care.



Sunridge  
**TAQATWAR**  
PAKISTAN

# OUR PRODUCTS





# COMPANY INFORMATION

## Board of Directors

Mr. Amir Shehzad

Chairman-Non-Executive  
Director

Mr. Muhammad Farrukh

Chief Executive Officer

Mr. Aamir Amin

Non-Executive Director

Ms. Lie Hong Hwa

Non-Executive Director

Mr. Mansoor Yakoob

Independent Director

Dr. Safdar Ali Butt

Independent Director

Dr. Mubarak Hussain Haider

Independent Director

## Audit Committee

Dr. Safdar Ali Butt

Chairman

Mr. Mansoor Yakoob

Member

Mr. Aamir Amin

Member

## Human Resources & Remuneration Committee

Mr. Mansoor Yakoob

Chairman

Dr. Safdar Ali Butt

Member

Mr. Aamir Amin

Member

Dr. Mubarak Hussain Haider

Member

## Chief Financial Officer

Mr. Jalees Edhi

## Company Secretary

Mr. Altaf Hussain Advani

## External Auditor

M/s. Grant Thornton Anjum Rahman

Chartered Accountants

1st & 3rd Floor, Modern Motors House,

Beaumont Road, Karachi, Pakistan.

## Bankers

Al Baraka Bank (Pakistan) Limited

Askari Bank Limited

Bank Islami Pakistan Limited

Habib Bank Limited

Standard Chartered Bank (Pakistan) Limited

JS Bank Limited

Dubai Islamic Bank Limited

**Legal Advisor**

M/s. Mohsin Tayebaly & Co.  
1st Floor, Dime Centre, BC-4, Block-9  
Kehkashan, Clifton, Karachi -75500

**Share Registrar**

M/s. Digital Custodian Company Limited  
4th Floor, Pardesi House, Old Queens Road,  
Karachi

**Registered Office**

Unity Tower, 8-C, P.E.C.H.S.,  
Block-6, Karachi -75400.  
Phone No: +92 21 34373605-607, 34388666, 34387666  
Email: info@unityfoods.pk

**Website**

[www.unityfoods.pk](http://www.unityfoods.pk)

**Factories****Solvent Extraction Plant, Chemical Refinery and Pelletizing Mills**

N-25 & N-27 /B, Site Area, Kotri, District Hyderabad.

**Oil Refinery**

A-48, (Chemical Area), Eastern Industrial Zone, Port Qasim  
Authority, Karachi.

**Soap Plant**

C-375, C-376, C-377, C-382, C-383, C-384, Hub Industrial Trading  
Estate, District Lasbella, Hub Balochistan.

**Feed Mill**

Plot No. A-55 & 56, Industrial Zone, Port Qasim, Karachi.

# SOWING EMPOWERMENT, HARVESTING CHANGE

Every nourishing bite starts with an empowered farmer. Through our Ba Ikhtiyar Kissan program, we support small farm holders with access to premium inputs, modern agricultural practices, and fair market prices. This strengthens yields, improves incomes, and restores dignity to rural livelihoods. By embedding sustainability at the source, we rise together with the very hands that sow the seeds of change from soil to sustenance.



Premium Inputs



Modern Techniques



Smart Sowing



Harvest



Market

g

# Unity Foods Limited Gender Pay Gap Statement under Circular 10 of 2025

Following is gender pay gap calculated for the year ended June 30, 2025:

(i) Mean Gender Pay Gap:	(55.5%)
(ii) Median Gender Pay Gap:	(63.6%)

For and on behalf of Board of Directors



**CEO / Director**

September 26, 2025

# KEY OPERATING AND FINANCIAL RESULTS

## Six Years at a Glance

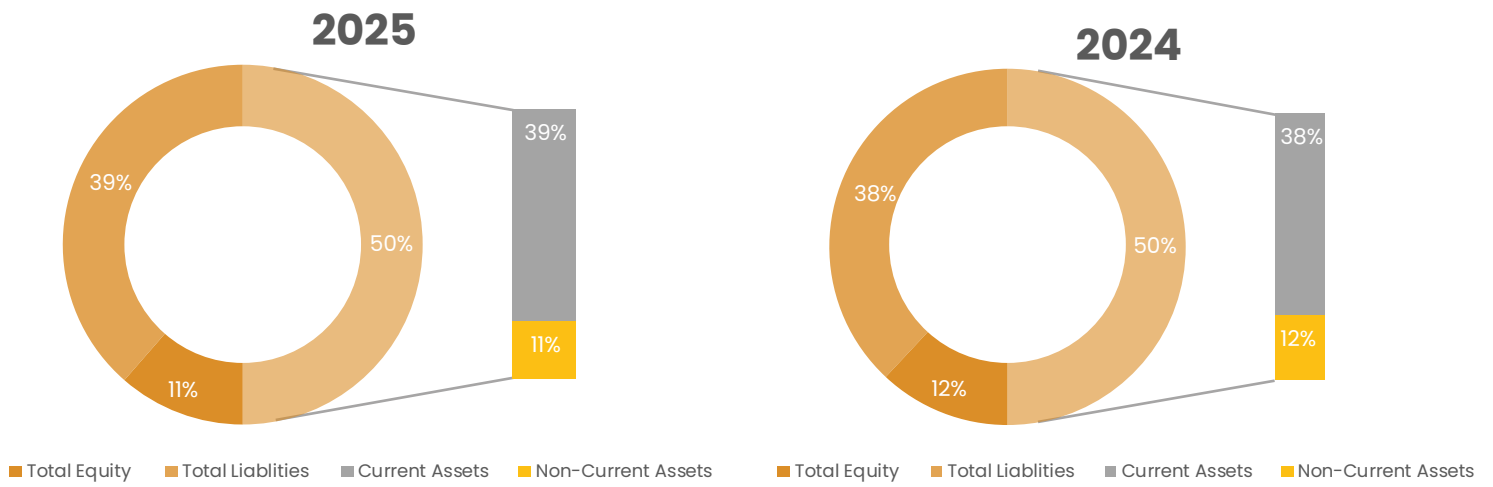
	2025	2024	2023	2022	2021	2020
	----- (Rupees in millions) -----					
<b>FINANCIAL DATA</b>						
Total non-current assets	18,017	18,176	18,842	9,588	8,828	3,820
Total current assets	65,544	60,648	51,550	49,033	33,711	15,123
<b>Total Assets</b>	<b>83,561</b>	<b>78,824</b>	<b>70,392</b>	<b>58,621</b>	<b>42,538</b>	<b>18,943</b>
Total equity	19,088	17,858	20,584	21,157	13,379	5,850
Total non-current liabilities	556	693	726	343	347	217
Total current liabilities	63,917	60,273	49,081	37,122	28,812	12,877
<b>Total equity and liabilities</b>	<b>83,561</b>	<b>78,824</b>	<b>70,392</b>	<b>58,621</b>	<b>42,538</b>	<b>18,943</b>
<b>Assets Employed</b>						
Operating fixed assets	7,938	8,157	6,291	6,439	5,704	2,734
Capital work-in-progress	2,152	2,081	4,568	2,039	2,055	597
Right of use assets	-	2	31	72	193	89
Intangible assets	52	66	80	75	9	11
Long term investment	7,828	7,828	7,828	828	828	367
Long term deposits	47	42	45	56	39	-
Deferred taxation - net	-	-	-	79	-	19
Current assets	65,544	60,648	51,550	49,033	33,711	15,127
<b>Total Assets Employed</b>	<b>83,561</b>	<b>78,824</b>	<b>70,392</b>	<b>58,621</b>	<b>42,538</b>	<b>18,943</b>
<b>Financed by</b>						
Shareholders equity	11,941	11,941	11,941	11,941	9,941	5,441
Reserves	3,747	2,518	5,243	5,816	3,439	409
Share premium	3,400	3,400	3,400	3,400	3,400	-
Long term financing	433	518	528	287	271	211
Deferred liabilities	122	175	199	56	76	6
<b>Total Financed</b>	<b>19,643</b>	<b>18,551</b>	<b>21,310</b>	<b>21,499</b>	<b>17,126</b>	<b>6,067</b>

# KEY OPERATING AND FINANCIAL RESULTS

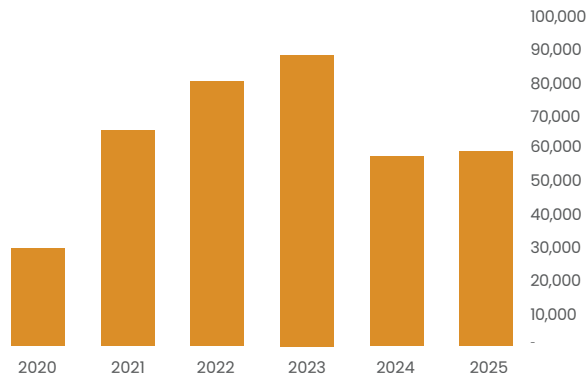
## Six Years at a Glance

	2025	2024	2023	2022	2021	2020
	----- (Rupees in '000) -----					
<b>OPERATING DATA</b>						
Net sales	61,878	60,489	90,158	82,185	66,401	29,872
Gross Profit	7,695	5,297	12,139	7,846	5,192	2,025
Profit/ (loss) before levies and taxation	2,166	(1,967)	163	2,489	3,389	740
Profit/ (loss) after levies and taxation	1,230	(2,726)	567	2,436	3,112	210
Earning/ (Loss) Per share (Rs.)	1.03	(2.28)	0.48	2.27	3.56	0.39
Sales -net	61,878	60,489	90,158	82,185	66,401	29,872
Cost of Sale	(54,183)	(55,192)	(78,019)	(74,339)	(61,209)	(27,847)
Gross profit	7,695	5,297	12,139	7,846	5,192	2,025
Selling & Distribution expenses	(833)	(1,076)	(1,066)	(726)	(1,035)	(691)
Administrative expenses	(699)	(805)	(818)	(659)	(393)	(220)
Impairment reversal / (charge) of financial assets	52	(153)	-	(24)	-	-
Other operating income/ (expenses)	1,943	1,739	(6,686)	(2,285)	506	(379)
	463	(294)	(8,569)	(3,693)	(922)	(1,290)
Profit from operations	8,158	5,003	3,570	4,152	4,269	735
Finance Cost	(5,992)	(6,970)	(3,407)	(1,664)	(880)	(545)
Profit/ (loss) before levies and taxation	2,166	(1,967)	163	2,489	3,389	195
Levies and taxation expense	(936)	(759)	404	(52)	(277)	15
Profit/(loss) after levies and taxation	1,230	(2,726)	567	2,436	3,112	210

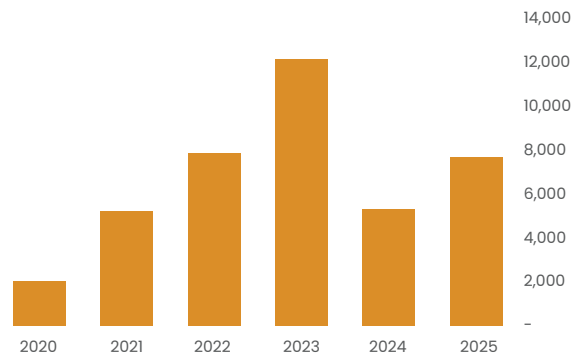
# Composition of Statement of Financial Position



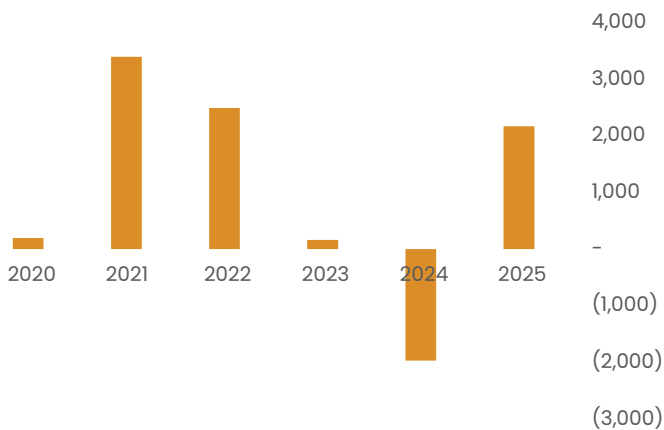
## Sales-net (in millions)



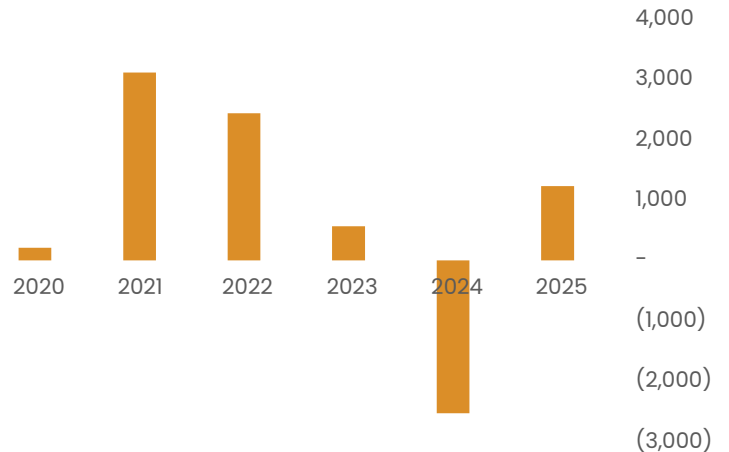
## Gross Profit (in millions)



## Profit Before Levies & Taxation (in millions)



## Profit After Levies & Taxation (in millions)



# EMPOWERMENT THROUGH EDUCATION

A fortified future is not just built in bodies it's sparked in minds. At Unity Foods, we believe education is empowerment. From establishing solar powered classrooms and digital labs, to supporting 200+ under privileged students with scholarships and sponsoring MBA scholars, we invest where transformation begins. Because when we educate, we elevate and when we elevate, we rise together.





# Chairman's Review

## For the Financial Year Ended June 30, 2025

On behalf of the Board of Directors of Unity Foods Limited, I am pleased to present the Chairman's Review for the financial year ended June 30, 2025. This year marked a period of significant transformation, strategic resilience, and operational progress, underscoring our commitment to responsible corporate governance, long-term value creation, and sustainable growth.

### Economic Landscape

The macroeconomic environment during the year remained challenging yet showed early signs of stabilization. Pakistan recorded a modest GDP growth of 2.7%, with encouraging improvements in inflation, interest rates, and the external account. However, persistent structural challenges such as subdued agricultural output, constrained industrial activity, and fiscal pressures continued to affect the operating environment for businesses.

Despite these headwinds, Unity Foods demonstrated remarkable agility and strategic foresight, returning to profitability and positioning itself for sustained growth. The easing of inflation and a reduction in the policy rate to 11% provided some relief to the broader business landscape, supporting investment and consumption sentiment.

### Company Performance

The Company reported a strong financial turnaround in FY25, achieving a net profit of PKR 1.23 billion, compared to a net loss of PKR 2.73 billion in the prior year. This achievement reflects prudent cost management, enhanced operational efficiency, and disciplined execution of our strategic objectives. Key drivers included improved gross margins through efficient procurement and cost of sales reduction, tight control of overheads, particularly in selling and administrative expenses, a 14% reduction in finance costs, demonstrating improved working capital and debt optimization, and strong performance from non-core investments, with other income rising to PKR 2.66 billion.

### Governance and Strategic Direction

The Board remains fully committed to maintaining high standards of corporate governance, in line with the Code of Corporate Governance and the Companies Act, 2017. A comprehensive framework of internal controls, risk management, and performance evaluation is in place and continuously enhanced.

In FY25:

- A structured evaluation of the Board and its Committees was conducted.
- The Board reconstituted its committees to strengthen oversight.
- We reviewed and approved the proposed disposal of the Kotri Plant, a strategic decision aimed at unlocking value from underutilized assets and reallocating capital to high-potential areas.

Our governance principles are rooted in transparency, integrity, and accountability, ensuring that stakeholder interests are always protected and promoted.

### Sustainability and ESG Commitment

Our ESG strategy remains integral to how we operate and grow. Through initiatives like Sunridge Taqatwar Pakistan, we addressed malnutrition in over 170,000 vulnerable families. Our environmental initiatives including solar energy expansion, water optimization, and plastic waste recycling contributed to our Net Zero vision.

Education, gender diversity, and community empowerment remain core areas of impact. We continue to support students through scholarships and infrastructure development while cultivating a culture of equity and inclusion within our workforce.

### Human Capital and Technology

The commitment and resilience of our people have been at the heart of our recovery. Our HR strategy focuses on performance, recognition, and continuous development. Investments in SAP S/4HANA and other digital tools have transformed our operational backbone, enabling better decision-making, compliance, and value delivery.

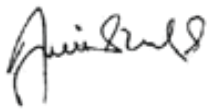
**Outlook**

While economic pressures such as inflation, currency volatility, and global uncertainty persist, Unity Foods remains resilient and forward looking. Our focus remains on driving efficiency across the value chain, expanding domestic and export markets, strengthening our brands and product offerings, and embracing sustainability and digital transformation.

We remain confident that our strategic initiatives, supported by sound governance and a dedicated workforce, will enable us to deliver consistent shareholder value and broader societal impact in the years ahead.

**Acknowledgment**

I would like to extend my sincere appreciation to our shareholders, employees, customers, suppliers, regulators, and Board members for their continued support and trust. Your confidence propels us forward as we build a purpose-driven, sustainable, and resilient Unity Foods.



Sincerely,  
Amir Shehzad  
Chairman of the Board

## مستقبل کی حکمت عملی:

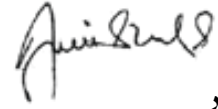
اگرچہ مہنگائی، کرنسی کی اتار چڑھاؤ، اور عالمی غیر یقینی صورتحال جیسے اقتصادی دباؤ موجود ہیں، یونیٹی فوڈز مضبوط اور مستقبل میں رہنے کے لیے پرعزم ہے۔ ہماری توجہ ویلیو چین میں موثریت بڑھانے، ملکی اور برآمدی مارکیٹس میں توسیع، برانڈز اور مصنوعات کی مضبوطی، اور پائیداری و ڈیجیٹل تبدیلی پر مرکوز ہے۔

ہمیں یقین ہے کہ ہماری حکمت عملی کے اقدامات، مضبوط گورننس، اور پرعزم عملہ کمپنی کو مسلسل حصص داروں کی قدر اور وسیع تر سماجی اثرات فراہم کرنے کے قابل بنائیں گی۔

## اظہار تشکر:

میں اپنے حصص داران، ملازمین، صارفین، سپلائرز، ریگولیٹرز، اور بورڈ ارکان کا دلی شکر یہ ادا کرنا چاہتا ہوں جنہوں نے مسلسل حمایت اور اعتماد کا اظہار کیا۔ آپ کا یقین، ہمیں آگے بڑھنے اور ایک مقصد پر مبنی، پائیدار اور مضبوط یونیٹی فوڈز بنانے کی تحریک دیتا ہے۔

آپ کا مخلص،



عامر شہزاد

چیئر مین آف دی بورڈ

## مالی سال 2025 میں:

- ☆ بورڈ اور اس کی کمیٹیوں کا منظم جائزہ لیا گیا۔
- ☆ بورڈ نے اپنی کمیٹیوں کو دوبارہ تشکیل دیا تاکہ نگرانی مضبوط کی جاسکے۔
- ☆ کوٹری پلانٹ کی تجویز کردہ فروخت کا جائزہ اور منظوری دی گئی، جو غیر فعال اثاثوں سے قدر نکالنے اور سرمایہ کو زیادہ ممکنہ شعبوں میں منتقل کرنے کے لیے ایک اسٹریٹجک فیصلہ تھا۔

کمپنی کے گورننس اصول شفافیت، دیانتداری، اور احتساب پر مبنی ہیں، جس سے اسٹیک ہولڈرز کے مفادات کی حفاظت اور فروغ یقینی بنایا جاتا ہے۔

## پائیداری اور ESG کے لیے عزم:

ہماری ESG حکمت عملی کمپنی کے کام کرنے اور ترقی کرنے کے طریقے کا لازمی حصہ ہے۔ سنرجی طاقتور پاکستان جیسے اقدامات کے ذریعے ہم نے 170,000 سے زائد کمزور خاندانوں میں غذائی قلت کے مسئلے کو حل کرنے میں مدد فراہم کی۔ ہماری ماحولیاتی پائیداری، جیسے سولر انرجی کی توسیع، پانی کے استعمال کی بہتر کاری، اور پلاسٹک کے فضلے کی ری سائیکلنگ، ہمارے ZeroNet وژن میں حصہ ڈالتی ہیں۔

تعلیم، صنفی تنوع، اور کمیونٹی کو بااختیار بنانے کے شعبے ہمارے اثر و رسوخ کے بنیادی علاقوں میں شامل ہیں۔ ہم طلبہ کی حمایت اسکا لرشپ اور انفراسٹرکچر کی ترقی کے ذریعے جاری رکھتے ہیں اور اپنی ورک فورس میں انصاف اور شمولیت کی ثقافت کو فروغ دیتے ہیں۔

## انسانی وسائل اور ٹیکنالوجی:

کمپنی کی ریکوری میں ہمارے عملے کی وابستگی اور چمک بنیادی کردار ادا کر رہی ہے۔ ہماری HR حکمت عملی کارکردگی، پہچان، اور مسلسل ترقی پر مرکوز ہے، تاکہ ہر فرد کی صلاحیتوں کو بہتر طریقے سے بروئے کار لایا جاسکے۔ SAP S/4HANA اور دیگر ڈیجیٹل ٹولز میں کی گئی سرمایہ کاری نے ہماری آپریشنل بنیاد کو مضبوط کیا ہے، جس سے بہتر فیصلہ سازی، تعمیل، اور قدر کی فراہمی ممکن ہوئی ہے۔

یہ اقدامات یقینی بناتے ہیں کہ کمپنی نہ صرف موجودہ چیلنجز کا موثر مقابلہ کر سکے بلکہ مستقبل میں مسلسل ترقی اور پائیداری کی راہ پر گامزن رہے۔

کمپنی کی ریکوری میں ہمارے عملے کی وابستگی اور چمک کلیدی کردار ادا کرتی رہی ہے۔ ہماری HR حکمت عملی کارکردگی، پہچان، اور مسلسل ترقی پر مرکوز ہے۔ پائیداری اور دیگر ڈیجیٹل ٹولز میں سرمایہ کاری نے آپریشنل بنیاد کو مضبوط کیا، بہتر فیصلہ سازی، تعمیل، اور قدر کی فراہمی کو ممکن بنایا۔

# چیرمین کا جائزہ

برائے اختتامی سال 30 جون 2025ء

یونٹی فوڈز لمیٹڈ کے بورڈ آف ڈائریکٹرز کی جانب سے مجھے 30 جون 2025 کو اختتام پذیر ہونے والے سال کیلئے چیرمین کا جائزہ پیش کرتے ہوئے بے حد خوشی ہے۔ یہ سال کمپنی کے لیے اہم تبدیلیوں، پختہ حکمت عملی، اور عملی پیش رفت کا سال رہا۔ اس دوران ہم نے اپنی ذمہ دار کارپوریٹ گورننس کو مضبوط کیا، طویل مدتی قدر پیدا کرنے پر توجہ دی، اور پائیدار ترقی کے لیے ٹھوس اقدامات کیے۔ یہ سال ثابت کرتا ہے کہ یونٹی فوڈز نہ صرف موجودہ مشکلات کا سامنا کرنے کے لیے تیار ہے بلکہ مستقبل میں مسلسل ترقی اور مضبوط کارکردگی کے لیے بھی پر عزم ہے۔

## اقتصادی منظر نامہ:

دوران سال میکرو اکنامک ماحول کافی مشکل رہا، مگر استحکام کی ابتدائی علامات بھی نظر آئیں۔ پاکستان میں GDP کی شرح نمو 2.7 فیصد رہی، جس کے ساتھ مہنگائی، سود کی شرح، اور بیرونی اکاؤنٹ میں کچھ بہتری دیکھی گئی۔ تاہم، زرعی پیداوار میں کمی، صنعتی سرگرمیوں کی محدودیت، اور مالیاتی دباؤ جیسے مستقل ساختی مشکلات کاروباری ماحول پر اثر انداز ہوتے رہے۔

ان مشکلات کے باوجود، یونٹی فوڈز نے اپنی حیرت انگیز لچک اور حکمت عملی کی بصیرت کا مظاہرہ کیا، منافع کی جانب واپسی کی اور طویل مدتی ترقی کے لیے خود کو مضبوط کیا۔ مہنگائی میں کمی اور پالیسی ریٹ کو 11 فیصد تک کم کرنا کاروباری ماحول کو کچھ ریلیف فراہم کرنے میں مددگار رہا، جس سے سرمایہ کاری اور صارفین کے اعتماد کو فروغ ملا۔

## کمپنی کی کارکردگی:

مالی سال 2025 میں کمپنی نے اپنی مالی حیثیت کو مستحکم کیا اور خالص منافع 1.23 بلین روپے حاصل کیا، جبکہ گذشتہ سال یہ خسارہ 2.73 بلین روپے تھا۔ یہ کامیابی احتیاطی لاگت کے انتظام، بہتر عملی کارکردگی، اور اسٹریٹجک اہداف کی منظم تکمیل کی عکاسی کرتی ہے۔ ان اہم عوامل میں؛ مجموعی مارجن میں بہتری، جو موثر خریداری اور فروخت کے اخراجات میں کمی کے ذریعے حاصل ہوئی، انتظامی اور فروخت کے اخراجات پر سخت کنٹرول، مالیاتی لاگت میں 14 فیصد کمی، جو بہتر ورکنگ کیپٹل اور قرض کے بہتر انتظام کی نشاندہی کرتی ہے، نان کور سرمایہ کاریوں کی مضبوط کارکردگی، جس سے دیگر آمدنی میں 2.66 بلین روپے تک کا اضافہ ہوا، شامل ہیں۔

## گورننس اور اسٹریٹجک رہنمائی:

بورڈ اعلیٰ معیار کی کارپوریٹ گورننس برقرار رکھنے کے لیے پر عزم ہے، جو کوڈ آف کارپوریٹ گورننس اوپینیز ایکٹ، 2017 کے مطابق ہے۔ کمپنی کے پاس اندرونی کنٹرول، رسک مینجمنٹ، اور کارکردگی کی جانچ کا جامع فریم ورک موجود ہے اور اسے مسلسل بہتر بنایا جا رہا ہے۔

# Directors' Report

# Directors' Report

The Directors of Unity Foods Limited are pleased to present the Annual Report, along with the annual audited financial statements of the Company both stand-alone and consolidated for the financial year ended June 30, 2025.

## ECONOMIC REVIEW

Pakistan's economy showed signs of stabilization in fiscal year 2024–25, with real GDP growth recorded at 2.7%, below the targeted 3.6%. The agriculture sector, crucial to the food industry, grew by only 0.56% due to weather-related challenges, while large-scale manufacturing contracted by 1.5%. The services sector expanded by 2.9%, and overall industrial activity grew modestly. Inflation eased significantly, this enabled the State Bank of Pakistan to lower the policy rate to 11%, supporting business activity. On the fiscal side, strong revenue growth helped reduce the fiscal deficit to 2.6% of GDP, with a primary surplus achieved.

The external account improved notably, with a current account surplus of around USD 2 billion, supported by robust remittances. Per capita income rose to USD 1,824, while the debt-to-GDP ratio declined slightly to 74.1%. Going forward, economic recovery will hinge on the revival of agriculture, improved industrial output, and macroeconomic discipline. These factors remain vital for sustainable growth in the food and FMCG sectors.

## BUSINESS REVIEW

Particulars	2025		2024	
	Standalone	Consolidated	Standalone	Consolidated
	<b>Rupees (000)</b>			
Sales – gross	<b>68,903,553</b>	<b>84,851,127</b>	68,018,786	86,136,644
Gross profit	<b>7,694,989</b>	<b>11,435,420</b>	5,296,938	6,733,581
Operating profit	<b>8,158,085</b>	<b>9,885,349</b>	5,002,770	4,536,255
Profit / (Loss) for the year	<b>1,229,616</b>	<b>1,631,726</b>	(2,726,401)	(3,517,122)
Earning / (Loss) per share	<b>1.03</b>	<b>1.37</b>	(2.28)	(2.95)

### Standalone

The financial year ended 30 June 2025 marked a significant turnaround for the Company, reflecting resilience, strategic improvements, and operational efficiency across key segments. The Company posting a net profit of PKR 1.23 billion compared to a loss of PKR 2.73 billion in the previous year. This improvement is underpinned by a strategic focus on operational efficiency, disciplined cost management, and effective sales and distribution strategies.

Turnover (net) increased by approximately 2.3% compared to the corresponding year PKR 60.49 billion, reflecting stable demand and improved market penetration. We expect this trend to continue, driven by product diversification, stronger brand equity, and expansion into new domestic and regional markets. The Company achieved a 45% increase in gross profit, primarily due to better procurement strategies and a decline in cost of sales. Continued focus on value chain optimization, waste reduction, and technology integration is expected to further enhance margins.

Selling, distribution, and administrative expenses were significantly reduced during the year. This trend is expected to continue through automation of processes, enhanced resource allocation, and strategic partnerships, thereby improving profitability. While other income increased to PKR 2.66 billion, more than doubling from the prior year. This reflects prudent investment decisions and potential gains from non-core activities. The Company will continue to explore value-accretive opportunities to strengthen its balance sheet. Finance costs were reduced by 14%, and the Company aims to further reduce reliance on costly borrowings by improving working capital cycles and exploring alternative financing structures.

### Consolidated

On consolidated basis, the Company achieved a gross turnover of PKR. 84.85 billion, after accounting for sales tax and discounts amounting to PKR. 7.44 billion, the net turnover stood at PKR. 77.4 billion and gross profit of PKR. 11.4 billion compared to corresponding year a gross turnover of PKR. 86.1 billion, net turnover stood at PKR. 78.02 billion and gross profit of PKR. 6.7 billion. The Company posting a net profit of PKR 1.63 billion compared to a loss of PKR 3.52 billion in the previous year. reflecting a positive trend despite the challenging economic environment.

The financial results reflect the Company's continued focus on operational efficiency, cost control, and prudent financial management. The Board remains optimistic about prospects and is committed to enhancing shareholder value through sustainable growth strategies.

## **SUBSIDIARIES**

### **Sunridge Foods (Private) Limited**

Sunridge Foods (Private) Limited (SFPL) is a wholly owned subsidiary of the Company. During the year under review, SFPL delivered significantly improved performance. However, net sales declined to PKR 15.76 billion, compared to PKR 17.95 billion in the previous year. Despite industry-wide disruptions, SFPL reported an after-tax profit of PKR 1.20 billion, a strong turnaround from a loss of PKR 346.73 million in the prior year.

Looking ahead, SFPL expects to operate at optimal plant capacity, which will help reduce per-unit production costs. Marketing initiatives are gaining traction, with the Company achieving increased market share across key product categories. Capacity expansion at the Port Qasim facility, focused on flour production, is expected to become fully operational in fiscal year 2025–26. This expansion will enable SFPL to meet growing demand and support its long-term growth strategy.

Significant investments were made during the year to upgrade production infrastructure and expand the distribution network, achieving nationwide (Pan-Pakistan) coverage. Sunridge is actively strengthening its market presence, supported by a comprehensive long-term marketing strategy aimed at positioning it as the leading staples brand in Pakistan. The Board remains confident in SFPL's continued sales growth, underpinned by strong distribution and sales strategies.

### **Sunridge Confectionery Limited**

Sunridge Confectionery Limited (SCL) is a wholly owned subsidiary of Sunridge Foods (Private) Limited, which, in turn, is a wholly owned subsidiary of the Company. Through SCL, Sunridge Foods has expanded its product portfolio to include value-added offerings such as cupcakes and a diverse range of confectionery items. Adopting a proactive market strategy, SCL is strengthening its presence by increasing sales volumes and launching new products. This approach is designed to diversify revenue streams and leverage synergies within the group.

### **Sunridge Global (Private) Limited**

Sunridge Global (Private) Limited (SGPL) was incorporated on December 15, 2023, as a wholly owned subsidiary of Sunridge Foods (Private) Limited, which, in turn, is a wholly owned subsidiary of the Company. SGPL's principal activities include the import, export, trading, manufacturing, and processing of food products and Fast-Moving Consumer Goods (FMCGs). Its manufacturing facility is situated in the Export Processing Zone, Karachi. SGPL has not yet commenced commercial operations.

## **PROPOSED DISPOSAL OF KOTRI PLANT**

The Board of Directors, in line with the strategic vision of the Company to optimize operations, reduce overheads, and unlock value from underutilized assets, has reviewed and approved a proposal for the disposal of the Company's Kotri Plant, located at plots N-25, N-27-B, and N-37A, S.I.T.E. Area, Kotri District, Hyderabad. The Kotri Plant, comprising land, buildings, plant & machinery, and equipment, forms a substantial part of the Company's fixed assets. However, due to shifting business dynamics, operational inefficiencies, and evolving market conditions, the plant has not been operating at its full potential for an extended period. After a comprehensive internal review and external consultations, the Board has concluded that the plant no longer aligns with the long-term strategic objectives of the Company.

Accordingly, the Board has recommended the disposal of the Kotri Plant, which mandates shareholder approval for the disposal of a substantial part of the Company's undertaking. The resolution in this regard is being placed before the members of the Company for their consent at the upcoming Annual General Meeting. It is important to highlight that the proceeds from this potential disposal will be strategically reinvested in core business areas with higher return potential, including modernization of existing facilities, working capital support, and exploring new growth avenues. The Board is confident that this move will enhance shareholder value, improve operational efficiency, and strengthen the Company's financial position.

## **INTERNAL CONTROL FRAMEWORK**

The Board of Directors acknowledges the critical importance of a robust Internal Control Framework in ensuring effective governance, operational efficiency, and the integrity of financial reporting. The Company's internal control systems are designed to provide reasonable assurance that operations are conducted in accordance with applicable laws, regulations, and internal policies, while also safeguarding the interests of all stakeholders.

The internal control structure ensures that all policies, procedures, and processes are properly documented, communicated, and consistently implemented across the organization in alignment with directives issued by relevant regulatory and governing bodies.

The Audit Committee plays a central role in overseeing the internal control environment. Regular reports on the effectiveness of internal controls and risk management practices are submitted to the Committee by management, the internal auditors, and the external auditors. Based on these reports, the Audit Committee evaluates the adequacy of the existing framework and makes recommendations to the Board of Directors for any enhancements deemed necessary.

This process ensures that the Company continues to operate with a high degree of efficiency, effectiveness, and transparency, and that the financial statements present a true and fair view of the Company's financial position. Through these measures, the Company reinforces stakeholder confidence and upholds its commitment to strong corporate governance.

### **INTERNAL AUDIT**

The Board of Directors places strong emphasis on maintaining transparency, accountability, and integrity across all levels of the Company's operations. To support this, the Company has established a dedicated and independent Internal Audit Department, which plays a key role in strengthening the internal control environment. The Internal Audit function reports directly to the Board Audit Committee, ensuring its independence and objectivity in evaluating the adequacy and effectiveness of internal controls, risk management practices, and governance processes.

The primary objective of the Internal Audit Department is to conduct comprehensive audits covering all critical areas of the business. This proactive approach enables the early identification of control weaknesses and operational inefficiencies, thereby minimizing the risk of financial irregularities and other potential harm to the Company and its stakeholders.

Through regular audits, assessments, and reporting, the Internal Audit team ensures that the Company's processes are aligned with best practices, relevant regulations, and internal policies. Recommendations provided by the department are reviewed by management and the Audit Committee to ensure timely implementation and continuous improvement. The Company remains committed to upholding the highest standards of internal governance and control through the effective functioning of its Internal Audit Department.

### **RISK MANAGEMENT**

The Board of Directors recognizes the importance of effective risk management in ensuring the long-term sustainability and growth of the Company. In line with this, the Company has adopted and implemented an Enterprise Risk Management (ERM) framework to proactively identify, evaluate, and mitigate potential risks across all levels of the organization.

The Board Audit Committee oversees the implementation of the ERM framework, ensuring that risk management practices are integrated into the Company's strategic and operational planning. The Board of Directors, while retaining overall accountability, delegates the responsibility for risk identification and assessment to senior management, who operate under its close supervision.

Through this structured process, potential hazards are identified and assessed based on their likelihood and potential impact. For risks deemed significant or capable of adversely affecting business operations, appropriate mitigation measures are promptly designed and implemented. These measures may include the revision of Standard Operating Procedures (SOPs), process restructuring, or a complete overhaul of relevant functional procedures.

The risk management process is cyclical and ongoing. After implementing mitigation strategies, outcomes are continuously monitored, and periodic reviews are conducted to assess the effectiveness of the actions taken. This enables the Company to remain agile, responsive, and resilient in an increasingly complex business environment. The Company remains committed to strengthening its risk management capabilities to safeguard stakeholder interests and to seize emerging opportunities with informed confidence.

### **CORPORATE GOVERNANCE**

The Company remains firmly committed to upholding the highest standards of corporate governance across all levels of the organization. We believe that strong governance practices are essential for the Company's long-term sustainability, value creation, and continued success in a competitive and evolving business environment.

Our governance framework defines the organizational culture, expected behaviours, and standards of conduct. It promotes efficient, transparent, entrepreneurial, and responsible management, empowering leadership to make informed decisions that align with the Company's strategic objectives.

The Company fully complies with all applicable statutory and regulatory requirements, including adherence to the Code of Corporate Governance. Our Code of Conduct and internal Control Framework provide a solid foundation for ethical decision-making and risk management.

The principles of accountability, transparency, and integrity underpin our governance structure and guide the actions of the Board and management. These principles enable the Board to effectively oversee operations, ensure compliance, safeguard stakeholder interests, and steer the Company toward long-term value generation.

**GENDER DIVERSITY**

The Company recognizes that gender diversity is not only a matter of equity but also a critical factor in driving sustainable business growth. The value of gender diversity becomes especially apparent in environments where it is lacking, as diverse perspectives are essential for innovation, adaptability, and competitiveness in an evolving global landscape.

We believe that fostering an equality-based culture enhances our ability to innovate, collaborate, and succeed. A diverse and inclusive workforce where individuals of all genders are empowered to contribute fully leads to stronger decision making, safer and more inclusive workplaces, and higher levels of employee satisfaction and engagement.

The Company is committed to providing equal opportunities for all, regardless of gender, and actively works to create an environment where both men and women can thrive professionally. Our inclusive policies and practices have enabled us to build a balanced workplace culture that supports growth, attracts diverse talent, and contributes to overall organizational success.

**HUMAN RESOURCE**

The Company takes great pride in its dedicated, enthusiastic, and high-performing human capital, which continues to play a pivotal role in delivering successful results year after year. Our employees are aligned with the Company's vision and objectives and consistently demonstrate a proactive and results-oriented approach in carrying out their responsibilities.

As a purpose-led and future-fit organization, we believe that people with purpose thrive. We promote a growth mindset and prioritize employee wellbeing as a central element of our culture. Our workforce embodies the values of respect, dignity, and fair treatment, and we are committed to empowering our people through meaningful work, skill development, and opportunities for professional growth.

The Human Resource function remains focused on attracting, developing, and retaining top talent. The department continuously monitors employee performance, engagement, and development in coordination with departmental supervisors to ensure that high-performing individuals are recognized and rewarded. This performance-driven approach helps build a strong talent pipeline for strategic roles within the organization. The Company also offers competitive compensation packages, comprehensive medical benefits, and a positive work environment, all of which contribute to enhanced employee motivation and productivity.

Our people also play an active role in supporting the communities in which we operate. Through volunteering, fundraising, and outreach programs focused on education, livelihoods, and health. Our employees continue to demonstrate a strong commitment to social responsibility and community development. The Board and senior management remain committed to investing in employee development and creating a culture where individuals are empowered to grow and succeed.

**HEALTH & SAFETY**

Health and safety remain fundamental pillars of our operational philosophy, with a zero-tolerance approach toward any compromise in safety standards. At Unity Foods, safety is not just a compliance requirement, it is a core value that is fully aligned with our long-term vision and strategic goals.

Throughout the year, we continued to cultivate a strong safety culture across all levels of the organization. This was achieved through consistent leadership reinforcement, promotion of responsible employee behaviour, and the adoption of safety focused plant designs, facilities, and products. We also ensured the rigorous implementation of safe work procedures and systems across all operational areas.

Our commitment to safety extends beyond our workforce to include partners, contractors, and service providers. We actively engage with all stakeholders to ensure adherence to our safety protocols and standards, thereby promoting a safe working environment for everyone involved in our operations.

The Company remains focused on continuous improvement in safety performance and fostering a proactive safety mindset. We will continue to invest in training, infrastructure, and systems that reinforce our unwavering commitment to health and safety excellence.

**INFORMATION TECHNOLOGY**

In the current digital age, Information Technology (IT) plays a vital role in driving innovation and operational excellence across the organization. IT enables smarter data presentation, enhanced storage capabilities, and faster processing of information, all of which contribute to accurate, efficient, and timely decision-making. The role of IT in supporting business operations has become increasingly critical in helping the Company streamline processes, reduce costs, boost sales, expand into new markets, and maintain a strong competitive advantage.

During the year under review, the Company continued to place strong emphasis on aligning its IT strategy with both its short-term and long-term business objectives. Our investments in IT infrastructure have been directed toward improving value delivery, optimizing resources, minimizing risks, and ensuring efficient information flow across departments.

The integration of IT systems into core business functions has significantly reduced manual workload and error rates. The implementation of robust information systems has facilitated accurate record keeping of transactions including purchases, payments, and other financial activities thereby enhancing our ability to manage data effectively and support better decision making.

Additionally, the Company has benefited from a more structured and compliant approach to regulatory and legal requirements, strengthened internal controls, and improved governance mechanisms. The implementation of SAP S/4HANA has had a transformative impact on our daily operations, particularly in the areas of data management and reporting. This advancement has provided greater transparency, operational control, and strategic insight, supporting the Company's long-term growth initiatives. The Management of the Company remains committed to leveraging technology to drive innovation, efficiency, and sustainable value creation for all stakeholders.

### **TRANSACTIONS WITH RELATED PARTIES**

All related party transactions conducted during the year were carried out at arm's length, in the ordinary course of business, and on commercial terms, as approved by the Board of Directors in accordance with applicable laws and regulations. These transactions were reviewed by the Board Audit Committee and subsequently approved by the Board to ensure transparency and compliance. Full disclosures of these transactions have been made in Note 36 to the Unconsolidated Financial Statements for the year ended June 30, 2025.

### **PERFORMANCE EVALUATION OF DIRECTORS AND THEIR REMUNERATION**

In compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Board of Directors has implemented a structured and comprehensive mechanism for evaluating its performance. This evaluation process is aimed at enhancing the effectiveness of the Board and strengthening governance practices within the Company.

The evaluation is conducted annually through a detailed questionnaire that assesses various aspects of the Board's functioning, including its composition, leadership, strategic oversight, effectiveness, planning, and monitoring of the Company's overall performance. Input is gathered from each Director, and the results are reviewed to identify areas of improvement and ensure alignment with the Company's long-term objectives.

Details of the remuneration and other benefits paid to Directors are disclosed in Note 35 to the Unconsolidated financial statements for the year ended June 30, 2025. All such payments are duly approved by the Board of Directors, in line with the Company's remuneration policy. It is important to note that Non-Executive Directors do not receive any remuneration, in accordance with the stated policy. The Board remains committed to upholding high standards of corporate governance, transparency, and accountability in all aspects of its operations.

### **PATTERN OF SHAREHOLDING**

In accordance with the requirements of Section 227(2)(f) of the Companies Act, 2017, a statement showing the Pattern of Shareholding of the Company as at June 30, 2025, is annexed to this report. This statement provides detailed information regarding the shareholding structure, including the number of shareholders and their respective shareholdings, as required under applicable laws and regulations.

### **ENVIRONMENTAL, SOCIAL, AND CORPORATE GOVERNANCE (ESG)**

The Company's commitment to ESG is deeply integrated into our purpose and operations, extending beyond regulatory compliance to create long-term value for all stakeholders. As one of Pakistan's few publicly listed companies with a demonstrable ESG focus, we continue to drive positive impact aligned with national priorities and the United Nations Sustainable Development Goals—specifically Zero Hunger, Good Health & Well-Being, Quality Education, and Climate Action.

#### **Social Impact**

Combatting hunger and malnutrition remains central to our mission. Through our flagship Sunridge Taqatwar Pakistan initiative, we have delivered fortified nutrition to over 170,000 vulnerable families, including widows, persons with disabilities, terminally ill patients, pregnant women, and malnourished children. This program reflects our commitment to building a healthier, resilient Pakistan one meal at a time. In education, we proudly support The School of Karachi in Ghaggar Phatak, funding student needs, infrastructure upgrades, and a new computer lab to promote digital literacy. Our Unity Scholars Program continues to sponsor an annual MBA student at IBA, empowering future leaders and enabling socioeconomic mobility.

#### **Environmental Stewardship**

We remain committed to achieving Net Zero emissions by 2050. Key milestones from July 2023 to June 2025 includes installation of 1,697 KW solar energy across key facilities, avoidance of 2,105 metric tons of CO<sub>2</sub> emissions, transition from fossil fuels to biomass for steam and energy, installation of four RO plants for water optimization, recycling plastic waste into sustainable construction materials, and active participation in beach clean-up drives

#### **Looking Ahead**

Our ESG journey is one of continuous progress and measurable outcomes. By embedding sustainability across our value chain and collaborating with stakeholders, we aim to contribute meaningfully to a healthier, more equitable, and environmentally secure future.

**CORPORATE BRIEFING SESSION**

Unity Foods Limited conducted its Corporate Briefing Session for the fiscal year 2023-2024 online through Microsoft Team on November 25, 2024. The session, in accordance with PSX criteria, aimed to gather valuable insights from stakeholders and strengthen our commitment to robust investor relations.

**COMPOSITION OF THE BOARD**

As on June 30, 2025 the Board of Directors of the Company consists of:

Total Number of Directors	
Male	6
Female	1

Categories	Name
CEO	Mr. Farrukh Amin
Independent	Dr. Safdar Ali Butt
	Mr. Mansoor Yakoob
	Dr. Mubarak Hussain
NonExecutive	Mr. Amir Shahzad
	Mr. Aamir Amin
NonExecutive (Female)	Ms. Lie Hong Hwa

**MEMBERS OF THE BOARD & ATTENDANCE**

During the year the Election of the Board of Directors was held on March 27th, 2025 and seven directors were elected.

Members attendance is given hereunder along with the number of meetings they have attended / eligible to attend:

Name of Directors	Meetings Attended
Mr. Muhammad Farrukh	7/7
Mr. Abdul Majeed Ghaziani*	2/5
Mr. Muneer S. Godil*	0/3
Dr. Safdar Ali Butt	7/7
Lt. Gen Omar Mehmood Hayat (Retd)	5/5
Ms. Lie Hong Hwa (Nominee of Wilmar International)*	4/7
Mr. Amir Shehzad	7/7
Dr. Mubarak Hussain Haider	1/1
Mr. Muhammad Aamir Altaf Qureshi	2/2
Mr. Aamir Amin	2/2
Mr. Mansoor Yakoob	2/2

\*Leave of absences were granted to those Directors who could not attend some of the Board Meetings.

