



**PAKISTAN ENGINEERING COMPANY LIMITED**

*6/7- Sir Ganga Ram Trust Building, Shahrah-e-Quaid-e-Azam, Lahore.*



# Annual Report

## 2022



**PAKISTAN ENGINEERING COMPANY LIMITED**



بِسْمِ اللّٰهِ الرَّحْمٰنِ الرَّحِیْمِ

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## COMPANY INFORMATION

### Board of Directors

Mr. Mairaj Anees Ariff (Chief Executive)  
Mr. Naeem Jan Khan  
Mr. Muhammad Arif Habib  
Mr. Rashid Ali Khan  
Mr. Iftikhar Hussain  
Mr. Muhammad Iqbal  
Mirza Mahmood Ahmad  
Mr. Ansar Javed  
Mr. Waseem Ajmal Chaudhary

### CFO & Company Secretary

Mian Anwar Aziz

### Auditors

M/s. Malik Haroon Ahmad &  
Company Chartered Accountants

### Bankers

National Bank of Pakistan  
United Bank Limited  
Summit Bank

### Legal Advisor

Sardar Zulfiqar Umar Khan  
Thahim

### Registered Office

6/7-Sir Ganga Ram Trust, Building,  
Shahrah-e-Quaid-e-Azam, Lahore.  
Phones: 042 35 12 0755-6  
Fax No.: 042 37 32 3108  
E-Mail : info@peco.com.pk  
Website :  
<http://www.peco.com.pk>  
Plant : Kot Lakhpat, Lahore

### Share Registrar:

M/s. CDC Share Registrar Services Limite  
99 –B, Block B, S.M.C.H.S.Main Shahrah-  
Karachi-74400.

## OUR PRODUCTS

PECO is playing a vital role in the manufacturing of qualitative engineering goods of international standard. Its products have earned reputation due to quality and reliability. PECO present products range includes the following:

- **Steel Structure**

Electricity Transmission & Distribution Line Towers.  
(11, 132, 220 & 500 Kv)  
Telecommunication Towers (Green Field & Roof Top)

- **Pumps & Turbines**

- PECO produces Mono Block & Non Clogging Pumps, Multi Stage Centrifugal Pumps, Deep Well & Agro Turbines of various capacities & heads as per requirements of the customers. PECO pumps range also includes Sludge Pumps and the Pumps utilized in Sugar & Chemical industries.

- **Electric Motors**

PECO manufactures following range of electric motors:

- Horizontal Foot Mounted Motors in Drip Proof & T.E.F.C. Enclosures.
- Flange Mounted Squirrel Cage Induction Motors.
- Vertical Hollow Shaft Motors in Drip Proof & Totally Enclosed Fan Cooled Enclosures.

- **Safes, Strong Room Doors & Steel Lockers.**

- Steel Safes – 30", 60" , 72"
- Strong Room Doors & Steel Lockers for Banks

- **Foundry Products.**

- Grey & S.G. Iron Castings.
- Bronze Castings.
- Aluminum Alloy Castings.

- **Rolled Products**

- Angles
- Plain Bars
- Deformed Bars (Grade 60 & 40)



## Vision Statement

A sustainable growth oriented company and market leader in Steel Towers for Electricity Transmission and Telecommunication, Pumps & Electric Motors

## Mission Statement

To replace the old machines & equipment with most modern, efficient machines leading towards automation. To produce quality products at higher efficiency and consistent quality with lower cost.

## Corporate Strategy

To accomplish excellent results through increased earnings in the best interest of all stake holders. To be a responsible employer to take care of the employees in their career planning and reward.

Being a good corporate citizen, contributing to the development of society through harmony in all respects.

## Quality Policy

We are committed to maintain our Customer's satisfaction by delivering the qualitative products and services in accordance with their needs and requirements.

Customer's feed-back is continuously reviewed for quality improvement to have continued customer's confidence and trust in our products. Quality policy and objectives are reviewed on yearly basis.