**Board committees were reconstituted on April 9th, 2025****AUDIT COMMITTEE**

Board Audit Committee	
Dr. Safdar Ali Butt	Chairman
Mr. Aamir Amin	Member
Mr. Mansoor Yakoob	Member

**HUMAN RESOURCE & REMUNERATION COMMITTEE**

Board Human Resource & Remuneration Committee	
Mr. Mansoor Yakoob	Chairman
Dr. Safdar Ali Butt	Member
Mr. A amir Amin	Member
Vacant	Member

**COMPLIANCE WITH CORPORATE AND FINANCIAL REPORTING FRAMEWORK**

The Company is committed to adhering to the highest standards of corporate governance and financial reporting. In this regard, Unity Foods Limited fully complies with the requirements set forth under the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Companies Act, 2017.

The Directors confirm that:

- The financial statements have been prepared by the management to fairly present the Company's financial position and performance, cash flows, and changes in equity for the year under review.
- Proper and accurate books of accounts have been maintained, reflecting the true and fair view of the Company's financial position.
- Consistent accounting policies have been applied throughout the year, in accordance with International Financial Reporting Standards (IFRS), and accounting estimates are made using reasonable and prudent judgment.
- An effective system of internal controls is in place, which has been continuously monitored and reviewed to ensure operational efficiency and reliability of financial reporting.
- The Company is a going concern, and there are no significant doubts regarding its ability to continue operating in the foreseeable future.
- There has been no material departure from the best practices of corporate governance as prescribed under the applicable regulatory framework.

This commitment underscores the Board's dedication to transparency, accountability, and integrity in all aspects of the Company's operations and reporting.

**EARNINGS PER SHARE**

The Earnings Per Share of the Company for the financial year ended June 30, 2025, stood at Rs. 1.03, as compared to a loss per share of Rs. (2.28) in the corresponding previous year. This positive turnaround reflects improved operational performance and effective cost management during the year under review.

**NON-DECLARATION OF DIVIDEND**

The Board of Directors wishes to apprise the shareholders that although the Company has earned a profit for the financial year ended June 30, 2025, no dividend has been declared. This decision has been taken after careful consideration of the Company's current financial position, liquidity requirements, and future business outlook. The Company remains committed to strengthening its balance sheet by reducing reliance on external borrowings. The retention of profits will support the improvement of key financial ratios and contribute to the long-term financial sustainability of the Company.

The Board remains committed to delivering shareholder value and will evaluate the possibility of dividend distribution in the future, subject to the Company's financial performance, cash flow position, and investment needs.

**STATUTORY AUDITORS**

The statutory auditors, M/s. Grant Thornton Anjum Rahman, Chartered Accountants, retire at the conclusion of the financial year ended June 30, 2025, and have offered themselves for reappointment.

The Board Audit Committee has recommended their reappointment as external auditors for the financial year ending June 30, 2026, on terms and conditions, including remuneration, to be mutually agreed upon. The Board of Directors endorses this recommendation and will place the matter before the shareholders for approval at the upcoming Annual General Meeting.

**OUTLOOK**

The country's economic activity is expected to remain subdued due to tight macroeconomic policies, import restrictions, and ongoing food and energy inflation. Despite these challenges, the Government continues to make progress on stabilization and structural reforms.

In this context, the Company remains confident in its growth strategy. We will continue focusing on cost optimization, product diversification, and expanding export sales to strengthen financial performance. Backed by strong brands and timely capacity enhancements, we are optimistic about achieving sustained revenue and profitability growth.

Our commitment to sustainability remains strong, with future investments planned in renewable energy, product innovation, and digital transformation. These efforts are aligned with our long-term value creation goals.

With a solid financial base restored, the Company is well-positioned to deliver consistent shareholder value. While external pressures such as inflation and currency volatility persist, we are confident in navigating them through strategic agility, operational efficiency, and strong corporate governance.

**ACKNOWLEDGEMENT**

The Board of Directors takes this opportunity to express its sincere gratitude to all our stakeholders for their continued trust and confidence in the Company. We also wish to place on record our heartfelt appreciation for the unwavering commitment, dedication, and hard work demonstrated by every member of the Company's team throughout the year. The Board is confident that this collective spirit and dedication will continue to drive the Company forward, enabling us to achieve our strategic goals and deliver sustained value in the years ahead.



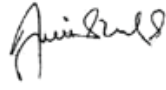
**Farrukh Amin**  
Chief Executive Officer



**Amir Shahzad**  
Chairman

اظہار تشکر:

بورڈ آف ڈائریکٹرز اس موقع پر اپنے تمام اسٹیک ہولڈرز کا شکریہ ادا کرتا ہے جنہوں نے کمپنی پر مسلسل اعتماد اور یقین قائم رکھا۔ ہم یہ بھی ریکارڈ پر لانا چاہتے ہیں کہ کمپنی کی ٹیم کے ہر رکن کی غیر متزلزل وابستگی، لگن، اور محنت کے لیے دلی قدردانی رکھتے ہیں جو انہوں نے سال بھر دکھائی۔ بورڈ کو یقین ہے کہ یہ اجتماعی جذبہ اور وابستگی کمپنی کو آگے بڑھانے میں مددگار ثابت ہوگی، جس سے ہم اپنے اسٹریٹجک اہداف حاصل کر سکیں گے اور مستقبل میں مستقل قدر فراہم کر سکیں گے۔



عامر شہزاد  
چیئر مین



فرخ امین  
چیف ایگزیکٹو آفیسر

کراچی: 26 ستمبر 2025

ہے۔ منافع کو برقرار رکھنے سے اہم مالیاتی تناسبات کی بہتری اور کمپنی کی طویل مدتی مالی پائیداری میں مدد ملے گی۔

بورڈ حصص داران کے لیے قدر پیدا کرنے کے لیے پر عزم ہے اور مستقبل میں ڈیویڈنڈ کی تقسیم کے امکانات کا جائزہ لے گا، جو کمپنی کی مالی کارکردگی، کیش فلوی پوزیشن، اور سرمایہ کاری کی ضروریات پر منحصر ہوگا۔

### اسٹیچوٹری آڈیٹرز:

اسٹیچوٹری آڈیٹرز میسرز گرانٹ تھورنٹن انجم حمن، چارٹرڈ اکاؤنٹنٹس، 30 جون 2025 کو ختم ہونے والے سال پر ریٹائر ہو رہے ہیں اور دوبارہ تقرری کیلئے اپنی رضامندی ظاہر کی ہے۔ بورڈ آڈٹ کمیٹی نے انہیں 30 جون 2026 کو ختم ہونے والے سال کے لیے ایکسٹرنل آڈیٹرز کے طور پر دوبارہ تقرر کرنے کی سفارش کی ہے، جس کی شرائط اور معاوضہ متفقہ بنیادوں پر طے کیے جائیں گے۔ بورڈ آف ڈائریکٹرز اس سفارش کی حمایت کرتا ہے اور اسے اگلی سالانہ جنرل میٹنگ میں حصص داران کی منظوری کے لیے پیش کرے گا۔

### مستقبل کی حکمت عملی:

ملک کی اقتصادی سرگرمیاں محدود رہنے کی توقع ہے، جس کی بنیادی وجوہات سخت میکرو اکنامک پالیسیاں، درآمدات پر پابندیاں، اور خوراک و توانائی کی بڑھتی ہوئی مہنگائی ہیں۔ ان چیلنجز کے باوجود، حکومت استحکام اور ساختی اصلاحات کے سلسلے میں پیش رفت جاری رکھے ہوئے ہے۔

اس پس منظر میں، کمپنی اپنی ترقی کی حکمت عملی پر پر عزم ہے۔ ہم لاگت کی بہتر ترتیب، مصنوعات کی تنوع، اور برآمدات میں اضافہ پر توجہ جاری رکھیں گے تاکہ مالی کارکردگی کو مضبوط بنایا جاسکے۔ مضبوط برانڈز اور بروقت پیداواری صلاحیت میں اضافہ کی بدولت، ہم مسلسل آمدنی اور منافع میں اضافہ حاصل کرنے کے لیے پرامید ہیں۔

کمپنی کی پائیداری کے عزم میں کوئی کمی نہیں آئی، اور مستقبل میں قابل تجدید توانائی، مصنوعات میں جدت، اور ڈیجیٹل ٹرانسفارمیشن میں سرمایہ کاری کی منصوبہ بندی ہے۔ یہ اقدامات طویل مدتی قدر پیدا کرنے کے اہداف کے مطابق ہیں۔

مضبوط مالی بنیادیں دوبارہ بحال ہونے کے بعد، کمپنی حصص داروں کے لیے مستقل قدر فراہم کرنے کے لیے اچھی پوزیشن میں ہے۔ اگرچہ مہنگائی اور کرنسی کی اتار چڑھاؤ جیسے بیرونی دباؤ موجود ہیں، ہم حکمت عملی کی لچک، عملیاتی موثریت، اور مضبوط کارپوریٹ گورننس کے ذریعے انہیں موثر انداز میں عبور کرنے کے لیے پرامید ہیں۔

ڈائریکٹرز اس بات کی تصدیق کرتے ہیں کہ:

- ☆ انتظامیہ کی جانب سے مالی بیانات کو اس طرح مرتب کیا گیا ہے کہ وہ کمپنی کی مالی حالت، کارکردگی، کیش فلو، اور ایکویٹی میں تبدیلیوں کو درست اور شفاف انداز میں ظاہر کریں۔
  - ☆ اکاؤنٹس کی کتابیں شفاف طریقہ سے برقرار رکھی گئی ہیں، جو کمپنی کی مالی حالت کا حقیقی اور شفاف عکس پیش کرتی ہیں۔
  - ☆ پورے سال میں مستقل اکاؤنٹنگ پالیسیز کا اطلاق کیا گیا ہے، جو انٹرنیشنل فنانشل رپورٹنگ اسٹینڈرڈز (IFRS) کے مطابق ہیں، اور اکاؤنٹنگ تخمینے معقول اور محتاط فیصلہ سازی کے ساتھ کیے گئے ہیں۔
  - ☆ کمپنی میں ایک موثر اندرونی کنٹرول کا نظام موجود ہے، جس کی مسلسل نگرانی اور جائزہ لیا جاتا رہا ہے تاکہ آپریشنل موثریت اور مالیاتی رپورٹنگ کی درستگی کو یقینی بنایا جاسکے۔
  - ☆ کمپنی ایک جاری کاروبار ہے، اور اس کے مستقبل میں آپریشن جاری رکھنے کی صلاحیت پر کوئی اہم شبہات نہیں ہیں۔
  - ☆ کمپنی نے قابل اطلاق ریگولیٹری فریم ورک کے مطابق بہترین کارپوریٹ گورننس کی پریکٹسز سے کوئی اہم انحراف نہیں کیا۔
- یہ عزم بورڈ کی شفافیت، احتساب، اور دیانتداری کے لیے وابستگی کو واضح کرتا ہے، جو کمپنی کے تمام آپریشنز اور رپورٹنگ کے ہر پہلو میں برقرار ہے۔

### فی حصص آمدنی:

30 جون 2025 کو اختتام پذیر ہونے والی مالی سال کیلئے کمپنی کی فی حصص آمدنی (EPS) 1.03 روپے رہی، جبکہ گذشتہ مالی سال میں فی حصص خسارہ 2.28 روپے تھا۔ یہ مثبت تبدیلی سالانہ آپریشنل کارکردگی میں بہتری اور موثر لاگت کے انتظام کی عکاسی کرتی ہے۔

### منافع منقسمہ:

بورڈ آف ڈائریکٹرز کمپنی کے حصص داران کو مطلع کرتا ہے کہ اگرچہ کمپنی نے 30 جون 2025 کو اختتام پذیر ہونے والے مالی سال میں منافع حاصل کیا، تاہم کسی منافع منقسمہ کا اعلان نہیں کیا گیا۔ یہ فیصلہ کمپنی کی موجودہ مالی حالت، لیکویڈیٹی کی ضروریات، اور مستقبل کے کاروباری منظر نامے پر غور کے بعد کیا گیا ہے۔ کمپنی بیلنس شیٹ کو مضبوط بنانے اور بیرونی قرضوں پر انحصار کم کرنے کے لیے پر عزم

2/2	جناب محمد عامر الطاف قریشی
2/2	جناب عامر امین
2/2	جناب منصور یعقوب

\* جوڈائزریکٹرز کچھ بورڈز میٹنگز میں شریک نہ ہو سکے، انہیں چھٹی کی اجازت دی گئی۔

19 اپریل 2025 کو بورڈ کی کمیٹیاں دوبارہ تشکیل دی گئیں۔  
آڈٹ کمیٹی:

بورڈ آڈٹ کمیٹی

چیئر مین	ڈاکٹر صفدر علی بٹ
ممبر	جناب عامر امین
ممبر	جناب منصور یعقوب

انسانی وسائل و معاوضہ جاتی کمیٹی:

انسانی وسائل و معاوضہ جاتی کمیٹی:

چیئر مین	جناب منصور یعقوب
ممبر	ڈاکٹر صفدر بٹ
ممبر	جناب عامر امین
ممبر	خالی آسامی

کارپوریٹ اور مالیاتی رپورٹنگ کے فریم ورک کے ساتھ تعمیل:

کمپنی کارپوریٹ گورننس اور مالیاتی رپورٹنگ کے اعلیٰ معیار پر مکمل عمل درآمد کے لیے پرعزم ہے۔ اس حوالے سے، یونٹی فوڈز لمیٹڈ مکمل طور پر لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس)، ریگولیشن 2019 اور کمپنیز ایکٹ 2017 کے تقاضوں پر عمل کرتی ہے۔

1	خاتون
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نام	کیٹگری
جناب فرخ امین	چیف ایگزیکٹو آفیسر
ڈاکٹر صفدر علی بٹ جناب منصور یعقوب ڈاکٹر مبارک حسین	آزاد
جناب عامر شہزاد جناب عامر امین	نان ایگزیکٹو
محترمہ لی ہونگ ہوا	نان ایگزیکٹو (خاتون)

### بورڈ کے ارکان اور حاضری:

دوران سال بورڈ آف ڈائریکٹرز کے انتخابات 27 مارچ 2025 کو منعقد ہوئے، جن میں سات ڈائریکٹرز کا انتخاب کیا گیا۔

مندرجہ ذیل جدول میں ہر رکن کی حاضری اور وہ میٹنگز جن میں شرکت کے اہل تھے/جن میں شرکت کی گئی ہے، دکھائی گئی ہے:

میٹنگ میں حاضری	ڈائریکٹرز کے نام
7/7	جناب محمد فرخ
2/5	جناب عبدالمجید غازیانی *
0/3	جناب منیر ایس گوڈیل *
7/7	ڈاکٹر صفدر علی بٹ
5/5	لیفٹیننٹ جنرل عمر محمود حیات (ریٹائرڈ)
4/7	محترمہ لی ہونگ ہوا (ولمار انٹرنیشنل کی نامزد رکن) *
7/7	جناب عامر شہزاد
1/1	ڈاکٹر مبارک حسین حیدر

پاکستان بنانے کی کوشش کر رہے ہیں۔ تعلیم کے شعبے میں، ہم ”دی اسکول آف کراچی، گھگھر پھاٹک“ کی سرپرستی کرتے ہیں، جہاں طلباء کی ضروریات، انفراسٹرکچر کی بہتری، اور ایک نیا کمپیوٹر لیب فراہم کر کے ڈیجیٹل خواندگی کو فروغ دیا جا رہا ہے۔ ہمارا یونیٹی اسکالرز پروگرام سالانہ IBA کے ایک MBA طالب علم کو سپانسر کرتا ہے، جس سے مستقبل کے رہنماؤں کو بااختیار بنایا جاتا ہے اور سماجی و اقتصادی ترقی کے مواقع فراہم کیے جاتے ہیں۔

### ماحولیاتی تحفظ:

ہم 2050 تک نیٹ زیرو اخراج کے ہدف کے حصول کے لیے پرعزم ہیں۔ جولائی 2023 سے جون 2025 کے دوران نمایاں اقدامات جن میں اہم سہولیات میں KW 1,697 سولر توانائی کی تنصیب، 2,105 میٹرک ٹن CO<sub>2</sub> اخراج سے بچاؤ، بھاپ اور توانائی کے لیے فوسل فیول سے بایوماس کی طرف منتقلی، پانی کے بہتر استعمال کے لیے چار RO پلانٹس کی تنصیب، پلاسٹک فضلہ کو پائیدار تعمیراتی مواد میں ری سائیکل کرنا، ساحلوں کی صفائی کی سرگرمیوں میں فعال شرکت شامل ہیں۔

### مستقبل کی سمت:

ہماری ESG کا سفر مسلسل ترقی اور قابل پیمائش نتائج کا حامل ہے۔ ویلیو چین میں پائیداری کو شامل کر کے اور اسٹیک ہولڈرز کے ساتھ تعاون کے ذریعے، ہم ایک صحت مند، مساوی، اور ماحولیاتی طور پر محفوظ مستقبل میں با معنی حصہ ڈالنے کے لیے کوشاں ہیں۔

### کارپوریٹ بریفنگ سیشن:

یونیٹی فوڈز لمیٹڈ نے مالی سال 2023-24 کے لیے اپنا کارپوریٹ بریفنگ سیشن 25 نومبر 2024 کو ٹیمز مائیکروسافٹ کے ذریعے آن لائن منعقد کیا۔ اس سیشن کا مقصد PSX کے معیار کے مطابق اسٹیک ہولڈرز سے قیمتی بصیرت حاصل کرنا اور مضبوط سرمایہ کار تعلقات کو مزید فروغ دینا تھا۔

### بورڈ کی تشکیل:

30 جون 2025 تک کمپنی کے بورڈ آف ڈائریکٹرز کی تشکیل درج ذیل رہی:

بورڈ آف ڈائریکٹرز

6	مرد
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30 جون 2025 کو ختم ہونے والے مالی سال کے لیے ڈائریکٹرز کو دیے گئے معاوضے اور دیگر فوائد کی تفصیلات غیر مجتمع مالی بیانات کے نوٹ نمبر 35 میں ظاہر کی گئی ہیں۔ تمام ادائیگیاں کمپنی کی ریمنڈیشن پالیسی کے مطابق بورڈ آف ڈائریکٹرز کی منظوری سے کی جاتی ہیں۔ یہ امر قابل ذکر ہے کہ نان ایگزیکٹو ڈائریکٹرز کسی قسم کا معاوضہ وصول نہیں کرتے، جیسا کہ کمپنی کی پالیسی میں واضح طور پر بیان کیا گیا ہے۔ بورڈ آف ڈائریکٹرز کا رپورٹ گورننس، شفافیت، اور احتساب کے اعلیٰ معیار کو برقرار رکھنے کے لیے مکمل طور پر عزم ہے۔

### حصص داری کی ساخت:

کمپنیز ایکٹ 2017 کی دفعہ (f)(2) 227 کے تقاضوں کے مطابق، کمپنی کے حصص داروں کے خاکہ کی تفصیلی فہرست 30 جون 2025 کی تاریخ تک اس رپورٹ کے ساتھ منسلک ہے۔ یہ بیان کمپنی کی حصص داری کی ساخت کے بارے میں تفصیلی معلومات فراہم کرتا ہے، جن میں حصص داروں کی تعداد اور ان کے انفرادی حصص کی ملکیت شامل ہے، جیسا کہ قابل اطلاق قوانین اور ضوابط کے تحت درکار ہے۔

### ماحولیاتی، سماجی اور کارپوریٹ حکمرانی (ESG):

کمپنی کی ESG کے اصولوں سے وابستگی ہماری تنظیم کے مقصد اور روزمرہ آپریشنز میں گہرائی سے پیوست ہے۔ ہمارا عزم محض قانونی تقاضوں کی تکمیل تک محدود نہیں بلکہ تمام اسٹیک ہولڈرز کے لیے طویل المدتی قدر پیدا کرنے تک وسیع ہے۔ پاکستان کی ان چند پبلک لسٹڈ کمپنیوں میں شامل ہونے کے ناطے جنہوں نے ESG پر حقیقی عمل درآمد کو اپنایا ہے، یونیٹی فوڈز مسلسل مثبت اثرات پیدا کرنے کے لیے کوشاں ہے، جو قومی ترجیحات اور اقوام متحدہ کے پائیدار ترقی کے اہداف بالخصوص بھوک کا خاتمہ، صحت اور فلاح، معیاری تعلیم کے مطابق ہیں۔ کمپنی کا مقصد پائیدار ترقی، سماجی بہتری، اور ماحولیاتی ذمہ داری کے ذریعے ایک متوازن اور ذمہ دار کاروباری ماڈل کو فروغ دینا ہے۔

### سماجی اثرات:

کمپنی کے مشن میں بھوک اور غذائی قلت کے خاتمے کو مرکزی اہمیت حاصل ہے۔ اپنی 'سنسٹیج ٹاقتور پاکستان' مہم کے ذریعے ہم نے 170,000 سے زائد مستحق خاندانوں تک مضبوط غذائیت فراہم کی، جن میں بیوائیں، معذور افراد، لاعلاج مریض، حاملہ خواتین اور غذائی قلت کا شکار بچے شامل ہیں۔ یہ پروگرام ہماری اس عزم کی عکاسی کرتا ہے کہ ہم ہر کھانے کے ذریعے ایک صحت مند اور مضبوط

آئی ٹی نظاموں کے انضمام سے کمپنی کے بنیادی کاروباری عملوں میں دستی کام اور غلطیوں کی شرح میں نمایاں کمی آئی ہے۔ مضبوط انفارمیشن سسٹمز کے نفاذ سے خریداری، ادائیگیوں اور دیگر مالی لین دین کے درست ریکارڈ رکھنے میں مدد ملی ہے، جس سے ڈیٹا مینجمنٹ اور فیصلہ سازی کی صلاحیت میں بہتری آئی ہے۔

مزید برآں، کمپنی کوریگیولٹری اور قانونی تقاضوں پر زیادہ منظم اور موثر طریقے سے عمل کرنے، اندرونی کنٹرول کو مضبوط بنانے، اور گورننس کے نظام میں بہتری کے فوائد حاصل ہوئے ہیں۔ SAP S/4HANA کے نفاذ نے کمپنی کے روزمرہ آپریشنز میں ایک انقلابی تبدیلی پیدا کی ہے، خاص طور پر ڈیٹا مینجمنٹ اور رپورٹنگ کے شعبوں میں۔ اس ترقی نے زیادہ شفافیت، آپریشنل کنٹرول، اور اسٹریٹجک بصیرت فراہم کی ہے، جو کمپنی کی طویل المدتی ترقیاتی حکمت عملیوں کو مضبوطی سے سپورٹ کر رہی ہے۔ کمپنی کا انتظامیہ اس عزم کا اعادہ کرتا ہے کہ وہ ٹیکنالوجی کو بروئے کار لاکر جدت، موثریت، اور پائیدار ویلیو کریشن کے ذریعے تمام اسٹیک ہولڈرز کے لیے ترقی کو فروغ دیتا رہے گا۔

#### متعلقہ فریقین کے ساتھ لین دین:

سال کے دوران کمپنی کے تمام متعلقہ فریقین کے ساتھ لین دین مکمل طور پر غیر جانبدارانہ بنیاد پر، کاروبار کے معمول کے مطابق اور تجارتی شرائط پر طے کیے گئے۔ یہ تمام لین دین قابل اطلاق قوانین اور ضوابط کے مطابق بورڈ آف ڈائریکٹرز کی منظوری سے انجام پائے۔ ان لین دین کا جائزہ آڈٹ کمیٹی نے لیا، جس کے بعد انہیں بورڈ آف ڈائریکٹرز نے شفافیت اور قانونی تعمیل کو یقینی بنانے کے لیے باقاعدہ منظوری دی۔ ان تمام لین دین کی مکمل تفصیلات 30 جون 2025 کو ختم ہونے والے مالی سال کے لیے تیار کردہ غیر مجتمع مالی بیانات کے نوٹ نمبر 36 میں ظاہر کی گئی ہیں۔

#### ڈائریکٹرز کی کارکردگی کا جائزہ اور ان کی معاوضہ پالیسی:

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس)، ریگولیشن 2019 کے تحت، بورڈ آف ڈائریکٹرز نے اپنی کارکردگی کا جائزہ لینے کے لیے ایک منظم اور جامع طریقہ کار نافذ کیا ہے۔ اس عمل کا مقصد بورڈ کی موثریت میں اضافہ کرنا اور کمپنی میں کارپوریٹ گورننس کے نظام کو مزید مضبوط بنانا ہے۔

یہ جائزہ سالانہ بنیاد پر ایک تفصیلی سوالنامے کے ذریعے کیا جاتا ہے، جس میں بورڈ کی کارکردگی کے مختلف پہلوؤں کا احاطہ کیا جاتا ہے، جیسے کہ: بورڈ کی تشکیل، قیادت اور رہنمائی، حکمت عملی اور منصوبہ بندی، کارکردگی کی نگرانی اور تجزیہ۔ ہر ڈائریکٹر سے انفرادی رائے لی جاتی ہے، اور نتائج کا تجزیہ کر کے بہتری کے پہلوؤں کی نشاندہی کی جاتی ہے تاکہ بورڈ کی کارکردگی کمپنی کے طویل المدتی مقاصد کے ساتھ ہم آہنگ رہے۔

## صحت و حفاظت:

صحت اور حفاظت ہماری عملی حکمت عملی کے بنیادی ستون ہیں، جہاں سلامتی کے معیار میں (zero tolerance) ہے اور کسی قسم کی کمی برداشت نہیں کی جاتی۔ یونٹی فوڈز میں حفاظت محض ایک قانونی تقاضا نہیں بلکہ ایک بنیادی قدر ہے جو ہمارے طویل المدتی وژن اور اسٹریٹجک مقاصد کے ساتھ مکمل طور پر ہم آہنگ ہے۔

دوران سال، کمپنی نے ادارے کے تمام سطحوں پر ایک مضبوط حفاظتی کلچر کو فروغ دیا۔ یہ ہدف قائدانہ عزم، ذمہ دار ملازمین کے رویے کی ترویج، اور سلامتی پر مبنی پلانٹ ڈیزائن، سہولیات، اور مصنوعات کے نفاذ کے ذریعے حاصل کیا گیا۔ ہم نے تمام آپریشنل شعبوں میں محفوظ کام کے طریقہ کار اور نظاموں پر سختی سے عمل درآمد بھی یقینی بنایا۔

ہماری حفاظتی وابستگی صرف اپنے ملازمین تک محدود نہیں بلکہ شراکت داران، ٹھیکیداران اور خدمات فراہم کنندگان تک پھیلی ہوئی ہے۔ ہم تمام اسٹیک ہولڈرز کے ساتھ فعال طور پر رابطے میں رہتے ہیں تاکہ وہ ہمارے سلامتی کے اصولوں اور ضوابط پر عمل کریں، اور یوں ہر ایک کے لیے ایک محفوظ اور صحت مند کام کا ماحول برقرار رہے۔

کمپنی اپنی حفاظتی کارکردگی میں مسلسل بہتری اور پیشگی حفاظتی سوچ کے فروغ پر مرکوز ہے۔ ہم آئندہ بھی تربیت، انفراسٹرکچر، اور نظاموں میں سرمایہ کاری جاری رکھیں گے تاکہ صحت و سلامتی کے اعلیٰ معیار کے فروغ کے اپنے غیر متزلزل عزم کو مزید مضبوط بنا سکیں۔

## انفارمیشن ٹیکنالوجی:

موجودہ ڈیجیٹل دور میں انفارمیشن ٹیکنالوجی (IT) تنظیم کے اندر جدت، کارکردگی، اور آپریشنل بہترین کارکردگی کے فروغ میں کلیدی کردار ادا کرتی ہے۔ آئی ٹی کے ذریعے ڈیٹا کی بہتر پیشکش، اسٹوریج کی صلاحیت میں اضافہ، اور معلومات کی تیز تر پراسیسنگ ممکن ہوتی ہے، جو درست، موثر اور بروقت فیصلے کرنے میں معاون ثابت ہوتی ہے۔ کاروباری سرگرمیوں کے استحکام، لاگت میں کمی، فروخت میں اضافہ، نئے بازاروں میں توسیع، اور مسابقتی برتری کے لیے آئی ٹی کا کردار پہلے سے کہیں زیادہ اہم ہو گیا ہے۔

زیر جائزہ سال کے دوران، کمپنی نے اپنی آئی ٹی حکمت عملی کو قلیل المدتی اور طویل المدتی کاروباری مقاصد کے ساتھ ہم آہنگ رکھنے پر بھرپور توجہ دی۔ آئی ٹی انفراسٹرکچر میں کی گئی سرمایہ کاری کا مقصد ویلیو ڈیلیوری کو بہتر بنانا، وسائل کا موثر استعمال، خطرات میں کمی، اور معلومات کے بہاؤ کو مزید موثر بنانا تھا۔

کمپنی اس بات کے لیے پرعزم ہے کہ تمام افراد کو صنف سے قطع نظر، برابر مواقع فراہم کیے جائیں، اور ایسا ماحول تشکیل دیا جائے جہاں مرد اور خواتین دونوں پیشہ ورانہ طور پر ترقی کر سکیں۔ ہماری جامع پالیسیوں اور عملی اقدامات نے ایک متوازن، ترقی پسند اور معاون ورک کلچر تشکیل دیا ہے، جو ترقی کے مواقع فراہم کرتا ہے، متنوع صلاحیتوں کو اپنی جانب راغب کرتا ہے، اور ادارے کی مجموعی کامیابی میں نمایاں کردار ادا کرتا ہے۔

### انسانی وسائل:

کمپنی اپنے پرعزم، پرجوش اور اعلیٰ کارکردگی کے حامل انسانی وسائل پر فخر کرتی ہے، جو ہر سال مسلسل کامیاب نتائج حاصل کرنے میں بنیادی کردار ادا کرتے ہیں۔ ہمارے ملازمین کمپنی کے وژن اور مقاصد سے ہم آہنگ ہیں اور اپنی ذمہ داریوں کو فعال، نتیجہ خیز اور ذمہ دارانہ انداز میں انجام دیتے ہیں۔

ایک مقصد پر مبنی اور مستقبل کے لیے تیار ادارے کے طور پر ہمارا یقین ہے کہ وہ لوگ جو مقصد کے ساتھ کام کرتے ہیں، بہتر ترقی کرتے ہیں۔ ہم ترقی یافتہ سوچ کو فروغ دیتے ہیں اور ملازمین کی فلاح و بہبود کو اپنی تنظیمی ثقافت کا مرکزی جزو سمجھتے ہیں۔ ہمارا افرادی اسٹریکچر عزت، وقار اور منصفانہ برتاؤ جیسے اقدار کی عکاسی کرتا ہے، اور ہم اپنے عملے کو با معنی کام، مہارت کے فروغ، اور پیشہ ورانہ ترقی کے مواقع فراہم کر کے باختیار بنانے کے لیے پرعزم ہیں۔

انسانی وسائل کا شعبہ بہترین صلاحیتوں کو متوجہ کرنے، ان کی ترقی اور ان کے تسلسل کو برقرار رکھنے پر مرکوز ہے۔ یہ شعبہ محکماتی نگرانوں کے تعاون سے ملازمین کی کارکردگی، شمولیت اور ترقی کا باقاعدہ جائزہ لیتا ہے تاکہ اعلیٰ کارکردگی دکھانے والے افراد کو بروقت تسلیم کیا جاسکے اور ان کی حوصلہ افزائی کی جاسکے۔ کارکردگی پر مبنی یہ نظام ادارے کے اندر اسٹریٹجک عہدوں کے لیے مضبوط ٹیلنٹ پائپ لائن تیار کرنے میں مدد دیتا ہے۔ کمپنی پرکشش معاوضے، جامع طبی سہولیات، اور مثبت کام کے ماحول کی پیشکش کے ذریعے ملازمین کی حوصلہ افزائی اور پیداواریت میں اضافہ کرتی ہے۔

ہمارے ملازمین ان کمیونٹیز میں بھی فعال کردار ادا کرتے ہیں جہاں کمپنی کام کرتی ہے۔ وہ رضا کارانہ خدمات، فنڈ ریزنگ، اور تعلیمی، روزگار اور صحت سے متعلق سماجی پروگراموں میں حصہ لے کر سماجی ذمہ داری کے جذبے کا مظاہرہ کرتے ہیں۔ بورڈ اور اعلیٰ انتظامیہ اس عزم کا اعادہ کرتے ہیں کہ وہ ملازمین کی ترقی میں سرمایہ کاری جاری رکھیں گے اور ایسا ماحول قائم کریں گے جہاں ہر فرد کو ترقی کرنے اور کامیاب ہونے کے لیے باختیار بنایا جاسکے۔

میںجمنٹ صلاحیتوں کو مزید مستحکم بنانے کے عزم پر قائم ہے۔

### کارپوریٹ گورننس:

کمپنی اپنے ادارے کی تمام سطحوں پر کارپوریٹ گورننس کے اعلیٰ ترین معیارات کو برقرار رکھنے کے عزم پر قائم ہے۔ ہمارا یقین ہے کہ مضبوط گورننس کے اصول کمپنی کی طویل المدتی پائیداری، قدر میں اضافہ، اور ایک مسابقتی اور بدلتے ہوئے کاروباری ماحول میں مسلسل کامیابی کے لیے نہایت ضروری ہیں۔

ہماری گورننس کا فریم ورک تنظیمی ثقافت، متوقع رویوں، اور طرز عمل کے معیارات کی وضاحت کرتا ہے۔ یہ ایک ایسا نظام فروغ دیتا ہے جو موثر، شفاف، کاروباری بصیرت رکھنے والا اور ذمہ دارانہ انتظام پر مبنی ہے، جس سے قیادت کو ایسے باخبر فیصلے کرنے کا اختیار ملتا ہے جو کمپنی کے اسٹریٹجک اہداف کے مطابق ہوں۔ کمپنی تمام قانونی اور ریگولیٹری تقاضوں پر مکمل طور پر عمل پیرا ہے، جن میں کارپوریٹ گورننس کے ضابطہ اخلاق کی پابندی بھی شامل ہے۔ ہمارا ضابطہ اخلاق اور اندرونی کنٹرول فریم ورک اخلاقی فیصلوں اور خطرات کے موثر نظم و نسق کے لیے ایک مضبوط بنیاد فراہم کرتے ہیں۔

احتساب، شفافیت، اور دیانت داری کے اصول ہماری گورننس کے ڈھانچے کی بنیاد ہیں، جو بورڈ اور انتظامیہ کے اقدامات کی رہنمائی کرتے ہیں۔ یہی اصول بورڈ کو اس قابل بناتے ہیں کہ وہ کمپنی کے آپریشنز کی موثر نگرانی کرے، قوانین کی پابندی کو یقینی بنائے، اسٹیک ہولڈرز کے مفادات کا تحفظ کرے، اور کمپنی کو طویل المدتی قدر میں اضافے کی سمت گامزن رکھے۔

### صنعتی تنوع:

کمپنی اس بات کو تسلیم کرتی ہے کہ صنعتی تنوع محض مساوات کا معاملہ نہیں بلکہ پائیدار کاروباری ترقی کو فروغ دینے کا ایک اہم عنصر بھی ہے۔ جہاں صنعتی تنوع کی کمی ہوتی ہے، وہاں اس کی اہمیت اور زیادہ نمایاں ہو جاتی ہے، کیونکہ مختلف نظریات اور تجربات کی شمولیت جدت، موافقت، اور مسابقت کے لیے خصوصاً ایک تیزی سے بدلتی ہوئی عالمی دنیا میں بنیادی حیثیت رکھتی ہے۔

ہم اس بات پر یقین رکھتے ہیں کہ برابری پر مبنی ثقافت کو فروغ دینا ہماری جدت طرازی، اشتراک عمل، اور کامیابی کی صلاحیت میں اضافہ کرتا ہے۔ ایک ایسا متنوع اور جامع افرادی ڈھانچہ جہاں تمام اصناف کو بھرپور انداز میں حصہ لینے کا موقع حاصل ہو، زیادہ مضبوط فیصلہ سازی، محفوظ اور باعزت کام کا ماحول، اور ملازمین میں اطمینان و شمولیت کے بلند معیار کو یقینی بناتا ہے۔

اندرونی آڈٹ ڈپارٹمنٹ کا بنیادی مقصد کاروبار کے تمام پہلوؤں پر جامع آڈٹ کرنا ہے۔ یہ فعال طریقہ کار کنٹرول کی کمزوریوں اور آپریشنل غیر موثریت کو بروقت شناخت کرنے میں مدد دیتا ہے، جس سے مالی بے ضابطگیوں اور کمپنی یا اس کے اسٹیک ہولڈرز کو پہنچنے والے ممکنہ نقصان کے خطرات کم ہوتے ہیں۔

باقاعدہ آڈٹس، جائزوں، اور رپورٹس کے ذریعے اندرونی آڈٹ ٹیم اس بات کو یقینی بناتی ہے کہ کمپنی کے تمام عمل بہترین عملی معیارات، متعلقہ ضوابط، اور اندرونی پالیسیوں سے مطابقت رکھتے ہوں۔ ڈپارٹمنٹ کی سفارشات کا جائزہ انتظامیہ اور آڈٹ کمیٹی دونوں لیتے ہیں تاکہ ان پر بروقت عمل درآمد ہو سکے اور نظام میں مسلسل بہتری لائی جاسکے۔ کمپنی اپنے اندرونی گورننس اور کنٹرول کے اعلیٰ ترین معیار کو برقرار رکھنے کے لیے اپنے اندرونی آڈٹ ڈپارٹمنٹ کی موثر کارکردگی کے ذریعے پُر عزم ہے۔

### رسک مینجمنٹ:

بورڈ آف ڈائریکٹرز اس حقیقت کو تسلیم کرتے ہیں کہ موثر رسک مینجمنٹ کمپنی کی طویل المدتی پائیداری اور ترقی کو یقینی بنانے کے لیے نہایت اہم ہے۔ اسی مقصد کے تحت کمپنی نے ایک جامع اثر پر اثر رسک مینجمنٹ (ERM) فریم ورک اپنایا اور نافذ کیا ہے، جو ادارے کے تمام سطحوں پر ممکنہ خطرات کی بروقت نشاندہی، جانچ اور تدارک کو ممکن بناتا ہے۔

بورڈ آڈٹ کمیٹی ERM فریم ورک کے نفاذ کی نگرانی کرتی ہے، تاکہ یہ یقینی بنایا جاسکے کہ رسک مینجمنٹ کے طریقہ کار کمپنی کی اسٹریٹجک اور آپریشنل منصوبہ بندی میں مکمل طور پر شامل ہوں۔ بورڈ آف ڈائریکٹرز، مجموعی ذمہ داری برقرار رکھتے ہوئے، خطرات کی نشاندہی اور تجزیہ کی ذمہ داری سینئر مینجمنٹ کو تفویض کرتا ہے، جو اس کی براہ راست نگرانی میں کام کرتی ہے۔

اس منظم عمل کے ذریعے ممکنہ خطرات کی نشاندہی کی جاتی ہے اور ان کے امکان اور ممکنہ اثرات کی بنیاد پر ان کی تشخیص کی جاتی ہے۔ ایسے خطرات جو کاروباری سرگرمیوں پر نمایاں یا منفی اثر ڈال سکتے ہوں، ان کے لیے فوری طور پر مناسب تدارکی اقدامات ترتیب دیے جاتے ہیں۔ ان میں اسٹینڈرڈ آپریٹنگ پروسیجرز (SOPs) میں ترمیم، آپریشنل اسٹریٹجی کی از سر نو تنظیم، یا متعلقہ نظام کی مکمل نظر ثانی شامل ہو سکتی ہے۔

رسک مینجمنٹ کا عمل مسلسل اور دورانیہ وار نوعیت کا ہے۔ تخفیف کی حکمت عملیوں کے نفاذ کے بعد، نتائج کی مستقل نگرانی کی جاتی ہے اور وقتاً فوقتاً ان کے موثر ہونے کا جائزہ لیا جاتا ہے۔ اس عمل سے کمپنی بدلتے ہوئے کاروباری ماحول میں چابک دستی، بروقت رد عمل اور مضبوطی برقرار رکھتی ہے۔ کمپنی اپنے اسٹیک ہولڈرز کے مفادات کے تحفظ اور نئے مواقع سے بھرپور فائدہ اٹھانے کے لیے اپنی رسک

## اندرونی کنٹرول کا فریم ورک:

بورڈ آف ڈائریکٹرز اس بات کو تسلیم کرتے ہیں کہ ایک مضبوط اندرونی کنٹرول فریم ورک موثر گورننس، عملی کارکردگی، اور مالی رپورٹنگ کی شفافیت و درستگی کو یقینی بنانے میں نہایت اہم کردار ادا کرتا ہے۔ کمپنی کے اندرونی کنٹرول کے نظام اس طرح ترتیب دیے گئے ہیں کہ وہ یہ مناسب یقین دہانی فراہم کریں کہ تمام کاروباری سرگرمیاں متعلقہ قوانین، ضوابط، اور اندرونی پالیسیوں کے مطابق انجام دی جا رہی ہیں، ساتھ ہی تمام اسٹیک ہولڈرز کے مفادات کا تحفظ بھی کیا جا رہا ہے۔

اندرونی کنٹرول کا فریم ورک اس بات کو یقینی بناتا ہے کہ تمام پالیسیز، طریقہ کار، اور عمل درست طور پر دستاویزی شکل میں موجود، موثر انداز میں ترسیل شدہ، اور ادارے بھر میں مستقل مزاجی کے ساتھ نافذ ہوں، تاکہ وہ متعلقہ ریگولیٹری اور حکومتی اداروں کی ہدایات سے ہم آہنگ رہیں۔

آڈٹ کمیٹی اندرونی کنٹرول کے ماحول کی نگرانی میں مرکزی کردار ادا کرتی ہے۔ انتظامیہ، اندرونی آڈیٹرز، اور بیرونی آڈیٹرز کی جانب سے کنٹرولز اور رسک مینجمنٹ کی موثریت سے متعلق باقاعدہ رپورٹس کمیٹی کو پیش کی جاتی ہیں۔ ان رپورٹس کی بنیاد پر، آڈٹ کمیٹی موجودہ نظام کی افادیت کا جائزہ لیتی ہے اور ضرورت کے مطابق بہتری کے لیے بورڈ آف ڈائریکٹرز کو سفارشات پیش کرتی ہے۔

یہ عمل اس بات کو یقینی بناتا ہے کہ کمپنی اعلیٰ سطح کی کارکردگی، موثریت اور شفافیت کے ساتھ کام کرتی رہے، اور اس کے مالی بیانات کمپنی کی مالی پوزیشن کی درست اور منصفانہ تصویر پیش کریں۔ ان اقدامات کے ذریعے کمپنی اپنے اسٹیک ہولڈرز کے اعتماد کو مضبوط بناتی ہے اور مضبوط کارپوریٹ گورننس کے اپنے عزم کو برقرار رکھتی ہے۔

## اندرونی آڈٹ:

بورڈ آف ڈائریکٹرز کمپنی کی تمام سرگرمیوں میں شفافیت، احتساب اور دیانت داری کو برقرار رکھنے پر زور دیتے ہیں۔ اس مقصد کے لیے، کمپنی نے ایک آزاد اور مخصوص اندرونی آڈٹ ڈیپارٹمنٹ قائم کیا ہے، جو اندرونی کنٹرول کے ماحول کو مضبوط بنانے میں کلیدی کردار ادا کرتا ہے۔ اندرونی آڈٹ کا نظام براہ راست بورڈ آڈٹ کمیٹی کو رپورٹ کرتا ہے، جس سے اس کی آزادی اور غیر جانبداری یقینی بنتی ہے۔ یہ نظام اندرونی کنٹرولز، رسک مینجمنٹ، اور گورننس کے عمل کی موثریت کا آزادانہ طور پر جائزہ لیتا ہے۔

کے حجم میں اضافہ اور نئی مصنوعات متعارف کروا کر اپنی مارکیٹ میں موجودگی کو مزید مضبوط بنا رہی ہے۔ یہ حکمت عملی آمدنی کے ذرائع میں تنوع پیدا کرنے اور گروپ کے اندر موجود وسائل کے باہمی فائدے سے فائدہ اٹھانے کے لیے ترتیب دی گئی ہے۔

### سنرج گلوبل (پرائیویٹ) لمیٹڈ:

سنرج گلوبل (پرائیویٹ) لمیٹڈ (SGPL) کو 15 دسمبر 2023 کو سن رچ فوڈز (پرائیویٹ) لمیٹڈ کی مکمل ملکیتی ذیلی کمپنی کے طور پر قائم کیا گیا، جو خود کمپنی کی مکمل ملکیتی ذیلی کمپنی ہے۔ SGPL کی بنیادی سرگرمیوں میں خوراک کی مصنوعات اور تیز رفتار صارف اشیاء (FMCGs) کی درآمد، برآمد، تجارت، تیاری اور تیاری شامل ہیں۔ کمپنی کا پیداواری یونٹ ایکسپورٹ پروسیسنگ زون کراچی میں واقع ہے۔ SGPL نے تاحال باقاعدہ تجارتی سرگرمیوں کا آغاز نہیں کیا ہے۔

### کوٹری پلانٹ کی مجوزہ فروخت:

بورڈ آف ڈائریکٹرز نے کمپنی کے اس حکمت عملی نظریہ کے مطابق، جس کا مقصد آپریشنز کو بہتر بنانا، غیر ضروری اخراجات میں کمی لانا، اور غیر موثر طور پر استعمال ہونے والے اثاثوں سے قدر حاصل کرنا ہے، کمپنی کے کوٹری پلانٹ کی فروخت کی تجویز کا جائزہ لے کر اس کی منظوری دے دی ہے۔ یہ پلانٹ پلاس N-25، N-27-B اور N-37-A سائٹ ایریا، کوٹری ضلع حیدرآباد میں واقع ہے۔ کوٹری پلانٹ میں زمین، عمارتیں، پلانٹ و مشینری اور دیگر آلات شامل ہیں، جو کمپنی کے مقررہ اثاثوں کا ایک نمایاں حصہ ہیں۔ تاہم، کاروباری حالات میں تبدیلی، آپریشنل غیر موثریت، اور مارکیٹ کے بدلتے رجحانات کے باعث یہ پلانٹ طویل عرصے سے اپنی مکمل استعداد کے مطابق کام نہیں کر رہا تھا۔ داخلی سطح پر تفصیلی جائزے اور بیرونی مشاورت کے بعد بورڈ اس نتیجے پر پہنچا ہے کہ یہ پلانٹ اب کمپنی کے طویل المدتی اسٹریٹجک مقاصد سے مطابقت نہیں رکھتا۔

اسی لیے، بورڈ نے کوٹری پلانٹ کی فروخت کی سفارش کی ہے۔ چونکہ یہ کمپنی کے کاروبار کے ایک بڑے حصے سے متعلق ہے، اس لیے اس کی منظوری کے لیے حصص یافتگان کی رضامندی ضروری ہے۔ اس حوالے سے قرارداد سالانہ عمومی اجلاس میں ارکان کے سامنے پیش کی جائے گی۔ یہ بات قابل ذکر ہے کہ اس فروخت سے حاصل ہونے والی رقم کو اعلیٰ منافع بخش شعبوں میں دوبارہ سرمایہ کاری کے لیے استعمال کیا جائے گا، جن میں موجودہ پیداواری یونٹس کی جدید کاری، ورکنگ کیٹیبل کی مضبوطی، اور نئے ترقیاتی مواقع کی تلاش شامل ہے۔ بورڈ پر اعتماد ہے کہ یہ اقدام کمپنی کی حصص یافتگان کی قدر میں اضافہ، عملی کارکردگی میں بہتری، اور مالی پوزیشن کے استحکام کا باعث بنے گا۔

مالی نتائج کمپنی کی آپریشنل استعداد، اخراجات کے نظم و ضبط، اور محتاط مالیاتی حکمت عملی پر مسلسل توجہ کی عکاسی کرتے ہیں۔ بورڈ مستقبل کے امکانات کے بارے میں پُر امید ہے اور پائیدار ترقی کی حکمت عملیوں کے ذریعے حصص یافتگان کی قدر میں اضافہ کرنے کے لیے پرعزم ہے۔

## ذیلی کمپنیاں:

### سنرتج فوڈز (پرائیویٹ) لمیٹڈ:

سنرتج فوڈز (پرائیویٹ) لمیٹڈ (SFPL) کمپنی کی مکمل ملکیتی ذیلی کمپنی ہے۔ زیر جائزہ سال کے دوران، SFPL نے نمایاں طور پر بہتر کارکردگی کا مظاہرہ کیا۔ تاہم، خالص فروخت کم ہو کر 15.76 بلین روپے رہی، جو گذشتہ سال 17.95 بلین روپے تھی۔ صنعت میں درپیش مجموعی مشکلات کے باوجود، SFPL نے بعد از ٹیکس 1.20 بلین روپے کا منافع حاصل کیا، جو گذشتہ سال کے 346.73 ملین روپے کے خسارہ کے مقابلے میں ایک شاندار پیش رفت ہے۔

آئندہ کے لیے، SFPL کی منصوبہ بندی ہے کہ پلانٹ کو مکمل استعداد کے ساتھ چلایا جائے، جس سے فی یونٹ پیداواری لاگت میں کمی آئے گی۔ مارکیٹنگ کے اقدامات مثبت نتائج دکھا رہے ہیں، اور کمپنی نے اپنی کلیدی مصنوعات کے شعبوں میں مارکیٹ شیئر میں اضافہ حاصل کیا ہے۔ پورٹ قاسم پر واقع آٹے کی پیداوار کے لیے صلاحیت میں توسیع کا منصوبہ مالی سال 2025-26 میں مکمل طور پر فعال ہونے کی توقع ہے۔ یہ توسیع بڑھتی ہوئی طلب کو پورا کرنے اور کمپنی کی طویل المدتی ترقی کی حکمت عملی کو سہارا دینے میں مدد دے گی۔

دوران سال پیداواری اسٹرکچر کو جدید بنانے اور تقسیم کے نیٹ ورک کو وسعت دینے کے لیے نمایاں سرمایہ کاری کی گئی، جس کے نتیجے میں ملک گیر سطح پر رسائی حاصل ہوئی۔ سنرتج اپنی مارکیٹ میں موجودگی کو مزید مضبوط بنا رہا ہے، جو ایک جامع اور طویل المدتی مارکیٹنگ حکمت عملی سے تقویت یافتہ ہے، جس کا مقصد اسے پاکستان کا نمایاں اسٹاپلز برانڈ بنانا ہے۔ بورڈ کو یقین ہے کہ مضبوط فروخت اور تقسیم کی حکمت عملیوں کی بدولت SFPL کی فروخت میں مسلسل اضافہ جاری رہے گا۔

### سنرتج کنفیکشنری لمیٹڈ:

سنرتج کنفیکشنری لمیٹڈ (SCL)، سنرتج فوڈز (پرائیویٹ) لمیٹڈ کی مکمل ملکیتی ذیلی کمپنی ہے، جو خود یونٹی فوڈز لمیٹڈ کی مکمل ملکیتی ذیلی کمپنی ہے۔ SCL کے ذریعے، سنرتج فوڈز نے اپنی مصنوعات کے دائرہ کار کو وسعت دی ہے، جس میں اب ویلیو ایڈڈ مصنوعات جیسے کپ کیکیٹس اور مختلف قسم کی کنفیکشنری اشیاء شامل ہیں۔ SCL ایک فعال مارکیٹ حکمت عملی اپنا رہی ہے جس کے تحت وہ فروخت

## انفرادی حسابات:

30 جون 2025 کو اختتام پذیر ہونے والا مالی سال کمپنی کے لیے ایک نمایاں موثر ثابت ہوا، جس نے کمپنی کی مضبوطی، موثر حکمت عملیوں اور کلیدی شعبوں میں عملی کارکردگی کو بہتر انداز میں اجاگر کیا۔ کمپنی نے اس سال 1.23 بلین روپے کا خالص منافع حاصل کیا، جو گزشتہ سال کے 2.73 بلین روپے کے خسارہ کے مقابلے میں ایک بڑی کامیابی ہے۔ یہ بہتری انتظامی نظم و ضبط، اخراجات کے موثر کنٹرول، اور فروخت و تقسیم کی کامیاب حکمت عملیوں کا نتیجہ ہے۔

کمپنی کی خالص فروخت تقریباً 2.3 فیصد بڑھ کر 60.49 بلین روپے تک پہنچ گئی، جو مستحکم طلب اور بہتر مارکیٹ رسائی کی عکاسی کرتی ہے۔ ہمیں توقع ہے کہ یہ رجحان آئندہ بھی برقرار رہے گا، جسے مصنوعات کے تنوع، برانڈ کی مضبوط شناخت، اور ملکی و علاقائی مارکیٹوں میں توسیع سے مزید تقویت ملے گی۔ کمپنی کے مجموعی منافع میں 45 فیصد اضافہ ہوا، جو زیادہ تر بہتر خریداری حکمت عملیوں اور فروخت کے اخراجات میں کمی کے باعث ممکن ہوا۔ ویلیو چین کی بہتری، ضیاع میں کمی، اور ٹیکنالوجی کے موثر استعمال پر مسلسل توجہ مستقبل میں منافع کی شرح کو مزید بہتر بنائے گی۔

دوران سال فروخت، تقسیم اور انتظامی اخراجات میں نمایاں کمی کی گئی۔ یہ رجحان مستقبل میں بھی برقرار رہنے کی توقع ہے، جسے کاروباری عمل کی خود کاریت، وسائل کی بہتر تقسیم، اور حکمت عملی پر مبنی شراکت داریوں کے ذریعے مزید تقویت حاصل ہوگی، نتیجتاً منافع میں اضافہ متوقع ہے۔ دیگر آمدنی بڑھ کر 2.66 بلین روپے ہو گئی، جو گزشتہ سال کے مقابلے میں دو گنا سے زیادہ ہے۔ یہ اضافہ دانشمندانہ سرمایہ کاری کے فیصلوں اور بنیادی کاروبار سے ہٹ کر ہونے والی سرگرمیوں سے حاصل ممکنہ منافع کو ظاہر کرتا ہے۔ کمپنی اپنی بیلنس شیٹ کو مزید مضبوط کرنے کے لیے ایسی سرمایہ کاری کے مواقع تلاش کرنے کا سلسلہ جاری رکھے گی جو قدر میں اضافہ ثابت ہوں۔ مالیاتی اخراجات میں 14 فیصد کمی کی گئی، اور کمپنی کا ہدف ہے کہ ورکنگ کیپٹل سائیکل کو بہتر بنا کر اور متبادل مالیاتی ذرائع تلاش کر کے مہنگے قرضوں پر انحصار کو مزید کم کیا جائے۔

## اجتماعی حسابات:

مجموعی بنیاد پر کمپنی نے 84.85 بلین روپے کا مجموعی ٹرن اوور حاصل کیا۔ سیلز ٹیکس اور 7.44 بلین روپے کی رعایتوں کو مد نظر رکھنے کے بعد خالص ٹرن اوور 77.4 بلین روپے رہا، جبکہ مجموعی منافع 11.4 بلین روپے ریکارڈ کیا گیا۔ گزشتہ سال کے مقابلے میں، اُس وقت مجموعی ٹرن اوور 86.1 بلین روپے، خالص ٹرن اوور 78.02 بلین روپے، اور مجموعی منافع 6.7 بلین روپے رہا۔ کمپنی نے رواں سال 1.63 بلین روپے کا خالص منافع حاصل کیا، جبکہ گزشتہ سال 3.52 بلین روپے کا خسارہ ریکارڈ کیا گیا تھا، جو مشکل معاشی حالات کے باوجود ایک مثبت پیش رفت کو ظاہر کرتا ہے۔

# ڈائریکٹرز کی رپورٹ

یونٹی فوڈز لمیٹڈ کے ڈائریکٹرز 30 جون 2025 کو اختتام پذیر ہونے والے سال کیلئے کمپنی کی سالانہ رپورٹ بشمول سالانہ آڈٹ شدہ مالیاتی حسابات (انفرادی اور اجتماعی دونوں)، پیش کرتے ہوئے پُرسرت ہیں۔

## معاشی جائزہ:

مالی سال 2024-25 کے دوران پاکستان کی معیشت میں استحکام کی علامات ظاہر ہوئیں۔ حقیقی جی ڈی پی میں 2.7 فیصد اضافہ ریکارڈ کیا گیا، جو مقررہ ہدف 3.6 فیصد سے کم رہا۔ زرعی شعبہ، جو خوراک کی صنعت کے لیے نہایت اہم ہے، موسمی مشکلات کے باعث صرف 0.56 فیصد بڑھ سکا، جبکہ لارج اسکیل مینوفیکچرنگ میں 1.5 فیصد کمی واقع ہوئی۔ خدمات کا شعبہ 2.9 فیصد بڑھا، اور مجموعی صنعتی سرگرمی میں معمولی بہتری دیکھی گئی۔ افراط زر میں نمایاں کمی واقع ہونے سے اسٹیٹ بینک آف پاکستان کو پالیسی ریٹ 11 فیصد تک کم کرنے کا موقع ملا، جس سے کاروباری سرگرمیاں بہتر ہوئیں۔ مالیاتی محاذ پر Revenue میں مضبوط اضافہ دیکھنے میں آیا، جس کے نتیجے میں مالیاتی خسارہ کم ہو کر جی ڈی پی کا 2.6 فیصد رہ گیا، جبکہ پرائمری سرپلس حاصل کیا گیا۔

بیرونی کھاتہ میں نمایاں بہتری دیکھی گئی، جہاں مضبوط ترسیلات زر کے باعث تقریباً 2 بلین امریکی ڈالر کا کرنٹ اکاؤنٹ سرپلس ریکارڈ کیا گیا۔ فی کس آمدنی بڑھ کر 1,824 امریکی ڈالر تک پہنچ گئی، جبکہ قرض بمقابلہ جی ڈی پی کا تناسب معمولی کمی کے ساتھ 74.1 فیصد رہا۔ آئندہ کے لیے معیشت کی بحالی کا انحصار زرعی شعبے کی بحالی، صنعتی پیداوار میں بہتری، اور مجموعی مالیاتی نظم و ضبط پر ہوگا۔ یہ عوامل خوراک اور (FMCG) کے شعبوں میں پائیدار ترقی کے لیے بنیادی اہمیت رکھتے ہیں۔


## کاروباری جائزہ:

2024		2025		تفصیلات
اجتماعی	انفرادی	اجتماعی	انفرادی	
86,136,644	68,018,786	84,851,127	68,903,553	مجموعی فروخت
6,733,581	5,296,938	11,435,420	7,694,989	مجموعی منافع
4,536,255	5,002,770	9,885,349	8,158,085	آپریٹنگ منافع
(3,517,122)	(2,726,401)	1,631,726	1,229,616	سال کیلئے منافع / (خسارہ)
(2.95)	(2.28)	1.37	1.03	فی حصص آمدنی / (خسارہ)

# FROM LOCAL STRENGTH TO GLOBAL REACH



What began as a commitment to nourish Pakistan has grown into a movement that crosses borders. Today, Unity Foods proudly exports high quality, fortified products to 22+ countries across 5 continents, representing the best of Pakistan on the global stage. With innovation as our signature and partnerships as our fuel, we're redefining what it means to be locally rooted and globally respected. Our journey forward is one of ambition expanding markets, exceeding expectations, and showcasing Pakistan's potential to the world. Together, we rise from homegrown excellence to global impact.





# ROOTED IN PURPOSE

## PEOPLE, PLANET, PROFIT

Our purpose goes beyond profit, it's anchored in impact. At Unity Foods, we align our business with a triple bottom line philosophy that creates lasting value for People, Planet, and Profit. From nourishing communities with fortified food to reducing our environmental footprint and driving ethical growth, we're proving that doing good and doing well go hand in hand. Because the true measure of success is how far we rise and how many we lift as we go beyond.

### PEOPLE



### PLANET



### PROFIT

A graphic featuring three overlapping circles labeled 'Environmental', 'Social', and 'Governance'. The 'Environmental' circle contains icons of wind turbines, solar panels, and a mountain landscape. The 'Social' circle contains icons of an open book and a group of people. The 'Governance' circle contains icons of a shield, a scale of justice, and another shield. The background shows a city skyline and a blue sky with clouds.

# ENVIRONMENTAL, SOCIAL, AND GOVERNANCE COMMITMENT

At our Company, we view Environmental, Social, and Governance (ESG) as more than a compliance framework it's a strategic imperative that drives long-term value creation and sustainability. ESG enables us to assess and improve our performance across three critical dimensions: environmental impact, social responsibility, and governance excellence. By embedding ESG principles into every layer of our decision-making and operations, we aim to build the Enterprise of the Future one that delivers sustainable growth while safeguarding people, planet, and purpose. In alignment with this vision, we continue to undertake transformative initiatives across all ESG dimensions, contributing meaningfully to sustainable industrial practices in Pakistan.

## CORPORATE SOCIAL RESPONSIBILITY AS A STRATEGIC PRIORITY

Corporate Social Responsibility (CSR) is a core component of our broader sustainability agenda. We believe that our success must align harmoniously with the well-being of the communities and environments in which we operate. With full endorsement from our Board of Directors, we have formally adopted comprehensive CSR best practices. These are grounded in ethical governance, stakeholder engagement, community upliftment, environmental stewardship, employee empowerment, and transparent communication. Our CSR commitment underscores our responsibility to drive social value while maintaining the highest standards of corporate integrity.

## STRATEGIC ESG OBJECTIVES

Our sustainability strategy is built on a clear set of strategic ESG objectives that guide our long-term growth:

- **ENVIRONMENTAL RESPONSIBILITY:**  
We are committed to reducing our environmental footprint through resource conservation, emission reduction, and biodiversity protection
- **SOCIAL WELL-BEING:**  
We prioritize employee welfare, diversity, equity, and inclusion, and actively collaborate with local communities to foster positive social impact.
- **EFFECTIVE GOVERNANCE:**  
We maintain a strong governance framework rooted in transparency, accountability, and ethical conduct.
- **STAKEHOLDER ENGAGEMENT:**  
We believe in proactive and meaningful dialogue with stakeholders to co-create sustainable solutions.

- **INNOVATION AND ADAPTATION:**

We continuously invest in technology, research, and sustainable practices to adapt responsibly to evolving challenges.

- **ROBUST REPORTING:**

We embrace full transparency in reporting ESG performance, ensuring stakeholders are informed, engaged, and empowered to hold us accountable.

## SUSTAINABILITY AND EMERGING LONG-TERM RISKS AND OPPORTUNITIES

We acknowledge that sustainability brings both risks and opportunities. Our proactive approach ensures resilience against current and emerging threats:

- **RAW MATERIAL DISRUPTION:**

A medium-likelihood, high-impact risk that could affect production and delivery timelines. We mitigate this by diversifying our supplier base and maintaining strategic partnerships for timely procurement and competitive pricing.

- **FUEL AND POWER AVAILABILITY:**

A high-likelihood, high-impact risk that could increase costs or halt production. In response, we've invested in solar energy solutions across our facilities to ensure stable, cost-effective power supply.

- **CLIMATE-RELATED RISKS:**

As a manufacturing entity, we are vulnerable to extreme weather, global warming, and fossil fuel dependency. Our response includes transitioning to alternative energy sources, enhancing operational resilience, and minimizing our environmental impact.

- **REGULATORY CHANGES:**

Evolving regulations around emissions, waste management, and carbon pricing may increase operational costs. We actively manage this through proactive compliance planning, transparent disclosures, and engagement with authorities to ensure regulatory alignment.

## ESG GOVERNANCE AND RISK MANAGEMENT FRAMEWORK

The Board of Directors plays a central role in shaping our ESG vision. By integrating sustainability goals into corporate strategy, governance, and culture, the Board ensures our business aligns with stakeholder expectations and global best practices. This includes defining clear ESG targets, overseeing performance, and promoting innovation for responsible growth. Furthermore, the Board is committed to transparent reporting of ESG-related risks and opportunities to drive accountability.

Our Enterprise Risk Management (ERM) framework identifies, assesses, and mitigates financial, operational, compliance, and ESG-related risks. It is regularly updated based on industry benchmarking, stakeholder feedback, and evolving global trends. Each risk is ranked by potential impact and likelihood, with tailored mitigation strategies in place. ERM performance is regularly communicated to the Board, and outcomes are transparently disclosed in annual

## PERFORMANCE METRICS AND ESG TARGETS

We have defined measurable KPIs and targets to track our progress and performance across environmental, social, and governance areas:

### ENVIRONMENTAL METRICS

- Reduction in greenhouse gas emissions, particularly carbon dioxide
- Lower energy consumption per unit of production
- Gradual shift from gas-powered to solar-powered operations

### SOCIAL METRICS

- Increase in female representation at all organizational levels
- Enforcement of a code of conduct and whistle-blower policy to support employee rights and address harassment
- Elimination of injury rates across all operational sites

### GOVERNANCE METRICS

- Current Board composition: 85.71% male and 14.29% female
- A robust code of conduct governing ethics and anti-corruption
- Commitment to sustainability reporting aligned with IFRS S1 and IFRS S2 standards

Through a holistic and forward looking ESG approach, we are strengthening our business resilience, enhancing our reputation, and delivering long-term value to all stakeholders. Our commitment to sustainability is not only a strategic advantage but also a moral obligation to our people, our planet, and future generations.



# STRATEGY AND RESOURCE ALLOCATION

## **GROWTH IN LOCAL AND INTERNATIONAL MARKET SHARES:**

Growth remains the cornerstone of UFL's strategy. With a strong position in the premium segment, UFL is well-placed to expand both locally and internationally. Strategic placement of warehouses near all major cities enhances product availability and maximizes market penetration.

## **ACHIEVING OPERATIONAL EFFICIENCY:**

UFL is committed to continuous improvement in efficiency. The Company focuses on reducing energy consumption and costs by optimizing resource utilization and upgrading production lines with modern, efficient technologies, leading to substantial gains in productivity.

## **ORGANIZATIONAL DEVELOPMENT AND TALENT MANAGEMENT:**

UFL fosters a culture of transparency, fairness, and performance by aligning KPIs with corporate vision and core values. As an equal opportunity employer, UFL has implemented systems to groom talent across all levels. Health and safety are integral to our operational excellence, supported through rigorous training and industry best practices.

## **UPGRADATION OF IT INFRASTRUCTURE AND AUTOMATION:**

Continuous evaluation of IT infrastructure ensures the identification and resolution of performance gaps. UFL regularly upgrades its ERP systems (SAP S/4 HANA), network security, and automation tools, with audits ensuring robust and secure operations.

## **CORPORATE SOCIAL RESPONSIBILITY:**

As a responsible corporate citizen, UFL actively supports social development and environmental sustainability. The Company provides financial and in-kind contributions to charitable causes and consistently takes measures to minimize its environmental footprint.

## **RESOURCE ALLOCATION PLAN**

UFL's long-term success is built upon a combination of strategic resource deployment and meaningful stakeholder relationships. The key capitals include:

### **FINANCIAL CAPITAL:**

UFL's capital structure comprises shareholder equity and short- and long-term debt. Financial resources are allocated through a thorough utility analysis and cash flow forecasting during the annual planning cycle. The Company's liquidity management is aligned with regulatory requirements and tax considerations, ensuring financial stability.

**HUMAN CAPITAL:**

Employees are central to UFL's success. The HR department, under the supervision of the Board's HR & Remuneration Committee, oversees the recruitment and development of skilled professionals. Our HR policies are grounded in our core values and ensure a productive, equitable work environment.

**MANUFACTURED CAPITAL:**

UFL leverages modern facilities, power systems, and infrastructure to execute its strategy. With production units in Karachi and Lahore, and ongoing investment in state-of-the-art machinery, the Company continues to enhance capacity and expand market presence through cost-effective and high-quality solutions.

**INTELLECTUAL CAPITAL:**

Our brands, ERP systems, and well-established business processes form the core of our intellectual capital. With SAP S/4 HANA fully implemented, UFL ensures operational excellence, best practice implementation, and strong internal controls.

**SOCIAL CAPITAL:**

UFL's commitment to health, safety, and the environment is unwavering. Through donations and active participation in social causes especially in education, health, and poverty alleviation the Company has built a solid reputation as a community-focused organization.

**NATURAL CAPITAL:**

UFL responsibly manages its use of natural resources such as raw materials and water. Sustainable practices are integrated into all operations to ensure long-term environmental stewardship.

**KEY RESOURCES AND COMPETITIVE ADVANTAGES**

UFL's competitive edge is driven by a combination of modern infrastructure, nationwide reach, and a commitment to innovation and efficiency

**NATIONWIDE PRESENCE:**

A strong footprint with state-of-the-art manufacturing units in Karachi, Lahore, Sheikhupura, Kotri, and Hub, supported by dedicated marketing and sales teams operating across all major cities of Pakistan.

**ADVANCED ERP (SAP S/4 HANA):**

Fully implemented to ensure technological leadership and operational efficiency.

**ENERGY EFFICIENCY:**

Use of solar energy systems and modern machinery reduces costs and improves sustainability.

**STRONG LIQUIDITY MANAGEMENT:**

A balanced debt-to-equity structure and consistent positive cash flows ensure financial

**FACTORS INFLUENCING STRATEGY AND RESOURCE ALLOCATION****Technological Advancements:**

UFL actively adopts the latest technologies in production and process automation to improve efficiency and reduce redundancy. These strategic investments enhance productivity and reduce operational costs.

## **ENVIRONMENTAL CONSIDERATIONS:**

UFL integrates environmental responsibility into all decision-making. Issues such as climate change, water scarcity, and waste management are core to our strategic planning. The Company implements mitigation measures and eco-friendly technologies in all operations.

## **SOCIETAL IMPACT:**

Societal issues, particularly in education, health, and poverty alleviation, are key focus areas. UFL runs capacity-building and vocational training programs, sponsors schools, and supports community health initiatives. Internally, employee health, safety, and welfare are safeguarded by robust policies.

## **INNOVATION ENABLEMENT AND MANAGEMENT INITIATIVES**

The management fosters a culture of innovation through employee engagement, cross-functional collaboration, and idea-generation platforms. The IT function has evolved into a proactive business partner, offering innovative solutions to drive growth and efficiency.

## **KEY PERFORMANCE INDICATORS (KPIs)**

UFL measures progress against strategic objectives using well-defined KPIs. Regular analysis of these metrics enables informed decision-making and performance tracking across all business functions.

## **STRATEGIC DECISION-MAKING PROCESS**

UFL has established a comprehensive Strategic Planning and Management System. Strategies are aligned with the Company's mission, vision, and risk appetite, and are deliberated at multiple levels before execution. Risk considerations are embedded throughout the planning and implementation stages.

## **DEBT REPAYMENT AND LIQUIDITY STRATEGY**

UFL maintains a strong financial position with a track record of timely debt repayments. Backed by robust cash flows, operational efficiency, and diversified income streams, the Company has never defaulted on its obligations. A sound liquidity strategy based on projected cash flows and reserve planning ensures resilience even in times of economic uncertainty.



# RISKS AND OPPORTUNITIES

## GOVERNANCE OF RISK MANAGEMENT

At Unity Foods Limited (UFL), the Board of Directors assumes primary responsibility for overseeing the identification, assessment, and mitigation of risks that may impact the Company. This proactive governance ensures UFL operates within its defined risk appetite and remains aligned with its strategic and operational objectives.

## FINANCIAL CAPITAL

UFL faces key financial risks including the escalating costs of raw materials, fuel, and inflation. These factors have the potential to significantly impact profitability and operational costs. However, there are also notable opportunities to mitigate these challenges. The Company is actively exploring alternative sources for raw materials and energy, along with pursuing various cost optimization initiatives to enhance financial efficiency. These actions are expected to deliver benefits over the short to medium term.

## HUMAN CAPITAL

The Company recognizes the risk associated with the attrition of qualified and experienced personnel, which could hinder operational continuity and long-term growth. To address this, UFL is focused on implementing robust succession planning and enhancing employee retention strategies. Initiatives such as performance-based rewards and recognition programs are aimed at fostering employee engagement and organizational loyalty. These opportunities are positioned to yield results over the medium to long term.

## MANUFACTURED CAPITAL

One of the primary risks to the Company's manufactured capital is technological obsolescence, which can reduce production efficiency and increase operational costs. To counter this, the Company is committed to investing in technological upgrades and expanding production capacity. These investments are designed to modernize infrastructure, improve productivity, and support future growth over the medium to long term.

## SOCIAL AND RELATIONSHIP CAPITAL

Risks in this area stem from potential reputational damage and adverse publicity, which can undermine stakeholder trust and brand value. In response, UFL is focused on strengthening relationships across the value chain and making strategic investments in brand development. These efforts aim to build goodwill, enhance corporate reputation, and foster long term stakeholder engagement, with outcomes expected in the medium to long term.

## NATURAL CAPITAL

The depletion of natural resources poses a significant risk to the sustainability of the Company's operations. In response, UFL is dedicated to the sustainable and responsible use of natural materials. This includes implementing practices that promote resource conservation and environmental stewardship. These initiatives are aligned with the Company's long-term sustainability goals and are expected to deliver value over the medium to long term.

## RISK TOLERANCE AND RISK MANAGEMENT POLICY STATEMENT

The Board of Directors of UFL recognizes that effective risk management is a fundamental component of long-term business sustainability and sound corporate governance. In an increasingly dynamic and complex business environment, managing risk is crucial for safeguarding the Company's assets, stakeholders, and reputation.

While risk-taking is intrinsic to innovation, growth, and value creation, it must be pursued with a clear understanding of our risk appetite and tolerance thresholds. The Board distinguishes between risks that support strategic objectives and those that threaten the Company's stability or ethical standing.

To support this vision, a comprehensive Risk Management Policy has been established. This framework provides structured mechanisms for the identification, evaluation, mitigation, and ongoing monitoring of risks across all business functions. The Board conducts regular reviews of the risk environment and internal control systems to ensure alignment with corporate strategy and stakeholder expectations. These evaluations are further supported by independent assessments from auditors, consultants, and third-party service providers.

## ROBUST ASSESSMENT OF PRINCIPAL RISKS

The Board has undertaken a thorough and systematic assessment of the principal risks confronting the Company. This review encompasses both internal and external risk sources, with particular attention given to those most likely to impact long-term value creation. The Board affirms its confidence in the Company's risk management systems and the mitigating strategies currently in place.

## RISK MANAGEMENT FRAMEWORK AND METHODOLOGY

UFL's risk management framework is designed to ensure resilience and adaptability by identifying, assessing, and mitigating risks that could affect the realization of its long-term strategic objectives. Periodic risk assessments are conducted to maintain a current understanding of material risks, allocate risk ownership, and implement corrective actions. These material risks are embedded into the Company's strategic planning processes and are regularly monitored by the Board to ensure swift and effective response to emerging challenges.

## PRINCIPAL RISKS AND MITIGATION STRATEGIES

### STRATEGIC RISKS

UFL operates in a dynamic environment where a range of strategic risks could affect the achievement of its long-term objectives, particularly in the areas of profitability, operational efficiency, and human capital development.

A key external risk is the rising cost of raw materials, which remains a critical factor influencing financial performance. This volatility stems from currency devaluation, global inflation, and increasing fuel and energy costs resulting in a high impact on production expenses. To mitigate this, the Company conducts regular market analysis, benchmarks supplier pricing, and maintains strategic partnerships with vendors to negotiate favourable terms and ensure continuity in material supply.

Another significant risk is the **inconsistent and arbitrary nature of changes in government policies**, particularly regarding taxation, energy tariffs, and regulatory compliance. With a high likelihood and medium impact, such changes can disrupt financial planning and operational execution. UFL addresses this challenge through active industry engagement, including its participation in forums such as the Pakistan Business Council, while also maintaining close monitoring of the regulatory landscape to respond proactively to policy shifts.

The risk of **technology obsolescence** also presents a medium-level threat, particularly to the Company's intellectual and manufactured capital. As outdated systems can hinder productivity and increase costs, the Company continues to invest in advanced, state-of-the-art technology and equipment to ensure its operations remain efficient and competitive.

On the operational side, **maintenance-related risks** though assessed as low in likelihood but medium in impact pose a potential threat to production continuity. Equipment malfunctions or capacity limitations can lead to downtime and revenue loss. UFL mitigates this through a structured preventive maintenance program, supported by real-time monitoring systems aimed at maximizing equipment reliability and plant efficiency.

Lastly, **talent retention and succession planning** represent ongoing internal risks, with a medium likelihood and low impact. The ability to attract, retain, and develop skilled personnel is essential for ensuring long-term sustainability and leadership continuity. In response, the Company has implemented targeted talent development programs, succession planning frameworks, and initiatives that promote diversity, performance recognition, and career growth opportunities.

## FINANCIAL RISKS

One of the key financial risks faced by UFL is the fluctuation in interest rates, which carries a medium likelihood but a high potential impact on the Company's profitability. As borrowing costs rise in response to interest rate increases, the overall financing cost structure of the Company may be adversely affected, putting pressure on margins and financial performance. To mitigate this risk, UFL maintains a balanced capital structure by optimizing its debt-to-equity ratio. Additionally, the Company actively monitors market conditions to capitalize on subsidized borrowing opportunities, where available, thereby minimizing exposure to high interest financial instruments and ensuring cost effective financing.

## KEY STRATEGIC OPPORTUNITIES

UFL is actively pursuing strategic opportunities that support its long-term vision for operational excellence and sustainable growth. A significant opportunity lies in the investment in advanced technology, which plays a vital role in enhancing production efficiency, reducing costs, and improving product quality. By modernizing its manufacturing infrastructure through the adoption of cutting-edge equipment and expanding its production footprint the Company aims to strengthen its competitive position and deliver greater value to stakeholders.

In parallel, the Company places strong emphasis on cultivating an efficient and empowering work environment, recognizing it as a key driver of organizational performance. Through a combination of employee engagement initiatives, ongoing professional development programs, and workplace well being strategies, UFL seeks to foster a high-performance culture. These efforts are aligned with the Company's strategic objective of HR excellence and are designed to enhance employee satisfaction, retention, and overall productivity.

# SUPPLY CHAIN DISRUPTION RISKS IN THE CONTEXT OF ESG

## DISCLOSURE AND MITIGATION STRATEGY

UFL recognizes the increasing influence of Environmental, Social, and Governance (ESG) factors on supply chain integrity. In a globally interconnected business environment, ESG-related disruptions pose a significant risk to operational continuity and reputation. To proactively manage these risks, UFL has implemented a comprehensive ESG-linked supply chain risk assessment framework. This includes real-time monitoring, early risk identification, and collaborative mitigation approaches with stakeholders across the supply chain.

## MITIGATION MEASURES

### SUPPLIER ENGAGEMENT AND ESG ALIGNMENT:

UFL actively engages with suppliers to promote awareness of ESG standards, encouraging responsible sourcing, ethical labour practices, and sustainable production methods.

### SUPPLIER BASE DIVERSIFICATION:

To mitigate geographic or supplier-specific risks, the Company continually seeks to diversify its supplier portfolio, reducing overreliance on any single source or region.

### SUPPLY CHAIN RESILIENCE ENHANCEMENT:

Investments are made in building resilient supply chain networks, incorporating redundancies and alternative sourcing options to minimize operational disruptions.

UFL remains committed to integrating ESG considerations into its core operational and procurement strategies, ensuring long-term sustainability, reducing risk exposure, and contributing to a more ethical and resilient business ecosystem.

A futuristic digital landscape with server racks, glowing blue lines, and various icons: a shield with a checkmark, a cloud, a checklist with a checkmark, and several interlocking gears. The text 'IT GOVERNANCE POLICY' is prominently displayed in the center.

# IT GOVERNANCE POLICY

## INTRODUCTION

UFL's IT Governance Policy establishes the framework for managing information technology in a way that supports the Company's strategic objectives, ensures regulatory compliance, mitigates risks, and drives value creation. This policy ensures that IT systems, resources, and services are aligned with UFL's business goals, secure against evolving cyber threats, and resilient in the face of operational disruptions.

## STRUCTURE

The IT governance structure at UFL is embedded within the broader corporate governance framework. It includes oversight from the Board of Directors, the Audit Committee, senior management, the IT Department, and the Internal Audit function.

The Board of Directors provides strategic direction, approves major IT investments, and ensures effective oversight of cybersecurity risks. The Audit Committee supports the Board in monitoring cyber threats, reviewing audit findings, and assessing risk mitigation plans. Senior management is responsible for implementing IT strategies, ensuring operational alignment, and maintaining regulatory compliance. The IT Department handles the execution of IT initiatives, daily operations, system security, and digital innovation. Internal Audit conducts regular evaluations of IT controls, systems, and cybersecurity measures, reporting findings to the Audit Committee.

## OBJECTIVE

The primary objective of UFL's IT Governance Policy is to ensure that information technology supports and advances the Company's overall business strategy. The policy aims to align IT initiatives with corporate goals, thereby enhancing the value and return on technology investments. It promotes informed and timely decision-making around the adoption and deployment of new technologies, ensuring that such decisions are guided by both strategic priorities and operational needs. A key focus is the management of risks related to cybersecurity and data privacy, with appropriate controls in place to safeguard the Company's digital assets. Furthermore, the policy ensures full compliance with all relevant legal, regulatory, and industry standards. Through these measures, UFL seeks to improve operational efficiency, drive innovation, and support the organization's digital transformation journey.

## CYBERSECURITY

Cybersecurity is a key component of UFL's risk management strategy. The Board regularly evaluates cyber risks as part of its enterprise risk management process and reviews enforcement mechanisms in the event of breaches. The Company has implemented robust cybersecurity measures including next-generation firewalls, endpoint security systems, email security gateways, and comprehensive user access controls.

To mitigate threats, UFL conducts regular internal and external cybersecurity audits. The Company's systems are continuously monitored through log analysers and threat detection tools. Preventive measures include timely updates to antivirus software and operating systems, along with a formal Incident Management Policy to ensure prompt detection, escalation, and resolution of any security incident.

## INFORMATION SECURITY

UFL is committed to safeguarding its digital assets from both internal and external threats through a robust Information Security Policy. This policy is designed to ensure the confidentiality, integrity, and availability of information across all systems and operations. UFL protects its information from unauthorized access, disclosure, and modification, while maintaining the accuracy and completeness of data. The Company adheres strictly to all applicable legal and regulatory requirements related to information security and data protection. To ensure resilience, Disaster Recovery Plans are developed, tested, and maintained to guarantee the availability of critical systems in the event of a disruption. Employees are regularly informed of their security responsibilities, fostering a culture of vigilance and accountability. Additionally, any actual or suspected security breaches must be reported and are subject to thorough investigation by the designated cybersecurity team. Collectively, these measures support business continuity and help minimize the impact of potential security incidents.

## RISK MANAGEMENT AND EARLY WARNING CONTROLS

UFL integrates IT risks into its overall enterprise risk management framework. The Audit Committee regularly evaluates risks related to cybersecurity, system vulnerabilities, and IT infrastructure. The Company has deployed early warning systems that can identify and address potential threats in real-time. Preventive controls include continuous system updates, patch management, network monitoring, and the enforcement of strict access protocols. Internal Audit plays a critical role in evaluating the effectiveness of these controls and reporting findings to the Board.

## BUSINESS CONTINUITY AND DISASTER RECOVERY

The Company has developed a comprehensive Business Continuity Plan (BCP) and Disaster Recovery Plan (DRP) to ensure operational resilience in case of emergencies or disruptions. Key data is backed up and stored at secure offsite locations, and critical systems are replicated to reduce downtime. Employees are trained in emergency protocols to ensure quick and effective recovery following an incident. The Company's manufacturing facilities in Karachi, Kotri, and Lahore are state-of-the-art and comply with health, safety, and environmental standards. These sites are fire-resilient and equipped with modern firefighting systems, reducing the likelihood of production disruption.

## IT INVESTMENTS AND RESOURCE ALLOCATION

IT investments are made in line with business priorities and risk appetite. Capital expenditures for network upgrades, cybersecurity enhancements, and digital transformation projects are presented by management and approved by the Board after detailed review. Resource allocation is guided by IT governance objectives and is aimed at maximizing efficiency, scalability, and security.

## **DIGITAL TRANSFORMATION AND INDUSTRY 4.0 (FOURTH INDUSTRIAL REVOLUTION)**

UFL is actively embracing Industry 4.0 technologies to improve operational efficiency and business agility. The Company has migrated from an on-premises SAP ERP system to RISE with SAP S/4HANA on the cloud to enhance process automation, real-time reporting, and system integration. The Board has carefully evaluated and approved a leading cloud service provider to ensure data security, scalability, and compliance. In addition to SAP, UFL is continuously exploring other Industry 4.0 solutions such as Artificial Intelligence (AI), Internet of Things (IoT), Big Data, Robotic Process Automation (RPA), and Blockchain to remain competitive and forward-looking in a rapidly evolving technological landscape.

## **COMPLIANCE AND CONTINUOUS IMPROVEMENT**

UFL complies with all relevant IT and cybersecurity regulations, including those related to data protection, record retention, and operational continuity. The Company's IT practices are aligned with global standards such as ISO/IEC 27001, COBIT, and NIST Cybersecurity Framework. The IT Governance Policy is reviewed annually or sooner if needed to ensure continued relevance and effectiveness. Emerging threats, regulatory changes, and technological advancements are continuously monitored to update governance practices.

## **ROLES, RESPONSIBILITIES, AND ENFORCEMENT**

All employees, contractors, and third-party service providers are responsible for complying with UFL's IT Governance Policy. The IT Department is accountable for technical implementation and system security, while Internal Audit ensures compliance and performance monitoring. Any violation of the policy may result in disciplinary action in accordance with the company's Code of Conduct.



# CORPORATE GOVERNANCE POLICIES

## ROLE OF THE CHAIRMAN OF THE BOARD

The Chairman of the Board plays a crucial leadership role in managing the Board of Directors and ensuring the Board functions effectively, independently, and in the best interest of the Company. The Chairman serves as a liaison between the Board and management and ensures that the Board sets the strategic direction and upholds the principles of good governance.

Key responsibilities include promoting active participation by Board members, reviewing and enhancing Board performance, resolving conflicts constructively, and ensuring Board independence. The Chairman ensures that the Board governs and does not interfere in management, receives timely and relevant information, and operates under the highest

## ROLE OF THE CHIEF EXECUTIVE OFFICER (CEO)

The CEO is responsible for the operational and strategic execution of the Board's approved plans and policies. As the highest-ranking executive, the CEO leads the management team, oversees daily operations, drives financial and strategic objectives, and maintains effective communication with the Board and stakeholders.

The CEO ensures regulatory compliance, internal controls, risk management, implementation of KPIs, and representation of the Company in external engagements with shareholders, regulatory authorities, and the public, while upholding ethical values and good governance

## ROLE AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The Board of Directors holds the ultimate responsibility for the governance of the Company. It plays a central role in defining the strategic direction, overseeing management's performance, and ensuring that risks are effectively identified and managed. The Board is entrusted with safeguarding the interests of shareholders while ensuring the long-term sustainability and growth of the Company. Its responsibilities include engaging in strategic planning, approving capital expenditures (CAPEX), and exercising financial oversight to ensure prudent use of resources. The Board also ensures the Company's adherence to regulatory requirements and maintains a strong focus on risk management. In addition, the Board conducts annual evaluations of its own performance, as well as that of its committees, to enhance effectiveness. Oversight of senior management, including succession planning for key leadership roles, is also a critical part of the Board's mandate, ensuring that the Company is led by competent and capable individuals aligned with its vision and values.

## ROLE OF MANAGEMENT

Management is tasked with executing strategies approved by the Board, handling day to day operations, and maintaining operational integrity and ethical business conduct. Management ensures financial reporting compliance, risk identification and mitigation, and effective communication with the Board regarding business environment changes and performance

## ANNUAL EVALUATION OF THE BOARD'S PERFORMANCE

In compliance with the SECP's Code of Corporate Governance, the Board conducts an annual self-evaluation of its performance and that of its committees, CEO, and Chairman. The evaluation is based on factors such as integrity, communication, conflict management, strategic vision, succession planning, and the ability to detect potential business risks. The 2024-25 evaluation results were satisfactory.

## DIRECTORS' ORIENTATION AND TRAINING

New and existing Directors are oriented on Company operations, legal responsibilities, governance practices, and industry dynamics. Non-Executive Directors are given regular exposure to management and stakeholders. All Directors have either completed or are exempt from the Directors' Training Program per SECP guidelines except one Foreign Director namely Ms. Lie Hong Hwa, based in Singapore.

## POLICY FOR RELATED PARTY TRANSACTIONS

The Board has adopted a comprehensive Policy for Related Party Transactions to ensure transparency and arm's length dealings. All related party transactions require the recommendation of the Audit Committee and approval of the Board. Such transactions are disclosed in the financial statements and are also ratified by shareholders at the Annual General Meeting in accordance with regulatory requirements.

## POLICY FOR DISCLOSURE OF DIRECTORS' INTEREST / CONFLICT OF INTEREST

A formal Conflict of Interest Policy is in place requiring all Board members to disclose any vested interest or conflict proactively. These disclosures are recorded and addressed transparently in Board proceedings. Board members are encouraged to seek guidance from the Chairman in case of ambiguity.

## REMUNERATION POLICY FOR NON-EXECUTIVE DIRECTORS

Non-Executive and Independent Directors are not paid remuneration but are reimbursed for travel, accommodation, and other expenses incurred during official duties. This policy reflects the Company's commitment to responsible governance and shareholder value.

## GENDER DIVERSITY POLICY

The Company is committed to gender equality and diversity across all operations, including Board composition. Diversity is viewed as a strategic asset that enhances decision-making, creativity, and performance. Recruitment, promotions, and Board appointments are made with consideration to diversity and inclusion.

## **RISK MANAGEMENT AND INTERNAL CONTROLS POLICY**

A robust Risk Management Framework is in place to identify, assess, and mitigate strategic, operational, commercial, financial, and compliance risks. Risks are monitored and reviewed regularly by the Board. Ownership of risk areas is clearly defined, and mitigating strategies are implemented proactively.

## **BUSINESS CONTINUITY AND DISASTER RECOVERY POLICY**

The Company has implemented a Business Continuity and Disaster Recovery Plan to ensure resilience during unforeseen events. IT systems have secure backups, off-site storage, and contingency arrangements to ensure continuity of operations. The effectiveness of the plan is periodically tested.

## **HEALTH, SAFETY AND ENVIRONMENT (HSE) POLICY**

Employee health and safety is a top priority. The Company ensures all operational activities comply with national and international HSE standards. Mandatory induction, training, and use of Personal Protective Equipment (PPE) are enforced. Safety audits and emergency response drills are conducted regularly.

## **SOCIAL AND ENVIRONMENTAL RESPONSIBILITY POLICY**

The Company is committed to sustainable development and inclusive growth. The Company incorporates environmental protection, ethical practices, human rights, and gender sensitivity into its business strategy. Key focus areas include energy conservation, waste reduction, stakeholder engagement, and community support.

## **WHISTLE BLOWER POLICY**

A formal Whistle Blower Policy ensures employees can report malpractices or unethical conduct without fear of retaliation. All disclosures must be made in writing and are treated confidentially. Disciplinary actions are taken where necessary after investigations. Anonymous complaints are not accepted, but good faith disclosures are fully protected.

## **SAFETY OF RECORDS POLICY**

The Company ensures the safe retention, access, and disposal of corporate records to meet legal, administrative, and operational needs. Records are protected through physical and digital safeguards and retained based on legal retention periods and internal policies.

## **INVESTORS GRIEVANCE POLICY**

The Company values transparent communication with its investors. The Investors Grievance Policy ensures that shareholders' complaints are addressed efficiently and effectively. The Company provides various platforms for investors to voice concerns and ensures that all grievances are resolved to their satisfaction.

## **COMMUNICATION WITH STAKEHOLDERS**

The Company is committed to open, fair, and timely communication with stakeholders. Regular disclosures are made through the Annual Report, website updates, investor briefings, and corporate announcements. Stakeholder engagement is integrated into decision-making processes to align business goals with societal expectations.

## **POLICIES ON PROCUREMENT, WASTE AND EMISSIONS**

The Company's environmental stewardship extends to procurement, waste management, and emissions reduction. Procurement processes consider sustainability and environmental impact. Waste and emissions are managed with the goal of minimizing carbon footprint and promoting responsible resource use across operations.

## **FOREIGN DIRECTORS AND OVERSEAS MEETINGS**

In compliance with local regulations, foreign directors undergo security clearance as per SECP guidelines. No Board meetings were held abroad during the reporting period.

## **COMPLIANCE WITH CODE OF CORPORATE GOVERNANCE**

Unity Foods Limited has fully complied with the provisions of the SECP's Code of Corporate Governance, Listing Regulations, and applicable financial reporting frameworks for the year ended June 30, 2025. The Statement of Compliance and the Review Report by external auditors are included in the Annual Report.



# CODE OF CONDUCT AND OPERATING STRUCTURE

## CODE OF CONDUCT

Unity Foods Limited (UFL) operates on a strong ethical foundation guided by its Code of Conduct, which serves as a comprehensive framework for both directors and employees. This code ensures that all business activities are carried out with integrity, transparency, and full compliance with legal and regulatory requirements. UFL mandates accurate financial reporting in accordance with recognized accounting standards and strictly prohibits the falsification of financial records or banking information. All employees and directors must avoid conflicts of interest and are expected to act solely in the best interest of the Company, maintaining transparency in all professional dealings.

Compliance with local and international laws, internal policies, and regulatory frameworks is obligatory. Employees are required to maintain strict confidentiality over proprietary, technical, financial, customer, and employee data unless disclosure is authorized. Ethical engagement with government authorities and regulators is emphasized to uphold the Company's reputation. Furthermore, UFL highlights time management as an essential aspect of professional conduct to drive efficiency and productivity across all levels of the organization.

The Company also maintains a zero-tolerance policy regarding unethical practices such as the acceptance or offering of gifts, entertainment, or personal favours that could influence business decisions. Upholding business integrity is central to all stakeholder relationships, including those with customers, suppliers, contractors, and partners. The Code of Conduct is an integral part of each employee's employment terms, and any breach may lead to disciplinary action, including termination. UFL remains dedicated to fostering a culture of ethical behaviour, professionalism, and accountability.

## OWNERSHIP, OPERATING STRUCTURE & GROUP RELATIONSHIPS

UFL is a publicly listed entity under the 'Food & Personal Care Products' sector on the Pakistan Stock Exchange (PSX), with ownership shared among various market stakeholders, including Board members. As of June 30, 2025, the Company's market capitalization exceeds Rs. 33 billion. UFL wholly owns Sunridge Foods (Private) Limited (SFPL), which further owns two subsidiaries: Sunridge Confectionery Limited and Sunridge Global (Private) Limited. UFL's core operations encompass food manufacturing, edible oil extraction and refining, soap production, and other allied segments. SFPL primarily focuses on the manufacturing and processing of food products, enhancing UFL's footprint in the consumer food sector.