## OUR VALUES

1. The Company's Policy is to conduct business with honesty and integrity and to be Ethical in all its dealings showing respect for the interest of those with whom it has relationship.
2. The Company complies with all laws and regulations. All employees are expected to familiarize themselves with laws and regulations governing their individual areas of responsibility, and not to transgress them. In case of any doubt the employees are expected to seek necessary advice. The Company believes in fair competition and supports appropriate competition laws.
3. The Company does not support any political party nor contribute to the funds of groups whose activities promote party interests.
4. The Company is committed to provide services, which consistently offer, value in terms of price and quality and satisfy customer needs and expectations.
5. The Company is committed to run its business in an environment that is sound and sustainable As a good corporate entity, the Company recognizes its social responsibilities and will endeavor to contribute to community activities as a whole.
6. The Company believes in and fully adheres to the principles of reliability and credibility in its financial reporting and in transparency of business transactions.
7. The Company is an equal opportunity employer. Its employee recruitment and promotional policies are free of any gender bias and are merit and excellence oriented. It believes in providing its employees safe and healthy working conditions and in maintaining good channels of communications.
8. The Company expects its employees to abide by certain personal ethics whereby Company information and assets are not used for any personal advantage or gain. Any conflict of interest should be avoided, where it exists it should be disclosed and guidance sought.

The Board of Directors has constituted the 'Board Audit & Risk Management Committee' to ensure compliance of above principles.



**FINANCIAL HIGHLIGHTS**
**Rs in million**

	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>	<b>2017</b>
<b>Trading Results</b>						
Sales – Net	137.93	183.30	259.60	249.64	1,424.45	1,353.17
Cost of Sales	321.31	366.64	279.50	487.64	1,399.41	1,187.00
Gross Profit/(Loss)	(183.38)	(183.34)	(219.90)	(238)	25.04	166.17
Admin, Gen. & Selling Exp.	58.45	122.89	56.72	87.16	108.87	105.46
Other Operating Charges	0.83	0.84	0.84	8.84	1.03	6.44
Other Operating Income	5.53	3.16	68.65	13.67	3.45	23.33
Operating Profit/(Loss)	(237.14)	(303.91)	(208.81)	(320.34)	(81.41)	77.60
Financial Charges	9.12	10.25	9.36	8.245	17.56	17.07
Workers Profit Participation fund	-	-	-	-	-	3.30
Profit/(Loss) before Tax	(246.26)	(314.15)	(218.16)	(328.59)	(98.97)	60.53
Net Profit/(Loss) after Tax	(242.03)	(310.52)	(215.48)	(466.96)	(69.96)	66.74
<b>Dividend</b>						
Cash Dividend	-	-	-	-	-	-
Dividend Per Share (Rs.)	-	-	-	-	-	-
<b>Financial Position</b>						
Property, Plant and Equipment	14,444.04	14,478.03	14,514.21	14,552.11	14,558.75	14,555.17
Paid up Capital	56.90	56.90	56.90	56.90	56.90	56.90
Reserves	10.00	10.00	10.00	10.00	10.00	10.00
Fixed Capital Expenditure	-	-	0.70	41.67	41.61	37.50
<b>Key Indicators</b>						
Gross Profit Ratio	(132.95)	(100.02)	(84.70)	(95.34)	1.76	12.28
Operating Profit/(Loss) Ratio	(171.93)	(165.80)	(80.43)	(128)	(5.72)	5.73
Operation Expenses Ratio	42.38	67.04	21.85	34.91	7.64	7.79
Profit/(Loss) Before Tax Ratio	(178.54)	(171.39)	(84.04)	(131.63)	(6.95)	4.47
Net Profit/(Loss) Ratio	(175.47)	(169.40)	(83.01)	(187.05)	(4.91)	4.93
Earning Per Share	(42.54)	(54.57)	(37.87)	(82.07)	(12.29)	11.73
Working Capital Turnover	(373.34)	(159.37)	120.87	304.56	665.74	794.54
Current ratio	0.48	0.80	1.20	1.55	2.56	2.01
Quick ratio	0.38	0.38	0.48	0.61	1.35	1.23

**NOTICE OF 73<sup>RD</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 73<sup>rd</sup> Annual General Meeting (AGM) of **Pakistan Engineering Company Limited** (the “Company”) will be held on **Monday, February 17, 2025 at 11:30AM.** at Hotel Four Points by Sheraton, 25 - Egerton Road, Lahore and through video conferencing, to transact the following businesses:

Members are encouraged to attend the AGM through the electronic link facility managed by the Company (Please see the notes section for details).