## **EXTERNAL ENVIRONMENTAL FACTORS IMPACTING THE BUSINESS**

UFL operates within a dynamic environment influenced by political, economic, social, technological, environmental, and legal factors. Political stability and government policy changes particularly in taxation and regulation can significantly affect operations, prompting the Company to closely monitor and proactively respond to any developments. Economically, challenges such as inflation, interest rate fluctuations, and currency volatility are addressed through prudent financial management, including maintaining a healthy debt-to-equity ratio, securing competitive financing, and implementing currency hedging strategies where appropriate.

Socially, UFL recognizes its corporate responsibility and actively contributes to community development, focusing on areas like healthcare, education, and disaster relief. A dedicated Health, Safety, and Environment (HSE) department ensures workforce well-being. Technological innovation is also prioritized, with ongoing investment in modernizing equipment, upgrading digital infrastructure, and enhancing cybersecurity to ensure resilience and efficiency. Environmental sustainability is another key area of focus, with initiatives including energy and water conservation, use of renewable energy sources like solar power, and afforestation projects aimed at reducing the Company's ecological impact. Legally, UFL ensures full compliance with all relevant laws, including the Companies Act, 2017, tax regulations, SECP rules, and IFRS, supported by a team of qualified professionals to minimize legal risk. These external factors are continuously evaluated to support sustainable, long-term growth.

## **SEASONALITY OF BUSINESS**

Unity Foods Limited maintains steady production and sales throughout the calendar year. There are no significant seasonal trends that impact the Company's operational performance or revenue generation.

## **COMPETITIVE LANDSCAPE & MARKET POSITIONING**

With over 35 years of industry experience, UFL holds a strong position in the food and allied sectors. The Company is well-equipped to meet the diverse and evolving needs of its customer base, spanning all age groups. UFL emphasizes delivering high-quality products, leveraging innovative and appealing packaging, and pursuing market expansion through strategic initiatives. The Company's commitment to continuous improvement, customer satisfaction, and value-driven performance reinforces its competitive edge and market standing in an increasingly dynamic industry landscape.

# NOTICE OF ANNUAL GENERAL MEETING

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of Unity Foods Limited (the "Company") will be held at Hotel Galaxy Bushra Hall, 164, B.C.H.S. Shahrah-e-Faisal, Karachi on Monday, October 27, 2025 at 12:00 noon to transact the following businesses:

### Ordinary Businesses:

1. To confirm the minutes of Extra Ordinary General Meeting of the Company held on March 27, 2025.
2. To receive, consider, approve, and adopt the standalone and consolidated Audited Financial Statements of the Company for the year ended June 30, 2025, together with the Chairman's Review Report, Directors' Report, and Auditors' Reports thereon.

In accordance with section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(1)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the website of the Company which can be accessed through the following weblink and QR enabled code:

Weblink	QR Code
<a href="https://www.unityfoods.pk/investor-relations.html#financial_reports">https://www.unityfoods.pk/investor-relations.html#financial_reports</a>	

3. To appoint Auditors of the Company and fix their remuneration for the year ending June 30, 2026. The Board Audit Committee and the Board of Directors have recommended the name of retiring auditors M/s. Grant Thornton Anjum Rahman, Chartered Accountants, for their re-appointment.

### Special Businesses:

4. To ratify and approve transactions conducted with Related Parties for the year ended June 30, 2025 by passing the following special resolutions with or without modification:

**"RESOLVED THAT** transaction carried out in normal course of business with Related Parties during the year ended June 30, 2025 as disclosed in the note no. 36 of the unconsolidated financial statements be and are hereby ratified and approved."

5. To authorize the Board of Directors of the Company to approve transactions with Related Parties for the financial year ending June 30, 2026, by passing the following special resolutions with or without modification:

**“RESOLVED THAT** the Board of Directors of the Company be and are hereby authorized to approve transactions to be conducted with Related Parties on case-to-case basis for the financial year ending June 30, 2026.”

**“FURTHER RESOLVED THAT** these transactions as approved by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the Annual General Meeting of the Company for their formal ratification/approval.”

6. **RESOLVED THAT** pursuant to Section 183(3) and other applicable provisions of the Companies Act, 2017, and subject to such terms and conditions as may be determined by the Board of Directors, the consent and approval of the members of the Company be and is hereby accorded to the disposal of the Kotri Plant (comprising land, buildings, plant & machinery, and equipment), located at N-25, N-27-B, and N-37A, S.I.T.E. Area, Kotri District, Hyderabad, being a substantial part of the undertaking of the Company.

**FURTHER RESOLVED THAT** the Board of Directors be and are hereby authorized to finalize, approve and execute all necessary documents, deeds, agreements, and arrangements and to do all acts, matters, and things, including the appointment of consultants, legal advisors, and valuers, for the purpose of effecting the disposal of the Kotri Plant in a fair and transparent manner and in the best interest of the Company.

**FURTHER RESOLVED THAT** the Chief Executive Officer, be and is hereby authorized to act singly for and on behalf of the Company to take all necessary actions to give effect to this resolution.

7. **“RESOLVED THAT**, pursuant to the provisions of Sections 199 and 208 of the Companies Act, 2017, the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018, and any other applicable laws and regulations, and subject to the recommendation of the Board of Directors and Audit Committee of the Company, the members of Unity Foods Limited (the “Company”) hereby approve and ratify the conversion of the advance payments amounting to PKR 5.00 billion, made by the Company to its wholly owned subsidiary, Sunridge Foods (Private) Limited (“SFPL”), as of June 30, 2025, into a loan in the form of a revolving line of credit, valid for a period of one (1) year from the date of this resolution, which may be renewed by the Company for up

to five (5) consecutive periods of one (1) year each, on such terms and conditions as may be mutually agreed between the Company and SFPL.

**FURTHER RESOLVED THAT**, the loan shall carry a mark-up at a rate to be agreed in the relevant agreement, which shall not be lower than the average borrowing cost of the Company.

**FURTHER RESOLVED THAT**, the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby jointly and/or severally authorized to take all necessary steps, execute all such agreements, undertakings, instruments and documents, and do all acts, deeds and things, as may be required or necessary for giving effect to the above resolution, including but not limited to the execution of the loan agreement and fulfillment of all applicable corporate and legal formalities.”

8. **“RESOLVED THAT**, pursuant to the provisions of Sections 199 and 208 of the Companies Act, 2017, the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018, and other applicable laws and regulations, and subject to the recommendation of the Audit Committee and approval of the Board of Directors of Unity Foods Limited (the “Company”), hereby approve and ratify the conversion of the advance payments amounting to PKR 5.50 billion, made by the Company to its indirect wholly owned subsidiary Sunridge Confectionery Limited (“SCL”), as of June 30, 2025, into a loan in the form of a revolving line of credit, valid for a period of one (1) year from the date of this special resolution, which may be renewed by the Company for up to five (5) consecutive periods of one (1) year each, on such terms and conditions as may be mutually agreed between the Company and SCL.

**FURTHER RESOLVED THAT**, the revolving line of credit shall carry a mark-up at a rate to be agreed in the relevant agreement, which shall not be lower than the average borrowing cost of the Company.

**FURTHER RESOLVED THAT**, the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby jointly and/or severally authorized to negotiate, finalize, execute, and deliver all necessary agreements, deeds, declarations, undertakings, and any other relevant documents, and to take all necessary actions, perform all acts, deeds, and things required to give full effect to this resolution, including the fulfillment of all corporate and legal formalities.”

**Any other Businesses:**

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

“Statement under Section 134(3) of the Companies Act, 2017, concerning the Special Resolution is attached along with the Notice circulated to the members of the Company, and is deemed to be an integral part thereof.”

**By Order of the Board**

Karachi: October 06, 2025

Altaf Hussain Advani  
Company Secretary

**Notes:****1. Closure of Shares Transfer Book**

The shares transfer book of the Company shall remain closed with effect from October 21, 2025, to October 27, 2025 (both days inclusive). Transfers received in order at the office of Share Registrar M/s. Digital Custodian Company Limited, 4<sup>th</sup> floor, Pardesi House, Old Queens Road, Karachi, (the Share Registrar) at the close of business on October 20, 2025, will be considered in time to attend and vote at the meeting.

**2. Participation in Annual General Meeting**

A member eligible to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her, and a proxy so appointed shall have all such rights as are available to a member. Proxy, to be effective, must reach the Company Share Registrar Office not less than 48 hours before the time of the meeting during working hours.

An individual beneficial owner of shares must bring his/her original CNIC or Passport, Account and Participant I.D. numbers to prove his/her identity. A representative of corporate members must bring the Board of Directors' Resolution and/or Power of Attorney and the specimen signature of nominee. CDC account holders will further have to follow the guidelines as laid down in Circular No. 1 dated: January 26, 2000, issued by the Securities and Exchange Commission of Pakistan.

Pursuant to the instructions of the Securities and Exchange Commission of Pakistan (SECP) facility to attend the General Meeting online is also available for ease of valued shareholders. To attend the General Meeting through video link, members and proxies are requested to register their particulars such as Name, CNIC Number, Folio/CDC

Account Number, Cell Number and email address by sending an e-mail at [company.secretary@unityfoods.pk](mailto:company.secretary@unityfoods.pk) at earliest but not later than 48 hours before the meeting time with legible copy of valid CNIC/Passport.

The video link and login credentials will be shared with shareholders whose e-mails, containing all the requested particulars, are received in time as mentioned above.

### **3. Submission of the CNIC (Mandatory)**

As per SECP directives, the dividend of shareholders, who's valid CNICs are not available with the Share Registrar, may be withheld. All shareholders having a physical shareholding are therefore advised to submit a photocopy of their valid CNICs immediately, if not provided, to the Share Registrar, without any further delay.

### **4. Withholding Tax on Dividend**

Pursuant to the provisions of section 150 read with Division I of Part III of the First Schedule of the Income Tax Ordinance, 2001, prescribes rates for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are as under:

- a. Rate of tax deduction for filer of income tax return 15%
- b. Rate of tax deduction for non-filer of income tax return 30%

- I) All the shareholders whose names are not entered into the Active Tax-Payers List (ATL) provided on the website of FBR, even though they are filers, are advised to make sure that their names are entered into ATL before the start of book closure date, otherwise tax on their cash dividend will be deducted @ 30% instead of 15%.
- II) A valid Tax Exemption Certificate under Section 159 of the Income Tax Ordinance, 2001 is mandatory to claim exemption of withholding tax under Clause 47-B of Part-IV of Second Schedule to the Income Tax Ordinance, 2001. Those who wish to seek an exemption must provide a copy of their valid tax exemption certificate to the Share Registrar prior to the date of commencement of Book Closure otherwise tax will be deducted according to the applicable Law.
- III) According to clarification received from FBR, withholding tax in case of joint accounts will be determined separately on 'Filer/Non-Filer' status of Principal Shareholder as well as Joint holder(s) based on their shareholding proportions. In this regard, all Members/Shareholders of the Company either holding shares in physical form or in CDC, who hold shares jointly are requested to provide shareholding proportions of Principal Shareholder and joint holder(s) in respect of

shares held by them (only if not already provided) to our Share Registrar, in writing and in the following manner:

Folio/CDC Account No	Total Shares	Principal Shareholder		Joint Shareholder(s)	
		Name & CNIC No.	Shareholding Proportion (No. of Shares)	Name & CNIC No.	Shareholding Proportion (No. of Shares)

The required information must reach the Company's Share Registrar within 10 days of this notice, otherwise it will be assumed that the shares are equally held by Principal Shareholder and Joint Holder(s).

#### 5. Payment of Cash Dividend Electronically (Mandatory Requirement)

The provisions of section 242 of the Companies Act, 2017, and Companies (Distribution of Dividends), Regulation 2017, a listed company, is required to pay cash dividend to the Shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide the following information to the Company's Share Registrar at the address given above. In the case of shares held in CDC, the same information should be provided to the CDS participants for updating and forwarding to the Company.

<b>(i) Shareholder's details:</b>	
Name of the Shareholder	
CDC Participant ID & Sub-Account No. /CDC IAS	
CNIC/NICOP/Passport/NTN No. (please attach copy)	
Contact Number (Landline & Cell Nos.)	
Shareholder's Address	
<b>(ii) Shareholder's Bank account details:</b>	
Title of Bank Account	
IBAN	
Bank's Name	
Branch Name & Code No.	
Bank's Address	

#### 6. Transmission of Annual Report through Email

Pursuant to the SRO No. 787(I)/2014 dated: September 08, 2014, issued by the Securities and Exchange Commission of Pakistan, permitted the Company to circulate its Annual Balance Sheet, Profit and Loss Account, Auditor's Report and Directors' Report etc., ("Annual Report") along with the notice of Annual General Meeting ("Notice"), to its

shareholders by email. Shareholders of the Company, who wish to receive the Company's Annual Report and Notice by email, are requested to provide complete Electronic Communication details to the Share Registrar of the Company. However, the Company may provide a hard copy of the Annual Report and Notice to such members on their request, free of cost, within seven days of receipt of such request.

#### **7. Unclaimed / Unpaid Entitlements**

Shareholders who for any reason could not collect their dividends/bonus shares/other entitlements are advised to contact our Share Registrar to collect/enquire about their unclaimed dividends/bonus shares/other entitlements, if any.

#### **8. Deposit of Physical Shares into CDC Account**

As per Section 72 of the Companies Act, 2017 every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Securities & Exchange Commission of Pakistan. The shareholders having physical shares are encouraged to open CDC sub-account with any of the broker or investor account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways, including save custody and sale of shares any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange. The shareholders of the Company may contact the Share Registrar of the Company for the conversion of physical shares into book-entry form.

#### **9. Electronic Voting / Postal Ballot**

In accordance with the Companies (Postal Ballot) Regulations, 2018, (the "Regulations") and in terms of SRO 451(1)2025 dated March 13, 2025, voting by members on agenda items termed as special business shall be allowed through postal ballot or electronic means. The members who couldn't send postal ballot or participated through E-Voting mechanism and now desirous to vote on special business during the meeting, will be allowed to cast their vote through Ballot Paper only instead of show of hands.

##### Procedure for e-Voting

- i) Detail of E-Voting facility will be shared through e-mail with those members of the Company who have valid CNIC, e-mail addresses and cell number available in the Register of Member of the Company by the end of business on October 20, 2025.
- ii) The web address, login details and password, will be communicated to members via email and the Security Codes will be shared through SMS from web portal of Digital Custodian Company Limited being e-voting service provider.
- iii) Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

Members shall cast vote online from October 23, 2025 9:00 am till October 26, 2025 at 5:00 pm. Once the vote on the resolution has been casted by a member, he/she shall not be allowed to change it subsequently.

#### Procedure for voting through Postal Ballot

Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper is available on Company's website. The members must ensure that the duly filled and signed ballot paper, alongwith a copy of their CNIC should reach the Chairman of the Board through post at the Company's registered address, Unity Tower, 8-C, P.E.C.H.S., Block-6, Karachi or by email at [company.secretary@unityfoods.pk](mailto:company.secretary@unityfoods.pk) on or before October 25, 2025 during working hours. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.

### 10. Appointment of Scrutinizer

With reference to the Regulations 4(4) and 11 of the Companies (Postal Ballot) Regulations, 2018, below is the information regarding the Scrutinizer.

Name of Scrutinizer	M/s. Moore Shekha Mufti, Chartered Accountants
Qualification and Experience	The firm is a leading multi-disciplinary organization offering auditing taxation, business advisory, information technology, human resources and corporate services to public and private sector organizations in the country. The firm holds a satisfactory Quality Control Review (QCR) status from the Institute of Chartered Accountants of Pakistan (ICAP) which demonstrates the quality standards maintained by the firm. It is registered on the Panel of State Bank of Pakistan (SBP).
Purpose of appointment	The Company is required to appoint a scrutinizer for the purpose of voting in the AGM to transact business that pertains to investment in associated companies as mentioned in Section 199 of the Companies Act, 2017.

### 11. Access and Transmission of Annual Report

In accordance with the provision of section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(1)/2023 dated March 21, 2023, the Company has circulated the notice of AGM along with QR enabled code and weblink to view and download the audited financial statements of the Company for the year ended June 30, 2025.

**12. Request for Video Conference Facility**

In accordance with section 134 of the Companies Act, 2017, if the Company receives consent from members holding in aggregate of 10% or more shareholding residing in a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to the availability of such facility in that city. To avail this facility, shareholders are requested to fill in the request form reproduced below and submit it to the registered address of the Company.

**13. Prohibition of Gifts**

In compliance with Section 185 of the Companies Act, read with Circular No. 2 of 2018 dated February 9, 2018, and SRO 452(I)/2025 dated March 17, 2025, the SECP has strictly prohibited companies from offering gifts or any form of incentives, including tokens, coupons, meals, takeaways, or packages, to shareholders at or in connection with General Meetings.

**REQUEST FOR VIDEO CONFERENCE FACILITY**

I/We/Messrs. \_\_\_\_\_ of \_\_\_\_\_, being Member(s) of Unity Foods Limited, holder of \_\_\_\_\_ ordinary share(s) as per Folio # \_\_\_\_\_ and/or CDC Participant ID & Sub-Account No. \_\_\_\_\_, hereby opt for video conference facility at \_\_\_\_\_ city.

\_\_\_\_\_  
Signature of Member(s)  
(Please affix Company stamp in case of corporate entity)

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

This statement is annexed as an integral part of the Notice of the Annual General Meeting of Unity Foods Limited to be held on Monday, October 27, 2025, at 12:00 noon at Hotel Galaxy Bushra Hall, 164, B.C.H.S. Shahrah-e-Faisal, Karachi, Pakistan, and set out the material facts concerning the Special Businesses to be transacted at the Meeting.

**1. Item number 4 of the notice – Ratification and approval of the related party transactions carried out during the year ended June 30, 2025.**

The Company carries out transactions with its related parties during the year ended June 30, 2025, on an arm's length basis as per the approved policy in the normal course of business. All transactions entered with related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on a quarterly basis pursuant to Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019.

Many of the Company's Directors were interested in certain transactions with related parties due to their common directorships in associated/subsidiary companies. During the 34th Annual General Meeting of the Company, shareholders authorized the Board of Directors to approve the transactions with related parties from time to time on case-to-case basis for the year ended June 30, 2025 and such transactions were deemed to be placed before the shareholders in upcoming Annual General Meeting for their formal approval/ratification.

In view of the above, transactions conducted with related parties as shown in note no.36 of the unconsolidated financial statements for the year ended June 30, 2025, are being placed before the shareholders for their consideration and approval/ratification.

**2. Item number 5 of the notice – Authorization for the Board of Directors to approve the related party transactions during the year ending June 30, 2026.**

The Company shall be conducting transactions with its related parties during the year ending June 30, 2026, on an arm's length basis as per the approved policy in the normal course of business. Many of the Company's Directors will be interested in these transactions due to their common directorship in the subsidiary/associated companies. To promote transparent business practices, shareholders desire to authorize the Board of Directors to approve transactions with related parties from time to time on case-to-case basis for the year ending June 30, 2026, which shall be deemed to be approved by the Shareholders. These transactions shall be placed before the shareholders in the next Annual General Meeting of the Company for their formal ratification/approval.

**3. Item number 6 of the notice - To consider and approve the disposal of Kotri Plant (comprising land, building, plant & machinery, and equipment) as a substantial undertaking of the Company.**

The shareholders are hereby informed that, in line with the Company's strategy to optimize asset utilization and divest from non-core or underperforming assets, the Board of Directors has approved, in principle, the disposal of the Kotri Plant. The Kotri Plant comprises a Solvent Extraction Plant, Chemical Refinery, and Palletising Mills, situated at Plots N-25, N-27-B, and N-37A, S.I.T.E. Area, Kotri, District Hyderabad. The assets to be disposed of include land, buildings, plant and machinery, and other related facilities (collectively referred to as the "Kotri Plant").

This proposed disposal is aligned with the Company's long-term strategic objectives to enhance operational efficiency, reduce maintenance and holding costs, and reallocate capital to higher-return initiatives. In compliance with applicable regulatory requirements, the Board engaged M/s. MYK Associates (Private) Limited, an independent valuer, to conduct a valuation of the Kotri Plant. The assessed value of the property and associated assets is PKR 4,415,184,000/-.

The Board has authorized the Chief Executive Officer to initiate the disposal process, which includes identifying and evaluating potential buyers, appointing legal and financial advisors, and ensuring a fair and transparent transaction process. A comprehensive proposal will be submitted to the Board for final consideration and approval following receipt of credible offers and completion of all necessary due diligence.

As the Kotri Plant constitutes a substantial undertaking under Section 183(3) of the Companies Act, 2017, the disposal shall be subject to the approval of shareholders through a special resolution.

**4. Item number 7 of the notice - To consider and approve the Conversion of Advance (Revolving Line of Credit) into Loan to M/s Sunridge Foods (Private) Limited (Wholly Owned Subsidiary)**

The Company, in the ordinary course of business, had made advance payments to M/s Sunridge Foods (Private) limited (SFPL), a wholly owned subsidiary of the Company. These advances were made to enable SFPL to procure and supply products and inventory as part of intra-group business arrangements. As of June 30, 2025, the aggregate advance payments made by the Company to SFPL stood at PKR 5 billion. The Board of Directors of the Company, upon the recommendation of the Audit Committee, has approved the conversion of these advances into a formal loan in the form of a revolving line of credit, subject to shareholder approval by way of special resolution.

The key terms of the proposed arrangement are as follows:

- **Amount:** PKR 5.00 billion (being the aggregate advance as of June 30, 2025)
- **Structure:** Conversion into a revolving line of credit
- **Duration:** Initial term of one (1) year from the date of the special resolution, renewable for up to five (5) consecutive periods of one (1) year each
- **Mark-up:** Payable by SFPL at a rate not lower than the average borrowing cost of the Company that is 16.91% for the year ended June 30, 2025, to be specified in the formal loan agreement
- **Purpose:** To formalize the financial arrangement for improved financial discipline and compliance with applicable laws

Since SFPL is a wholly owned subsidiary of the Company, the proposed arrangement constitutes a related party transaction under Section 208 of the Companies Act, 2017. The transaction has been reviewed and recommended by the Audit Committee of the Company, and subsequently approved by the Board of Directors, in accordance with the provisions of Sections 199 and 208 of the Companies Act, 2017 and the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

The Board believes that the formalization of this loan structure will strengthen financial governance within the Group and ensure compliance with regulatory requirements.

None of the Directors, Chief Executive Officer, Chief Financial Officer, or Company Secretary of the Company, except in their capacity as officers of the Company or its subsidiaries, are in any way, directly or indirectly, concerned or interested in the proposed resolution.

**5. Item number 8 of the notice - To consider and approve the Conversion of Advance into Loan (Revolving Line of Credit) to M/s Sunridge Confectionery Limited (Wholly Owned Indirect Subsidiary)**

The Company, in the ordinary course of business, had made advance payments to M/s Sunridge Confectionery Limited ("SCL"), a wholly owned subsidiary of Sunridge Foods (Private) Limited, which is itself a wholly owned subsidiary of the Company. These advances were made to enable SCL to procure and supply products and inventory as part of intra-group business arrangements. As of June 30, 2025, the aggregate advance payments made by the Company to SCL stood at PKR 5.50 billion. The Board of Directors of the Company, upon the recommendation of the Audit Committee, has approved the conversion of these advances into a formal loan in the form of a revolving line of credit, subject to shareholder approval by way of a special resolution.

Key Terms of the Proposed Loan Arrangement:

- **Borrower:** M/s. Sunridge Confectionery Limited (SCL)

- **Amount:** PKR 5.50 billion (being the outstanding advance as of June 30, 2025)
- **Structure:** Conversion into a revolving line of credit
- **Tenure:** Valid for one (1) year from the date of the special resolution, renewable by the Company for up to five (5) consecutive periods of one (1) year each
- **Mark-up:** Payable by SCL at a rate not lower than the average borrowing cost of the Company that is 16.91% for the year ended June 30, 2025, to be mutually agreed under a formal agreement
- **Purpose:** To formalize the financial arrangement and ensure regulatory and financial compliance within the group structure

Since SCL is an indirect wholly owned subsidiary, the transaction constitutes a related party transaction as defined under Sections 199 and 208 of the Companies Act, 2017. The proposal has been reviewed and recommended by the Audit Committee of the Company, and subsequently approved by the Board, in accordance with the applicable provisions of the Act and the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

The Board believes that formalizing this transaction as a loan through a revolving credit facility will ensure transparency, better internal governance, and regulatory compliance.

None of the Directors, Chief Executive Officer, Chief Financial Officer, or Company Secretary of the Company has any personal interest in the proposed transaction, except to the extent of their positions as officers of the Company or its subsidiaries.

## INDEPENDENT AUDITORS' REVIEW REPORT

To the members of Unity Foods Limited

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

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**Grant Thornton Anjum Rahman**

1st & 3rd Floor,  
Modern Motors House,  
Beaumont Road,  
Karachi, Pakistan.

T +92 21 35672951-56

We have reviewed the enclosed Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Unity Foods Limited (the Company) for the year ended June 30, 2025 in accordance with the requirements of regulation 36 of the Regulation.

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 Regulations applicable to the Company for the year ended June 30, 2025.

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



S.No.	Reference	Description
1	<p>As per chapter VI Regulation 19:</p> <p>It is encouraged that all the directors on their Boards have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.</p>	<p>The director training program of Ms Lie Hong Hwa could not be arranged. Furthermore, director training program of a newly appointed director Mr Mansoor Yakoob has not yet been arranged refer point 19 of statement of compliance.</p>

*Arshad Tahir Ali - Sr.*

Chartered Accountants

Karachi

Date: October 05, 2025

UDIN: CR2025101541M0CW5Kfa

**STATEMENT OF COMPLIANCE WITH LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019**

**UNITY FOODS LIMITED  
Year Ended JUNE 30, 2025**

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

1. As of June 30, 2025, the total number of Directors on the Board was six, against the required number of seven Directors. This shortfall was due to the resignation of one of the Directors, on June 26, 2025. The casual vacancy arising from this resignation has been duly filled after June 30, 2025. The following are details of Directors:

- a. Male: Five
- b. Female: One

2. The Composition of the Board is as follows:

Category	Names
a) Independent Directors*	Mr. Mansoor Yakoob Dr. Safdar Ali Butt
b) Non-Executive Directors	Mr. Amir Shehzad Mr. Aamir Amin
c) Executive Directors	Mr. Muhammad Farrukh Mr. Muhammad Aamir Altaf Qureshi**
d) Female Director	Ms. Lie Hong Hwa (Non-Executive)

\*The Board of the Company consists of seven directors. In accordance with Regulation 6(1), each listed company is required to have at least two or one-third of the total Board members whichever is higher as independent directors. For a seven-member Board, one-third equates to approximately 2.33. As the fractional value is below 0.5, rounding up is not applicable. Therefore, having two (2) Independent Directors, duly elected by the shareholders in accordance with Section 166 of the Companies Act, 2017, satisfies the regulatory requirement. To ensure compliance with regulatory requirements, the Board has appointed an additional Independent Director after June 30, 2025, through the process of filling a casual vacancy. These individuals possess the necessary competence, skills, knowledge, and experience to effectively discharge their responsibilities in compliance with applicable laws and regulations.

\*\*Resigned on June 26, 2025

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company.
4. The Company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.

5. The Board has developed a vision / mission statement, overall corporate strategy and significant policies of the Company. The Board has ensured that a complete record of particulars of the significant policies, along with their dates of approval or updating, is maintained by the Company.
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by Board / shareholders as empowered by the relevant provisions of the Companies Act 2017 ("the Act") and these Regulations.
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board.
8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
9. All Directors of the Company have completed or are exempted from the requirements of the Directors' Training program, except one Director namely Ms. Lie Hong Hwa, based in Singapore.
10. The Board has approved appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.
11. The Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board.
12. The Board has formed committees comprising of members given below:

<b>Committee</b>	<b>Members &amp; Chairperson</b>
Audit Committee	a) Dr. Safdar Ali Butt - (Independent Director)-Chairman b) Mr. Mansoor Yakoob - Member c) Mr. Aamir Amin – Member
Human Resources and Remuneration Committee	a) Mr. Mansoor Yakoob - (Independent Director)-Chairman b) Dr. Safdar Ali Butt - Member c) Mr. Aamir Amin – Member

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance.
14. The frequency of meetings of the committee was as following:
 

a. Audit Committee	Five Meetings during the year
b. HR and Remuneration Committee	Two Meetings during the year

15. The Board has set up an effective internal audit function who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan, and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firms involved in the audit are not a close relative (spouse, parent, dependent, and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary, or Director of the Company.
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all requirements of the regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied.
19. Explanation of non-compliance with requirements of following regulations are below:

Regulation	Compliance Requirement	Explanation
19(1)(iii)	It is encouraged that all the directors on their Boards have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.	Due to busy schedule of the Director (Ms. Lie Hong Hwa) based in Singapore, a training could be not arranged for her, during the year. Mr. Mansoor Yakoob has been elected as Director of the Company in Election of Directors held on March 27, 2025. Directors Training for him will be arranged in due course.

  
**Amir Shehzad**  
Director  
Karachi.  
Dated : September 26, 2025

  
**Muhammad Farrukh**  
Chief Executive

# CLOSING THE LOOP FROM WASTE TO WORTH

We believe true progress leaves no one and nothing behind. That's why Unity Foods champions circular practices that turn waste into opportunity. From converting 21,600 kg of plastic annually into eco friendly building materials to powering our mills with solar energy, every action is part of our regenerative journey. Together, we rise by making every resource count fueling a cleaner, more responsible future for all.







## INDEPENDENT AUDITOR'S REPORT To the members of Unity Foods Limited

**Grant Thornton Anjum  
Rahman**

1st & 3rd Floor,  
Modern Motors House,  
Beaumont Road,  
Karachi, Pakistan.

### Report on the Audit of the Unconsolidated Financial Statements

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#### Opinion

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

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

#### Basis for Opinion

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

#### Emphasis of Matter

We draw attention to note 2 to the unconsolidated financial statements, which states that during the year, the Company has restated certain prior period figures. Our opinion is not modified in respect of this matter.



### Key Audit Matters

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

Following are the Key audit matters:

S. No.	Key audit matters	How the matters were addressed in our audit
1.	<p><b>Valuation of stock-in-trade</b></p> <p>As at June 30, 2025, the Company held stock in trade amounting to Rs. 10,179 million as disclosed in note 10 of accompanying unconsolidated financial statements. The stock in trade account for 15.53% of the total current assets.</p> <p>The value of stock-in-trade is arrived at on a weighted average basis. Stock-in-trade and stock-in-transit are stated at the lower of cost less impairment loss if any or net realizable value. There is an element of judgement involved relating to the valuation, which is required for the estimation of the NRV and allowance for slow-moving and obsolete stock in trades. Such estimation is made after taking into consideration factors such as movement in prices, current and expected future market demands and pricing competitions.</p> <p>This was the key audit mater because of its materiality and significance in terms of judgments involved in estimating the NRV of underlying inventories.</p>	<p>As part of our audit, we have performed the following audit procedures:</p> <ul style="list-style-type: none"> <li>• Attended the stock counts at locations to observe the stock count process and evaluate the condition of stock in trade.</li> <li>• Tested the valuation method used by the management in valuation of stock in trade.</li> <li>• Inspected on sample basis specific purchases with underlying supporting documents.</li> <li>• Evaluated the appropriateness of the basis and processes used by management in determining the net realizable value of stock in trade.</li> <li>• Performed testing on sample of items to assess the NRV of the inventories held and evaluating the adequacy of provision for slow moving and obsolete stock.</li> <li>• Assessed the adequacy of the disclosures on stock in trade in the unconsolidated financial statements.</li> </ul>
2.	<p><b>Revenue recognition</b></p> <p>The principal activity of the Company is edible oil extraction, refining, soap and related businesses.</p>	<p>As part of our audit, we have performed the following audit procedures:</p> <ul style="list-style-type: none"> <li>• Assessed the design, implementation and operating</li> </ul>



<p>Revenue from sale of goods is recognised as when performance obligations are satisfied by transferring control of promised goods to customer, and Control, depending on contractual terms and is considered to be transferred either when the product is directly uplifted by customer from factory or warehouse or when it is delivered by the Company at customer's premises and the customer has accepted the product.</p> <p>Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes etc.), pricing allowances and other trade discounts.</p> <p>We considered revenue recognition as a key audit matter due to revenue being one of the key performance indicators of the Company. In addition, revenue was also considered as an area of significant audit risk as part of the audit process.</p>	<p>effectiveness of the key internal controls involved in revenue recognition.</p> <ul style="list-style-type: none"> <li>• Understood and evaluated the accounting policy with respect to revenue recognition.</li> <li>• Performed testing of revenue transactions on a sample basis with underlying documentation including dispatch documents and sales invoices.</li> <li>• Tested on a sample basis, specific revenue transactions recorded before and after the reporting date with underlying documentation to assess whether revenue was recognised in the correct period.</li> <li>• Performed audit procedures to analyze variation in the price and quantity sold during the year.</li> <li>• Assessed the adequacy of disclosures made in the financial statements related to revenue.</li> </ul>
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### **Information other than the Unconsolidated 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 unconsolidated financial statements and our auditor's report thereon.

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

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

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

Management is responsible for the preparation and fair presentation of the unconsolidated financial statements in accordance with the accounting and reporting standards as applicable in



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

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

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

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

Our objectives are to obtain reasonable assurance about whether the unconsolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 unconsolidated financial statements.

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

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

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

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

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the unconsolidated financial statements of the current 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 unconsolidated statement of financial position, the unconsolidated statement of profit or loss, the unconsolidated statement of comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

### **Other Matter**

The annual financial statements of the company for the year ended June 30, 2024 were audited by another firm of chartered accountants, whose audit report date October 05, 2024 expressed an unmodified opinion on the aforementioned financial statements.



The engagement partner on the audit resulting in this independent auditor's report is **Muhammad Khalid Aziz.**

  
Chartered Accountants

Karachi

Date: October 05, 2025

UDIN: AR202510154ChXQVPGJN



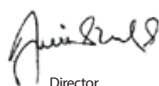
# **Unconsolidated Financial Statements**

# UNCONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2025

ASSETS	Note	30 June 2025	30 June 2024 (Restated)	30 June 2023 (Restated)
------(Rupees in '000)-----				
<b>Non-current assets</b>				
Property, plant and equipment	6	10,089,943	10,239,919	10,890,053
Intangible assets	7	51,982	65,795	79,792
Long-term security deposits	8	47,218	42,348	44,827
Long-term investment	9	7,827,641	7,827,641	7,827,641
		<u>18,016,784</u>	<u>18,175,703</u>	<u>18,842,313</u>
<b>Current assets</b>				
Stock-in-trade	10	10,179,185	10,067,554	10,203,672
Stores and spares		34,306	48,983	51,505
Trade debts	11	21,722,291	24,612,514	23,648,100
Loans and advances	12	10,889,602	11,175,260	143,701
Deposits, prepayments and other receivables	13	586,408	344,954	1,676,539
Taxation - net		4,709,080	5,355,486	5,251,401
Short-term investments	14	8,289,970	3,919,454	9,568,937
Cash and bank balances	15	9,132,874	5,123,713	1,006,054
		<u>65,543,716</u>	<u>60,647,918</u>	<u>51,549,909</u>
<b>Total assets</b>		<u>83,560,500</u>	<u>78,823,621</u>	<u>70,392,222</u>
<b>EQUITY AND LIABILITIES</b>				
<b>Share capital and reserves</b>				
Authorised share capital	16	12,000,000	12,000,000	12,000,000
Issued, subscribed and paid-up share capital		11,940,500	11,940,500	11,940,500
Share premium		3,400,000	3,400,000	3,400,000
Unappropriated profit		3,747,384	2,517,768	5,244,169
		<u>19,087,884</u>	<u>17,858,268</u>	<u>20,584,669</u>
<b>Non-current liabilities</b>				
Long-term financing	17	433,288	518,243	524,721
Lease liabilities		-	-	2,801
Deferred income	18	122,276	174,608	198,563
		<u>555,564</u>	<u>692,851</u>	<u>726,085</u>
<b>Current liabilities</b>				
Trade and other payables	19	26,076,787	25,061,812	23,766,594
Accrued mark-up	20	1,217,886	1,037,908	553,450
Short-term borrowings	21	36,382,095	33,976,852	24,603,316
Unclaimed dividend		487	572	540
Current portion of non-current liabilities		239,797	195,358	157,568
		<u>63,917,052</u>	<u>60,272,502</u>	<u>49,081,468</u>
<b>Total equity and liabilities</b>		<u>83,560,500</u>	<u>78,823,621</u>	<u>70,392,222</u>
<b>CONTINGENCIES AND COMMITMENTS</b>	22			

The annexed notes from 1 to 43 form an integral part of these unconsolidated financial statements.



Director



Chief Executive



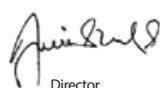
Chief Financial Officer

# UNCONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 JUNE 2025

		30 June 2025	30 June 2024 (Restated)
	<b>Note</b>	<b>----- (Rupees in '000) -----</b>	
Turnover - gross		68,903,553	68,018,786
Less: sales tax / discount	23	(7,025,067)	(7,530,106)
Turnover - net		<u>61,878,486</u>	<u>60,488,680</u>
Cost of sales	24	(54,183,497)	(55,191,742)
<b>Gross profit</b>		<u>7,694,989</u>	<u>5,296,938</u>
Selling and distribution expenses	25	(832,776)	(1,075,847)
Administrative expenses	26	(699,432)	(804,935)
Other operating expenses	27	(712,993)	(632,378)
Reversal / (charge) for impairment of financial assets	11.3	52,317	(152,563)
		<u>(2,192,884)</u>	<u>(2,665,723)</u>
Other income	28	2,655,980	2,371,555
<b>Operating profit</b>		<u>8,158,085</u>	<u>5,002,770</u>
Finance cost	29	(5,992,089)	(6,970,003)
<b>Profit / (loss) before levies and taxation</b>		<u>2,165,996</u>	<u>(1,967,233)</u>
Levies	30	(700,741)	(759,168)
Taxation	31	(235,639)	-
<b>Net profit / (loss) for the year</b>		<u>1,229,616</u>	<u>(2,726,401)</u>
<b>Earnings / (loss) per share - basic</b>	32	<u>1.03</u>	<u>(2.28)</u>

The annexed notes from 1 to 43 form an integral part of these unconsolidated financial statements.

  
Director

  
Chief Executive

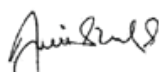
  
Chief Financial Officer

# UNCONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2025

	30 June 2025	30 June 2024 (Restated)
<b>Note</b>	<b>----- (Rupees in '000) -----</b>	
<b>Net profit / (loss) for the year</b>	1,229,616	(2,726,401)
Other comprehensive income	-	-
<b>Total comprehensive income / (loss) for the year</b>	<u>1,229,616</u>	<u>(2,726,401)</u>

The annexed notes from 1 to 43 form an integral part of these unconsolidated financial statements.

  
Director

  
Chief Executive

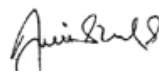
  
Chief Financial Officer

# UNCONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2025

	Share capital	Capital reserve Share premium	Revenue reserve Unappropriated profit	Total
	-----Rupees in '000)-----			
Balance as at 30 June 2023 - as previously reported	11,940,500	3,400,000	6,383,506	21,724,006
Effect of restatement (note 2)	-	-	(1,139,337)	(1,139,337)
Balance as at 30 June 2023 - as restated	11,940,500	3,400,000	5,244,169	20,584,669
Total comprehensive loss for the year - as restated	-	-	(2,726,401)	(2,726,401)
<b>Balance as at 30 June 2024 - as restated</b>	11,940,500	3,400,000	2,517,768	17,858,268
<b>Total comprehensive income for the year</b>	-	-	1,229,616	1,229,616
<b>Balance as at 30 June 2025</b>	11,940,500	3,400,000	3,747,384	19,087,884

The annexed notes from 1 to 43 form an integral part of these unconsolidated financial statements.

  
Director

  
Chief Executive

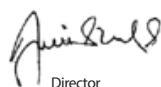
  
Chief Financial Officer

# UNCONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2025

	Note	30 June 2025	30 June 2024 (Restated)
----- (Rupees in '000) -----			
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Cash generated from / (used in) operations</b>	33	11,264,571	(6,659,374)
Income tax paid		(289,974)	(863,253)
Long-term security deposits - net		(4,870)	2,479
Donations Paid		-	(58,736)
<b>Net cash generated from / (used in) operating activities</b>		<u>10,969,727</u>	<u>(7,578,884)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant & equipment		(376,005)	(417,620)
Purchase of intangible assets		(4,770)	-
Proceeds from disposal of property, plant and equipment and intangible assets		49,403	754,235
Dividend received		20,601	-
Short-term investments - net		(4,342,252)	5,933,110
Profit received from bank deposits and short-term investments		1,177,674	586,363
<b>Net cash (used in) / generated from investing activities</b>		<u>(3,475,349)</u>	<u>6,856,088</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Short-term borrowings - net		1,980,996	1,672,602
Long term financing - net		(75,464)	71,888
Outstanding dividend paid		(85)	-
Lease rentals paid		(2,800)	(36,622)
Finance cost paid		(5,812,111)	(4,568,347)
<b>Net cash used in financing activities</b>		<u>(3,909,464)</u>	<u>(2,860,479)</u>
<b>Net increase / (decrease) in cash and cash equivalents</b>		3,584,914	(3,583,275)
Cash and cash equivalents at the beginning of the year		(2,986,164)	597,111
<b>Cash and cash equivalents at the end of the year</b>	33.1	<u>598,750</u>	<u>(2,986,164)</u>

The annexed notes from 1 to 43 form an integral part of these unconsolidated financial statements.



Director



Chief Executive



Chief Financial Officer

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 1 LEGAL STATUS AND OPERATIONS

1.1 Unity Foods Limited ("the Company") was incorporated in Pakistan in 1991 as a Private Limited Company under the Companies Ordinance, 1984 (now the Companies Act, 2017). Subsequently in 16 June 1991, the Company had changed its status from private limited company to public company and was listed on the Pakistan Stock Exchange Limited. The principal business activity of the Company is edible oil extraction, refining, soap and related businesses. The registered office address of the Company has been changed from TAMC Building, 27-C-3, M.M. Alam Road, Gulberg-III, Lahore to Unity Tower, Plot No. 8-C, Block-6, P.E.C.H.S., Karachi.

1.2 Geographical locations and addresses of business units including plants of the Company are as under:

<u>Addresses</u>	<u>Purpose</u>
<b>Karachi, Sindh</b>	
- Unity Tower, Plot No. 8-C, Block-6, P.E.C.H.S.	Registered Office of the Company
- Plot No. A-48, (Chemical Area) Industrial Zone, Port Qasim.	Oil Refinery
- Plot No. A-55 & 56, Industrial Zone, Port Qasim.	Feed Mill
<b>Kotri, District Hyderabad, Sindh</b>	
- Plot No. N-25, N-27/B & N37/A, SITE Area.	Edible Oil Extraction Plant, Refinery and Pelletizing Mills
<b>Hub, Balochistan</b>	
- Plot No. C-375, C-376, C-377, C-382, C-383 and C-384, Hub Industrial Estate, Lasbella.	Soap Plant

1.3 The Company has the following subsidiaries:

### 1.3.1 Sunridge Foods (Private) Limited - 100% Shareholding

Sunridge Foods (Private) Limited, the wholly owned subsidiary, was incorporated in Pakistan as a Private Limited Company on March 16, 2015 under the Companies Ordinance, 1984 (now the Companies Act, 2017). The principal activity of the Subsidiary Company is the processing of food items.

### 1.3.2 Sunridge Confectionery Limited - 100% Shareholding through Subsidiary

Sunridge Confectionery Limited, the subsidiary wholly owned through Sunridge Foods (Private) Limited was incorporated in Pakistan as a Public Limited Company on September 01, 2016 under the Companies Ordinance, 1984 (now the Companies Act, 2017). The principal business activity of the Subsidiary Company is to manufacture, sell and distribute food items.

### 1.3.3 Sunridge Global (Private) Limited - 100% Shareholding through Subsidiary

Sunridge Global (Private) Limited was incorporated on December 15, 2023 as a wholly owned subsidiary of Sunridge Foods (Private) Limited which in turn is a wholly owned subsidiary of Unity Foods Limited. The company is engaged mainly in the foods and beverages - allied other sector.

## 2 RESTATEMENT OF PRIOR YEAR FINANCIAL STATEMENTS

During the year ended 30 June 2024, pursuant to the release of Circular 7/2024 by the Institute of Chartered Accountants of Pakistan, the Company had elected to change the method of accounting for minimum taxes and final taxes and designated the amount calculated on gross amount of revenue as a levy within the scope of IFRIC 21/IAS 37. The said approach requires the deferred tax to be measured using the average effective rate of tax. However, the Company had recognised the deferred tax using the enacted tax rate. Accordingly, the Company has restated its prior year' unconsolidated financial statements as follows:

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

**Impact on unconsolidated statement of financial position As at 30 June 2023**

Deferred tax asset

Accumulated profit

**Impact on unconsolidated statement of financial position As at 30 June 2024**

Deferred tax asset

Accumulated profit

**Impact on unconsolidated statement of profit or loss**

**For the year ended 30 June 2024**

Taxation - deferred

As previously reported	Adjustments	As restated
----- (Rupees in '000) -----		
1,139,337	(1,139,337)	-
6,383,506	(1,139,337)	5,244,169
As previously reported	Adjustments	As restated
----- (Rupees in '000) -----		
1,333,089	(1,333,089)	-
3,850,857	(1,333,089)	2,517,768
As previously reported	Adjustments	As restated
----- (Rupees in '000) -----		
(193,752)	193,752	-

### 3 BASIS OF PREPARATION

#### 3.1 Statement of compliance

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

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standard Boards (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as are notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

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

**3.2** These are the separate unconsolidated financial statements of the Company in which investment in subsidiaries are stated at cost less any impairment costs, if any.

#### 3.3 Basis of measurement

These unconsolidated financial statements have been prepared;

- (i) under the historical cost convention except otherwise stated.
- (ii) following accrual basis of accounting except for cash flow information.

#### 3.4 Functional and presentation currency

These unconsolidated financial statements are presented in Pakistani Rupees, which is the Company's functional currency. Figures have been rounded-off to the nearest thousand Rupees unless otherwise stated.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 3.5 Standard, Amendments and Interpretations to Approved Accounting Standards

### 3.5.1 Standards, amendments and interpretations to the published standards that may be relevant to the Company and adopted in the current year

There were certain amendments to accounting and reporting standards which became effective for the Company for the current year. However, these are considered not to be relevant or to have any significant impact on the Company's financial reporting and, therefore, have not been disclosed in these unconsolidated financial statements.

### 3.5.2 Standards, amendments and interpretations to the published standards that may be relevant but not yet effective and not early adopted by the Company

There are certain amendments to accounting and reporting standards that are not yet effective and are considered either not to be relevant or to have any significant impact on the Company's unconsolidated financial statements and operations and, therefore, have not been disclosed in these unconsolidated financial statements.

### 3.5.3 Standards, amendments and interpretations to the published standards that are not yet notified by the Securities and Exchange Commission of Pakistan (SECP)

Further, certain IFRS have been issued by the International Accounting Standards Board (IASB) which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

## 4 USE OF CRITICAL ACCOUNTING ESTIMATES AND JUDGMENT

The preparation of these unconsolidated financial statements in conformity with the approved accounting standards as applicable in Pakistan requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates underlying the assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

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

Property, plant and equipment and depreciation	refer note 5.1
Right-of-use assets	refer note 5.3
Intangible assets and amortization	refer note 5.4
Stock-in-trade	refer note 5.7
Government grant	refer note 5.16
Provisions	refer note 5.18
Taxation	refer note 5.24
Contingent liabilities	refer note 5.25
Impairment	refer note 5.29

## 5 MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the presentation of these annual audited unconsolidated financial statements are set out below. These policies have been consistently applied to the years presented.

### 5.1 Property, plant and equipment and depreciation

#### Initial recognition

The cost of an item of property, plant and equipment is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Company and the cost of such item can be measured reliably.

Recognition of the cost in the carrying amount of an item of plant and equipment ceases when the item is in the location and condition necessary for it to be capable of operating in the manner intended by the management.

#### Measurement

Property, plant and equipment (except freehold land) are stated at cost less accumulated depreciation and impairment losses, if any. The costs of property, plant and equipment include:

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- a) Its purchase price including import duties, non-refundable purchase taxes after deducting trade discounts and rebates,
- b) Any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and
- c) Borrowing costs, if any.

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

## Subsequent expenditure

Expenditure incurred to replace a significant component of an item of plant and equipment is capitalized and the asset so replaced is retired. Other subsequent expenditure is capitalized only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the items can be measured reliably. All other expenditure (including repairs and normal maintenance) are charged to profit or loss as an expense when incurred.

## Depreciation

Depreciation on all items except for free hold land is charged on straight line method at the rates specified in respective note to these annual audited unconsolidated financial statements and is charged to profit or loss.

Depreciation on addition is charged from the month the asset is available for use up to the month prior to disposal. Depreciation methods, useful lives and residual values of each part of property, plant and equipment that is significant in relation to the total cost of the asset are reviewed, and adjusted if appropriate, at each financial year end.

The Company reviews appropriateness of the rate of depreciation, useful life and residual value used in the calculation of depreciation. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis. In making these estimates, the Company uses the technical resources available with the Company. Any change in estimates in the future might affect the carrying amount of respective item of property, plant and equipment with corresponding effects on the depreciation charge and impairment.

## Gain or loss on disposal

Gain or loss on disposal of asset is the difference between the consideration received and the net book value of asset at the date of disposal. Gain or loss is charged to profit or loss.

## 5.2 Capital work-in-progress

Capital work-in-progress is stated at cost less impairment loss, if any and consists of expenditure incurred (including any borrowing cost, if applicable) and advances made in the course of their construction and installation. Transfers are made to relevant class of assets as and when assets are available for intended use.

## 5.3 Right-of-use assets

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as disclosed in note 6 to these annual audited unconsolidated financial statements.

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

## 5.4 Intangible assets and amortization

Intangible assets acquired separately are initially recognized at cost. After initial recognition, these are measured at cost less accumulated amortization and accumulated impairment losses. Costs associated with routine maintenance of intangible assets are recognized as an expense when incurred. However, costs that are directly attributable to identifiable intangible assets and which enhance or extend the performance of intangible assets beyond the original specification and useful life is recognized as capital improvement and added to the original cost of the software.

Amortization is charged to profit or loss on a straight line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Amortization on additions to intangible assets is charged from the month in which an item is acquired or capitalized while no amortization is charged for the month in which the item is disposed off.

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the Company can demonstrate:

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

## 5.5 Trade debts

Trade debts originated by the Company is recognised and carried at original invoice amounts less allowance for expected credit losses (ECL). Bad debts are written-off when identified with BOD approval when identified. The Company recognizes allowance for ECL as per policy stated in note 5.29.

## 5.6 Advances and other receivables

These are recognised at cost which is the fair value of the consideration given. These are subsequently measured at amortised cost less allowance for impairment, if any.

## 5.7 Stock-in-trade

Stock-in-trade and stock-in-transit are stated at the lower of cost less impairment loss if any or net realizable value. Cost is arrived at on a weighted average basis. Cost of work-in-process and finished goods include cost of materials and appropriate portion of production overheads. Net realizable value is the estimated selling price in the ordinary course of business less costs of completion and selling expenses.

## 5.8 Stores and spares

Stores and spares are stated at cost less provision for slow moving and obsolete items. Cost is determined by using the weighted average method. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon.

## 5.9 Cash and cash equivalents

For the purpose of presentation in the unconsolidated statement of cash flow, cash and cash equivalents includes cash in hand, balances with banks and short term borrowings (running finance) availed by the Company, which are repayable on demand and form an integral part of the Company's cash management.

## 5.10 Trade and other payables

Trade and other payables are recognized initially at fair value plus directly attributable costs, if any, and subsequently measured at amortized costs.

## 5.11 Staff retirement benefits

### 5.11.1 Defined contribution plan

The Company contributes to an approved contributory provident fund scheme for all its permanent employees. Equal monthly contributions, both by the Company and the employees are made to the fund, at the rate of 8.33% of the basic salary. All regular employees are eligible for provident fund upon their confirmation. Obligation for contributions to defined contribution plan by the Company is recognized as an expense in the unconsolidated statement of profit or loss.

### 5.11.2 Compensated Absences

As per human resource policy, there is no accumulated liability against leaves, the leaves unless availed within the year are encashed.

## 5.12 Borrowing cost

Borrowing cost and other related costs directly attributable to the acquisition, construction or production of qualifying assets (assets that necessarily take a substantial period of time to get ready for their intended use) are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred. Borrowing costs include exchange differences arising on foreign currency borrowings, obtained for acquisition, construction or production of qualifying assets, to the extent that they are regarded as an adjustment to interest cost are included in the cost of qualifying assets.

## 5.13 Off-setting of financial assets and financial liabilities

Financial assets and financial liabilities are off-set and the net amount is reported in these annual audited unconsolidated financial statements only when the Company has currently legally enforceable right to set-off the recognized amounts and the Company intends either to settle on a net basis or to realize the assets and to settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in normal course of business and in the event of default, insolvency or winding up of the Company or the counter parties.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.14 Foreign currency translation

Transactions in foreign currencies are converted into functional currency "Rupees" at the rates of exchange prevailing on the dates of transactions. Monetary assets and liabilities in foreign currencies are translated into functional currency at the rates of exchange prevailing at the date of the statement of financial position. Exchange gains or losses are charged to profit or loss.

## 5.15 Lease liabilities

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the termination option is reasonably certain to be exercised. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments at the lease commencement date, the Company uses the interest rate implicit in the lease. In case where the interest rate implicit in the lease is not readily determinable, the Company uses its incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

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

The Company applies the short-term lease recognition exemption to its short-term leases of regional sales offices and warehouses, (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

## 5.16 Government grant

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to income, it is recognized as income on a systematic basis over the periods in which the related costs, for which it is intended to compensate, are expensed out.

## 5.17 Related party transactions

Related parties comprise of subsidiary, associated companies, directors, companies with common directorship, provident fund and key management personnel and their relatives. Transactions involving related parties arising in the normal course of business are conducted at arm's length and at normal commercial rates on the same term and conditions as are applicable to third party transactions using valuation models as applicable, unless otherwise specifically approved by the board of directors.

## 5.18 Provisions

A provision is recognized in the unconsolidated statement of financial position when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provisions are measured at the present value of expected expenditure, discounted at a pre-tax rate, reflects current market assessment of the time value of money and the risk specific to the obligation. However, provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

## 5.19 Revenue recognition

Revenue is recognized when a contractual promise to a customer (performance obligation) has been fulfilled by transferring control over the promised goods and services to the customer. Revenue from sale of goods is recognized at the point in time when control of the product has transferred. Control, depending on contractual terms, is considered to be transferred either when the product is directly uplifted by customer from factory or warehouse or when it is delivered by the Company at customer's premises and the customer has accepted the product.

Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes etc.), pricing allowances and other trade discounts. A receivable is recognized when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.20 Right of return

Certain contracts provide a customer with a right to return the goods within a specified period. The Company uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. For goods that are expected to be returned, instead of revenue, the Company recognises a refund liability. A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover products from a customer.

## 5.21 Refund liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company's refund liabilities that arise from customers' right of return and volume rebates. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. Refer to above accounting policy on variable consideration.

## 5.22 Dividend income

Dividend income is recognised in profit or loss as other income when:

- the Company's right to receive payment have been established;
- is probable that the economic benefits associated with the dividend will flow to the company; and
- the amount of the dividend can be measured reliably.

## 5.23 Income on bank deposits and finance cost

The Company's finance income is included in other income and interest expense is included in finance cost. Interest income or expense is charged using the effective interest method.

## 5.24 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is charged to profit and loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income, in which case it is recognized in equity or in other comprehensive income respectively. In making the estimates for income taxes currently payable by the Company, the management considers the current income tax law and the decisions of appellate authorities on certain issues in the past.

### a) Current

Current Provision for current taxation is based on taxable income at the current rates of taxation after taking into account tax credits and rebates available, in excess of the minimum tax on turnover, or Alternate Corporate Tax whichever is higher. Alternate Corporate Tax is calculated in accordance with the provisions of Section 113C of the Income Tax Ordinance, 2001.

### b) Deferred

Deferred tax is recognized using balance sheet asset / liability method, providing for deductible / temporary difference between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using the effective tax rates or substantively enacted at the date of the unconsolidated statement of financial position.

The Company recognizes a deferred tax asset to the extent that it is probable that taxable profits for the foreseeable future will be available against which the assets can be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### c) Levies

Tax charged under the Income Tax Ordinance, 2001, final taxes not based on taxable income or any minimum tax which is not adjustable against future income tax liability is classified as levy in the statement of profit or loss in accordance with the "IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes" issued by Institute of Chartered Accountant of Pakistan (ICAP) and accounted for in accordance with requirement of IFRIC 21/IAS-37.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.25 Contingent liabilities

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

## 5.26 Investments

### Investments in subsidiaries

Investments in subsidiaries are initially recognized at cost. At subsequent reporting dates, recoverable amounts are estimated to determine the extent of impairment loss, if any, and carrying amounts of investments are adjusted accordingly. Impairment losses are recognized as expense in profit or loss. Where impairment losses subsequently reverse, the carrying amounts of the investments are increased to their revised recoverable amounts but limited to the extent of initial cost of investments. Reversal of impairment loss is recognized in the profit or loss.

The profits and losses of subsidiaries are carried forward in their financial statements and not dealt within these unconsolidated financial statements except to the extent of dividend declared by the subsidiaries. Gains or losses on disposal of investments is included in other income. When the disposal of investment in subsidiary resulted in loss of control such that it becomes an associate the retained investment is carried at fair value.

## 5.27 Share Capital

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

## 5.28 Financial Instruments

### (a) Classification and initial measurement

The Company classifies its financial assets into following three categories;

- Fair value through other comprehensive income (FVOCI)
- Fair value through profit or loss (FVTPL); and
- Measured at amortized cost.

The following assessments have been made on the basis of the facts and circumstances that existed at the date of initial application:

- The determination of business model within which a financial asset is held; and
- The designation and revocation of previous designation of certain financial assets as measured at FVTPL.

### Financial assets at FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### Financial assets at FVTPL

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

A financial asset is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

### Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at fair value through profit or loss:

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- It is held within business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

For assets measured at fair value, gain or loss will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

## (b) Subsequent measurement

### Financial assets at FVOCI

These assets are measured at fair value, with gain or loss arising from changes in fair value recognized in the unconsolidated statement of other comprehensive income.

### Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gain or loss, including any interest / mark-up or dividend income, are recognized in the unconsolidated statement of profit or loss.

### Financial assets measured at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest / mark-up income, foreign exchange gain or loss and impairment are recognized in the unconsolidated statement of profit or loss.

## (c) Derecognition

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

## (d) Financial liabilities

Financial liabilities are classified as "measured at amortized cost" or "measured at fair value through profit or loss". A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gain or loss, including any interest expense, are recognized in the unconsolidated statement of profit or loss.

Financial liabilities are derecognized when the contractual obligations are discharged or cancelled or have expired or when the financial liability's cash flows have been subsequently modified.

## 5.29 Impairment

### (a) Financial assets

The Company recognizes loss allowances for expected credit loss (ECL) in respect of financial assets measured at amortized cost.

The Company applies the simplified approach to recognize lifetime expected credit loss for trade debts. The Company assesses on a forward looking basis the expected credit loss associated with its financial assets.

The Company assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit loss. To make the assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

Allowances for ECL financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

An entity shall directly reduce the gross carrying amount of a financial asset when the entity has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event of the Company.

## (b) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets and inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount, being higher of value in use or fair value less costs to sell, is estimated. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are charged to profit or loss.

## 5.30 Proposed dividend and transfer between reserves

Dividend distribution to the Company's shareholders and appropriations to / from reserves are recognized in the period in which these are approved. Transfer between reserves made subsequent to the reporting date is considered as a non-adjusting event and is recognized in the period in which such transfers are made.

## 5.31 Earnings per share

The Company presents earning per share (EPS) for its ordinary shares. 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.

## 5.32 Operating segment

As the Board of Directors solely makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments, the management has determined that the Company has a single reportable segment as the Board of Directors views the Company's operations as one reportable segment.

		2025	2024
	Note	----- (Rupees in '000) -----	
<b>6</b>	<b>PROPERTY, PLANT AND EQUIPMENT</b>		
	Operating fixed assets	6.1 7,937,633	8,156,623
	Capital work-in-progress (CWIP)	6.7 2,152,310	2,081,477
	Right of use asset	-	1,819
		<u>10,089,943</u>	<u>10,239,919</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 6.1 Operating fixed assets

	COST			Depreciation Rate	ACCUMULATED DEPRECIATION			WRITTEN DOWN VALUE	
	As at July 01, 2024	Additions/transfers	Disposals		As at June 30, 2025	As at July 01, 2024	Depreciation for the year	Disposals	As at June 30, 2025
	------(Rupees in '000')-----								
<u>Owned</u>									
Free hold land	20,815	-	-	20,815	-	-	-	-	20,815
Building on leasehold land	3,504,471	42,275	-	3,546,746	4%	(140,391)	-	(425,374)	3,121,372
Plant and machinery	4,414,381	228,659	(10,700)	4,632,340	5%	(223,903)	1,720	(938,280)	3,694,060
Furniture, fixtures and office equipment	206,188	4,156	-	210,344	10% - 20%	(29,796)	-	(98,331)	112,013
Computer and auxiliary equipment	79,892	4,127	(1,139)	82,880	25%	(17,274)	624	(56,119)	26,761
Vehicles	283,360	23,400	(43,823)	262,937	20%	(54,200)	13,924	(143,530)	119,407
<u>Leased</u>									
Lease hold land	952,184	2,556	-	954,740	1.12% - 1.14%	(19,204)	-	(111,534)	843,206
	<b>9,461,291</b>	<b>305,173</b>	<b>(55,662)</b>	<b>9,710,802</b>		<b>(484,768)</b>	<b>16,268</b>	<b>(1,773,169)</b>	<b>7,937,633</b>
	------(Rupees in '000')-----								
<u>Owned</u>									
Free hold land	20,815	-	-	20,815	-	-	-	-	20,815
Building on leasehold land	2,140,036	1,652,454	(288,019)	3,504,471	4%	(99,871)	34,562	(284,983)	3,219,488
Plant and machinery	3,336,729	1,078,284	(632)	4,414,381	5%	(176,834)	185	(716,097)	3,698,284
Furniture, fixtures and office equipment	113,455	97,014	(4,281)	206,188	10% - 20%	(19,283)	-	(68,535)	137,653
Computer and auxiliary equipment	55,143	24,968	(219)	79,892	25%	(15,852)	123	(39,469)	40,423
Vehicles	276,689	7,200	(529)	283,360	20%	(54,581)	35	(103,254)	180,106
<u>Leased</u>									
Lease hold land	1,331,784	40,000	(419,600)	952,184	1.12% - 1.14%	(32,295)	43,414	(92,330)	859,854
	<b>7,274,651</b>	<b>2,899,920</b>	<b>(713,280)</b>	<b>9,461,291</b>		<b>(398,716)</b>	<b>78,319</b>	<b>(1,304,668)</b>	<b>8,156,623</b>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

	Note	2025	2024
----- (Rupees in '000) -----			
<b>6.2</b>	<b>The depreciation charged for the year has been allocated as follows:</b>		
Cost of sales	24	417,081	331,596
Selling and distribution expenses	25	25,748	26,504
Administrative expenses	26	41,939	40,616
		<u>484,768</u>	<u>398,716</u>

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

Particulars	Location	Total Area
Lease hold land (Manufacturing plant)	Plot No. N27/B & N37/A, Site Area, Kotri, District Hyderabad.	38,429.60 Sq. Yd
Free hold land (Under construction)	Plot No. N25, Site Area, Kotri, District Hyderabad.	148,733.20 Sq. Yd
Lease hold land (Under construction)	Plot No. W2/1/67 & 68, North Western Industrial Zone, Port Qasim, Karachi.	6,222.22 Sq. Yd
Lease hold land (Manufacturing plant)	Plot No. A-48, Eastern Industrial Zone, Port Qasim, Karachi.	24,200.00 Sq. Yd
Lease hold land (Manufacturing plant)	Plot No. C-375, C-376, C-377, C-382, C-383 and C-384 Hub Industrial Estate, Lasbella, Hub.	11,960.00 Sq. Yd
Office premises	Unity Tower, 8-C, Shahrah-e-Faisal, P.E.C.H.S., Block 6, Karachi.	600 Sq. Yd

**6.4** Freehold land and buildings with aggregate carrying amount of Rs. 6,184.84 million are subject to a first charge against the loan of Rs. 9,050 million obtained from various banks. This charge existed at June 30, 2025. The Company is not allowed to pledge these assets as security for other borrowings or to sell them to another entity.

**6.5** Details of property, plant and equipment disposed off / scrapped having book value of five hundred thousand Rupees or more are as follows:

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

Asset Category	Description	Original Cost	Accumulated Depreciation	Net Book Value	Sales proceed	Gain / (Loss)	Particulars of buyer	Relation with buyer	MODE OF DISPOSAL
------(Rupees in '000')-----									
Plant & Machinery	Coal Boiler	10,700	1,721	8,979	5,950	(3,029)	Zahid Boiler	None	
Motor Vehicles	Toyota Corolla	2,900	822	2,078	2,770	692	Engineering Works	None	
Motor Vehicles	Honda Civic	5,200	1,733	3,467	4,550	1,083	Hasnain Raza	None	
Motor Vehicles	Suzuki Cultus	1,100	367	733	1,750	1,017	Raheel	None	
Motor Vehicles	Suzuki Mehran	800	267	533	1,050	517	Muhammad Tanver	None	
Motor Vehicles	Toyota Corolla	3,200	1,067	2,133	3,100	967	Nizam Uddin	None	
Motor Vehicles	Suzuki Cultus	1,000	333	667	1,050	383	Jaffar Khan Baloch	None	
Motor Vehicles	Honda City	2,800	933	1,867	2,800	933	Faisal Razzak	None	
Motor Vehicles	Suzuki Cultus	1,300	433	867	1,200	333	Abdullah Hanif	None	Negotiation
Motor Vehicles	Toyota Corolla	2,500	833	1,667	2,150	483	Syed Ali Bahadur	None	
Motor Vehicles	Toyota Fortuner	11,000	733	10,267	10,550	283	Abdul Muheed	None	
Motor Vehicles	MG-HS	6,700	2,792	3,908	5,800	1,892	Olp Financial	None	
Motor Vehicles	Daihatsu Mira	1,900	760	1,140	1,860	720	Services	None	
		<b>51,100</b>	<b>12,794</b>	<b>38,306</b>	<b>44,580</b>	<b>6,274</b>	Pakistan Limited	None	
							Syed Muzammil	None	
							Hassan	None	
							Muhammad Shafiq	None	

6.6 Aggregate of assets disposed off having net book value not exceeding Rs. 500,000.

Asset Category	Original Cost	Accumulated Depreciation	Net Book Value	Sales proceed	Gain / (Loss)
Computer and auxiliary equipment	1,139	624	514	755	241
Motor Vehicles	3,423	2,852	571	4,065	3,494
<b>Subtotal</b>	<b>4,562</b>	<b>3,476</b>	<b>1,085</b>	<b>4,820</b>	<b>3,735</b>
<b>Total</b>	<b>55,662</b>	<b>16,271</b>	<b>39,391</b>	<b>49,400</b>	<b>10,009</b>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024
		----- (Rupees in '000) -----	
<b>6.7</b>	<b>Capital work-in-progress (CWIP)</b>		
	Leasehold land	643,000	692,335
	Building on leasehold land	144,397	60,827
	Plant and machinery	1,364,913	1,317,315
	Vehicles	-	11,000
		<u>2,152,310</u>	<u>2,081,477</u>
<b>6.7.1</b>	<b>Movement in capital work-in-progress is as follows:</b>		
	Balance at the beginning of the year	2,081,477	4,568,261
	Additions during the year	912,098	360,334
	Adjustment during the year	(692,335)	-
	Transfers to operating fixed assets during the year	(148,929)	(2,847,118)
	Balance at the end of the year	<u>2,152,310</u>	<u>2,081,477</u>
<b>6.7.2</b>	The amount of borrowing costs capitalized during the year was Rs. 25.80 million (2024: Rs. Nil). The rate used to determine the amount of borrowing costs eligible for capitalization was 5%.		
		<b>2025</b>	<b>2024</b>
		----- (Rupees in '000) -----	
<b>7</b>	<b>INTANGIBLE ASSETS</b>		
	Computer software and ERP system	41,659	59,212
	Systems under development	10,323	6,583
		<u>51,982</u>	<u>65,795</u>
<b>7.1</b>	<b>Computer software and ERP system</b>		
	<b>Net carrying value basis</b>		
	Net book value - opening	59,212	77,692
	Additions / transfer - at cost	1,030	-
	Amortization for the year	(18,583)	(18,480)
	Net book value - closing	<u>41,659</u>	<u>59,212</u>
	<b>Gross carrying value basis</b>		
	Cost	103,851	102,821
	Accumulated amortization	(62,192)	(43,609)
	Net book value	<u>41,659</u>	<u>59,212</u>
	Useful life (years)	5	5
	Amortization rate (%)	20%	20%
<b>7.2</b>	Amortization for the year has been allocated as follows:		
	Cost of sales	5,575	5,544
	Selling and distribution expenses	3,717	3,696
	Administrative expenses	9,291	9,240
		<u>18,583</u>	<u>18,480</u>
<b>7.3</b>	Computer software includes SAP modules.		
<b>8</b>	<b>Long-term security deposits</b>		
	Security deposits against utilities	35,527	30,688
	Security deposits to the suppliers	11,691	11,660
		<u>47,218</u>	<u>42,348</u>
<b>9</b>	<b>LONG-TERM INVESTMENT - at cost</b>		
	Sunridge Foods (Private) Limited	7,827,641	7,827,641

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

9.1 This represents investment in a wholly owned subsidiary formed under Companies Act 2017. The principal business of the Subsidiary is processing of food products.

		2025	2024
		----- (Rupees in '000) -----	
<b>10</b>	<b>STOCK-IN-TRADE</b>	<b>Note</b>	
	<b>Raw materials</b>		
	In-hand	10.2	8,768,149
	In-transit		111,287
			8,879,436
	<b>Finished goods</b>		
		10.1	1,299,749
			10,179,185
			7,229,820
			1,536,332
			8,766,152

10.1 On the reporting date, the inventories of raw materials and finished goods have been stated at their net realisable value (NRV), the amount charged to statement of profit or loss in respect of stock written down to their NRV on raw materials and finished goods amounted to Rs. 7.51 million (2024: Rs. 11.318 million) and Rs. Nil (2024: Rs. 27.960 million), respectively

10.2 Raw material - Net off provision for slow moving inventory

		2025	2024
		----- (Rupees in '000) -----	
	Raw material in hand	8,775,655	7,269,098
	Less: provision during the year	(7,506)	(39,278)
	Raw material in hand - net	8,768,149	7,229,820

10.3 Stock-in-trade of the Company is under hypothecation charge against short term finances.

		2025	2024
		----- (Rupees in '000) -----	
<b>11</b>	<b>TRADE DEBTS</b>	<b>Note</b>	
	<b>Considered good</b>		
	Local	11.1	21,407,106
	Export		315,185
			21,722,291
	Considered doubtful		
	Allowance for ECL	11.2	140,241
			(140,241)
			-
			21,722,291
			24,612,514
			4,662
			7,233
			-
			13,449
			6,240,549
			25,344

11.1 Related party from whom trade debts are due as under:

Sunridge Foods (Private) Limited	32,210	4,662
Sunridge Confectionary Limited	27,464	7,233
Al-Shaheer Corporation Limited	1,150,982	-
Sunridge Mart (Private) Limited	5,029,893	13,449
	6,240,549	25,344

11.2 The Company as per policy applies simplified approach in calculating expected credit losses. The assessment of expected credit loss has been made by establishing a provision matrix that is based on Company's historical credit loss experience adjusted for forward looking factors specific to the trade receivables and the economic environment.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024
<b>11.3</b>	Movement of allowance for impairment:	----- <b>(Rupees in '000)</b> -----	
	Balance at the beginning of the year	192,558	39,995
	Amount (reversed) / charged during the year	(52,317)	152,563
	Balance at the end of the year	<u>140,241</u>	<u>192,558</u>
<b>11.4</b>	Trade debts of the Company are under hypothecation charge against short term finances.		
<b>11.5</b>	The maximum aggregate amount of receivable due from related party at the end of any month during the year was Rs. 5,030 million (June 30, 2024: Rs. 279.93 million).		
<b>11.6</b>	The aging of the trade debts from related parties as at the reporting date is as under:	2025	2024
	<b>Note</b>	----- <b>(Rupees in '000)</b> -----	
	Not yet due	1,240,657	21,246
	Past due 1- 180 days	4,999,892	4,098
	<b>Total</b>	<u>6,240,549</u>	<u>25,344</u>
<b>12</b>	<b>LOANS AND ADVANCES - considered good</b>		
	Advances - related parties	12.1	
	Sunridge Foods (Private) Limited	4,965,155	4,813,994
	Sunridge Confectionery Limited	5,462,113	6,061,400
	Suppliers	429,283	257,607
	Loan to employees	33,051	42,259
		<u>10,889,602</u>	<u>11,175,260</u>
<b>12.1</b>	The interest to the related parties have been charged at 16.91% of the outstanding amount.		
<b>13</b>	<b>DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES</b>	2025	2024
	<b>Note</b>	----- <b>(Rupees in '000)</b> -----	
	Other receivables	339,374	143,021
	Sales tax receivable	19,769	-
	Security deposits	6,767	10,150
	Prepayments	13,837	14,990
	Profit receivable against TDRs & saving accounts	112,032	45,936
	Margin against letter of credit	94,629	130,857
		<u>586,408</u>	<u>344,954</u>
<b>13.1</b>	This includes amount receivable from Sunridge Foods (Private) Limited amounting to Rs. 166.743 million (June 30, 2024: Rs. 93.376 million) against salary, interest receivable marketing, fuel, rent and other expenses. This also includes the amount of Rs. 76.97 million (June 30, 2024: Rs. nil) against interest receivable from Sunridge Confectionery Limited. This also includes the amount of Rs. nil (June 30, 2024: Rs. 11.301 million) for payment made on behalf of Sunridge Mart (Private) Limited.		
<b>13.2</b>	This includes amount kept with banks for the import of items which were only allowed to be imported with Cash Margin Requirement (CMR) by State Bank of Pakistan.		
<b>14</b>	<b>SHORT-TERM INVESTMENTS</b>	2025	2024
	<b>Note</b>	----- <b>(Rupees in '000)</b> -----	
	<b>At FVTPL</b>		
	Mutual funds - conventional	1,789,570	1,539,454
	<b>At amortized cost</b>		
	Term deposit receipts - Islamic	6,500,400	2,380,000
		<u>8,289,970</u>	<u>3,919,454</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- 14.1** This comprises of investments in units of HBL Cash Fund, JS Cash Fund and JS Fixed Term Munafa Plan-13 amounting to Rs. 1,233.68 million (June 30, 2024: nil), Rs. 131.15 million (June 30, 2024: 1162.51 million HBL FSFP-I) and Rs.424.74 million (June 30, 2024: 376.94 million JS FTMP-2) respectively. As at June 30, 2025, Rs. 1,233.68 million (June 30, 2024: nil) from HBL Cash Fund, Rs.131.15 million (June 30, 2024: 1162.51) from JS Cash Fund and Rs. 424.74 million (June 30, 2024: 376.94 million JS FTMP-2) from JS Fixed Term Munafa Plan-13 out of the total investments were pledged as security for facility of equivalent amounts from HBL and JSBL respectively as per note 22.2.3.

**14.1.1 The details of investment in mutual fund are as follows:**

	Number of Units	Rate / unit
<b>As on June 30, 2025</b>		
HBL Cash Fund	11,936,624	103.3525
JS Cash Fund	1,246,406	105.22
JS Fixed term Munafa Plan-13	4,056,378	104.71
	<u>17,239,408</u>	
<b>As on June 30, 2024</b>		
HBL Cash Fund	-	-
HBL Financial Sector Fund Plan- I	11,383,411	102.1232
JS Fixed term Munafa Plan-2	3,749,565	100.5300
	<u>15,132,976</u>	

- 14.2** These carry markup at 6.50% to 17.5% per annum (June 30, 2024: 6.50% to 20.50% per annum) having maturity up to one year.

- 14.3** The Company has pledged its Term Deposit Receipt (TDR) amounting to Rs. 2,050,000,000 in favor of Al Baraka Bank as collateral against a borrowing facility obtained by Sunridge Confectionery (Private) Limited, a fully owned subsidiary. The pledge is secured through a 100% lien over the cash/TDR held by the Company.

		2025	2024
	Note	----- (Rupees in '000) -----	
<b>15 CASH AND BANK BALANCES</b>			
<b>Bank balances - Islamic</b>			
Saving accounts	15.1	1,344,272	4,292,374
Current accounts		7,441,924	689,304
		8,786,196	4,981,678
<b>Bank balances - conventional</b>			
Saving accounts	15.1	332,855	84,329
Current accounts		10,688	54,295
		343,543	138,624
<b>Cash in hand</b>			
		3,135	3,411
		<u>9,132,874</u>	<u>5,123,713</u>

- 15.1** Profit on saving accounts ranges from 5.34% - 18% against Islamic and from 4.94% to 19% against conventional (June 30, 2024: from 6.50% - 18 % against Islamic and 18% to 20.51% against conventional) per annum

		2025	2024
	Note	----- (Rupees in '000) -----	
<b>16 SHARE CAPITAL</b>			
<b>Authorized share capital</b>			
1,200,000,000 (June 30, 2024: 1,200,000,000) ordinary shares of Rs. 10/- each		12,000,000	12,000,000
<b>Issued, subscribed and paid-up capital</b>			
1,194,050,000 (June 30, 2024: 1,194,050,000) ordinary shares of Rs. 10/- each fully paid in cash.		<u>11,940,500</u>	<u>11,940,500</u>

- 16.1** The shareholders are entitled to receive all distributions including dividends and other entitlements in the form of cash, bonus and right shares, as the case may be, as and when declared by the Company. All shares carry one vote per share without restriction.

- 16.2.1** During the financial year ended June 30, 2019 the Company issued 375 million right shares at Rs. 10 per share. The purpose of right issue was to utilize the proceeds in capacity expansion.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

The status of utilization of right shares proceeds are as follows:

<u>Purpose of utilization of right proceeds</u>	<u>Breakup of right issue proceeds</u> <u>(Rupees in '000')</u>	<u>% of Allocation</u>	<u>% of Utilization</u>
Acquisition of Port Qasim Refinery	850,000	23%	100%
Additions to Port Qasim Refinery	2,000,000	53%	100%
Establishment of Oil Terminal	900,000	24%	88.63%
	<u>3,750,000</u>		

16.2.2 The un-utilized amount of right share proceeds has been invested in short-term investments (refer note 14 of these unconsolidated financial statements).

## 17 LONG TERM FINANCING - secured

		2025	2024
	Note	----- (Rupees in '000) -----	
<b>Islamic Shariah Compliant</b>			
Temporary Economic Refinance Facility	17.1	619,319	651,366
Diminishing musharika	17.2	1,435	1,735
		<u>620,754</u>	<u>653,101</u>
Less: current maturity		<u>(187,466)</u>	<u>(134,858)</u>
		<u>433,288</u>	<u>518,243</u>

17.1 The Company has obtained long term financing from Al Baraka Bank (Pakistan) Limited and Dubai Islamic Bank under the expansion projects with 25% margin and lien over bank account under ITERF. The facility carries mark-up at the rate of 5% per annum, while the effective interest rate is calculated at 9.75% to 21.41% per annum to recognize same at the present value. The sanctioned facility amounts to Rs. 920 million. These are repayable in quarterly installments of Rs. 34.8 million commenced from October 2024.

17.2 The Company has obtained a diminishing musharika facility from Al Baraka Bank (Pakistan) Limited for a vehicle aggregating to Rs. 2.385 million for a period of 7 years. The rate of return is 6 months KIBOR plus 1.5%. Musharika units are to be purchased in 7 years in 84 monthly installments latest by September 2028 and are secured against title of the asset.

## 18 DEFERRED GOVERNMENT GRANT

	2025	2024
	----- (Rupees in '000) -----	
Balance at the beginning of the period / year	232,307	248,368
Recognized during the period / year	-	36,945
Amortized during the period / year	(57,700)	(53,006)
Balance at the end of the period / year	<u>174,607</u>	<u>232,307</u>
Less: current portion shown under current liabilities	<u>(52,331)</u>	<u>(57,699)</u>
Non-current portion	<u>122,276</u>	<u>174,608</u>

18.1 The value of benefit of below-market interest rate on the loans disclosed in note 17 to these unconsolidated financial statements has been accounted for as government grant under IAS - 20 Government grants.

18.2 As mentioned in note 17, the purpose of the government grant given under ITERF is to facilitate the Company in making payments of imported and locally manufactured new plant and machinery to be used for setting-up of new projects. The grant is conditional upon the fact that the Company would be required to contribute its equity share in an escrow account maintained with the Participating Islamic Banking Institution (PIBI). The proceeds shall be used by the Company only for the purpose of setting up of the project / payment to the supplier etc, representing Company's equity share in the project.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

19	TRADE AND OTHER PAYABLES	Note	2025	2024
			----- (Rupees in '000) -----	
	Trade creditors	19.1	23,323,914	22,682,992
	Other liabilities	19.2	2,752,873	2,378,820
			<u>26,076,787</u>	<u>25,061,812</u>
19.1	This amount includes the following balances with related parties:			
	Wilmar Trading Pte Limited		19,035,258	19,021,562
	Sunridge Mart (Private) Limited		1,287	3,206
			<u>19,036,545</u>	<u>19,024,768</u>
			2025	2024
			----- (Rupees in '000) -----	
19.2	<b>Other liabilities</b>	Note		
	Accrued liabilities		247,508	199,582
	Provision (Refund liabilities) - Net		32,657	-
	Sales tax payable		-	80,615
	Withholding sales tax payable		5,564	4,900
	Withholding income tax payable		229,950	43,211
	Provident fund		6,102	3,484
	Workers welfare fund		44,204	-
	Workers profit participation fund	19.4	116,326	-
	Advance from customers		-	134,099
	Others	22.1.3	2,070,562	1,912,929
			<u>2,752,873</u>	<u>2,378,820</u>
			2025	2024
			----- (Rupees in '000) -----	
19.3	<b>PROVISION (REFUND LIABILITIES) - NET</b>	Note		
	Refund liabilities arising from right of return		308,395	-
	Right of return assets		(275,738)	-
			<u>32,657</u>	<u>-</u>
19.4	This amount includes the following balances with Worker's profit participation fund:			
	Balance at the beginning of the year		-	23,596
	Interest		-	2,020
	Allocation for the year		116,326	-
	Paid during the year		-	(25,616)
	Balance at the end of the year		<u>116,326</u>	<u>-</u>
20	<b>ACCRUED MARK-UP</b>			
	Markup accrued on running finance and short term loans	20.1	<u>1,217,886</u>	<u>1,037,908</u>
20.1	This includes mark-up accrued amounting to Rs.139.018 million (June 30, 2024: Rs. 177.636 million) on shariah arrangements.			
			2025	2024
			----- (Rupees in '000) -----	
21	<b>SHORT-TERM BORROWINGS - secured</b>	Note		
	<b>Conventional</b>			
	Finance against trust receipt	21.1	19,976,384	23,367,826
	Short-term running finance	21.2	8,284,750	7,610,044
	Foreign currency loan	21.5	2,979,169	-
			<u>31,240,303</u>	<u>30,977,870</u>
	<b>Islamic</b>			
	Short-term finance	21.3	2,298,800	2,499,149
	Short-term running finance	21.4	249,373	499,833
	Foreign currency loan	21.6	2,593,619	-
			<u>5,141,792</u>	<u>2,998,982</u>
			<u>36,382,095</u>	<u>33,976,852</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- 21.1** Post import facilities (i.e. finance against imported merchandise (FIM), finance against trust receipt (FATR) and short term money market loan) available from various commercial banks under mark-up arrangements amounted to Rs. 22,900 million (June 30, 2024: Rs. 22,900 million) out of which Rs.19,976 million (June 30, 2024: Rs.23,367 million) was outstanding. At year end, the applicable mark-up rates ranged between 12.10% to 15.12% (June 30, 2024: 24.31% to 21.54%) per annum. These facilities are valid upto June 30 2025 and are from 3 months to 6 months.
- 21.2** Short term running finance facility limits available from various commercial banks under mark-up arrangements amounted to Rs. 9,248 million (June 30, 2024: Rs. 9,248 million) out of which Rs. 8,284 million was outstanding. At year-end, the applicable mark-up rates ranged between 12.13% to 13.18% (June 30, 2024: 21.49 % to 24.16%) per annum.
- 21.3** Short term facilities (isitisna, wakala and Murabaha) available from various Islamic banks under mark-up arrangements amounted to Rs. 2,500 (June 30, 2024: Rs. 2,500 million) out of which Rs. 2,299 million (June 30, 2024: Rs. 1,545 million), was outstanding. At year end, the applicable mark-up rates ranged between 12.69% to 13.56% (June 30, 2024: 21.14% to 23.97%) per annum. These facilities are valid upto June 30, 2025.
- 21.4** Short term running musharakah available from Al Baraka Bank Limited under mark-up arrangements amounted to Rs. 1,697 million (June 30, 2024: Rs. 500 million) out of which Rs. 250 million was outstanding. Mark-up on these arrangements is three month KIBOR plus 1% (June 30, 2024: three month KIBOR plus 1%). At year end, the applicable mark-up rate was 13.14% (June 30, 2024: 21.24%).
- 21.5** These represent facilities for export finance loan under SBP's Export Finance Scheme FE-25 arranged from various banks aggregating to Rs.2,979 million (June 2024: NIL). These are secured against pari-passu/ ranking hypothecation charge of stocks, book debts and lien on export letters of credits of the Company These carried mark-up at the rate of 4.75% to 6.30% per annum (June 2024:NIL).
- 21.6** These represent facilities for export finance loan under SBP's Export Finance Scheme FE-25 arranged from various banks aggregating to Rs.2,593 million (June 2024: NIL). These are secured against pari-passu/ ranking hypothecation charge of stocks, book debts and lien on export letters of credits of the Company These carried mark-up at the rate of 5.70% to 6.50% per annum (June 2024:NIL).
- 21.7** Above facilities are secured by way of joint pari passu charge over current and fixed assets of the Company amounting to Rs. 13,200 million, corporate guarantee amounting to Rs. 20,000 million by our associated company Wilmar International Limited in Standard Chartered Bank Limited (June 30, 2024: Rs. 20,000 million), bank guarantee / SBLC from our associated company Wilmar International Limited's bank amounting to USD 30 million in Habib Bank Limited (June 30, 2024: 30 million).

## 22 CONTINGENCIES AND COMMITMENTS

### 22.1 Contingencies

- 22.1.1** The increase in Gas Tariff through notification dated October 23, 2020 was challenged by the Company whereby the Honorable High Court (HC) has granted interim relief through its order dated November 30, 2020 and directed the plaintiffs to keep paying the bills at a price of Rs. 1,021 per MMBTU and deposit security cheques of the disputed amount with the Nazir of the High Court till further orders. The Company has deposited security cheques of the disputed amount of Rs. 18.977 million accumulated till March 28, 2024. On March 28, 2024, the Honorable High Court through its judgement upheld the order of the single judge and ordered for encashment of securities deposited with Nazir of Sindh High Court. The Company has filed an appeal before the Honorable Supreme Court of Pakistan against the said order.
- 22.1.2** The litigation is going on with Excise & Taxation department in respect of Sindh Infrastructure Cess amounting to Rs. 1,881 million (June 2024: Rs.1,881 million) being charged by the Government of Sindh on goods entering or leaving the province through air or sea at the prescribed rate under Sindh Finance Ordinance, 2001. Earlier, a Constitutional Petition CP No. 4090/2020 was filed in the Sindh High Court (SHC) by the Company in September 2020 against the levy. An interim relief was granted by the SHC on condition to furnish of 50% bank guarantee and 50% should be paid in cash of the value of infrastructure Cess. On June 4, 2021 the SHC in its judgment decided to encash the bank guarantee submitted and pay it to Collectorate. The Company filed an appeal in the Supreme Court of Pakistan (SCP). The SCP vide order did. September 1, 2021 suspended the SHC's judgment and granted interim relief to the appellants on the condition that all future consignments be released on furnishing 100% bank guarantee to the satisfaction of Excise & Taxation department. Based on the legal opinion obtained, the possibility of any liability arising against the Company is considered remote.
- 22.1.3** The Supreme Court of Pakistan (SCP) in its judgment dated November 03, 2020, while dismissing all review petitions filed against its earlier judgement dated August 13, 2020, clearly stated that as the SCP held the Act to be intra-vires therefore all the sections are to be applied and that the question pertaining to the applicability of Section 8(2) and its proviso has not been agitated and its relief lies elsewhere and that the companies claiming any relief under GIDC Act, 2015 may approach the right forum. Further, SCP has permitted the Government to collect arrears of GIDC that have become due up to July 31, 2020 in 48 equal installments. Meanwhile, during the year 2021, the Company had filed petition in the Honorable High Court of Sindh (SHC) whereby challenging the recovery of installments of GIDC arrears initiated by SSGCL through separate GIDC bills. The SHC in its order allowed a stay order restraining SSGCL from collection of GIDC and any adverse action against the Company. The management maintains that since the Company has not passed on the burden to its consumers / clients, it is not liable to pay GIDC, by whatever name charged as it clearly falls within the ambit of the exemption in line with Section 8(2) of the GIDC Act, 2015. The Company has provision against GIDC amounting to Rs. 30 million (June 30, 2024 Rs. 30 million).

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

**22.1.4** The company filed a writ petition at Islamabad High Court and impugned a Show Cause Notice dtd. 17.10.2022 issued by the Executive Director SECP under Section 257 of the Companies Act 2017, for the appointment of inspectors to investigate the affairs of the company. The company also impugned SRO No. 380(I)/2021 dtd. 31.03.2021 through which certain powers of the SECP have been delegated to certain officials. The Honorable High Court granted stay order in favor of the company. The matter is still pending for adjudication.

**22.1.5** A show cause notice dtd 11.04.2022 was issued to the company by the Head of Department Adjudication of SECP in relation to non-provision of quarterly report for the third right issue and subsequently, a fine was imposed on the petitioner in this regard through order dtd. 09.06.2022. Therefore, the company filed an appeal under section 33 of the SECP Act 1997 before Appellate Bench at SECP against this order by seeking declaration that the impugned order contrary to the principles of natural justice and it should be set aside. Appeal is pending before the said Bench of SECP.

## 22.2 Commitments

**22.2.1** Commitments under letter of credit for raw materials as at June 30, 2025 amounted to Rs. 5,082 million (June 30, 2024: Rs. 2,976 million).

**22.2.2** Capital expenditure commitments outstanding as at June 30, 2025 amounted to Rs. Nil (June 30, 2024: 5.04 million)

**22.2.3** Guarantee issued at the year end on behalf of the Company amounted to Rs. 2,609 million (June 30, 2024: Rs. 2,204 million). Above facility is the part of the borrowing limits and is secured by way of pledge on the Company's mutual funds amounting to Rs. 1,719 million & under savings account Rs. 890 million.

	Note	2025 ------(Rupees in '000)-----	2024
<b>23 SALES - NET</b>			
Local		65,207,981	61,456,521
Export		3,695,572	6,562,265
		<u>68,903,553</u>	<u>68,018,786</u>
Sales tax		(7,025,067)	(7,529,698)
Trade discount		-	(408)
		<u>(7,025,067)</u>	<u>(7,530,106)</u>
		<u>61,878,486</u>	<u>60,488,680</u>
<b>24 COST OF SALES</b>			
Raw material consumed	24.1	37,630,092	42,983,337
Salaries, wages and benefits	24.2	522,766	520,866
Rent, rates and taxes		12,033	17,703
Fuel, power and electricity		437,956	455,089
Insurance		77,483	98,896
Security and janitorial		15,631	12,578
Postage, telephone and internet		4,023	4,824
Printing, stationary and office supplies		1,152	1,192
Vehicle, travelling and conveyance		20,363	21,091
Transport - freight		243,358	294,923
Depreciation on operating fixed assets	6.2	417,081	331,596
Depreciation on right-of-use assets		-	25,954
Amortization on intangible assets	7.2	5,575	5,544
Repair and maintenance		62,477	105,637
Provision against slow moving stock and stores and spares	24.3	30,701	39,278
Others		21,614	25,393
		<u>39,502,305</u>	<u>44,943,901</u>
Add: opening stock of finished goods		1,301,402	1,848,029
Add: Purchases		14,955,277	9,701,214
Less: closing stock of finished goods		(1,299,749)	(1,301,402)
		<u>14,956,930</u>	<u>10,247,841</u>
Less: arising from right of return asset		(275,738)	-
		<u>54,183,497</u>	<u>55,191,742</u>
<b>24.1 RAW MATERIAL CONSUMED</b>			
Add: opening stock of raw materials		7,229,820	7,436,958
Add: Purchases		39,175,927	42,815,477
Less: closing stock of raw materials		(8,775,655)	(7,269,098)
		<u>37,630,092</u>	<u>42,983,337</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

- 24.2** Salaries, wages and benefits include Rs. 17.72 million (2024: Rs. 11.115 million) in respect of staff retirement benefits.
- 24.3** This includes provision against slow moving stock and stores and spares amounting to Rs. 7.50 million and Rs. 23.19 million respectively.