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2022, together with the Auditors’ and Directors’ Report thereon along with Chairman’s Review Report.

In accordance with Section 223 of the Companies Act, 2017 and pursuant to the S.R.O. 389(I)/2023 dated March 21, 2023, the Annual Audited Financial Statements along with Reports of the Company can be accessed through the following weblink and QR enabled code.



<https://www.peco.com.pk/financial-results-for-the-year-ended-june-30-2022/>

2. In May 2024, the Securities and Exchange Commission (SECP), under section 246(7) of the Companies Act, 2017, approved the appointment of the Company's auditors and their remuneration for the year ended June 30, 2022. Therefore, agenda for approval for appointment of auditors and their remuneration will not be part of business of this Annual General Meeting.

**ANY OTHER BUSINESS:**

3. To consider any other business with the permission of the Chair.

**By Order of the Board**

**Place: Lahore**  
**Dated: January 27, 2025**

**(Mian Anwar Aziz)**  
**Company Secretary**

**Notes:**

**1. Closure of Share Transfer Books:**

The Share Transfer Books of the Company will remain closed from February 10, 2025 to February 17, 2025 (both days inclusive). Transfer requests on prescribed format, received at the office of the Share Registrar of the Company, M/s. CDC Share Registrar Services Limited, CDC House, 99 –B, Block B, S.M.C.H.S., Main Shahrah-e- Faisal, Karachi-74400 on or before the close of business on February 07, 2025 will be treated ‘in time’ for the purpose of attending the AGM.

**2. Virtual Participation in the AGM Proceedings:**

Shareholders interested in attending the AGM virtually are hereby advised to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at corporate.affairs@peco.com.pk with subject of ‘Registration for AGM 2022 - PECO’ not less than 48 hours before the time of the meeting:

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

Electronic meeting link and login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address by the end of business on Friday, February 14, 2025. The login facility shall remain open from 10:45AM till the conclusion of the Meeting on February 17, 2025. The Shareholders can also provide their comments and questions for the agenda items of the AGM on the email address, **corporate.affairs@peco.com.pk** and WhatsApp Number **+92 336 418 7010**.

**3. Electronic transmission of Annual Report 2022:**

In compliance with section 223(6) of the Act, the Company has electronically transmitted the Annual Report 2022 through email to Shareholders whose email addresses are available with the Company’s Share Registrar, M/s. CDC Share Registrar Services Limited. The printed notices of AGM, after insertion of the weblink and QR enabled code for downloading the Annual Report, have been dispatched under S.R.O. 389 (I)/2023, dated March 21, 2023. The Financial Statements of the Company for the year ended June 30, 2022 along with reports have also been placed on the website of the Company.



<https://www.peco.com.pk/financial-results-for-the-year-ended-june-30-2022/>

However, the Company will provide hard copies of the Annual Report to any member on their demand, at their registered address, free of cost, within one week of receiving such request on specified consent letter/form which is available on the Company’s website [www.peco.com.pk](http://www.peco.com.pk)

Further, Shareholders are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company’s Share Registrar, M/s. CDC Share Registrar Services Limited CDC House, 99 –B, Block B, S.M.C.H.S., Main Shahrah-e- Faisal, Karachi-74400, if the Member hold shares in physical form or, to the Member’s respective Participant/Investor Account Services, if shares are held in book entry form.

#### 4. Participation in the AGM:

A member entitled to attend and vote at the meeting may appoint another person as his/her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member. A proxy need not be a member of the Company.

Procedure including the guidelines as laid down in Circular No. I - Reference No. 3 (5-A) Misc / ARO / LES / 96 dated January 26, 2000 issued by Securities & Exchange Commission of Pakistan:

- (i) Members, proxies or nominees shall authenticate their identity by producing their original national identity card or original passport and folio numbers at the time of the meeting.
- (ii) In case of corporate entities, a resolution of the Board of Directors / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity and an attested copy of CNIC shall be submitted to the Company at the meeting or along with a completed proxy form. The proxy holders are required to produce their original valid CNICs or original passports at the time of the meeting.
- (iii) In order to be effective, the proxy forms must be received at the office of our registrar not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
- (iv) In the case of individuals, attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.