<b>25</b>	<b>SELLING AND DISTRIBUTION EXPENSES</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
			----- <b>(Rupees in '000)</b> -----	
	Salaries, wages and benefits	25.1	161,105	145,008
	Security and janitorial		3,779	2,446
	Freight and forwarding		509,767	767,841
	Travelling, conveyance and entertainment		21,613	18,900
	Depreciation on operating fixed assets	6.2	25,748	26,504
	Depreciation on right-of-use assets		1,819	3,639
	Amortization on intangible assets	7.2	3,717	3,696
	Electricity, gas and water		1,251	1,240
	Printing, stationary and office supplies		334	1,724
	Postage, telephone and internet		1,174	1,169
	Repair and maintenance		414	166
	Distributor expenses		-	-
	Rent, rates and taxes		4,454	785
	Insurance		864	2,094
	Fees and subscription		5,667	25,334
	Advertising and sales promotion		90,239	73,605
	Others		831	1,696
			<u>832,776</u>	<u>1,075,847</u>

- 25.1** Salaries, wages and benefits include Rs. 5.46 million (2024: Rs. 5.73 million) in respect of staff retirement benefits.

<b>26</b>	<b>ADMINISTRATIVE EXPENSES</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
			----- <b>(Rupees in '000)</b> -----	
	Salaries, wages and benefits	26.1	316,425	352,660
	Rent, rates and taxes		9,158	14,813
	Travelling, conveyance and entertainment		74,057	79,009
	Electricity, gas and water		8,989	7,537
	Postage, telephone and internet		27,937	39,723
	Printing, stationary and office supplies		5,752	7,999
	Insurance		13,002	15,983
	Repair and maintenance		11,675	8,208
	Advertising expense		-	-
	Auditor's remuneration	26.2	14,645	10,400
	Legal and professional		1,642	21,520
	Consultancy services		22,644	27,053
	Fees and subscription		76,848	98,429
	Security and janitorial		16,552	9,431
	Donations	26.3	47,020	58,736
	Depreciation on operating fixed assets	6.2	41,939	40,616
	Amortization on intangible assets		9,291	9,240
	Others		1,856	3,578
			<u>699,432</u>	<u>804,935</u>

- 26.1** Salaries, wages and benefits include Rs. 10.73 million (2024: Rs. 14.516 million) in respect of staff retirement benefits.

<b>26.2</b>	<b>Auditor's remuneration</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
			----- <b>(Rupees in '000)</b> -----	
	Audit fee		7,700	6,600
	Half yearly review		3,700	2,100
	Consolidation of financial statements with the subsidiaries		1,000	900
	Review of code of corporate governance		300	240
	Out of pocket expenses		500	200
			<u>13,200</u>	<u>10,040</u>
	Certifications for regulatory purposes		360	360
	Sales tax at 8%		1,085	-
			<u>14,645</u>	<u>10,400</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

26.3 The Company has paid donations to the following which exceeds 10% of total donations paid during the year or Rs. 1 million, whichever is higher:

Name of Donee	Note	2025	2024
		----- (Rupees in '000) -----	
Saylani Welfare Trust		-	48,188
		-	48,188

26.4 During the year, no donations were paid to any donee / party in which any director of the Company is interested.

27	OTHER OPERATING EXPENSES	Note	2025	2024
			----- (Rupees in '000) -----	
	Worker's welfare fund		44,204	-
	Worker's profit participation fund		116,326	-
	Realized Exchange loss		263,951	-
	Un-Realized Exchange loss		288,512	632,378
			<u>712,993</u>	<u>632,378</u>

## 28 OTHER INCOME

### Income / return on financial assets

	Income on bank deposits	28.1	234,668	89,325
	Income on TDRs	28.1	943,006	506,392
	Realized exchange gain		-	1,296,982
	Interest income on advance/loan to related parties		146,938	335
	Re-measurement gain on investment in mutual fund units		28,264	3,529
	Profit realized on redemption of mutual fund units		191,587	11,536
	Dividend income from mutual fund units		20,601	283,627
			<u>1,565,064</u>	<u>2,191,726</u>

### Income from non-financial assets

	Amortization of deferred government grant	18	14,584	53,006
	Scrap sales		16,018	7,550
	Gain on disposal of fixed assets		10,009	119,273
	Liability written off	28.2	1,050,305	-
			<u>1,090,916</u>	<u>179,829</u>
			<u>2,655,980</u>	<u>2,371,555</u>

28.1 This includes profit earned from Shariah compliant bank deposits / bank balances amounting to Rs. 1,157 million.

28.2 This represents liabilities wash out under a mechanism in supply and trading contracts where parties agree to settle financial difference instead of physical delivery of goods.

29	FINANCE COST	Note	2025	2024
			----- (Rupees in '000) -----	
	Interest on non-shariah arrangements		5,387,082	6,096,653
	Profit on shariah arrangements		558,096	828,185
	Interest on worker's profit participation fund		-	2,020
	Finance charge of lease liabilities		68	1,776
	Bank charges		34,339	38,066
	Transaction cost on debt financing		12,504	3,303
			<u>5,992,089</u>	<u>6,970,003</u>

30	LEVIES	30.1	<u>700,741</u>	<u>759,168</u>
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30.1 These represent taxes under section 113, 150 and 154 (1) of Income Tax Ordinance, 2001, being treated as levies as per requirements of IFRIC 21/IAS 37.



# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 33.2 Reconciliation of movement of liabilities to cash flows arising from financing activities:

Description	Long term financing	Lease liabilities	Diminishing musharika	Short term borrowings	Accrued markup	Unclaimed dividend	Total
Balance as at July 01, 2024	651,366	2,801	1,735	33,976,852	1,037,908	572	35,671,234
Changes from financing cash flows							
Long term financing received - net	-	-	-	-	-	-	-
Proceeds from short term finance facilities	-	-	-	1,980,996	-	-	1,980,996
Proceeds from running finance facilities shown as cash equivalents	-	-	-	424,247	-	-	424,247
Rentals paid against right of use asset / diminishing musharika	-	(2,869)	(300)	-	68	-	(3,101)
Finance cost paid	(73,975)	-	-	-	(5,812,111)	-	(5,886,086)
Dividend paid	-	-	-	-	-	(85)	(85)
	<b>(73,975)</b>	<b>(2,869)</b>	<b>(300)</b>	<b>2,405,243</b>	<b>(5,812,043)</b>	<b>(85)</b>	<b>(3,484,029)</b>
Other changes							
Interest expense	99,627	68	-	-	5,958,318	-	6,058,013
Additions / reassessment / termination of lease	-	-	-	-	-	-	-
Government grant	(57,699)	-	-	-	-	-	(57,699)
Interest on un-claimed dividend	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-	-
	<b>41,928</b>	<b>68</b>	<b>-</b>	<b>-</b>	<b>5,958,318</b>	<b>-</b>	<b>6,000,314</b>
Balance as at June 30, 2025	<b>619,319</b>	<b>-</b>	<b>1,435</b>	<b>36,382,095</b>	<b>1,184,183</b>	<b>487</b>	<b>38,187,519</b>

## 34 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

### Risk management framework

The board of directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has exposure to the following risks from its use of financial instruments:

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Interest rate risk

### 34.1 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations without considering the fair value of the collateral available there against.

#### Exposure to credit risk

The carrying amount of respective financial assets represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is as follows:

	Note	2025 ------(Rupees in '000)-----	2024
Long-term security deposits	8	47,218	42,348
Trade debts	11	21,722,291	24,612,514
Loans and advances	12	10,427,268	10,199,691
Deposits, prepayments and other receivables		552,802	391,358
Short-term investments	14	8,289,970	3,919,454
Cash and bank balances	15	9,132,874	5,123,713
		<u>50,172,423</u>	<u>44,289,078</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## Long-term security deposits

These represent security deposits provided to utility companies as per the contractual terms and Nazir High Court against increase in gas tariff. The Company does not expect material loss against these deposits.

## Trade debts

The Company's exposure to credit risk arising from trade debtors is mainly influenced by the individual characteristics of each customer. The Company establishes an allowance for expected credit loss that represents its estimate of expected losses.

Analysis of gross amounts receivable from local and foreign trade debtors are as follows:

	2025	2024
Note	------(Rupees in '000)-----	
Domestic	21,407,106	24,715,030
Export	315,185	90,042
	<u>21,722,291</u>	<u>24,805,072</u>
The ageing of trade debts as at the date of the statement of financial position is:		
Not past due	8,621,494	6,148,286
Past due 1 - 90 days	10,065,420	8,608,101
Past due 91 - 180 days	1,471,932	6,562,508
Past due 181 - 270 days	1,360,061	3,185,444
Past due 271 - 360 days	197,666	254,711
Past due above 360 days	5,718	46,022
	<u>21,722,291</u>	<u>24,805,072</u>

## Loans and advances

These represents advances to various suppliers in an ordinary course of business to secure the availability of supplies and services. The management does not expect to incur credit loss there against.

## Deposits, prepayments and other receivables

These represent amount receivable from subsidiary against expense and also includes profit receivable against investment in term deposit receipts and on saving accounts. The management does not expect to incur credit loss there against.

## Short-term investments

These represent investment in mutual fund units and term deposit receipts. The management does not expect to incur credit loss there against.

## Debt Investments

All of the entity's debt investments at amortised cost and FVOCI are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses. Management consider 'low credit risk' for quoted bonds to be an investment grade credit rating (Very Good and Good) by the Good Credit Rating Agency. Other instruments are considered to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

## Cash and bank balances

The Company kept its surplus funds with banks having good credit rating. Currently, the surplus funds are kept with banks having rating from AAA to A-.

## Concentration of credit risk

Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligations to be similarly affected by the changes in economic, political, or other conditions. The Company believes that it is not exposed to major concentration of credit risk.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 34.2 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company ensures that it has sufficient cash to meet expected working capital requirements by having credit lines available.

The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements:

As at June 30, 2025	Carrying amount	Contractual maturities	Maturity up to one year	Maturity after one year
----- (Rupees in '000) -----				
<b>Non-derivative financial liabilities</b>				
Long-term financing	619,319	913,037	182,447	730,590
Diminishing musharika arrangement	1,435	1,975	615	1,360
Trade and other payables	25,841,273	25,841,273	25,841,273	-
Accrued mark-up	1,217,886	1,217,886	1,217,886	-
Short-term borrowings	36,382,095	36,382,095	36,382,095	-
Unclaimed dividend	487	487	487	-
	<u>64,062,495</u>	<u>64,356,753</u>	<u>63,624,803</u>	<u>731,950</u>

As at June 30, 2024	Carrying amount	Contractual maturities	Maturity up to one year	Maturity after one year
----- (Rupees in '000) -----				
<b>Non-derivative financial liabilities</b>				
Long-term financing	651,366	1,047,595	134,558	913,037
Diminishing musharika arrangement	1,735	2,596	621	1,975
Lease liabilities	2,801	2,869	2,869	-
Trade and other payables	25,013,701	25,013,701	25,013,701	-
Accrued mark-up	1,037,908	1,037,908	1,037,908	-
Short-term borrowings	33,976,852	33,976,852	33,976,852	-
Unclaimed dividend	572	572	572	-
	<u>60,684,935</u>	<u>61,082,093</u>	<u>60,167,081</u>	<u>915,012</u>

## 34.3 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The Company is exposed to currency risk and interest rate risk only.

### 34.3.1 Currency risk

Currency risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into foreign currencies.

The Company is exposed to currency risk on foreign trade creditors that are denominated in a currency other than the respective functional currency of the Company, primarily U.S. Dollar. The Company's exposure to foreign currency risk is as follows:

	2025		2024	
	Rupees in '000'	USD in '000'	Rupees in '000'	USD in '000'
Financial liabilities				
Trade creditors - foreign	<u>19,487,321</u>	<u>68,674</u>	<u>19,286,818</u>	<u>69,292</u>
Financial assets				
Trade debtors - foreign	<u>315,185</u>	<u>1,111</u>	<u>90,069</u>	<u>324</u>

The following significant spot exchange rates were applicable at the end of the year:

	2025	2024
US Dollars (USD) to Pakistani Rupee	<u>283.7645</u>	<u>278.3412</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## Sensitivity analysis

A 10 percent strengthening / weakening of the Pakistani Rupee against the US Dollar at June 30, 2025 would have decreased / increased the equity / profit after tax by Rs. 1,980.25 million (June 30, 2024: 11,149 million).

### 34.3.2 Interest rate risk

Interest rate risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has no long term interest bearing financial assets and liabilities whose fair value or future cash flows will fluctuate because of changes in market interest rates.

Financial assets and liabilities include balance of Rs. 3,466.70 million (June 30, 2024: Rs 6,756.7 million) and Rs. 36,382.10 million (June 30, 2024: 34,632.75 million) respectively, which are subject to interest rate risk. Applicable interest rates for financial assets have been indicated in respective notes.

As at June 30, 2025, if interest rates had been 100 basis points higher / lower with all other variables held constant, profit after tax for the year would have been Rs. 329.15 million (June 30, 2024: Rs. 278.76 million) lower / higher, mainly as a result of lower / higher interest expense / income from these financial liabilities and assets.

### 34.3.3 Price risk

Price risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate due to 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. The Company has no exposure to price risk except in short term investments held at fair value.

### 34.3.4 Fair value of financial assets and liabilities

The carrying values of financial assets and financial liabilities reported in the statement of financial position approximate their fair values.

### 34.3.5 Financial instruments by categories

		2025	2024
	Note	----- (Rupees in '000) -----	
<b>Financial assets</b>			
<b>Held at amortized cost</b>			
Long-term security deposits	8	47,218	42,348
Trade debts	11	21,722,291	24,612,514
Loans and advances	12	10,460,319	10,241,950
Deposits, prepayments and other receivables	13	586,408	344,954
Short-term investments	14	6,500,400	2,380,000
Cash and bank balances	15	9,132,874	5,123,713
		<u>48,449,510</u>	<u>42,745,479</u>
<b>Held at fair value</b>			
Short-term investments	15	1,789,570	1,539,454
		<u>1,789,570</u>	<u>1,539,454</u>
<b>Financial liabilities</b>			
<b>Held at amortized cost</b>			
Long-term financing	17	619,319	651,366
Diminishing musharika arrangement	17	1,435	1,735
Lease liabilities	21	-	2,801
Trade and other payables	19	26,076,787	25,013,701
Accrued mark-up	20	1,217,886	1,037,908
Short-term borrowings	21	36,382,095	33,976,852
Unclaimed dividend		487	572
		<u>64,298,009</u>	<u>60,684,935</u>

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 35 REMUNERATION TO THE CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

	Non Executive Directors	Executive Directors	Chief Executive	Executives	Total
<b>2025</b>					
------(Rupees in '000')-----					
Managerial remuneration	-	7,901	27,090	127,463	162,454
House rent	-	3,559	12,201	57,407	73,167
Medical	-	790	2,709	12,747	16,246
Retirement benefits	-	1,814	3,224	10,129	15,167
Director's meeting fee	6,800	-	-	-	6,800
	<b>6,800</b>	<b>14,064</b>	<b>45,224</b>	<b>207,746</b>	<b>273,834</b>
Number of persons	<b>5</b>	<b>1</b>	<b>1</b>	<b>45</b>	<b>52</b>
<b>2024</b>					
------(Rupees in '000')-----					
Managerial remuneration	-	20,496	27,090	130,709	178,295
House rent	-	9,231	12,201	58,870	80,302
Medical	-	2,050	2,709	13,071	17,830
Retirement benefits	-	1,707	3,224	9,853	14,784
Director's meeting fee	7,700	-	-	-	7,700
	<b>7,700</b>	<b>33,484</b>	<b>45,224</b>	<b>212,503</b>	<b>298,911</b>
Number of persons	<b>5</b>	<b>1</b>	<b>1</b>	<b>48</b>	<b>55</b>

35.1 Independent and non executive directors are not provided with the remuneration or any other perquisites other than directors' meeting fees.

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 36 TRANSACTIONS WITH RELATED PARTIES

36.1 Transactions involving related parties arising in the normal course of business are conducted at arm's length and at normal commercial rates unless otherwise specifically approved by the board of directors.

Name of the related party	Relationship and percentage of shareholding
Wilmar Pakistan Holdings Pte. Limited	Associated Company incorporated in Singapore (WPH holds 34.84% shares of UFL).
Wilmar Trading Pte. Ltd.	Associated Company-Member of same group in which Wilmar Pakistan is a member
Sunridge Foods (Private) Limited	Wholly owned subsidiary by nature of hundred percent shareholding.
Sunridge Confectionery Limited	Associated Company-wholly owned subsidiary of Sunridge Foods (Private) Limited
Unity Feeds (Private) Limited	Associated Company by nature of Common Directorship
Unity Packages (Private) Limited	Associated Company by nature of Common Directorship
Unity Enterprises (Private) Limited	Associated Company by nature of Common Directorship
Unity Wilmar Agro (Private) Limited	Associated Company by nature of Common Directorship
Kairos Resources (Private) Limited	Associated Company by nature of Common Directorship
Emeralds Oils and Fats (Private) Limited	Associated Company by nature of Common Directorship
Agro Allianz Limited	Associated Company by nature of shareholding
Aloia (Private) Limited	Associated Company by nature of Common Directorship
Artciti (Private) Limited	Associated Company by nature of Common Directorship
SSG Traders (Private) Limited	Associated Company by nature of Common Directorship
Sunridge Mart (Private) Limited	Associated Company by nature of Common Directorship
Sunridge Global (Private) Limited	Associated Company-wholly owned subsidiary of Sunridge Foods (Private) Limited
Pak Agro Packaging Limited	Associated Company by nature of Common Directorship
Ujala Education Foundation	Associated Company by nature of Common Directorship
Unity Commodities	Associated Company by nature of Common Directorship
Unity Resources Food Products L.L.C.	Associated Company by nature of Common Directorship and Shareholding
Mitchells Fruit Farms Limited	Related Party by nature of Common Directorship.
Bata Pakistan Limited	Related Party by nature of Common Directorship.
Bolan Castings Limited	Related Party by nature of Common Directorship.
Hascol Petroleum Limited	Related Party by nature of Common Directorship.
Indus Dying Limited	Related Party by nature of Common Directorship.
Shataj Textile Limited	Related Party by nature of Common Directorship.
Al Shaheer Corporation Limited	Related Party due to common management / control
Mr. Muhammad Farukh	Director / Chief Executive Officer
Mr. Aamir Amin	Non-Executive Director
Ms. Lie Hong Hwa	Non-Executive Director
Dr. Safdar Ali Butt	Independent Director
Mr. Amir Shehzad	Non-Executive Director / Chairman BOD
Mr. Mansoor Yakoob	Independent Director
Mr. Ghulam Farooq	Key management personnel
Mr. Jalees Edhi	Key management personnel
UFL Employees' Provident Fund	Employees Retirement Benefit Fund
Mr. Umar Shahzad	Key management personnel

Following are the related parties with whom the Company had entered into transaction otherwise stated elsewhere:

## 36.2 Transactions with related parties

Name	Nature of relationship	Nature of transaction	For the year ended	
			2025	2024
			----- (Rupees in '000) -----	
Sunridge Foods (Private) Limited	Subsidiary	Sales	201,548	374,449
		Purchases	182,410	149,637
		Commission charged by the Subsidiary Company	32,994	-
		Payment made on behalf of the Subsidiary Company against fixed assets	-	278,100
		Payment made on behalf of the Subsidiary Company against expenses	393,475	344,933
		Interest income earned	69,967	335
		Interest income received	-	228,872
		Advance against purchases - net	42,053	4,963,631

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

Name	Nature of relationship	Nature of transaction	2025	2024
			----- (Rupees in '000) -----	
Al Shaheer Corporation Limited	Associated Company	Sales	1,150,982	-
Sunridge Confectionery Limited	Subsidiary	Purchases	10,608	-
		Sales	71,731	44,773
		Payment as commission agent against purchase of inventory - net	962,531	11,736,706
		Interest income earned	76,970	-
		Commission charged by the Subsidiary Company	2,501	10,175
Sunridge Mart (Private) Limited	Associated Company	Sales	5,047,428	23,186
		Purchases	181	3,705
		Payment made on behalf of the Subsidiary Company against fixed assets	-	11,301
Unity Resource Food Products LLC	Associated Company	Advance received against sale of goods	121,679	137,769
		Sales	-	20,535
Wilmar Trading Pte Limited	Associated Company	Purchases	17,624,895	33,740,255
		Sales	145,316	962
		Liability written back	300,000	-
		Payments	15,040,349	30,771,439
Unity Commodities	Associated person	Purchase of vehicle	6,800	-
Emeralds Oils and Fats (Private) Limited (EOF)	Associated Company	Purchase of land	643,000	-
Provident fund	Staff retirement benefit fund	Contribution paid	67,809	58,029
Directors and executives	Key management personnel	Remuneration paid	122,916	161,465
		Purchase of vehicle	6,800	7,200

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 37 CAPITAL RISK MANAGEMENT

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payments to shareholders or issue new shares. The management seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

The Company's objectives when managing capital are to ensure the Company's ability not only to continue as a going concern but also to meet its requirements for expansion and enhancement of its business, to maximize return of shareholders and to optimize capital structure and to reduce the cost of capital.

In order to achieve the above objectives, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares through bonus or right issue or sell assets to reduce debts or raise debts, if required.

		2025	2024
	Note	----- (Rupees in '000) -----	
The gearing ratio is as follows;			
Long-term financing	17	620,754	653,101
Short-term borrowings	21	36,382,095	33,976,852
<b>Total debt</b>		37,002,849	34,629,953
Cash and bank balances	17	(9,132,874)	(5,123,713)
<b>Net debt</b>		27,869,975	29,506,240
Share capital	16	11,940,500	11,940,500
Share premium		3,400,000	3,400,000
Unappropriated profit		3,747,384	2,517,768
<b>Share capital and reserves</b>		19,087,884	17,858,268
<b>Gearing ratio (Net debt / (Net debt + Share capital and reserves))</b>		59.35%	62.30%

## 38 MEASUREMENT OF FAIR VALUES

Fair value is defined as 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.

The fair value of financial assets and liabilities traded in active markets i.e. listed equity shares are based on the quoted market prices at the close of trading on the period end date. The quoted market prices used for financial assets held by the Company is current bid price.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

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:

- Level 1: Fair value measurement using quoted (unadjusted) in active markets for identical asset or liability.
- Level 2: Fair value measurements using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Fair value measurement using inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

# NOTES TO THE UNCONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

As at June 30, 2025, all financial assets and financial liabilities are carried at amortized cost which is approximate to their fair value, except short term investment which is carried at fair value.

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

For assets and liabilities that are recognized in the unconsolidated financial statements at fair value on a recurring basis, the management recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. There were no transfers between different levels of fair values mentioned above.

## 39 ANNUAL PRODUCTION CAPACITY

	2025	2024
	----- (Metric Tonnes) -----	
<b>Production capacity as at year end was as follows:</b>		
Edible oil refinery	372,600	372,600
Feed mill	302,400	302,400
Solvent extraction plant	162,000	162,000
Soap plant	15,600	15,600
<b>The actual production for the year was:</b>		
Edible oil refinery	104,331	126,406
Feed Mill	88,571	96,400
Solvent extraction plant	6,604	15,515
Soap plant	1,506	1,698

The above production is carried out as per sales demand.

## 40 CORRESPONDING FIGURES

In addition, certain corresponding figures have been rearranged and reclassified, wherever considered necessary, for the purposes of comparison and to reflect the substance of the transactions, however there were no material reclassifications.

## 41 NUMBER OF EMPLOYEES

	2025	2024
Total number of employees as at year end	505	540
Average number of employees during the year	526	564

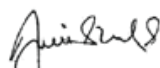
## 42 DATE OF AUTHORIZATION FOR ISSUE

These unconsolidated financial statements were authorized for issue in the Board of Directors meeting held on September 26, 2025.

## 43 GENERAL

43.1 Figures in these unconsolidated financial statements have been rounded off to the nearest thousand Rupees except stated otherwise.

43.2 Certain prior period figures have been reclassified for better presentation.

  
Director

  
Chief Executive

  
Chief Financial Officer



## AGREED-UPON PROCEDURES REPORT OF UNITY FOODS LIMITED ON THE UTILIZATION OF RIGHT SHARES PROCEEDS

To the Board of Directors of  
Unity Foods Limited (the Company)

---

**Grant Thornton Anjum  
Rahman**

1st & 3rd Floor,  
Modern Motors House,  
Beaumont Road,  
Karachi, Pakistan.

T +92 21 35672951-56

### Purpose of this Agreed-Upon Procedures Report

Our report is made solely for the purpose of assisting the management in compliance with the requirements of section 10(2) of the Further Issue of Shares Regulations, 2020 and may not be suitable for any other purpose.

### Responsibilities of the Company

The Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement.

The Company is responsible for the subject matter on which the agreed upon procedures are performed.

### Our Responsibilities

We have conducted the agreed-upon procedures engagement in accordance with the International Standard on Related Services (ISRS) 4400 (Revised), Agreed-Upon Procedures Engagements. An agreed-upon procedures engagement involves our performing the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness of the agreed-upon procedures.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion.

Had we performed additional procedures, other matters might have come to our attention that would have been reported.

### Professional Ethics and Quality Management

We have complied with the ethical requirements applicable in Pakistan. For the purpose of this engagement, there are no independence requirements with which we are required to comply.

Our firm applies International Standard on Quality Management (ISQM 1), Quality Management for Firms that Perform Audits and Reviews of Financial Statements, or Other Assurance or Related Services Engagements, and accordingly, maintains a comprehensive system of quality management including documented policies and procedures regarding



compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

#### Procedures and Findings

We have performed the procedure described below, which were agreed upon with the Company, for the purpose as stated above:

Procedures performed Findings	Findings
We obtained details of utilization of right shares proceeds for the period from 01 January 2025 to 30 June 2025.	We noted that during the period from 01 January 2025 to 30 June 2025, total payments made by the Company in respect of utilization of right shares proceeds amounted to Rs. 770,210,000.

*Arif-Perk*

Chartered Accountants

Karachi October 05, 2025



## INDEPENDENT AUDITOR'S REPORT

To the Members of Unity Foods Limited

### Report on the Audit of the Consolidated Financial Statements

---

**Grant Thornton Anjum  
Rahman**

1st & 3rd Floor,  
Modern Motors House,  
Beaumont Road,  
Karachi, Pakistan.

**T** +92 21 35672951-56

### Opinion

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

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

### Basis for Opinion

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

### Emphasis of Matter

We draw attention to note 2 of the unconsolidated financial statements, which states that during the year, the Company has restated certain prior period figures. Our opinion is not modified in respect of this matter.

### Key Audit Matters

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

Following are the Key Audit Matters:

S.No	Key audit matters	How the matters were addressed in our audit
1.	<p><b>Valuation of stock-in-trade</b></p> <p>As at June 30, 2025, the Company held stock in trade amounting to Rs. 12,284 million as disclosed in note 11 of accompanying consolidated financial statements. The stock in trade account for 16.04% of the total current assets.</p> <p>The value of stock-in-trade is arrived at on a weighted average basis. Stock-in-trade and stock-in-transit are stated at the lower of cost less impairment loss if any or net realizable value. There is an element of judgement involved relating to the valuation, which is required for the estimation of the NRV and allowance for slow-moving and obsolete stock in trades. Such estimation is made after taking into consideration factors such as movement in prices, current and expected future market demands and pricing competitions.</p> <p>This was the key audit mater because of its materiality and significance in terms of judgments involved in estimating the NRV of underlying inventories.</p>	<p>As part of our audit, we have performed the following audit procedures:</p> <ul style="list-style-type: none"> <li>• Attended the stock counts at locations to observe the stock count process and evaluate the condition of stock in trade.</li> <li>• Tested the valuation method used by the management in valuation of stock in trade.</li> <li>• Inspected on sample basis specific purchases with underlying supporting documents.</li> <li>• Evaluated the appropriateness of the basis and processes used by management in determining the net realizable value of stock in trade.</li> <li>• Performed testing on sample of items to assess the NRV of the inventories held and evaluating the adequacy of provision for slow moving and obsolete stock.</li> <li>• Assessed the adequacy of the disclosures on stock in trade in the consolidated financial statements.</li> </ul>
2	<p><b>Revenue recognition</b></p> <p>The principal activity of the Company is edible oil extraction, refining, soap, food items and related businesses.</p> <p>Revenue from sale of goods is recognised as when performance obligations are satisfied by transferring control of promised goods to customer, and Control, depending on contractual terms and is considered to be transferred either when the product is directly uplifted by customer from factory or warehouse or when it is</p>	<p>As part of our audit, we have performed the following audit procedures:</p> <ul style="list-style-type: none"> <li>• Assessed the design, implementation and operating effectiveness of the key internal controls involved in revenue recognition.</li> <li>• Understood and evaluated the accounting policy with respect to revenue recognition.</li> </ul>



	<p>delivered by the Company at customer's premises and the customer has accepted the product.</p> <p>Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes etc.), pricing allowances and other trade discounts.</p> <p>We considered revenue recognition as a key audit matter due to revenue being one of the key performance indicators of the Company. In addition, revenue was also considered as an area of significant audit risk as part of the audit process.</p>	<ul style="list-style-type: none"> <li>• Performed testing of revenue transactions on a sample basis with underlying documentation including dispatch documents and sales invoices.</li> <li>• Tested on a sample basis, specific revenue transactions recorded before and after the reporting date with underlying documentation to assess whether revenue was recognised in the correct period.</li> <li>• Performed audit procedures to analyze variation in the price and quantity sold during the year.</li> <li>• Assessed the adequacy of disclosures made in the financial statements related to revenue.</li> </ul>
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#### 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 consolidated financial statements and our auditor's report thereon.

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

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

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

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

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either



intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Group's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 consolidated financial statements.

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

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



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

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


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

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current 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.

#### **Other Matter**

The annual financial statements of the company for the year ended June 30, 2024 were audited by another firm of chartered accountants, whose audit report date October 05, 2024 expressed an unmodified opinion on the aforementioned financial statements.

The engagement partner on the audit resulting in this independent auditor's report is **Muhammad Khalid Aziz**.

  
Chartered Accountants

Karachi

Dated: October 05, 2025

UDIN: AR2025101542gbZQTKeH

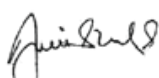
# **Consolidated Financial Statements**

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2025

		2025	2024 (Restated)	2023 (Restated)
<b>ASSETS</b>	<b>Note</b>	------(Rupees in '000)-----		
<b>Non-current assets</b>				
Property, plant and equipment	7	17,357,800	18,070,374	16,666,024
Intangible assets	8	535,788	567,218	591,892
Long-term security deposits	9	100,208	91,829	87,143
Long-term investment	10	455,980	557,353	230,938
		<u>18,449,776</u>	<u>19,286,774</u>	<u>17,575,997</u>
<b>Current assets</b>				
Stock-in-trade	11	12,283,947	13,581,556	11,747,761
Stores and spares	12	57,225	80,419	69,780
Trade debts	13	23,311,919	25,581,861	24,830,944
Loans and advances	14	16,256,085	12,263,991	5,867,114
Deposits, prepayments and other receivables	15	2,129,792	271,772	114,820
Taxation - net of provision		4,709,080	5,597,802	5,280,658
Short-term investments	16	8,289,970	3,919,454	9,568,937
Cash and bank balances	17	9,530,297	5,272,354	1,210,119
		<u>76,568,315</u>	<u>66,569,209</u>	<u>58,690,133</u>
<b>TOTAL ASSETS</b>		<u>95,018,091</u>	<u>85,855,983</u>	<u>76,266,130</u>
<b>EQUITY AND LIABILITIES</b>				
<b>Share capital and reserves</b>				
<b>Authorised share capital</b>				
1,200,000,000 (June 30, 2024: 1,200,000,000) ordinary shares of Rs. 10/- each		12,000,000	12,000,000	12,000,000
<b>Issued, subscribed and paid-up capital</b>				
Share capital	18	11,940,500	11,940,500	11,940,500
Share premium		3,400,000	3,400,000	3,400,000
Reserve for remeasurement of investment at FVOCI		(159,883)	(163,486)	(78,257)
Unappropriated profit		2,852,983	1,245,533	4,762,655
		<u>18,033,600</u>	<u>16,422,547</u>	<u>20,024,898</u>
<b>Non-current liabilities</b>				
Long-term financing	19	2,423,527	518,243	524,721
Lease liabilities		-	-	2,801
Deferred Income	20	122,276	174,608	198,563
Staff retirement benefits	21	19,268	19,837	23,400
Deferred taxation - net	22	87,633	-	-
		<u>2,652,704</u>	<u>712,688</u>	<u>749,485</u>
<b>Current liabilities</b>				
Trade and other payables	23	31,232,961	26,615,437	24,171,793
Accrued mark-up	24	1,438,132	1,211,279	579,950
Short-term borrowings	25	41,232,095	40,698,102	30,581,896
Taxation - net		188,315	-	-
Unclaimed dividend		487	572	540
Current portion of non-current liabilities		239,797	195,358	157,568
		<u>74,331,787</u>	<u>68,720,748</u>	<u>55,491,747</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>95,018,091</u>	<u>85,855,983</u>	<u>76,266,130</u>
Contingencies and commitments	26			

The annexed notes from 1 to 48 form an integral part of these consolidated financial statements.



Director



Chief Executive



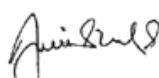
Chief Financial Officer

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024 (Restated)
	Note	------(Rupees in '000)-----	
<b>CONTINUING OPERATIONS:</b>			
Turnover - gross		84,851,127	86,136,644
Less: sales tax / discount		(7,441,307)	(8,111,810)
Turnover - net	27	77,409,820	78,024,834
Cost of sales	28	(65,974,400)	(71,291,253)
<b>Gross profit</b>		11,435,420	6,733,581
Selling and distribution expenses	29	(2,229,660)	(2,401,366)
Administrative expenses	30	(1,278,415)	(1,378,207)
Other operating expenses	31	(863,784)	(305)
Reversal / (charge) of expected credit loss		35,766	(174,966)
		(4,336,093)	(3,954,844)
Other income	32	2,786,022	1,757,518
<b>Operating profit</b>		9,885,349	4,536,255
Finance cost	33	(7,024,486)	(7,440,103)
<b>Profit / (loss) before levies and taxation</b>		2,860,863	(2,903,848)
Levies	34	(704,514)	(776,649)
<b>Profit / (loss) before taxation</b>		2,156,349	(3,680,497)
Taxation	35	(850,847)	(34,997)
<b>Net profit / (loss) after taxation from continuing operations</b>		1,305,502	(3,715,494)
<b>DISCONTINUED OPERATIONS:</b>			
<b>Net profit from discontinued operations</b>	36	326,224	198,372
<b>Profit / (loss) for the year</b>		1,631,726	(3,517,122)
<b>Earning / (loss) per share - basic and diluted (Rupees)</b>	37	1.37	(2.95)
<b>Profit / (loss) is attributable to:</b>			
Owners of the parent entity		1,631,726	(3,517,122)
Non-controlling interests		-	-
		1,631,726	(3,517,122)

The annexed notes from 1 to 48 form an integral part of these consolidated financial statements.

  
Director

  
Chief Executive

  
Chief Financial Officer

**CONSOLIDATED STATEMENT OF  
COMPREHENSIVE INCOME**

FOR THE YEAR ENDED 30 JUNE 2025

	2025	2024 (Restated)
	----- (Rupees in '000) -----	
<b>Profit / (loss) for the year</b>	1,631,726	(3,517,122)
Other comprehensive income	-	-
<b>Items that will not be subsequently reclassified to consolidated statement of profit or loss</b>		
Fair value loss on financial asset classified as fair value through other comprehensive income (FVOCI)	(20,673)	(85,229)
<b>Total comprehensive income / (loss) for the year</b>	<u>1,611,053</u>	<u>(3,602,351)</u>
<b>Total comprehensive income / (loss) is attributable to:</b>		
Owners of the parent entity	1,611,053	(3,602,351)
Non-controlling interests	-	-
	<u>1,611,053</u>	<u>(3,602,351)</u>

The annexed notes from 1 to 48 form an integral part of these consolidated financial statements.



Director



Chief Executive



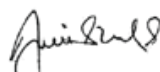
Chief Financial Officer

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2025

	Share capital	Capital reserves		Revenue reserve	Total Reserve	Total equity
		Share premium	Reserve for remeasurement of investment at FVOCI	Unappropriated profit		
-----Rupees in '000)-----						
Balance as at June 30, 2023 - as previously reported	11,940,500	3,400,000	(78,257)	6,045,589	9,367,332	21,307,832
Effect of restatement (note 2)	-	-	-	(1,282,934)	(1,282,934)	(1,282,934)
Balance as at June 30, 2023 - as restated	11,940,500	3,400,000	(78,257)	4,762,655	8,084,398	20,024,898
Total comprehensive income for the year ended June 30, 2024 - restated						
Loss for the year	-	-	-	(3,517,122)	(3,517,122)	(3,517,122)
Other comprehensive loss	-	-	(85,229)	-	(85,229)	(85,229)
Balance as at June 30, 2024 - restated	11,940,500	3,400,000	(163,486)	1,245,533	4,482,047	16,422,547
<b>Total comprehensive income for the year ended June 30, 2025</b>						
Profit for the year	-	-	-	1,631,726	1,631,726	1,631,726
Other comprehensive loss	-	-	(20,673)	-	(20,673)	(20,673)
	-	-	(20,673)	1,631,726	1,611,053	1,611,053
<b>Deficit transferred to unappropriated profit on disposal of shares</b>						
	-	-	24,276	(24,276)	-	-
<b>Balance as at June 30, 2025</b>	<b>11,940,500</b>	<b>3,400,000</b>	<b>(159,883)</b>	<b>2,852,983</b>	<b>6,093,100</b>	<b>18,033,600</b>

The annexed notes from 1 to 48 form an integral part of these consolidated financial statements.

  
Director

  
Chief Executive

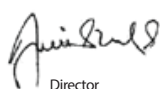
  
Chief Financial Officer

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2025

	Note	2025 ------(Rupees in '000)-----	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Cash generated from / (used in) operating activities</b>	38	10,863,290	(2,244,670)
Taxes paid - net		(505,587)	(1,158,003)
Long-term loans - net		-	(28,908)
Long-term deposits paid		(8,379)	(4,686)
Staff retirement benefits paid		(569)	(3,563)
<b>Net cash generated from / (used in) operating activities</b>		10,348,755	(3,439,830)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchases of property, plant and equipment		(1,010,201)	(2,659,004)
Proceed from disposal of property, plant and equipment		1,065,444	768,934
Purchase of intangible assets		(4,770)	(7,757)
Proceeds / (payments) from long term investments in listed equity securities - net		80,700	(411,645)
Short-term investments - net		(4,342,252)	5,936,639
Profit received from bank deposits and short-term investments		1,177,674	509,928
<b>Net cash (used in) / generated from investing activities</b>		(3,033,405)	4,137,095
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Short-term borrowings - net		1,159,287	2,915,105
Long-term financing - net		1,911,975	71,888
Rentals paid against right-of-use assets and diminishing musharika		(1,819)	(36,621)
Outstanding dividend paid		(85)	-
Finance cost paid		(6,797,374)	(6,786,503)
<b>Net cash used in financing activities</b>		(3,728,016)	(3,836,131)
<b>Net increase / (decrease) in cash and cash equivalents</b>		3,587,334	(3,138,866)
Cash and cash equivalents on disposals of subsidiaries		(4,097)	-
Cash and cash equivalents at the beginning of the year		(2,337,690)	801,176
<b>Cash and cash equivalents at the end of the year</b>	38.1	1,245,547	(2,337,690)

The annexed notes from 1 to 48 form an integral part of these consolidated financial statements.



Director



Chief Executive



Chief Financial Officer

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 30 JUNE 2025

### 1 THE GROUP AND ITS OPERATIONS

1.1 The Group consists of Unity Foods Limited (the Holding Company) and its subsidiaries namely Sunridge Foods (Private) Limited, Sunridge Confectionery Limited and Sunridge Global (Private) Limited. Brief profiles of the Holding Company and its subsidiaries are as follows:

#### 1.1.1 Unity Foods Limited

Unity Foods Limited (the Holding Company) was incorporated in Pakistan in 1991 as a Private Limited Company under the Companies Ordinance, 1984 (now the Companies Act, 2017) and subsequently converted into a Public Limited Company on June 16, 1991. Shares of the Holding Company are listed in Pakistan Stock Exchange since February 01, 1994. The principal business activity of the Holding Company is edible oil extraction, refining, soap and related businesses.

#### 1.1.2 Sunridge Foods (Private) Limited

Sunridge Foods (Private) Limited, the wholly owned subsidiary, was incorporated in Pakistan as a Private Limited Company on March 16, 2015 under the Companies Ordinance, 1984 (now the Companies Act, 2017). The principal activity of the Subsidiary Company is the processing of food items.

#### 1.1.3 Sunridge Confectionery Limited

Sunridge Confectionery Limited, the subsidiary wholly owned through Sunridge Foods (Private) Limited was incorporated in Pakistan as a Public Limited Company on September 1, 2016 under the Companies Ordinance, 1984 (now the Companies Act, 2017). The principal business activity of the Subsidiary Company is to manufacture, sell and distribute food items.

#### 1.1.4 Sunridge Global (Private) Limited

Sunridge Global (Private) Limited was incorporated on December 15, 2023, as a wholly owned subsidiary of Sunridge Foods (Private) Limited which in turn is a wholly owned subsidiary of Unity Foods Limited. The subsidiary is engaged mainly in the Foods and Beverages - Allied Other sector.

### 1.2 Geographical locations and addresses of business units including plants of the Group are as under:

Addresses	Purpose	In Use
<b>Karachi, Sindh</b>		
Unity Tower, Plot No. 8-C, Block-6, P.E.C.H.S.	Registered Office	Unity Foods Limited Sunridge Global (Private) Limited Sunridge Confectionery Limited Sunridge Foods (Pvt.) Limited
Plot No. A-48, Eastern Industrial Zone, Port Qasim.	Oil Refinery	Unity Foods Limited
Plot No. A-55 & 56, Eastern Industrial Zone, Port Qasim.	Feed Mill	Unity Foods Limited
Plot No. C6, North West Industrial Zone, Port Qasim.	Pesa Flour Plant	Sunridge Foods (Private) Limited
Industrial Plot No. H/14, SITE Super Highway, Phase II.	Flour Mill	Sunridge Foods (Private) Limited
Plot No 23 & 25, Sector C-IV, Phase - I and Karachi Export Processing Zone, Landhi	Flour Mill	Sunridge Global (Private) Limited
<b>Kotri, District Hyderabad, Sindh</b>		
Plot No. N-25 & N-27/B, N37/A, SITE Area.	Edible Oil Extraction Plant, Refinery and Pelletising Mills	Unity Foods Limited
<b>Hub, Balochistan</b>		
Plot No. C-375, C-376, C-377, C-382, C-383 and C-384, Hub Industrial Estate, Lasbella.	Soap Plant	Unity Foods Limited
Plot No. 16-21, Main Road, Hub Chowki.	Confectionary Plant	Sunridge Confectionery Limited
<b>Lahore, Punjab</b>		
Muhammad Pura / Dhamkay, Tehsil Sharaqpur, District Sheikhpura.	Flour and Rice Mill	Sunridge Foods (Pvt.) Limited

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 2 RESTATEMENT OF PRIOR PERIOD FINANCIAL STATEMENTS

During the year ended 30 June 2024, pursuant to the release of circular 7/2024 by the Institute of Chartered Accountants of Pakistan, the Group had elected to change the method of accounting for minimum taxes and final taxes and designated the amount calculated on gross amount of revenue as a levy within the scope of IFRIC 21/IAS 37. The said approach requires the deferred tax to be measured using the average effective rate of tax. However, the Unity Foods Limited had recognised the deferred tax using the enacted tax rate. Accordingly, the Group has restated its prior periods' consolidated financial statements as follows:

<b>Impact on consolidated condensed interim statement of financial position As at 30 June 2024</b>	<b>As previously</b>	<b>Adjustments</b>	<b>As restated</b>
	----- (Rupees in '000') -----		
Deferred tax asset	1,390,602	(1,390,602)	-
Revenue reserve	2,472,649	(1,390,602)	1,082,047
	<u>                    </u>	<u>                    </u>	<u>                    </u>
<b>Impact on consolidated condensed interim statement of financial position As at 30 June 2023</b>	<b>As previously</b>	<b>Adjustments</b>	<b>As restated</b>
	----- (Rupees in '000') -----		
Deferred tax asset	1,282,934	(1,282,934)	-
Revenue reserve	6,045,589	(1,282,934)	4,762,655
	<u>                    </u>	<u>                    </u>	<u>                    </u>
<b>Impact on consolidated condensed interim statement of profit or loss For the year ended 30 June 2024</b>	<b>As previously</b>	<b>Adjustments</b>	<b>As restated</b>
	----- (Rupees in '000') -----		
Taxation - deferred	108,194	(108,194)	-
	<u>                    </u>	<u>                    </u>	<u>                    </u>
<b>Impact on consolidated condensed interim statement of comprehensive income For the year ended 30 June 2024</b>	<b>As previously</b>	<b>Adjustments</b>	<b>As restated</b>
	----- (Rupees in '000') -----		
Loss on re-measurement of financial asset carried at FVOCI	85,755	(526)	85,229
	<u>                    </u>	<u>                    </u>	<u>                    </u>

## 3 BASIS OF PREPARATION

### 3.1 Statement of compliance

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

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standard Boards (IASB) as notified under the Companies Act, 2017;

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

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

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

## 3.2 Basis of measurement

These consolidated financial statements have been prepared;

- (i) under the historical cost convention except otherwise stated.
- (ii) following accrual basis of accounting except for cash flow information.

## 3.3 Functional and presentation currency

These consolidated financial statements are presented in Pakistani Rupees, which is the Company's functional currency. Figures have been rounded-off to the nearest thousand Rupees unless otherwise stated.

## 3.4 Standard, Amendments and Interpretations to Approved Accounting Standards

### 3.4.1 Standards, amendments and interpretations to the published standards that may be relevant to the Company and adopted in the current year

There were certain amendments to accounting and reporting standards which became effective for the Company for the current year. However, these are considered not to be relevant or to have any significant impact on the Company's financial reporting and, therefore, have not been disclosed in these consolidated financial statements.

### 3.4.2 Standards, amendments and interpretations to the published standards that may be relevant but not yet effective and not early adopted by the Company

There are certain amendments to accounting and reporting standards that are not yet effective and are considered either not to be relevant or to have any significant impact on the Company's consolidated financial statements and operations and, therefore, have not been disclosed in these consolidated financial statements.

### 3.4.3 Standards, amendments and interpretations to the published standards that are not yet notified by the Securities and Exchange Commission of Pakistan (SECP)

Further, certain IFRS have been issued by the International Accounting Standards Board (IASB) which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

## 4 USE OF CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENT

The preparation of these consolidated financial statements in conformity with the approved accounting standards as applicable in Pakistan requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates underlying the assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods.

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

Property, plant and equipment and depreciation	refer note 5.1
Right-of-use assets	refer note 5.3
Intangible assets and amortization	refer note 5.4
Stock-in-trade	refer note 5.8
Government grant	refer note 5.18
Provisions	refer note 5.20
Taxation	refer note 5.26
Contingent liabilities	refer note 5.27
Impairment	refer note 5.30

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5 MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the presentation of these annual audited consolidated financial statements are set out below. These policies have been consistently applied to the years presented.

### 5.1 Property, plant and equipment and depreciation

#### Initial recognition

The cost of an item of property, plant and equipment is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Group and the cost of such item can be measured reliably.