#### **Guidelines for CDC Account Holders issued by SECP:**

CDC account holders will further have to follow the below mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan in this regard:

##### a) For Attending the Meeting

- i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall authenticate his/her original valid CNIC or the original passport at the time of attending the meeting.
- ii. Members registered on CDC are also requested to bring their particulars, I.D. numbers and account numbers in CDS.
- iii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting along with the proxy form to the Company.

##### b) For Appointing Proxies

- i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall submit the proxy form as per above requirements.
- ii. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iii. The proxy shall produce original valid CNIC or original passport at the time of the meeting.
- iv. In case of a corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.
- v. Proxy form will be witnessed by two persons whose names, addresses and valid CNIC numbers shall be mentioned on the form.



**5. Revision of timings of Annual General Meeting**

Earlier the timing of 73<sup>rd</sup> Annual General Meeting was notified to be held at 02:00PM which on same day was changed to be held at 11:30AM. The notification of revision of timing of AGM may please be downloaded from Company’s website [www.peco.com.pk](http://www.peco.com.pk)

**6. Consent for video conference facility:**

Pursuant to Section 132(2) & Section 134(1)(b) of the Companies Act, 2017, if the Company receives a consent form from the Shareholders holding aggregate 10% or more shareholding residing at geographical location to participate in the meeting through video conference at least seven (7) days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility please provide following information and submit to registered office of the Company:

*I/We, \_\_\_\_\_ of \_\_\_\_\_, being a member of Pakistan Engineering Company Limited, holder of \_\_\_\_\_ ordinary share(s) as per Registered Folio/CDC Account No. \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_.*

*Signature of Member*

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

**Circulation of Annual Audited Financial Statements through QR enabled code and web link**

Through its Notification bearing No. S.R.O 389(I)/2023 dated March 21, 2023, subject to conditions mentioned therein, SECP has allowed circulation of Annual Audited Financial Statements by the companies to its members through QR enabled code and web link instead of CD/DVD/USB. In view of technological advancements and old technology becoming obsolete, Members are requested to authorize the same by approving the agenda.

However, if a shareholder, in addition, requests for complete financial statements with relevant documents in hard copy, the same shall be provided free of cost within seven days of receipt of such request. For convenience of shareholders, a “Standard Request Form for provision of Annual Audited Accounts” has also been made available on the Company’s website (<http://www.peco.com.pk>).

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## نوٹس برائے 73 واں سالانہ اجلاس عام

نوٹس دیا جاتا ہے کہ پاکستان انجینئرنگ کمپنی لمیٹڈ (کمپنی) کا 73 واں سالانہ اجلاس عام (اے جی ایم) 17 فروری 2025 بروز پیر صبح 11:30 بجے ہوٹل فور پوائنٹس پر شیڈول 25- ایگزٹ روڈ، لاہور میں منعقد ہوگا اور ویڈیو کانفرنسنگ کے ذریعے مندرجہ ذیل کاروباروں کو انجام دیا جائے گا:

ممبران کی حوصلہ افزائی کی جاتی ہے کہ وہ کمپنی کے زیر انتظام الیکٹرانک لنک سہولت کے ذریعے اے جی ایم میں شرکت کریں (براہ کرم تفصیلات کے لئے نوٹ سیکشن دیکھیں)۔

### عمومی کاروبار:

1-30 جون 2022ء کو ختم ہونے والے سال کے لئے کمپنی کے سالانہ آڈٹ شدہ مالیاتی بیانات کو حاصل کرنے، غور کرنے اور اپنانے کے لئے آڈیٹرز اور ڈائریکٹرز کی رپورٹ کے ساتھ ساتھ چیئرمین کی جائزہ رپورٹ بھی شامل ہے۔  
کمپنیز ایکٹ، 2017 کے سیکشن 223 کے مطابق اور ایس آر او 2023/1(389) مورخہ 21 مارچ 2023ء، کمپنی کی رپورٹس کے ساتھ سالانہ آڈٹ شدہ مالیاتی بیانات درج ذیل ویب لنک اور کیو آر فیکل کوڈ کے ذریعے حاصل کیے جاسکتے ہیں۔