Recognition of the cost in the carrying amount of an item of plant and equipment ceases when the item is in the location and condition necessary for it to be capable of operating in the manner intended by the management.

#### Measurement

Property, plant and equipment (except freehold land) are stated at cost less accumulated depreciation and impairment losses, if any. The costs of property, plant and equipment include:

- a) Its purchase price including import duties, non-refundable purchase taxes after deducting trade discounts and rebates,
- b) Any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and
- c) Borrowing costs, if any.

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

#### Subsequent expenditure

Expenditure incurred to replace a significant component of an item of plant and equipment is capitalized and the asset so replaced is retired. Other subsequent expenditure is capitalized only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other expenditure (including repairs and normal maintenance) are charged in the consolidated statement of profit or loss as an expense when incurred.

#### Depreciation

Depreciation on all items except for free hold land is charged on straight line method at the rates specified in respective note to these annual audited consolidated financial statements and is charged to profit or loss.

Depreciation on addition is charged from the month the asset is available for use up to the month prior to disposal. Depreciation methods, useful lives and residual values of each part of property, plant and equipment that is significant in relation to the total cost of the asset are reviewed, and adjusted if appropriate, at each financial year end.

#### Gain or loss on disposal

Gain or loss on disposal of asset is the difference between the consideration received and the net book value of asset at the date of disposal. Gain or loss is charged to profit or loss.

### 5.2 Capital work-in-progress

Capital work-in-progress is stated at cost less impairment loss, if any and consists of expenditure incurred (including any borrowing cost, if applicable) and advances made in the course of their construction and installation. Transfers are made to relevant class of assets as and when assets are available for intended use.

### 5.3 Right-of-use assets

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets.

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

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.4 Intangible assets and amortization

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

Subsequent expenditure on capitalized intangible assets is capitalized only when it increases the future economic benefits embodied in the specific assets to which it relates. All other expenditure are charged to profit or loss as incurred.

Amortization is charged to profit or loss on a straight line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Amortization on additions to intangible assets is charged from the month in which an item is acquired or capitalized while no amortization is charged for the month in which the item is disposed off.

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the Group can demonstrate:

- (a) the technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
- (b) its intention to complete and its ability and intention to use or sell the asset.
- (c) how the asset will generate future economic benefits.
- (d) the availability of resources to complete the asset.
- (e) the ability to measure reliably the expenditure during development.

## 5.5 Goodwill

Goodwill is initially measured as at the acquisition date, being the excess of (a) the aggregate of the consideration transferred; and (b) the net amount of the identifiable assets acquired and the liabilities assumed as at the date of acquisition.

Goodwill acquired as a result of business combination is measured, subsequent to initial recognition, at cost less accumulated impairment losses, if any.

In case the fair value attributable to the Group's interest in the identifiable net assets exceeds the fair value of consideration, the Group recognises the resulting gain in the consolidated statement of profit or loss on the acquisition date.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash generating unit (CGU) (Wheat Production Unit) that are expected to benefit from the synergies of the operations irrespective of whether other assets or liabilities of the acquiree are assigned to these units or group of units.

A CGU to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to the other assets of the CGU on pro rata based on the carrying amount of each asset in the CGU. Any impairment loss for goodwill is recognised directly in the consolidated statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant CGU, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

## 5.6 Trade debts

Trade debts originated by the Group are recognised and carried at original invoice amounts less allowance for expected credit losses (ECL). Bad debts are written-off when identified with BOD approval. The Group recognizes allowance for ECL as per policy stated in note 5.30.

## 5.7 Advances and other receivables

These are recognised at cost which is the fair value of the consideration given. These are subsequently measured at amortised cost less allowance for impairment, if any.

## 5.8 Stock-in-trade

Stock-in-trade and stock-in-transit are stated at the lower of cost less impairment loss if any or net realizable value. Cost is arrived at on a weighted average basis. Cost of work-in-process and finished goods include cost of materials and appropriate portion of production overheads. Net realizable value is the estimated selling price in the ordinary course of business less costs of completion and selling expenses.

## 5.9 Stores and spares

Stores and spares are stated at cost less provision for slow moving and obsolete items. Cost is determined by using the weighted average method. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.10 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flow, cash and cash equivalents includes cash in hand, balances with banks and short term borrowings (running finance) availed by the Group, which are repayable on demand and form an integral part of the Group's cash management.

## 5.11 Trade and other payables

Trade and other payables are recognized initially at fair value plus directly attributable costs, if any, and subsequently measured at amortized costs.

## 5.12 Staff retirement benefits

### 5.12.1 Defined contribution plan

The Group contributes to an approved contributory provident fund scheme for all its permanent employees. Equal monthly contributions, both by the group and the employees are made to the fund, at the rate of 8.33% of the basic salary plus cost of living allowance. All regular employees are eligible for provident fund upon their confirmation. Obligation for contributions to defined contribution plan by the Group is recognized as an expense in the consolidated statement of profit or loss.

### 5.12.2 Unfunded gratuity scheme

Sunridge Foods (Private) Limited, the wholly owned subsidiary, operated an unapproved and unfunded gratuity scheme covering all its permanent employees who have completed the qualifying period under the scheme. The scheme was being administered by the directors and contribution therein were being made in the accordance with actuarial recommendations.

The valuation in this regard was carried using the Projected Unit Credit Method with actuarial valuation being carried out at the end of each annual reporting period. Remeasurement of the defined benefit liability, which comprises of actuarial gain and losses was recognized in other comprehensive income.

All the past service costs were recognised at the earlier of when the amendments or curtailment occurs and when the Group had recognised related restructuring or termination benefits. Net interest expenses, current and past service costs relating to defined benefit scheme were recognised in the statement of profit or loss.

From January 01, 2023 gratuity scheme was discontinued and replaced with provident fund scheme.

### 5.12.3 Compensated absences

As per human resource policy, there is no accumulated liability against leaves. The leaves, unless availed within the year, are encashed.

## 5.13 Borrowing cost

Borrowing cost and other related costs directly attributable to the acquisition, construction or production of qualifying assets (assets that necessarily take a substantial period of time to get ready for their intended use) are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred. Borrowing costs include exchange differences arising on foreign currency borrowings, obtained for acquisition, construction or production of qualifying assets, to the extent that they are regarded as an adjustment to interest cost are included in the cost of qualifying assets.

## 5.14 Off-setting of financial assets and financial liabilities

Financial assets and financial liabilities are off-set and the net amount is reported in these annual audited consolidated financial statements only when the Group has currently legally enforceable right to set-off the recognized amounts and the Group intends either to settle on a net basis or to realize the assets and to settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in normal course of business and in the event of default, insolvency or winding up of the Group or the counter parties.

## 5.15 Foreign currency translation

Transactions in foreign currencies are converted into functional currency "Rupees" at the rates of exchange prevailing on the dates of transactions. Monetary assets and liabilities in foreign currencies are translated into functional currency at the rates of exchange prevailing at the date of the statement of financial position. Exchange gains and losses are charged in the consolidated statement of profit or loss.

## 5.16 Lease liabilities

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the termination option is reasonably certain to be exercised. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments at the lease commencement date, the Group uses the interest rate implicit in the lease. In case, where the interest rate implicit in the lease is not readily determinable, the Group uses its incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

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

The Group applies the short-term lease recognition exemption to its short-term leases of regional sales offices and warehouses, (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

## 5.18 Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to income, it is recognised as income on a systematic basis over the periods in which related costs, for which it is intended to compensate, are expensed out.

## 5.19 Related party transactions

Related parties comprise of subsidiaries, associated companies, directors, companies with common directorship, provident fund and key management personnel and their relatives. Transactions involving related parties arising in the normal course of business are conducted at arm's length and at normal commercial rates on the same term and conditions as are applicable to third party transactions using valuation models as applicable, unless otherwise specifically approved by the board of directors.

## 5.20 Provisions

A provision is recognised in the consolidated statement of financial position when the Group has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provisions are measured at the present value of expected expenditure, discounted at a pre-tax rate, reflects current market assessment of the time value of money and the risk specific to the obligation. However, provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

## 5.21 Revenue recognition

Revenue is recognized when a contractual promise to a customer (performance obligation) has been fulfilled by transferring control over the promised goods and services to the customer. Revenue from sale of goods is recognized at the point in time when control of the product has transferred. Control, depending on contractual terms, is considered to be transferred either when the product is directly uplifted by customer from factory or warehouse or when it is delivered by the Company at customer's premises and the customer has accepted the product.

Revenue is measured based on the consideration specified in a contract with a customer, net of returns, amounts collected on behalf of third parties (sales taxes etc.), pricing allowances and other trade discounts. A receivable is recognized when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

## 5.22 Right of return

Certain contracts provide a customer with a right to return the goods within a specified period. The Company uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. For goods that are expected to be returned, instead of revenue, the Company recognises a refund liability. A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover products from a customer.

## 5.23 Refund liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company's refund liabilities that arise from customers' right of return and volume rebates. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. Refer to above accounting policy on variable consideration.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 5.24 Dividend income

Dividend income is recognised in profit or loss as other income when:

- the Company's right to receive payment have been established;
- is probable that the economic benefits associated with the dividend will flow to the company; and
- the Amount of the dividend can be measured reliably.

## 5.25 Income on bank deposits and finance cost

The Group's finance income is included in other income and interest expense is included in finance cost. Interest income or expense is charged using the effective interest method.

## 5.26 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is charged in the consolidated statement of profit and loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income, in which case it is recognized in equity or in other comprehensive income respectively. In making the estimates for income taxes currently payable by the Group, the management considers the current income tax law and the decisions of appellate authorities on certain issues in the past.

### a) Current

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

Provisions for current taxation is based on taxability under the applicable tax rates or minimum tax liability adjustable against future income tax or alternate corporate tax after taking into account tax credits and tax rebates, if any, available under the approaches adopted by each companies as per circular by the ICAP.

### b) Deferred

Deferred tax is recognized using balance sheet asset / liability method, providing for deductible / temporary difference between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes for each companies. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using the tax rates enacted or substantively enacted at the date of the consolidated statement of financial position.

The Group recognises a deferred tax asset to the extent that it is probable that taxable profits for the foreseeable future will be available against which the assets can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

### c) Levies

Tax charged under Income Tax Ordinance, 2001 under final tax regime which is not based on taxable income and minimum tax under income streams of the Group which is not adjustable against future income tax liability is classified as levy in the statement of profit or loss as these levies fall under the scope of IFRIC 21 / IAS 37.

## 5.27 Contingent liabilities

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

## 5.28 Share Capital

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

## 5.29 Financial Instruments

### (a) Classification and initial measurement

The Group classifies its financial assets in to following three categories;

- Fair value through other comprehensive income (FVOCI)
- Fair value through profit or loss (FVTPL); and
- Measured at amortized cost.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

The following assessments have been made on the basis of the facts and circumstances that existed at the date of initial application:

- The determination of business model within which a financial asset is held; and
- The designation and revocation of previous designation of certain financial assets as measured at FVTPL.

## Financial assets at FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

## Financial assets at FVTPL

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

A financial asset is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

## Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at fair value through profit or loss:

- It is held within business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

For assets measured at fair value, gain or loss will either be recorded in the consolidated statement of profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

## (b) Subsequent measurement

### Financial assets at FVOCI

These assets are measured at fair value, with gain or loss arising from changes in fair value recognized in the consolidated statement of comprehensive income.

### Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gain or loss, including any interest / mark-up or dividend income, are recognized in the consolidated statement of profit or loss.

### Financial assets measured at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest / mark-up income, foreign exchange gain or loss and impairment are recognized in the consolidated statement of profit or loss.

## (c) Derecognition

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

## (d) Financial liabilities

Financial liabilities are classified as "measured at amortized cost" or "measured at fair value through profit or loss". A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gain or loss, including any interest expense, are recognized in the consolidated statement of profit or loss.

Financial liabilities are derecognized when the contractual obligations are discharged or cancelled or have expired or when the financial liability's cash flows have been subsequently modified.

## 5.30 Impairment

### (a) Financial assets

The Group recognizes loss allowances for expected credit loss (ECL) in respect of financial assets measured at amortized cost.

The Group applies the simplified approach to recognize lifetime expected credit loss for trade debts. The Group assesses on a forward looking basis the expected credit loss associated with its financial assets.

The Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit loss. To make the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

Allowances for ECL financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

An entity shall directly reduce the gross carrying amount of a financial asset when the entity has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event of the Group.

### (b) Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than deferred tax assets and inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount, being higher of value in use or fair value less costs to sell, is estimated. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are charged in the consolidated statement of profit or loss.

## 5.31 Proposed dividend and transfer between reserves

Dividend distributions to the Group's shareholders are recognized as a liability in the period in which dividends are approved. Transfer between reserves made subsequent to the reporting date is considered as a non-adjusting event and is recognized in the period in which such transfers are made.

## 5.32 Earnings per share

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

## 5.33 Operating segments

As the Board of Directors solely makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments, the management has determined that the Group has a single reportable segment as the Board of Directors views the Group's operations as one reportable segment.

## 6 DISPOSAL OF SUBSIDIARIES

During the period, Sunridge Foods (Private) Limited disposed off its subsidiaries Unity Plantations (Private) Limited and Unity Technologies (Private) Limited along with its subsidiary Sunridge Mart (Private) Limited. These subsidiaries carried out the Group's entire plantation, information technology and mart businesses respectively. This is in line with the management's strategy to place greater focus on the Group's key competencies and core business activities to optimize operational efficiency and drive growth.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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	Note	2025	2024
		------(Rupees in '000)-----	
<b>7.2</b>	<b>The depreciation charged for the year has been allocated as follows:</b>		
Cost of sales	28	592,407	470,155
Selling and distribution expenses	29	32,864	32,764
Administrative expenses	30	64,791	73,619
Related to discontinued operations		-	5,540
		<u>690,062</u>	<u>582,078</u>

**7.3** Particulars of immovable property (i.e. land and building) in the name of the Group are as follows:

Particulars	Location	Total Area
<b>Unity Foods Limited</b>		
Lease hold land (Manufacturing plant)	Plot No. N27/B & N37/A, SITE Area, Kotri, District Hyderabad.	38,429.60 Sq. Yd
Free hold land (Under construction)	Plot No. N25, SITE Area, Kotri, District Hyderabad.	148,733.20 Sq. Yd
Lease hold land (Under construction)	Plot No. W2/1/67 & 68, North West Industrial Zone, Port Qasim, Karachi.	6,222.22 Sq. Yd
Lease hold land (Manufacturing plant)	Plot No. A-48, Eastern Industrial Zone, Port Bin Qasim, Karachi.	24,200.00 Sq. Yd
Lease hold land (Manufacturing plant)	Plot No. C-375, C-376, C-377, C-382, C-383 and C-384 Hub Industrial Estate, Lasbella, Hub.	11,960.00 Sq. Yd
Office premises	Unity Tower, Plot No. 8-C, P.E.C.H.S., Block 6, Shahrah-e-Faisal, Karachi.	600 Sq. Yd
<b>Sunridge Foods (Private) Limited</b>		
Lease hold land (Manufacturing plant)	C-6, North West Zone, Port Qasim, Karachi.	14,520 Sq. Yd
Lease hold land (Manufacturing plant)	Industrial Plot No. H-14, SITE Super Highway Phase II, Karachi.	4,307 Sq. Yd
Lease hold land (Manufacturing plant)	Muhammad Pura / Dhamkay, Tehsil Sharaqpur, District Sheikhpura.	38,127 Sq. Yd
Free hold land (Manufacturing plant)	63,9 Off Road, Dhamkay, Tehsil Sharaqpur, District Sheikhpura.	9,680 Sq. Yd
Lease hold land (For construction of Office premises)	Plot No. 18-C, Block 6, P.E.C.H.S., Karachi.	1,500 Sq. Yd
Lease hold land (Warehouse)	Plot No. W2/1/72-73, Port Qasim, Karachi.	9,680 Sq. Yd
<b>Sunridge Confectionery Limited</b>		
Freehold land (Manufacturing plant)	Plot No. 16-21, Main Road, Hub Chowki, Hub, Balochistan.	43,850 Sq. Yd
<b>Sunridge Global (Private) Limited</b>		
Freehold land (Manufacturing plant)	Plot No 23 & 25, Sector C-IV, Phase - I and Karachi Export Processing Zone, Landhi	2,000 Sq. Yd

**7.4** The land, buildings, plant and machinery along with other future current assets are subject to mortgage charge and first pari passu charge against the financing obtained from various banks.

**7.5** Details of property, plant and equipment disposed off / scrapped having book value of five hundred thousand rupees or more are as follows:

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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Asset Category	Description	Original Cost	Accumulated Depreciation	Net Book Value	Sales proceed	Gain / (Loss)	Particulars of buyer	Relation with buyer	Mode of Disposal
Plant & Machinery	Coal Boiler	10,700	1,721	8,979	5,950	(3,029)	Zahid Boiler Engineering Works	None	Negotiation
Motor Vehicles	Toyota Corolla	2,900	822	2,078	2,770	692	Hasnain Raza	None	Negotiation
Motor Vehicles	Honda Civic	5,200	1,733	3,467	4,550	1,083	Raheel	None	Negotiation
Motor Vehicles	Suzuki Cultus	1,100	367	733	1,750	1,017	Muhammad Tanver	None	Negotiation
Motor Vehicles	Suzuki Mehran	800	267	533	1,050	517	Nizam Uddin	None	Negotiation
Motor Vehicles	Toyota Corolla	3,200	1,067	2,133	3,100	967	Jaffar Khan Baloch	None	Negotiation
Motor Vehicles	Suzuki Cultus	1,000	333	667	1,050	383	Faisal Razzak	None	Negotiation
Motor Vehicles	Honda City	2,800	933	1,867	2,800	933	Abdullah Hanif	None	Negotiation
Motor Vehicles	Suzuki Cultus	1,300	433	867	1,200	333	Syed Ali Bahadur	None	Negotiation
Motor Vehicles	Toyota Corolla	2,500	833	1,667	2,150	483	Abdul Muheed	None	Negotiation
Motor Vehicles	Toyota Fortuner	11,000	733	10,267	10,550	283	OLP Financial Services Pakistan Limited	None	Negotiation
Motor Vehicles	MG-HS	6,700	2,792	3,908	5,800	1,892	Syed Muzammil Hassan	None	Negotiation
Motor Vehicles	Daihatsu Mira	1,900	760	1,140	1,860	720	Muhammad Shafiq	None	Negotiation
Motor Vehicles	Honda Civic	3,800	1,457	2,343	3,199	856	Muhammad Afzal	None	Negotiation
Motor Vehicles	Suzuki Cultus	1,220	702	518	1,160	642	Umair Ali	None	Negotiation
Freehold Land	Plot # 5 & 5-B, Q-Block, Gulberg, Lahore	847,900	-	847,900	1,000,000	152,100	Sapphire Retail Limited	None	Negotiation
		<b>904,020</b>	<b>14,953</b>	<b>889,067</b>	<b>1,048,939</b>	<b>159,872</b>			

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

7.6 Aggregate of assets disposed off having net book value not exceeding Rs. 500,000.

----- (Rupees in '000) -----					
Asset Category	Original Cost	Accumulated Depreciation	Net Book Value	Sales proceed	Gain / (Loss)
Computer and auxiliary equipment	1,139	624	515	755	240
Motor Vehicles	6,469	4,463	2,006	15,750	13,744
Subtotal	<b>7,608</b>	<b>5,087</b>	<b>2,521</b>	<b>16,505</b>	<b>13,986</b>
<b>Total</b>	<b>911,628</b>	<b>20,040</b>	<b>891,588</b>	<b>1,065,444</b>	<b>173,856</b>

7.7 Capital work-in-progress (CWIP)

----- (Rupees in '000) -----		
	2025	2024
Land - freehold	-	308,000
Land - leasehold	1,011,262	732,335
Building on lease / free hold land	1,509,339	1,062,552
Plant and machinery	3,296,058	3,170,598
Furniture, fixtures and office equipment	23,567	8,615
Vehicles	-	11,000
	<u>5,840,226</u>	<u>5,293,100</u>

7.7.1 Movement in capital work-in-progress is as follows:

	2025	2024
Balance at the beginning of the year	5,313,100	5,917,190
Additions during the year	1,394,035	2,318,504
Transfers / adjustments to operating fixed assets during the year	(866,909)	(2,922,594)
Balance at the end of the year	<u>5,840,226</u>	<u>5,313,100</u>

7.7.2 The amount of borrowing costs capitalized during the year was Rs. 25.80 million (2024: Rs. Nil). The rate used to determine the amount of borrowing costs eligible for capitalization was 5%.

8 INTANGIBLE ASSETS

		2025	2024
		----- (Rupees in '000) -----	
Goodwill	8.1	454,653	454,653
Computer software and ERP system	8.2	70,812	105,982
Systems under development	8.4	10,323	6,583
		<u>535,788</u>	<u>567,218</u>

8.1 Goodwill

This represents goodwill acquired amounting to Rs. 281.249 million and Rs. 173.404 million upon acquisition of the subsidiaries i.e. Sunridge Foods (Private) Limited and Sunridge Confectionery Limited in financial year 2020 and 2023 respectively.

Assessment of any possible impairment in the value of acquired goodwill is performed by the management on annualized basis after completion of one year from the date of acquisition or more frequently when there is an indication of impairment.

8.2 Computer software and ERP system

		2025	2024
		----- (Rupees in '000) -----	
Net carrying value basis			
Net book value - opening		105,981	135,139
Additions / transfer - at cost		1,030	3,274
Disposal of subsidiaries		(3,389)	-
Amortization for the year	8.3	(32,810)	(32,431)
Net book value - closing		<u>70,812</u>	<u>105,982</u>
<b>Gross carrying value basis</b>			
Cost		170,233	172,593
Accumulated amortization		(99,421)	(66,611)
Net book value		<u>70,812</u>	<u>105,982</u>
Useful life (years)		5	5
Amortization rate (%)		20%	20%

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		2025	2024
		----- (Rupees in '000) -----	
<b>8.3</b>	<b>Amortization for the year has been allocated as follows:</b>		
	<b>Note</b>		
		2025	2024
		----- (Rupees in '000) -----	
	Cost of sales	6,309	5,934
	Selling and distribution expenses	3,717	3,696
	Administrative expenses	22,784	22,801
		<u>32,810</u>	<u>32,431</u>
<b>8.4</b>	This represents amount given to vendor / consultant for the development of software which is expected to be capitalized next year.		
<b>9</b>	<b>LONG-TERM DEPOSITS</b>	2025	2024
		----- (Rupees in '000) -----	
	Security deposits against utilities	82,807	71,116
	Security deposits to the suppliers	11,691	20,713
	Other deposit	5,710	-
		<u>100,208</u>	<u>91,829</u>
<b>10</b>	<b>LONG-TERM INVESTMENT</b>	2025	2024
		----- (Rupees in '000) -----	
	<b>Fair value through other comprehensive income</b>		
	Listed equity securities - Al Shaheer Corporation Limited	455,980	557,353
<b>10.1</b>	Sunridge Foods (Private) Limited, the subsidiary, holds 16% (June 30, 2024: 18%) ownership interest which represents 59,064,774 (June 30, 2024: 69,064,774) shares at cost of Rs. 626,028,974 (June 30, 2024: 732,019,217).		
<b>10.2</b>	<b>Movement in listed equity securities for the year:</b>	2025	2024
		----- (Rupees in '000) -----	
	Balance at the beginning of the year	557,353	230,938
	Investments during the year	-	411,645
	Disposals during the year	(70,300)	-
		487,053	642,583
	Realized (loss) on remeasurement charged to OCI during the year	(10,400)	-
	Unrealized loss on remeasurement charged to OCI during the year	(20,673)	(85,230)
	Balance at the end of the year	<u>455,980</u>	<u>557,353</u>
<b>10.3</b>	The Group holds 16% (2024: 18%) ownership interest which represents 59,064,774 (June 30, 2024: 69,064,774) shares at cost of Rs. 626,028,974 (June 30, 2024: 732,019,217).		
<b>11</b>	<b>STOCK-IN-TRADE</b>	2025	2024
		----- (Rupees in '000) -----	
	<b>Raw and packing materials</b>		
	In-hand	9,787,807	9,930,034
	In-transit	111,287	1,536,332
		9,899,094	11,466,366
	<b>Finished goods</b>	2,437,780	2,133,120
		12,336,874	13,599,486
	Provision against inventory	(52,927)	(17,930)
		<u>12,283,947</u>	<u>13,581,556</u>
<b>11.1</b>	On the reporting date, the inventories of raw materials and finished goods have been stated at their net realisable value (NRV). The amount charged to statement of profit or loss in respect of stock written down to their NRVs on raw materials and finished goods amounting to Rs. 7.51 million (2024: 6.69 million), respectively.		
<b>11.2</b>	<b>Movement for provision against inventory:</b>	2025	2024
		----- (Rupees in '000) -----	
	Balance at the beginning of the year	17,930	2,001
	Recognized during the year	34,997	17,930
	Reversed during the year	-	(2,001)
	Balance at the end of the year	<u>52,927</u>	<u>17,930</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024
		----- (Rupees in '000) -----	
<b>12</b>	<b>STORES AND SPARES</b>		
	Stores, spares and loose tools	70,553	80,419
	Less: provision for impairment	(13,328)	-
		<u>57,225</u>	<u>80,419</u>
<b>13</b>	<b>TRADE DEBTS</b>		
	Considered good		
	Local	22,996,734	25,491,819
	Export	315,185	90,042
	Trade debts - unsecured	<u>23,311,919</u>	<u>25,581,861</u>
	Considered doubtful	198,538	234,304
	Allowance for ECL	(198,538)	(234,304)
		-	-
		<u>23,311,919</u>	<u>25,581,861</u>
<b>13.1</b>	Related party from whom trade debts are due as under:		
	Al-Shaheer Corporation Limited	1,150,982	-
	Sunridge Mart (Private) Limited	5,029,893	13,449
		<u>6,180,875</u>	<u>13,449</u>
<b>13.2</b>	The Group as per policy applies simplified approach in calculating expected credit losses. The assessment of expected credit loss has been independently made by a firm of accounting advisory compliance by establishing a provision matrix that is based on Group's historical credit loss experience adjusted for forward looking factors specific to the trade receivables and the economic environment.		
<b>13.3</b>	Movement of allowance for impairment:	2025	2024
		----- (Rupees in '000) -----	
	Balance at the beginning of the year	234,304	100,387
	Amount (reversed) / charged during the year	(35,766)	133,917
	Balance at the end of the year	<u>198,538</u>	<u>234,304</u>
<b>13.4</b>	The maximum aggregate amount of receivable due from related party at the end of any month during the year was Rs. 6,180.88 million (June 30, 2024: Rs. 279.93 million).		
<b>13.5</b>	The aging of the trade debts from related parties as at the reporting date is as under:	2025	2024
		----- (Rupees in '000) -----	
	Not yet due	1,233,427	11,188
	Past due 1- 180 days	4,947,448	2,261
	Total	<u>6,180,875</u>	<u>13,449</u>
<b>14</b>	<b>LOANS AND ADVANCES - considered good</b>		
	<b>Related parties</b>		
	Sunridge Mart (Private) Limited	1,373,649	-
	Al Shaheer Corporation Limited	530,169	-
	Kairos Resources (Private) Limited	850,852	-
	Suppliers	13,451,965	12,208,188
	Loan to employees	49,450	55,803
		<u>16,256,085</u>	<u>12,263,991</u>
<b>14.1</b>	These carry interest at a rate of 16.91% of the outstanding balance. The maximum amount from related parties with respect to month end is Rs. 4,221 million (2024: Rs. 882.38 million).		
<b>14.2</b>	These advances to suppliers are in an ordinary course of business and are non-interest bearing.		

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15	DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES	Note	2025 ------(Rupees in '000)-----	2024
	Other receivable	15.1	1,796,281	7,338
	Income tax refundable		33,106	24,760
	Sales tax receivable		61,234	13,897
	Security deposits		6,767	22,980
	Prepayments	15.2	25,743	26,004
	Profit receivable against TDRs & saving accounts		112,032	45,936
	Margin against letter of credit	15.3	94,629	130,857
			<u>2,129,792</u>	<u>271,772</u>
15.1	This includes:			
	- receivable on disposal of the subsidiaries Unity Plantation (Private) limited & Unity Technology (Private) Limited.			
15.2	These prepayments are mainly against rent, utilities and insurance and are not considered doubtful. These do not carry any mark-up arrangements.			
15.3	This includes amount kept with banks for the import of items which were only allowed to be imported with Cash Margin Requirement (CMR) by State Bank of Pakistan.			
16	SHORT-TERM INVESTMENTS	Note	2025 ------(Rupees in '000)-----	2024
	<b>At FVTPL</b>			
	Conventional investments	16.1	1,789,570	1,539,454
	<b>At amortized cost</b>			
	Sharia compliant investments	16.2	6,500,400	2,380,000
			<u>8,289,970</u>	<u>3,919,454</u>
16.1	This comprises of investments in units of HBL Cash Fund, JS Cash Fund and JS Fixed Term Munafa Plan-13 amounting to Rs. 1,233.68 million (June 30, 2024: nil), Rs. 131.15 million (June 30, 2024: 1162.51 million - HBL FSFP-I) and Rs.424.74 million (June 30, 2024: 376.94 million - JS FTMP-2) respectively. As at June 30, 2025, Rs. 1,233.68 million (June 30, 2024: Rs. 1,162.51 million) from HBL Cash Fund, Rs.131.15 million (June 30, 2024: 347.58) from JS Cash Fund and Rs. 424.74 million (June 30, 2024: Nil) from JS Fixed Term Munafa Plan-13 out of the total investments were pledged as security for facility of equivalent amounts from HBL and JSBL respectively as per note 26.2.3.			
16.1.1	<b>The details of investment in mutual fund are as follows:</b>			
	<b>As on June 30, 2025</b>		Number of Units	Rate / unit
	HBL Cash Fund		11,936,624	103.35
	JS Cash Fund		1,246,406	105.22
	JS Fixed term Munafa Plan-13		4,056,378	104.71
			<u>17,239,408</u>	
	<b>As on June 30, 2024</b>			
	HBL Cash Fund		-	-
	HBL Financial Sector Fund		11,383,411	102.12
	JS Fixed-Term Munafa Plan-2		3,749,565	100.53
			<u>15,132,976</u>	
16.2	These carry markup at 6.50% to 17.5% per annum (June 30, 2024: 6.50% to 20.50% per annum) having maturity up to one year.			
17	CASH AND BANK BALANCES	Note	2025 ------(Rupees in '000)-----	2024
	<b>Bank balances - Islamic</b>			
	Saving accounts	17.1	1,344,272	2,544,079
	Current accounts		7,803,736	2,461,752
			<u>9,148,008</u>	<u>5,005,831</u>
	<b>Bank balances - conventional</b>			
	Saving accounts	17.1	332,855	88,871
	Current accounts		38,703	161,899
			<u>371,558</u>	<u>250,770</u>
	Cash in hand		10,731	15,753
			<u>9,530,297</u>	<u>5,272,354</u>

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- 17.1 Profit on saving accounts ranges from 5.34% - 18% against Islamic and from 4.94% to 19% against conventional (June 30, 2024: from 6.50% - 18 % against Islamic and 18% to 20.51% against conventional) per annum

18	SHARE CAPITAL	2025	2024
		----- (Rupees in '000) -----	
	<b>Authorized share capital</b>		
	1,200,000,000 (June 30, 2024: 1,200,000,000) ordinary shares of Rs. 10 each	12,000,000	12,000,000
	<b>Issued, subscribed and paid-up capital</b>		
	1,194,050,000 (June 30, 2024: 1,194,050,000) ordinary shares of Rs. 10 each fully paid in cash.	11,940,500	11,940,500

- 18.1 The shareholders are entitled to receive all distributions including dividends and other entitlements in the form of cash, bonus and right shares, as the case may be, as and when declared by the Group. All shares carry one vote per share without restriction.

- 18.2 During the financial year ended June 30, 2019 the Company issued 375 million right shares at Rs. 10 per share. The purpose of right issue was to utilize the proceeds in capacity expansion.

- 18.2.1 The status of utilization of right shares proceeds are as follows:

<u>Purpose of utilization of right proceeds</u>	<u>Breakup of right issue proceeds</u> (Rupees in '000')	<u>% of Allocation</u>	<u>% of Utilization</u>
Acquisition of Port Qasim Refinery	850,000	23%	100%
Additions to Port Qasim Refinery	2,000,000	53%	100%
Establishment of Oil Terminal	900,000	24%	88.63%
	<b>3,750,000</b>		

- 18.2.2 The un-utilized amount of right share proceeds has been invested in short-term investments (refer note 16 of these annual audited consolidated financial statements).

19	LONG-TERM FINANCING	2025	2024
		----- (Rupees in '000) -----	
		Note	
	<b>Shariah arrangements</b>		
	Financing under ITERF Scheme	19.1	619,319
	Diminishing musharika	19.2	1,435
	Sukuk of up to Rs. 2,000 million	19.3	1,990,239
			2,610,993
	Less: current portion shown under current liabilities		(187,466)
			<b>2,423,527</b>
			<b>653,101</b>
			<b>(134,858)</b>
			<b>518,243</b>

- 19.1 The Company has obtained long term financing from Al Baraka Bank (Pakistan) Limited and Dubai Islamic Bank under the expansion projects with 25% margin and lien over bank account under ITERF. The facility carries mark-up at the rate of 5% per annum, while the effective interest rate is calculated at 9.75% to 21.41% per annum to recognize same at the present value. The sanctioned facility amounts to Rs. 920 million. These are repayable in quarterly installments of Rs. 34.8 million commenced from October 2024.

- 19.2 The Company has obtained a diminishing musharika facility from Al Baraka Bank (Pakistan) Limited for a vehicle aggregating to Rs. 2.385 million for a period of 7 years. The rate of return is 6 months KIBOR plus 1.5%. Musharika units are to be purchased in 7 years in 84 monthly installments latest by September 2028 and are secured against title of the asset.

- 19.3 During the year, the subsidiary company - Sunridge Foods (Private) Limited received inflows from Sukuk investors aggregating to Rs. 2,000 million equivalent to 2 million certificates having face of Rs. 1,000 each, out of which Rs.9.7 million were paid / utilized as transaction cost. The Sukuk carries profit at the rate of 6 months KIBOR + 0.7% with tenure of five years from the issue date. The Company, in this respect, entered into a diminishing musharaka agreement with the investment agent, Pak Brunei Investment Company Limited (trustee on behalf of the Sukuk holders) as a co-owner of the musharaka assets. The overall arrangement has been accounted for in these financial statements on the basis of substance of the transaction.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

20	DEFERRED INCOME		2025	2024
			----- (Rupees in '000) -----	
	Balance at the beginning of the year		232,307	248,368
	Recognized during the year		-	36,945
	Amortized during the year		(57,700)	(53,006)
	Balance at the end of the year		174,607	232,307
	Less: current portion shown under current liabilities		(52,331)	(57,699)
	Non-current portion		<u>122,276</u>	<u>174,608</u>
20.1	The value of benefit of below-market interest rate on the loans disclosed in note 19 to these consolidated financial statements has been accounted for as government grant under IAS - 20 Government grants.			
20.2	As mentioned in note 19.1, the purpose of the government grant given under ITERF is to facilitate the Holding Company in making payments of imported and locally manufactured new plant and machinery to be used for setting-up of new projects. The grant is conditional upon the fact that the Holding Company would be required to contribute its equity share in an escrow account maintained with the Participating Islamic Banking Institution (PIBI). The proceeds shall be used by the Holding Company only for the purpose of setting up of the project / payment to the supplier etc, representing Holding Company's equity share in the project.			
21	STAFF RETIREMENT BENEFITS		2025	2024
			----- (Rupees in '000) -----	
		Note		
	Gratuity	21.1	16,610	17,296
	Compensated absences		2,658	2,541
			<u>19,268</u>	<u>19,837</u>
21.1	From January 01, 2023 gratuity scheme was discontinued and replaced with provident fund scheme.			
22	DEFERRED TAXATION - NET		2025	2024
				(Restated)
	<b>Deferred tax asset / (liability) in respect of:</b>	Note	----- (Rupees in '000) -----	
	Allowance for ECL		15,803	-
	Provision against inventory		7,702	-
	Minimum tax		41,623	-
	Taxable temporary difference on tax amortization		(781)	-
	Taxable temporary difference on tax depreciation		(157,568)	-
	Staff retirement benefit		5,588	-
	<b>Deferred tax - net</b>	22.1	<u>(87,633)</u>	<u>-</u>
22.1	The deferred tax is recorded to the extent of deferred tax liabilities recorded against arising on each Companies.			
23	TRADE AND OTHER PAYABLES		2025	2024
			----- (Rupees in '000) -----	
		Note		
	Trade creditors	23.1	28,312,665	23,835,164
	Other liabilities	23.2	2,920,296	2,780,273
			<u>31,232,961</u>	<u>26,615,437</u>
23.1	This amount includes the following balances with a related party:			
	Wilmar Trading Pte. Limited		<u>19,035,258</u>	<u>19,021,562</u>
	Sunridge Mart (Private) Limited		<u>1,287</u>	<u>3,206</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024
		------(Rupees in '000)-----	
<b>23.2</b>	<b>Other liabilities</b>		
	Accrued liabilities	439,266	264,296
	Provision (Refund liabilities) - Net	48,435	-
	Sales tax payable	883	80,615
	Withholding sales tax payable	5,564	20,273
	Withholding income tax payable	276,123	82,273
	Provident fund	45,184	24,815
	Worker's welfare fund	82,759	8,736
	Worker's profit participation fund	219,576	1,790
	Advance from customers	205,518	384,521
	Others	1,596,988	1,912,954
		<u>2,920,296</u>	<u>2,780,273</u>
<b>23.3</b>	<b>PROVISION (REFUND LIABILITIES) - NET</b>		
	Refund liabilities arising from right of return	439,878	-
	Right of return assets	(391,443)	-
		<u>48,435</u>	<u>-</u>
<b>23.4</b>	All investment out of provident fund have been made in accordance with the provision of section 218 of the Companies Act 2017 and the conditions specified thereunder, except as mentioned in note 25.5 below.		
<b>23.5</b>	As per the provisions of section 218 of the Companies Act 2017, a company is required to deposit within fifteen days from the date of receipt of contributions collected in a special account to be opened for that purpose. The Subsidiary, Sunridge Confectionery Limited, has registered its provident fund and is in process of registering it with provincial government under the Trust Act 2020 which is required for opening a separate bank account.		
<b>23.6</b>	<b>Worker's profit participation fund</b>		
	Balance at the beginning of the year	1,790	37,394
	Accretion of interest	-	3,810
	Charge for the year	217,786	-
	Paid during the year	-	(39,414)
	Balance at the end of the year	<u>219,576</u>	<u>1,790</u>
<b>24</b>	<b>ACCRUED MARK-UP</b>		
	Markup accrued on running finance and short term loans	<u>1,438,132</u>	<u>1,211,279</u>
<b>24.1</b>	This includes mark-up accrued amounting to Rs. 320 million (June 30, 2024: Rs. 351 million) on shariah arrangements.		
<b>25</b>	<b>SHORT-TERM BORROWINGS - SECURED</b>		
	<b>Under conventional arrangements</b>		
	Finance against trust receipt	19,976,384	23,367,826
	Short term running finance	8,284,750	7,610,044
	Foreign currency loan	2,979,169	-
	Cash finance	2,800,000	731,250
		<u>34,040,303</u>	<u>31,709,120</u>
	<b>Under Islamic arrangements</b>		
	Short term finance	4,348,800	8,988,982
	Foreign currency loan	2,593,619	-
	Short-term running finance	249,373	-
		<u>7,191,792</u>	<u>8,988,982</u>
		<u>41,232,095</u>	<u>40,698,102</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## Holding Company

- 25.1** Post import facilities (i.e. finance against imported merchandise (FIM), finance against trust receipt (FATR) and short term money market loan) available from various commercial banks under mark-up arrangements amounted to Rs. 22,900 million (June 30, 2024: Rs. 22,900 million) out of which Rs.19,976 million (June 30, 2024: Rs.23,367 million) was outstanding. At year end, the applicable mark-up rates ranged between 12.10% to 15.12% (June 30, 2024: 24.31% to 21.54%) per annum. These facilities are valid upto June 30 2025 and are from 3 months to 6 months.
- 25.2** Short term running finance facility limits available from various commercial banks under mark-up arrangements amounted to Rs. 9,248 million (June 30, 2024: Rs. 9,248 million) out of which Rs. 8,284 million was outstanding. At year-end, the applicable mark-up rates ranged between 12.13% to 13.18% (June 30, 2024: 21.49 % to 24.16%) per annum.
- 25.3** Short term facilities (isitisna, wakala and Murabaha) available from various Islamic banks under mark-up arrangements amounted to Rs. 2,500 (June 30, 2024: Rs. 2,500 million) out of which Rs . 2,299 million (June 30, 2024: Rs. 1,545 million), was outstanding. At year end, the applicable mark-up rates ranged between 12.69% to 13.56% (June 30, 2024: 21.14% to 23.97%) per annum. These facilities are valid upto June 30, 2025.
- 25.4** Short term running musharakah available from Al Baraka Bank Limited under mark-up arrangements amounted to Rs. 1,697 million (June 30, 2024: Rs. 500 million) out of which Rs. 250 million was outstanding. Mark-up on these arrangements is three month KIBOR plus 1% (June 30, 2024: three month KIBOR plus 1%). At year end, the applicable mark-up rate was 13.14% (June 30, 2024: 21.24%).
- 25.5** These represent facilities for export finance loan under SBP's Export Finance Scheme FE-25 arranged from various banks aggregating to Rs.2,979 million (June 2024: NIL). These are secured against pari-passu/ ranking hypothecation charge of stocks, book debts and lien on export letters of credits of the Company These carried mark-up at the rate of 4.75% to 6.30% per annum (June 2024:NIL).
- 25.6** These represent facilities for export finance loan under SBP's Export Finance Scheme FE-25 arranged from various banks aggregating to Rs.2,593 million (June 2024: NIL). These are secured against pari-passu/ ranking hypothecation charge of stocks, book debts and lien on export letters of credits of the Company These carried mark-up at the rate of 5.70% to 6.50% per annum (June 2024:NIL).
- 25.7** Above facilities are secured by way of joint pari passu charge over current and fixed assets of the Company amounting to Rs. 13,200 million, corporate guarantee amounting to Rs. 20,000 million by our associated company Wilmar International Limited in Standard Chartered Bank Limited (June 30, 2024: Rs. 20,000 million), bank guarantee / SBLC from our associated company Wilmar International Limited's bank amounting to USD 30 million in Habib Bank Limited (June 30, 2024: 30 million).

## Subsidiaries

- 25.8** Represents Istisna finance obtained from Al Baraka Bank Limited, having a limit of Rs.Nill (2024: Rs. 2,000 million) out of which Nil million (2024: Rs. 10 million) remains unutilised at the reporting date. The rate of profit is relevant KIBOR + spread rangeof (+1% to -1%) effectively 0.75%. These arrangements are secured against lien over cash / TDR of the Holding company upto Rs. 2 billion.
- 25.9** Represented cash finance repaid to Habib Bank Limited, which had a limit of Rs. 1,500 million (2024: Rs. 1,500 million) out of which Rs. nil million (2024: Rs. 769 million) remained unutilised as of reporting date. The rate of profit is relevant KIBOR plus spread 0.50%. This arrangement was secured against pledge over Company's stocks.
- 25.10** Represents cash finance obtained from Standard Chartered Bank, having a limit of Rs. 2,800 million (2024: Rs. Nil million) remains fully unutilised at the reporting date. The rate of profit is relevant KIBOR + spread 2%. The above is secured by way of joint pari passu charge over current and fixed assets of the Company.
- 25.11** The above facility has been obtained from Al Baraka Bank (Pakistan) Limited carrying markup at matching KIBOR + 0.75% (2024: matching KIBOR +0.75%) per annum. The tenure of financing is 180 days inclusive of agency period and the facility is payable through cash flows of the company. The facility is secured against 100% cash collateral.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 26 CONTINGENCIES AND COMMITMENTS

### 26.1 Contingencies

#### Holding Company

- 26.1.1** The increase in Gas Tariff through Notification dated October 23, 2020 was challenged by the Holding Company whereby the Honorable Sindh High Court (HC) has granted interim relief through its order dated 30 November 2020 and directed the plaintiffs to keep paying the bills at a price of Rs. 1,021 per MMBTU and deposit security cheques of the disputed amount with the Nazir of the Sindh High Court till further orders. The Holding Company has deposited security cheques of the disputed amount of Rs. 18.977 accumulated till March 28, 2024. On March 28, 2024, the Honorable Sindh High Court through its judgement upheld the order of the single judge and ordered for encashment of security cheques deposited with Nazir of the Sindh High Court. The Holding Company has filed an appeal before the Honorable Supreme Court of Pakistan against the said order.
- 26.1.2** The litigation is going on with Excise & Taxation department in respect of Sindh Infrastructure Cess amounting to Rs. 1,881 million (June 2024: Rs.1,881 million) being charged by the Government of Sindh on goods entering or leaving the province through air or sea at the prescribed rate under Sindh Finance Ordinance, 2001. Earlier, a Constitutional Petition CP No. 4090/2020 was filed in the Sindh High Court (SHC) by the Company in September 2020 against the levy. An interim relief was granted by the SHC on condition to furnish of 50% bank guarantee and 50% should be paid in cash of the value of infrastructure Cess. On June 4, 2021 the SHC in its judgment decided to encash the bank guarantee submitted and pay it to Collectorate. The Company filed an appeal in the Supreme Court of Pakistan (SCP). The SCP vide order dated September 1, 2021 suspended the SHC's judgment and granted interim relief to the appellants on the condition that all future consignments be released on furnishing 100% bank guarantee to the satisfaction of Excise & Taxation department. Based on the legal opinion obtained, the possibility of any liability arising against the Company is considered remote.
- 26.1.3** The Supreme Court of Pakistan (SCP) in its judgment dated November 03, 2020, while dismissing all review petitions filed against its earlier judgement dated August 13, 2020, clearly stated that as the SCP held the Act to be intra-vires therefore all the sections are to be applied and that the question pertaining to the applicability of Section 8(2) and its proviso has not been agitated and its relief lies elsewhere and that the companies claiming any relief under GIDC Act, 2015 may approach the right forum. Further, SCP has permitted the Government to collect arrears of GIDC that have become due up to July 31, 2020 in 48 equal installments. Meanwhile, during the year 2021, the Company had filed petition in the Honorable High Court of Sindh (SHC) whereby challenging the recovery of installments of GIDC arrears initiated by SSGCL through separate GIDC bills. The SHC in its order allowed a stay order restraining SSGCL from collection of GIDC and any adverse action against the Company. The management maintains that since the Company has not passed on the burden to its consumers / clients, it is not liable to pay GIDC, by whatever name charged as it clearly falls within the ambit of the exemption in line with Section 8(2) of the GIDC Act, 2015. The Company has provision against GIDC amounting to Rs. 30 million (June 30, 2024 Rs. 30 million).
- 26.1.4** The company filed a writ petition at Islamabad High Court and impugned a Show Cause Notice dtd. 17.10.2022 issued by the Executive Director SECP under Section 257 of the Companies Act 2017, for the appointment of inspectors to investigate the affairs of the company. The company also impugned SRO No. 380(I)/2021 dtd. 31.03.2021 through which certain powers of the SECP have been delegated to certain officials. The Honorable High Court granted stay order in favor of the company. The matter is still pending for adjudication.
- 26.1.5** A show cause notice dtd 11.04.2022 was issued to the company by the Head of Department Adjudication of SECP in relation to non-provision of quarterly report for the third right issue and subsequently, a fine was imposed on the petitioner in this regard through order dtd. 09.06.2022. Therefore, the company filed an appeal under section 33 of the SECP Act 1997 before Appellate Bench at SECP against this order by seeking declaration that the impugned order contrary to the principles of natural justice and it should be set aside. Appeal is pending before the said Bench of SECP.