<https://www.peco.com.pk/financial-results-for-the-year-ended-june-30-2022/>

2- مئی 2024 میں سیکورٹیز اینڈ ایکسچینج کمیشن (ایس ای سی پی) نے کمپنیز ایکٹ 2017 کی دفعہ 246 (7) کے تحت کمپنی کے آڈیٹرز کی تقرری اور 30 جون 2022 کو ختم ہونے والے سال کے لیے ان کے معاوضے کی منظوری دی۔ لہذا آڈیٹرز کی تقرری کی منظوری کا ایجنڈا اور ان کا معاوضہ اس سالانہ عمومی اجلاس کا حصہ نہیں ہوگا۔

### کوئی اور کاروبار:

3- صاحب صدر کی اجازت سے کسی دوسرے کاروبار پر غور کرنا۔

بجلم بورڈ

جگہ: لاہور

تاریخ: 27 جنوری، 2025

(میاں انور عزیز)

کمپنی سیکرٹری

نوٹس:

## 1- حصص منتقلی کی کتابوں کی بندش

کمپنی کی حصص منتقلی کی کتابیں 10 فروری، 2025 سے 17 فروری، 2025 (بشمول دونوں ایام) تک بند رہیں گی۔ 07 فروری 2025ء کو کاروبار بند ہونے پر یا اس سے قبل کمپنی کے شیئرز رجسٹرار کے دفتر، سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ، سی ڈی سی ہاؤس، 99 بی، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی-74400 سے موصول ہونے والی ٹرانسفر درخواستوں کو اے جی ایم میں شرکت کے مقصد سے 'بروقت' سمجھا جائے گا۔

## 2- اے جی ایم کی کارروائی میں ورچوئل شرکت

اے جی ایم میں شرکت کے خواہشمند شیئرز ہولڈرز کو مشورہ دیا جاتا ہے کہ وہ اجلاس کے وقت سے کم از کم 48 گھنٹے قبل 'اے جی ایم 2022- پیکو کے لئے رجسٹریشن' کے موضوع کے ساتھ [cdcsr@cdcsrsl.com](mailto:cdcsr@cdcsrsl.com) یا واٹس ایپ نمبر +92 321 820 0864 پر مندرجہ ذیل تفصیلات اور شناختی کارڈ کے دونوں اطراف کی درست کاپی کے ساتھ ای میل بھیج کر اپنا اندراج کرائیں:

شیئرز ہولڈر کا نام	شناختی کارڈ نمبر	فولیو نمبر/سی ڈی سی اکاؤنٹ نمبر	حصص کی تعداد	رابطہ نمبر	ای میل ایڈریس

الیکٹرانک میٹنگ لنک اور لاگ ان اسناد صرف ان ممبروں کے ساتھ شیئرز کی جائیں گی جن کی ای میل، جن میں تمام مطلوبہ تفصیلات شامل ہیں، جمعہ، 14 فروری، 2025ء کو کاروبار کے اختتام تک دیئے گئے ای میل ایڈریس پر موصول ہوتی ہیں۔ لاگ ان کی سہولت صبح 10:45 بجے سے 17 فروری 2025ء کو اجلاس کے اختتام تک کھلی رہے گی۔ شیئرز ہولڈرز ای میل ایڈریس، [corporate.affairs@peco.com.pk](mailto:corporate.affairs@peco.com.pk) اور واٹس ایپ نمبر +92 336 418 7010 پر اے جی ایم کے ایجنڈا آئٹمز کے لئے اپنے تبصرے اور سوالات بھی فراہم کر سکتے ہیں۔