#### Subsidiaries

- 26.1.6** The subsidiary company Sunridge Foods (Private) Limited filled a constitutional petition C.P. No. 121/2024 in the Sindh High Court (SHC) to challenge the levy of Sindh Infrastructure Cess (SIC) being charged by the Government of Sindh on goods entering or leaving the province through air or sea at the rate prescribed under the Sindh Finance Ordinance, 2001. An interim relief was granted by SHC on condition to furnish 50% bank guarantee and 50% should be paid in cash. On June 4, 2021, the SHC in its judgement decided to encash the bank guarantee submitted and pay it to Collectorate. The Company filed an appeal in the Honourable Supreme Court of Pakistan (SCP). The SCP suspended the the SHC judgement and granted an interim relief that all future consignment shall be released against furnishing of 100% bank guarantee.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

**26.1.7** Mrs. Samira Razi Ahsan - Seller and Sunridge Foods Pvt Ltd (SFPL) - Buyer has entered into an agreement for sale and purchase of Industrial Plot No. H-3/3, Sector 5, Korangi Industrial Area, Karachi, measuring 1 Acre (4840 Sq yds) against sale consideration of Rs. 770 million and has paid 40% of the sale consideration and the remaining 60% amount was to be paid after satisfactory transfer of the title of the property. The seller has filed a suit No. 1017 / 2024 in Sindh High Court (SHC) alleging that the SFPL has not performed its duty and defaulted in making payments committed breach of contract whereas on the other hand the SFPL has also filed a suit No. 1143 of 2024 in SHC alleging that the seller had not completed documents to transfer the title of the property.

Both the cases were transferred to the district courts, consolidated / merged and re-numbered as Suit No. 5365/2025. The case is still pending adjudication.

## 26.2 Commitments

**26.2.1** Commitments under letter of credit for raw materials as at June 30, 2025 amounted to Rs. 5,082 million (June 30, 2024: Rs. 2,976 million).

**26.2.2** Capital expenditure commitments outstanding as at June 30, 2025 Rs. 462 million (June 30, 2024: 467.04 million).

**26.2.3** Guarantee issued at the year end on behalf of the Company amounted to Rs. 2,609 million (June 30, 2024: Rs. 2,204 million). Above facility is the part of the borrowing limits and is secured by way of pledge on the Company's mutual funds amounting to Rs. 1,719 million & under savings account Rs. 890 million.

27	SALES - NET	Note	2025 ------(Rupees in '000)-----	2024
	Local		81,053,354	78,276,631
	Export		3,797,773	7,860,013
			<u>84,851,127</u>	<u>86,136,644</u>
	Sales tax		(7,114,154)	(7,601,942)
	Trade discount		(327,153)	(509,868)
			<u>(7,441,307)</u>	<u>(8,111,810)</u>
			<u>77,409,820</u>	<u>78,024,834</u>
<b>28</b>	<b>COST OF SALES</b>			
	Raw material consumed		48,247,194	57,804,842
	Salaries, wages and benefits	28.1	1,008,112	892,812
	Rent, rates and taxes		72,593	18,137
	Fuel, power and electricity		841,326	796,964
	Insurance		121,869	125,241
	Security and janitorial		45,165	38,885
	Postage, telephone and internet		8,211	8,428
	Printing, stationary and office supplies		2,879	34,527
	Vehicle, travelling and conveyance		35,133	35,645
	Transport - freight		460,294	476,791
	Depreciation on operating fixed assets	7.2	592,407	470,155
	Depreciation on right-of-use assets		-	25,954
	Amortization on intangible assets	8.3	6,309	5,934
	Repair and maintenance		141,540	204,651
	Provision against slow moving stock and stores and spares		48,325	15,928
	Factory canteen expenses		16,138	19,917
	Cleaning expense		5,720	1,430
	Others		62,011	46,432
			<u>51,715,226</u>	<u>61,022,673</u>
	Add: opening stock of work-in-process		-	-
	Less: closing stock of work-in-process		-	-
	Cost of goods manufactured		<u>51,715,226</u>	<u>61,022,673</u>
	Add: opening stock of finished goods- from continuing operations		2,133,120	2,700,486
	Add: Purchases		14,955,276	9,701,214
	Less: closing stock of finished goods from continuing operations	11	(2,437,779)	(2,133,120)
			<u>14,650,617</u>	<u>10,268,580</u>
	Less: arising from right of return asset		(391,443)	-
			<u>65,974,400</u>	<u>71,291,253</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

**28.1** Salaries, wages and benefits include Rs. 23.05 million for the year ended June 30, 2025 (June 30, 2024: Rs. 15.56 million) in respect of staff retirement benefits.

<b>29</b>	<b>SELLING AND DISTRIBUTION EXPENSES</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
			----- <b>(Rupees in '000)</b> -----	
	Salaries, wages and benefits	29.1	519,348	469,921
	Security and janitorial		3,779	8,414
	Freight and forwarding		1,091,193	1,354,414
	Travelling, conveyance and entertainment		44,519	35,337
	Depreciation on operating fixed assets	7.2	32,864	32,764
	Depreciation on right-of-use assets		1,819	3,639
	Amortization on intangible assets	8.3	3,717	3,696
	Electricity, gas and water		1,527	4,532
	Printing, stationary and office supplies		3,571	12,901
	Postage, telephone and internet		3,579	1,969
	Repair and maintenance		3,436	23,433
	Distributor expenses		150,241	144,713
	Rent, rates and taxes		17,728	21,929
	Insurance		4,219	2,924
	Fees and subscription		9,048	30,782
	Advertising and sales promotion		300,335	244,782
	Others		38,737	5,216
			<u>2,229,660</u>	<u>2,401,366</u>

**29.1** Salaries, wages and benefits include Rs. 14.22 million for the year ended June 30, 2025 (June 30, 2024: Rs. 11.72 million) in respect of staff retirement benefits.

<b>30</b>	<b>ADMINISTRATIVE EXPENSES</b>	<b>Note</b>	<b>2025</b>	<b>2024</b>
			----- <b>(Rupees in '000)</b> -----	
	Salaries, wages and benefits	30.1	545,532	426,506
	Directors' remuneration		78,790	190,329
	Rent, rates and taxes		27,370	37,556
	Travelling, conveyance and entertainment		84,444	100,177
	Electricity, gas and water		22,333	16,108
	Postage, telephone and internet		29,508	42,427
	Printing, stationary and office supplies		6,263	10,302
	Insurance		20,018	24,630
	Repair and maintenance		22,760	19,949
	Auditor's remuneration	30.2	23,543	15,268
	Legal and professional		23,906	30,928
	Consultancy services		22,644	27,053
	Fees and subscription		102,654	144,711
	Security and janitorial		19,887	10,470
	Donations	30.3	79,558	146,640
	Depreciation on operating fixed assets	7.2	64,791	73,619
	Amortization on intangible assets	8.3	22,784	22,734
	Others		81,630	38,800
			<u>1,278,415</u>	<u>1,378,207</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

**30.1** Salaries, wages and benefits include Rs. 15.301 million for the year ended June 30, 2025 (June 30, 2024: Rs. 19.52 million) in respect of staff retirement benefits.

	2025	2024
	------(Rupees in '000)-----	
<b>30.2 Auditor's remuneration</b>		
Audit fee	14,956	11,468
Half yearly review	3,700	2,100
Consolidation of financial statements with subsidiaries	2,000	900
Review of code of corporate governance	300	240
Out of pocket expenses	650	200
	<u>21,606</u>	<u>14,908</u>
Certifications for regulatory purposes	360	360
Sales tax at 8%	1,577	-
	<u>23,543</u>	<u>15,268</u>

**30.3** The Company has paid donations to the following which exceeds 10% of total donations paid during the year or Rs. 1 million, whichever is higher:

	2025	2024
	------(Rupees in '000)-----	
Name of Donee		
Saylani Welfare Trust	<u>-</u>	<u>48,188</u>

During the year, no donations were paid to any donee / party in which any director of the Group is interested.

		2025	2024
		------(Rupees in '000)-----	
<b>31 OTHER OPERATING EXPENSES</b>	<b>Note</b>		
Worker's welfare fund		82,759	305
Worker's profit participation fund	23.6	217,786	-
Realized loss on disposal of investment at FVOCI		10,400	-
Realized Exchange loss		264,326	-
Un-Realized Exchange (gain)/ loss		288,513	-
		<u>863,784</u>	<u>305</u>

		2025	2024
		------(Rupees in '000)-----	
<b>32 OTHER INCOME</b>			
<b>Income / return on financial assets</b>			
Income on bank deposits		234,668	89,325
Realized Exchange gain		-	667,244
Income on TDRs		943,006	506,392
Interest income on loan to related party		96,328	-
Re-measurement gain on investment in mutual fund units		28,264	3,529
Profit realized on redemption of mutual fund units		191,586	11,536
Dividend income from mutual fund units		20,601	283,627
Profit on bank deposits - under islamic banking		4,535	2,633
		<u>1,518,988</u>	<u>1,564,286</u>
<b>Income from non-financial assets</b>			
Amortization of deferred government grant		14,584	53,006
Scrap sales		24,753	14,275
Gain on disposal of fixed assets		173,858	125,951
Toll income		3,534	-
Liability written off		1,050,305	-
		<u>1,267,034</u>	<u>193,232</u>
		<u>2,786,022</u>	<u>1,757,518</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

		2025	2024
	Note	----- <b>(Rupees in '000)</b> -----	
<b>33</b>	<b>FINANCE COST</b>		
		5,656,737	6,096,653
		1,279,594	1,286,533
	23.6	-	3,810
		68	1,776
		36,715	43,687
		12,504	4,155
		38,868	-
		-	3,489
		<u>7,024,486</u>	<u>7,440,103</u>
<b>34</b>	<b>LEVIES</b>		
		704,514	776,649
<b>34.1</b>	These represent taxes under section 113, 150 and 154 (1) of Income Tax Ordinance, 2001, being treated as levies as per requirements of IFRIC 21/IAS 37.		
<b>35</b>	<b>TAXATION</b>	<b>2025</b>	<b>2024</b>
		----- <b>(Rupees in '000)</b> -----	
		852,691	34,997
		(89,477)	-
	22	87,633	-
		<u>850,847</u>	<u>34,997</u>
<b>35.1</b>	The income tax assessment of the Group is deemed to be finalized upto tax year 2024.		
<b>35.2</b>	Relationship between tax expense and accounting profit:	<b>2025</b>	<b>2024</b>
		----- <b>(Rupees in '000)</b> -----	
	Profit / (Loss) before levies and income tax	<u>2,860,863</u>	<u>(2,903,848)</u>
		29%	29%
	Tax at the enacted tax rate	829,650	-
	Effect of final tax regime	(2,884)	-
	Prior	(89,477)	-
	Effect of tax credit, temporary differences and unused tax losses	113,558	33,555
	Effects due to different rate applicable to capital gains	-	1,442
		<u>850,847</u>	<u>34,997</u>
<b>35.3</b>	Provision for current tax is calculated on the taxable income after adjusting the income eligible for tax credit under section 65 (E) of the Income tax ordinance 2001.		
<b>36</b>	<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS</b>		
	Due to disposal of subsidiaries i.e. Unity Plantations (Private) Limited and Unity Technologies (Private) Limited along with its subsidiary Sunridge Mart (Private) Limited as stated in note 6 of these consolidated financial statements, the plantation, information technology and mart related business has been classified as discontinued operations in these consolidated financial statements.		

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

	2025	2024	
	----- (Rupees in '000) -----		
<b>36.1 Results from discontinued operations are as follows:</b>			
Turnover	2,410,895	4,977,951	
Expenses	(2,165,449)	(4,708,743)	
Results from operating activities	<u>245,446</u>	<u>269,208</u>	
Taxation	(114,896)	(70,836)	
Results from operating activities - net of tax	<u>130,550</u>	<u>198,372</u>	
Gain on sale of discontinued operation	195,674	-	
Net profit / (loss) from discontinued operations	<u><u>326,224</u></u>	<u><u>198,372</u></u>	
Basic and diluted earnings / (loss) per share - Rupees	<u>0.27</u>	<u>0.17</u>	
<b>36.2 Effect of disposal on the financial position of the Group</b>			
<b>Consideration receivable</b>	1,531,253	-	
<b>Net assets disposed off:</b>			
Property, plant and equipment	(159,308)	-	
Intangible assets	(3,389)	-	
Stock-in-trade	(55,825)	-	
Trade debts	(979)	-	
Loans and advances	(7,402,406)	-	
Cash and bank balances	(4,097)	-	
Trade and other payables	4,990,167	-	
Accrued mark-up	258	-	
Short-term borrowings	1,300,000	-	
	<u>(1,335,579)</u>	<u>-</u>	
<b>Gain on disposal</b>	<u>195,674</u>	<u>-</u>	
<b>37 EARNING / (LOSS) PER SHARE</b>			
	<b>For the year ended June 30, 2025</b>		
	<b>Continuing</b>	<b>Discontinued</b>	
	<b>Total</b>		
Net profit - rupees in thousand	<u>1,305,502</u>	<u>326,224</u>	<u>1,631,726</u>
Weighted average number of outstanding ordinary shares - in thousand	<u>1,194,050</u>	<u>1,194,050</u>	<u>1,194,050</u>
Earning per share - basic and diluted - rupees	<u>1.09</u>	<u>0.27</u>	<u>1.37</u>
	<b>For the year ended June 30, 2024</b>		
	<b>Continuing</b>	<b>Discontinued</b>	<b>Total</b>
Net (loss) / profit - rupees in thousand	<u>(3,715,494)</u>	<u>198,372</u>	<u>(3,517,122)</u>
Weighted average number of outstanding ordinary shares - in thousand	<u>1,194,050</u>	<u>1,194,050</u>	<u>1,194,050</u>
Loss per share - basic and diluted - rupees	<u>(3.11)</u>	<u>0.17</u>	<u>(2.95)</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

38	CASH FLOWS FROM OPERATING ACTIVITIES	Note	2025 ------(Rupees in '000)-----	2024
	<b>Profit / (loss) before levies and income tax- continued operations</b>		2,860,863	(2,903,848)
	<b>Profit / (loss) before levies and income tax- discontinued operations</b>		441,120	269,208
	<b>Adjustments for non-cash and other items:</b>			
	Depreciation on operating fixed assets		690,062	582,078
	Depreciation on right-of-use assets		1,819	29,593
	Amortization on intangible assets		32,810	32,431
	Amortization on deferred government grant		(14,584)	(53,006)
	Exchange (gain) / loss - unrealized		-	(1,296,975)
	Gain on re-measurement of mutual fund units		(28,264)	(3,529)
	Gain on disposal of subsidiaries		(195,674)	-
	Provision against inventory		48,325	(2,001)
	Allowance for impairment of financial assets		(35,766)	(174,966)
	Gain on disposal of property, plant and equipment		(173,858)	(125,951)
	Profit on short term investment		(1,177,674)	(506,392)
	Finance cost		7,024,486	7,440,127
			6,171,682	5,921,409
	<b>Changes in working capital</b>			
	<b>(Increase) / decrease in current assets:</b>			
	Stock-in-trade		1,192,480	(2,115,421)
	Stores and spares		23,194	(10,639)
	Trade debts		2,305,708	(470,901)
	Loans, advances, deposits, prepayments and other receivables		(11,739,448)	(6,528,457)
			(8,218,066)	(9,125,418)
	<b>Increase / (decrease) in current liabilities:</b>			
	Trade and other payables		9,607,691	3,593,979
	<b>Cash used in operating activities</b>		<u>10,863,290</u>	<u>(2,244,670)</u>
<b>38.1</b>	<b>Cash and cash equivalents comprise of:</b>			
	Cash and bank balances	17	9,530,297	5,272,354
	Short term borrowings - running finance (secured)	25	(8,284,750)	(7,610,044)
			<u>1,245,547</u>	<u>(2,337,690)</u>

## 39 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

### Risk management framework

The Board of Directors of the Group has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has exposure to the following risks from its use of financial instruments:

The Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Interest rate risk

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 39.1 Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counter party to a financial instrument fails to meet its contractual obligations without considering the fair value of the collateral available there against.

### Exposure to credit risk

The carrying amount of respective financial assets represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is as follows:

	Note	2025 ----- (Rupees in '000) -----	2024
Long term deposits	9	100,208	91,829
Trade debts	13	23,311,919	25,581,861
Deposits and other receivables		2,009,709	207,111
Long term investments	10	455,980	557,353
Short term investments	16	8,289,970	3,919,454
Bank balances		9,519,566	5,256,601
		<u>43,687,352</u>	<u>35,614,209</u>

### Long term deposits

These represent security deposits provided to utility companies as per the contractual terms and Nazir High Court against increase in gas tariff case. The Group does not expect material loss against these deposits.

### Long term loans

These represents loan given to executives and employees of the Group in accordance with the Group's policy. The Group does not expect any material loss against these loans.

### Trade debts

The Group's exposure to credit risk arising from trade debtors is mainly influenced by the individual characteristics of each customer. The Group establishes an allowance for expected credit loss that represents its estimate of expected losses.

Analysis of gross amounts receivable from local and foreign trade debtors are as follows:

	2025 ----- (Rupees in '000) -----	2024
Domestic	23,195,272	25,719,550
Export	315,185	96,615
	<u>23,510,457</u>	<u>25,816,165</u>

The ageing of trade debts as at the date of the statement of financial position is:

	2025 ----- (Rupees in '000) -----	2024
Not past due	9,123,614	6,553,934
Past due 1 - 90 days	11,061,007	8,943,651
Past due 91 - 180 days	1,614,875	6,609,099
Past due 181 - 270 days	1,400,230	3,231,179
Past due 271 - 360 days	203,652	313,323
Past due above 360 days	107,079	164,979
	<u>23,510,457</u>	<u>25,816,165</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## Advances and deposits

These represents advances to various suppliers in an ordinary course of business to secure the availability of supplies and services. The management does not expect to incur credit loss there against.

## Others receivables

These represent profit receivable against investment in term deposit receipts. The management does not expect to incur credit loss there against.

## Short term investments

These represent investment in mutual fund units and term deposit receipts. The management does not expect to incur credit loss there against.

## Bank balances

The Group kept its surplus funds with banks having good credit rating. Currently, the surplus funds are kept with banks having rating from AAA to A-.

## Concentration of credit risk

Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligations to be similarly affected by the changes in economic, political, or other conditions. The Group believes that it is not exposed to major concentration of credit risk.

## 39.2 Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Group could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group ensures that it has sufficient cash to meet expected working capital requirements by having credit lines available.

The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements:

<b>As at June 30, 2025</b>	<b>Carrying amount</b>	<b>Contractual maturities</b>	<b>Maturity up to one year</b>	<b>Maturity after one year</b>
	------(Rupees in '000')-----			
<b>Non-derivative financial liabilities</b>				
Long-term financing	2,610,993	2,913,037	182,447	2,428,546
Trade and other payables	30,348,919	30,348,919	30,348,919	-
Accrued mark-up	1,438,132	1,438,132	1,438,132	-
Short-term borrowings	41,232,095	41,232,095	41,232,095	-
Unclaimed dividend	487	487	487	-
	<b>75,805,233</b>	<b>75,805,233</b>	<b>73,259,430</b>	<b>2,428,546</b>
<b>Derivative financial liabilities</b>	-	-	-	-
	<b>75,805,233</b>	<b>75,805,233</b>	<b>73,259,430</b>	<b>2,428,546</b>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

As at June 30, 2024	Carrying amount	Contractual maturities	Maturity up to one year	Maturity after one year
<b>Non-derivative financial liabilities</b>	------(Rupees in '000')-----			
Long-term financing	653,101	1,050,191	135,179	915,012
Lease liabilities	2,801	24,470	17,045	7,425
Trade and other payables	26,502,365	26,502,365	26,502,365	-
Accrued mark-up	1,211,279	1,211,279	1,211,279	-
Short-term borrowings	40,698,102	40,698,102	40,698,102	-
Unclaimed dividend	572	572	572	-
	69,068,220	69,486,979	68,564,542	922,437

### 39.3 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The Group is exposed to currency risk and interest rate risk only.

#### 39.3.1 Currency risk

Currency risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into foreign currencies.

The Group is exposed to currency risk on foreign trade creditors that are denominated in a currency other than the respective functional currency of the Group, primarily U.S. Dollar. The Group's exposure to foreign currency risk is as follows:

	2025		2024	
	Rupees in '000'	USD in '000'	Rupees in '000'	USD in '000'
<b>Financial liabilities</b>				
Trade creditors - foreign	19,487,321	68,674	19,286,818	69,292
<b>Financial assets</b>				
Trade debtors - foreign	315,185	1,111	90,269	324

The following significant spot exchange rates were applicable at the end of the year:

US Dollars (USD) to Pakistani Rupee	2025	2024
	283.76	278.34

#### Sensitivity analysis

A 10 percent strengthening / weakening of the Pakistani Rupee against the US Dollar at June 30, 2024 would have decreased / increased the equity / profit before tax by Rs. 191.721 million (June 30, 2024: 676.63 million).

#### 39.3.2 Interest rate risk

Interest rate risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group has no long term interest bearing financial assets and liabilities whose fair value or future cash flows will fluctuate because of changes in market interest rates.

Financial assets and liabilities include balance of Rs. 1,677.12 million (June 30, 2024: Rs. 2,632.95 million) and Rs. 41,586.31 million (June 30, 2024: Rs. 44,017.69 million) respectively, which are subject to interest rate risk. Applicable interest rates for financial assets have been indicated in respective notes.

As at June 30, 2024, if interest rates had been 100 basis points higher / lower with all other variables held constant, profit after tax for the year would have been Rs. 423.41 million (June 30, 2024: Rs. 389.53 million) lower/ higher, mainly as a result of lower / higher interest expense / income from these financial liabilities and assets.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

### 39.3.3 Price risk

Price risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate due to 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. The Group has no exposure to price risk except in short term investments held at fair value.

### 39.5 Fair value of financial assets and liabilities

The carrying values of financial assets and financial liabilities reported in the statement of financial position approximate their fair values.

### 39.6 Financial instruments by categories

	Note	2025	2024
		------(Rupees in '000)-----	
<b>Financial assets</b>			
<b>Held at amortized cost</b>			
Long-term deposits	9	100,208	91,829
Trade debts	13	23,311,919	25,581,861
Deposits and other receivables	15	2,009,709	207,111
Short-term investments	16	6,500,400	2,380,000
Bank balances	17	9,519,566	5,256,601
		<u>41,441,802</u>	<u>33,517,402</u>
<b>Held at fair value</b>			
Long-term investment	10	455,980	557,353
Short-term investments	16	1,789,570	1,539,454
		<u>2,245,550</u>	<u>2,096,807</u>
<b>Financial liabilities</b>			
<b>Held at amortized cost</b>			
Long-term financing	19	2,785,600	888,209
Lease liabilities		-	2,801
Trade and other payables	23	30,348,919	26,012,414
Accrued mark-up	24	1,438,132	1,211,279
Short-term borrowings	25	41,232,095	40,698,102
Unclaimed dividend		487	572
		<u>75,805,233</u>	<u>68,813,377</u>

### 40 REMUNERATION TO THE CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

	2025				
	Non Executive Directors	Executive Directors	Chief Executive	Executives	Total
	------(Rupees in '000)-----				
Managerial remuneration	-	63,067	38,700	271,931	373,698
House rent	-	25,547	17,430	108,913	151,890
Medical	-	5,339	3,870	23,403	32,612
Retirement benefits	-	5,318	3,224	19,773	28,315
Director's meeting fee	6,800	-	-	-	6,800
	<u>6,800</u>	<u>99,271</u>	<u>63,224</u>	<u>424,020</u>	<u>593,315</u>
Number of persons	<u>5</u>	<u>7</u>		<u>110</u>	<u>123</u>
	2024				
	Non Executive Directors	Executive Directors	Chief Executive	Executives	Total
	------(Rupees in '000)-----				
Managerial remuneration	-	78,394	38,700	357,912	475,006
House rent	-	35,308	17,430	161,199	213,937
Medical	-	7,840	3,870	35,791	47,501
Retirement benefits	-	5,563	3,224	21,303	30,090
Director's meeting fee	7,700	-	-	-	7,700
	<u>7,700</u>	<u>127,105</u>	<u>63,224</u>	<u>576,205</u>	<u>774,234</u>
Number of persons	<u>5</u>	<u>3</u>		<u>178</u>	<u>187</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

40.1 No independent and non executive directors are provided with the remuneration or any other perquisites other than directors' meeting fee.

## 41 TRANSACTIONS WITH RELATED PARTIES

Transactions involving related parties arising in the normal course of business are conducted at arm's length and at normal commercial rates unless otherwise specifically approved by the Board of Directors.

41.1	Name of the related party	Relationship and percentage of shareholding
	Wilmar Pakistan Holdings Pte. Limited	Associated Company incorporated in Singapore (WPH holds 34.84% shares of UFL).
	Wilmar Trading Pte. Ltd.	Associated Company-Member of same group in which Wilmar Pakistan is a member
	Sunridge Foods (Private) Limited	Wholly owned subsidiary by nature of hundred percent shareholding.
	Sunridge Confectionery Limited	Associated Company-wholly owned subsidiary of Sunridge Foods (Private) Limited
	Unity Feeds (Private) Limited	Associated Company by nature of Common Directorship
	Unity Packages (Private) Limited	Associated Company by nature of Common Directorship
	Unity Enterprises (Private) Limited	Associated Company by nature of Common Directorship
	Unity Wilmar Agro (Private) Limited	Associated Company by nature of Common Directorship
	Kairos Resources (Private) Limited	Associated Company by nature of Common Directorship
	Emeralds Oils and Fats (Private) Limited	Associated Company by nature of Common Directorship
	Agro Allianz Limited	Associated Company by nature of shareholding
	Aloia (Private) Limited	Associated Company by nature of Common Directorship
	Artciti (Private) Limited	Associated Company by nature of Common Directorship
	SSG Traders (Private) Limited	Associated Company by nature of Common Directorship
	Unity Technologies (Private) Limited	Associated Company by nature of Common Directorship
	Sunridge Mart (Private) Limited	Associated Company by nature of Common Directorship
	Sunridge Global (Private) Limited	Associated Company-wholly owned subsidiary of Sunridge Foods (Private) Limited
	Pak Agro Packaging Limited	Associated Company by nature of Common Directorship
	Ujala Education Foundation	Associated Company by nature of Common Directorship
	Unity Commodities	Associated Company by nature of Common Directorship
	Unity Resources Food Products L.L.C.	Associated Company by nature of Common Directorship and Shareholding
	Mitchells Fruit Farms Limited	Related Party by nature of Common Directorship.
	Bata Pakistan Limited	Related Party by nature of Common Directorship.
	Bolan Castings Limited	Related Party by nature of Common Directorship.
	Hascol Petroleum Limited	Related Party by nature of Common Directorship.
	Indus Dying Limited	Related Party by nature of Common Directorship.
	Shataj Textile Limited	Related Party by nature of Common Directorship.
	Al Shaheer Corporation Limited	Related Party due to common management / control
	Mr. Muhammad Farrukh	Director / Chief Executive Officer
	Mr. Aamir Amin	Non-Executive Director
	Ms. Lie Hong Hwa	Non-Executive Director
	Dr. Safdar Ali Butt	Independent Director
	Mr. Amir Shehzad	Non-Executive Director / Chairman BOD
	Mr. Mansoor Yakoob	Independent Director
	Mr. Ghulam Farooq	Key management personnel
	Mr. Jalees Edhi	Key management personnel
	UFL Employees' Provident Fund	Employees Retirement Benefit Fund
	Mr. Umar Shahzad	Key management personnel

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

Following are the related parties with whom the Group had entered into transaction otherwise stated elsewhere:

## 41.2 Transactions with related parties

Name	Nature of relationship	Nature of transaction	For the year ended	
			2025	2024
			------(Rupees in '000')-----	
Unity Resource Food Products LLC	Associated Company	Advance received against sale of goods	121,679	137,769
		Sales	-	20,535
Wilmar Trading Pte Limited	Associated Company	Purchases	17,624,895	33,740,255
		Sales	145,316	962
		Liability written back	300,000	-
		Payments	15,040,349	30,771,439
Unity Commodities	Associated person	Purchase of Vehicle	6,800	-
Sunridge Mart (Private) Limited	Associated Company	Sales	5,053,393	-
		Toll income	353,382	-
		Purchase	181	-
Al Shaheer Corporation Limited	Associated Company	Sales	1,150,982	-
Emeralds Oils and Fats (Private) Limited	Associated Company	Purchase of land	643,000	-
Provident fund	Staff retirement benefit fund	Contribution paid	107,192	72,990
Directors and executives	Key management personnel	Remuneration paid	386,388	357,052
		Purchase of Vehicle	6,800	7,200

## 42 CAPITAL RISK MANAGEMENT

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payments to shareholders or issue new shares. The management seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

The Group's objectives when managing capital are to ensure the Group's ability not only to continue as a going concern but also to meet its requirements for expansion and enhancement of its business, to maximize return of shareholders and to optimize capital structure and to reduce the cost of capital.

In order to achieve the above objectives, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares through bonus or right issue or sell assets to reduce debts or raise debts, if required.

	Note	2025	2024
		------(Rupees in '000)-----	
The gearing ratio is as follows;			
Long-term financing	19	2,785,600	888,209
Short term borrowings	25	41,232,095	40,698,102
<b>Total debt</b>		44,017,695	41,586,311
Cash and bank balances	17	(9,530,297)	(5,272,354)
<b>Net debt</b>		34,487,398	36,313,957
Share capital	18	11,940,500	11,940,500
Share premium		3,400,000	3,400,000
Unappropriated profit		2,852,983	1,245,533
<b>Share capital and reserves</b>		18,193,483	16,586,033
<b>Gearing ratio (net debt/(net debt + share capital and reserves))</b>		65.46%	68.65%

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

## 43 MEASUREMENT OF FAIR VALUES

Fair value is defined as 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 Group 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.

The fair value of financial assets and liabilities traded in active markets i.e. listed equity shares are based on the quoted market prices at the close of trading on the period end date. The quoted market prices used for financial assets held by the Group is current bid price.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

## 44 MEASUREMENT OF FAIR VALUES (CONTINUED)

IFRS 13, 'Fair Value Measurements' requires the Group 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:

Level 1: Fair value measurement using quoted (unadjusted) in active markets for identical asset or liability.

Level 2: Fair value measurements using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Fair value measurement using inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

As at June 30, 2025, all financial assets and financial liabilities are carried at amortized cost which is approximate to their fair value, except long-term and short-term investments which are carried at fair value.

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

For assets and liabilities that are recognized in the consolidated financial statements at fair value on a recurring basis, the management recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. There were no transfers between different levels of fair values mentioned above.

## 45 ANNUAL PRODUCTION CAPACITY

### 45.1 Production capacity as at year end was as follows:

Note

2025

2024

----- (Rupees in '000) -----

Edible oil refinery	46.1.1	372,600	372,600
Feed mill		302,400	302,400
Solvent extraction plant		162,000	162,000
Soap plant		15,600	15,600
Flour and rice plant		293,280	258,420
Confectionary plant		6,938	6,938

45.1.1 During the year, a new edible oil refinery was capitalized by the Holding Company which expanded the annual production capacity of the oil refinery unit by 108,000 metric tons.

### 45.2 The actual production for the year was:

2025

2024

----- (Metric Tons) -----

Edible oil refinery	104,331	126,406
Feed Mill	88,571	96,400
Solvent extraction plant	6,604	15,515
Soap plant	1,506	1,698
Flour and rice plant	100,090	93,817
Confectionary plant	697	494

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2025

45.2.1 The above production is carried out as per sales demand.

## 46 CORRESPONDING FIGURES

In addition, certain corresponding figures have been rearranged and reclassified, wherever considered necessary, for the purposes of comparison and to reflect the substance of the transactions, the effect of which is immaterial.

47 NUMBER OF EMPLOYEES	2025	2024
Total number of employees as at year end	877	940
Average number of employees during the year	924	992

## 48 DATE OF AUTHORIZATION FOR ISSUE

These annual audited consolidated financial statements were authorized for issue in the Board of Directors meeting held on September 26, 2025.

  
Director

  
Chief Executive

  
Chief Financial Officer

# UNITY FOODS LIMITED Pattern of Shareholding Shareholders Statistics

## As on June 30, 2025

Serial Number	Shareholding		Number of Shareholders	Total Shares Held
	From	To		
1	1	100	1424	52,484
2	101	500	1362	477,329
3	501	1000	968	870,438
4	1001	5000	1928	5,326,312
5	5001	10000	593	4,707,638
6	10001	15000	200	2,590,834
7	15001	20000	133	2,436,242
8	20001	25000	91	2,156,285
9	25001	30000	51	1,443,523
10	30001	35000	35	1,158,948
11	35001	40000	31	1,196,432
12	40001	45000	24	1,027,654
13	45001	50000	49	2,416,676
14	50001	55000	12	636,953
15	55001	60000	12	699,031
16	60001	65000	6	376,759
17	65001	70000	7	482,522
18	70001	75000	10	739,887
19	75001	80000	6	469,211
20	80001	85000	3	248,056
21	85001	90000	6	526,489
22	90001	95000	5	468,060
23	95001	100000	25	2,495,000
24	100001	105000	3	304,765
25	105001	110000	3	330,000
26	110001	115000	2	226,000
27	115001	120000	5	585,554
28	120001	125000	5	616,390
29	125001	130000	2	255,025
30	130001	135000	2	265,065
31	135001	140000	1	140,000
32	145001	150000	8	1,199,000
33	150001	155000	3	457,650
34	155001	160000	2	320,000
35	160001	165000	1	160,500
36	165001	170000	2	334,874
37	175001	180000	2	356,000
38	180001	185000	1	185,000
39	185001	190000	2	375,752
40	195001	200000	1	200,000
41	200001	205000	1	202,000
42	205001	210000	2	415,480

Serial Number	Shareholding		Number of Shareholders	Total Shares Held
	From	To		
43	210001	215000	1	210,850
44	215001	220000	2	437,500
45	235001	240000	1	238,962
46	240001	245000	1	242,301
47	245001	250000	3	746,507
48	265001	270000	1	270,000
49	275001	280000	1	279,746
50	285001	290000	2	573,279
51	295001	300000	5	1,495,724
52	300001	305000	1	300,415
53	335001	340000	1	338,830
54	345001	350000	1	350,000
55	365001	370000	1	370,000
56	380001	385000	1	381,344
57	395001	400000	4	1,600,000
58	420001	425000	1	425,000
59	460001	465000	1	465,000
60	485001	490000	1	488,747
61	495001	500000	5	2,497,500
62	560001	565000	1	565,000
63	595001	600000	1	600,000
64	640001	645000	1	640,995
65	750001	755000	1	753,500
66	790001	795000	1	794,000
67	895001	900000	1	900,000
68	910001	915000	1	914,000
69	950001	955000	1	952,000
70	995001	1000000	1	1,000,000
71	1005001	1010000	2	2,012,933
72	1095001	1100000	1	1,100,000
73	1140001	1145000	1	1,144,663
74	1175001	1180000	1	1,176,674
75	1245001	1250000	2	2,500,000
76	1330001	1335000	1	1,330,670
77	1395001	1400000	1	1,400,000
78	1495001	1500000	1	1,500,000
79	1685001	1690000	1	1,685,051
80	1860001	1865000	1	1,865,000
81	1905001	1910000	1	1,907,661
82	1915001	1920000	1	1,919,000
83	1925001	1930000	1	1,928,502
84	1980001	1985000	1	1,981,204
85	1995001	2000000	1	2,000,000
86	2060001	2065000	1	2,061,000
87	2670001	2675000	1	2,675,000
88	2985001	2990000	1	2,987,208
89	3270001	3275000	1	3,270,626
90	3495001	3500000	1	3,500,000
91	3620001	3625000	1	3,620,642
92	3995001	4000000	1	4,000,000
93	4125001	4130000	1	4,125,485
94	4995001	5000000	1	5,000,000
95	5365001	5370000	1	5,370,000

Serial Number	Shareholding		Number of Shareholders	Total Shares Held
	From	To		
96	5995001	6000000	2	11,997,034
97	7495001	7500000	1	7,500,000
98	9580001	9585000	1	9,584,686
99	10080001	10085000	1	10,081,953
100	10700001	10705000	1	10,700,499
101	12555001	12560000	1	12,556,832
102	15595001	15600000	1	15,596,557
103	15800001	15805000	1	15,804,228
104	24255001	24260000	1	24,258,979
105	33650001	33655000	1	33,652,267
106	45830001	45835000	1	45,830,526
107	62070001	62075000	1	62,074,932
108	73265001	73270000	1	73,267,889
109	75525001	75530000	1	75,525,926
110	83595001	83600000	1	83,595,176
111	165145001	165150000	1	165,147,081
112	416050001	416055000	1	416,051,098
			<b>7,117</b>	<b>1,194,050,000</b>

# UNITY FOODS LIMITED

## CATEGORIES OF SHARE HOLDERS

### As on June 30, 2025

S.No.	Categories of Shareholders	Shareholding	Percentage
1	Associated Companies, Undertakings and Related Parties	584,185,387	48.92
2	Directors, Chief Executive Officer and their spouse(s) and Minor Children & Other Family members	159,142,487	13.33
3	Other Foreign Investors	150,300	0.01
4	Modarabas and Mutual Funds	12,117,900	1.01
5	Joint Stock Companies	35,035,057	2.93
6	Banks, DFIs, NBFCs, Insurance Companies and Takaful	4,800,401	0.40
7	Others	62,127,979	5.20
8	Individuals (General Public)	336,490,489	28.18
	<b>Total</b>	<b>1,194,050,000</b>	<b>100.00</b>

#### Shareholders Held 10% or More Shares

WILMAR PAKISTAN HOLDINGS PTE. LTD.	416,051,098	34.84
UNITY WILMAR AGRO (PRIVATE) LIMITED	168,134,289	14.08
MR. MUHAMMAD FARRUKH (Director & CEO)	158,227,587	13.25

Note: As required under Rule Book of Pakistan Stock Exchange Limited, the threshold for Executive, set by the Board of Directors of the Company for the purpose of disclosure of trades in shares of the Company, means employees of the Company holding the designation of "Executive Directors".

# E- DIVIDEND MANDATE FORM

## (MANDATORY CREDIT OF DIVIDEND INTO BANK ACCOUNT)

Digital Custodian Company Limited (DCCL)  
(Share Registrar of Unity Foods Limited)  
4th Floor, Pardesi House, Old Queens Road, Karachi  
Email: share.registrar@digitalcustodian.co  
Phone No. +92 21 32419770 & 32430485  
Fax No. +92 21 32416371  
Website: <https://digitalcustodian.com>

Dear Sir / Madam,

The undersigned being member of Unity Foods Limited (the Company), hereby authorize the Company that all my cash dividend amounts declared by the Company, from time to time, be credited directly into my / our bank account as per following details:

Shareholder's Bank Details																			
Title of Bank Account: _____																			
Bank Account Number: _____																			
Bank's Name : _____																			
Branch Name and Address : _____																			
International Bank Account Number (IBAN) (24 digit)																			
P	K																		

It is stated that the above-mentioned information is correct and I will intimate any change in the above-mentioned information to the Company and the concerned Share Registrar, as soon as these occur.

\_\_\_\_\_  
Signature of the Shareholder  
(Please affix company stamp in case of corporate entity)  
Name of Shareholder: \_\_\_\_\_  
Folio No. \_\_\_\_\_

Encl: Photocopy of valid CNIC  
Passport no. (in case of Foreign Shareholder)

**Note:**

1. Please provide complete IBAN after consultation with your bank branch. In case of any error or omission in given IBAN, the company will not be held responsible in any manner for any loss or delay in your cash dividend payment.
2. In case of Physical shares, a duly filled-in E-Dividend Mandate Form shall be submitted with the Company's Share Registrar. While for shares held in CDC, E- Dividend Mandate Form shall be submitted directly to member's broker / participant /CDC as required by the Central Depository Company of Pakistan Limited vide its Circular No. 16 of 2017 issued on August 31, 2017.

# STANDARD REQUEST FORM FOR TRANSMISSION OF ANNUAL AUDITED ACCOUNTS AND NOTICES OF GENERAL MEETINGS AND OTHERS THROUGH EMAIL

Digital Custodian Company Limited (DCCL)  
(Share Registrar of Unity Foods Limited)  
4th Floor, Pardesi House,  
Old Queens Road, Karachi  
Email: share.registrar@digitalcustodian.co  
Phone No. +92 21 32419770 & 32430485  
Fax No. +92 21 32416371  
Website: <https://digitalcustodian.co>

Dear Sir,

Pursuant to the directions given by the Securities and Exchange Commission of Pakistan (SECP) through its SRO 787(I)/2014 dated September 08, 2014, SRO 470(I)/2016 dated May 31, 2016 and S.R.O. 389(I)/2023 dated March 21, 2023, I/We, Mr. / Ms. / Mrs. \_\_\_\_\_ S/o, D/o, W/o \_\_\_\_\_ being shareholder of Unity Foods Limited, desires and hereby consent to electronically receive the Annual Audited Accounts and Notices of the General Meetings and others, of Unity Foods Limited through e-mail on my following e-mail ID:

Name of Shareholder	
Folio / CDC Account Number of shareholder	
CNIC /Passport Number of shareholder	
E-mail Address	

I hereby confirm that the above-mentioned information is correct and in case of any change therein, I undertake to immediately intimate to the Company through revised Request Form.

\_\_\_\_\_  
Shareholder's Signature  
Authorised Signature in case of Shareholder  
Other Than Individual  
(Please affix company stamp in case of corporate entity)

Date : \_\_\_\_\_

# FORM OF PROXY

## 35th ANNUAL GENERAL MEETING

The Company Secretary / Registrar,

I/We \_\_\_\_\_ son/daughter/wife of \_\_\_\_\_ shareholder(s) of Unity Foods Limited (the Company) holding \_\_\_\_\_ ordinary shares, as per Share Register Folio No. \_\_\_\_\_ and /or CDC Participant ID No. \_\_\_\_\_ and Sub-Account No. \_\_\_\_\_ hereby appoint Mr./Ms. \_\_\_\_\_ (holding \_\_\_\_\_ ordinary shares in the Company as per Share Register Folio No. \_\_\_\_\_ and /or CDC Participant ID No. \_\_\_\_\_ and Sub-Account No. \_\_\_\_\_) or failing him / her Mr./Ms. \_\_\_\_\_ (holding \_\_\_\_\_ ordinary shares in the Company as per Share Register Folio No. \_\_\_\_\_ and /or CDC Participant ID No. \_\_\_\_\_ and Sub-Account No. \_\_\_\_\_) as my / our proxy to attend and vote for me / us and on my /our behalf at the Annual General Meeting of the Company to be held on **Monday, October 27, 2025**, at **12:00 noon** and /or any adjournment thereof.

Singed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

(Signature should agree with the specimen signature registered with the Company).

Signature across Rs.5/-  
Revenue Stamp

Signature of member (s)

Witness 1

Witness 2

Signature \_\_\_\_\_  
Name \_\_\_\_\_  
CNIC # \_\_\_\_\_

Signature \_\_\_\_\_  
Name \_\_\_\_\_  
CNIC # \_\_\_\_\_

### Notes:

1. A proxy must be a member of the Company
2. To be valid, this Proxy must be received to our Share Registrar, M/s. Digital Custodian Company Limited, 4<sup>th</sup> floor, Pardesi House, Old Queens Road, Karachi, Pakistan. At least 48 hours before the time fixed for the meeting, duly completed in all respects.
3. CDC Shareholders or their Proxies should bring their original Computerized National Identity Card (CNIC) or Original Passport along with the Participant's ID Number and their Account Number to facilitate their identification.

# یونٹی فوڈز لمیٹڈ

## پراسی فارم

35 واں سالانہ اجلاس عام

میں/ہم \_\_\_\_\_ بیٹا/بوی ایٹی \_\_\_\_\_ یونٹی فوڈز لمیٹڈ (کمپنی) کے شیئر ہولڈر/شیئر ہولڈرز جو کہ شیئر رجسٹر میں فوئیو نمبر \_\_\_\_\_ اور ایسی ڈی سی پارٹیشن آئی ڈی نمبر \_\_\_\_\_ اور اکاؤنٹ نمبر \_\_\_\_\_ (ان ممبران کے لیے جن کے شیئرز سی ڈی ایس میں ہیں) کے مطابق \_\_\_\_\_ عام شیئرز کے مالک ہیں، اپنی عدم موجودگی میں جناب/محترمہ \_\_\_\_\_ فوئیو نمبر \_\_\_\_\_ سکنہ \_\_\_\_\_ جو کہ کمپنی کے ممبر بھی ہیں، کو سالانہ اجلاس عام جو کہ بروز پیر 27 اکتوبر 2025 کو دن 12:00 بجے منعقد ہوگا، اور ایسا اس کے کسی التواء شدہ اجلاس میں میری/ہماری طرف سے شرکت کرنے، عمل کرنے اور ووٹ دینے کے لیے اپنا نمائندہ مقرر کرتا ہوں/کرتی ہوں کرتے ہیں۔

پانچ روپے کے رسیدی ٹکٹ چسپاں کریں

دستخط

(دستخط رجسٹرار کے پاس جمع شدہ نمونہ دستخط کے مطابق ہونے چاہئیں)

بطور گواہ میرے/ہمارے دستخط/مہر بتاریخ \_\_\_\_\_ اکتوبر 2025

2 گواہ کے دستخط \_\_\_\_\_  
نام  
CNIC نمبر  
پتہ

1 گواہ کے دستخط \_\_\_\_\_  
نام  
CNIC نمبر  
پتہ

نوٹ:

1- پروکسی کو کمپنی کا رکن ہونا ضروری ہے

2- درست ہونے کے لیے، یہ پروکسی ہمارے شیئر رجسٹرار، ایم/ایس ڈیجیٹل کسٹوڈین کمپنی لمیٹڈ، 4<sup>th</sup> فلور پریمی ہاؤس اولڈ کونینز روڈ، کراچی پاکستان میں میٹنگ کے لیے طے شدہ وقت سے کم از کم 48 گھنٹے پہلے وصول ہونی چاہیے، اور تمام ضروریات کے مطابق مکمل ہونی چاہیے۔

3- سی ڈی سی شیئر ہولڈرز یا ان کے پروکسیز کو اپنا اصل کمپیوٹر انزڈ قومی شناختی کارڈ (سی این آئی سی) یا اصل پاسپورٹ کے ساتھ شرکاء کا آئی ڈی نمبر اور اکاؤنٹ نمبر لے کر آنا ضروری ہے تاکہ ان کی شناخت میں آسانی ہو سکے۔