## 3- سالانہ رپورٹ 2022 کی الیکٹرانک ٹرانسمیشن:

ایکٹ کی دفعہ 223(6) کی تعمیل میں کمپنی نے سالانہ رپورٹ 2022 کو ای میل کے ذریعے شیئرز ہولڈرز کو الیکٹرانک طور پر منتقل کیا ہے جن کے ای میل پتے کمپنی کے شیئرز رجسٹرار، میسرز سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ کے پاس دستیاب ہیں۔ سالانہ رپورٹ ڈاؤن لوڈ کرنے کے لئے ویب لنک اور کیو آر فعال کوڈ شامل کرنے کے بعد اے جی ایم کے پرنٹ شدہ نوٹس ایس آر آو 389 (آئی/2023) کے تحت بھیجے گئے ہیں، جس کی تاریخ 21 مارچ 2023ء ہے۔ 30 جون 2022ء کو ختم ہونے والے سال کے لیے کمپنی کے مالیاتی گوشوارے اور رپورٹس بھی کمپنی کی ویب سائٹ پر ڈال دی گئی ہیں۔



<https://www.peco.com.pk/financial-results-for-the-year-ended-june-30-2022/>

تاہم کمپنی کسی بھی رکن کو ان کے مطالبے پر ان کے رجسٹرڈ ایڈریس پر سالانہ رپورٹ کی ہارڈ کاپیاں مفت فراہم کرے گی، ایسی درخواست موصول ہونے کے ایک ہفتے کے اندر مخصوص رضامندی نامے/فارم پر جو کمپنی کی ویب سائٹ پر دستیاب ہے [www.peco.com.pk](http://www.peco.com.pk) مزید برآں شیئرز ہولڈرز سے درخواست ہے کہ وہ اپنا درست ای میل ایڈریس (درست شناختی کارڈ کی کاپی کے ساتھ) کمپنی کے شیئرز رجسٹرار، سی ڈی سی شیئرز رجسٹرار سروسز لمیٹڈ سی ڈی سی ہاؤس، 99 بی، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی-74400 کو فراہم کریں، اگر ممبر کے پاس فزیکل شکل میں حصص ہیں یا ممبر کے متعلقہ پارٹنر/انویسٹرز کا وٹنٹ سروسز کو، اگر حصص بک انٹری فارم میں رکھے جاتے ہیں۔

#### 4۔ اے جی ایم میں شرکت

اجلاس میں شرکت اور ووٹ دینے کا حق رکھنے والا رکن کسی دوسرے شخص کو اپنا پراکسی مقرر کر سکتا ہے جسے اجلاس میں شرکت، تفریر اور ووٹ دینے کے ایسے حقوق حاصل ہوں گے جو کسی رکن کو حاصل ہیں۔ ایک پراکسی کو کمپنی کا رکن ہونے کی ضرورت نہیں ہے۔

طریقہ کار بشمول سرکلر نمبر 2 میں بیان کردہ رہنما خطوط۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے 26 جنوری 2000ء کو جاری کردہ ریفرنس نمبر 3 (5-اے) ایم آئی ایس سی/اے آر او/اے ای ایس/96:

- (i) اراکین، پراسیز یا نامزد افراد اجلاس کے وقت اپنا اصل قومی شناختی کارڈ یا اصل پاسپورٹ اور فوٹو نمبر پیش کر کے اپنی شناخت کی تصدیق کریں گے۔
- (ii) کارپوریٹ اداروں کے معاملے میں، بورڈ آف ڈائریکٹرز/پاور آف اٹارنی کی ایک قرارداد جس میں کارپوریٹ ادارے کی نمائندگی اور ووٹ دینے کے لئے نامزد شخص کے نمونے کے دستخط اور شناختی کارڈ کی تصدیق شدہ کاپی میٹنگ میں یا مکمل پراکسی فارم کے ساتھ کمپنی کو پیش کی جائے گی۔ پراکسی ہولڈرز کو میٹنگ کے وقت اپنے اصل درست شناختی کارڈ یا اصل پاسپورٹ پیش کرنے کی ضرورت ہوتی ہے۔
- (iii) موثر ہونے کے لئے، پراکسی فارم ہمارے رجسٹرار کے دفتر میں میٹنگ سے 48 گھنٹے قبل موصول ہونا ضروری ہے، جس پر دو افراد کے نام، پتہ، شناختی کارڈ نمبر اور دستخط کے ساتھ باقاعدہ دستخط اور مہر لگانا ضروری ہے۔

(iv) افراد کے معاملے میں فائدہ اٹھانے والے مالکان کے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپیاں اور پراکسی فارم کے ساتھ پیش کی جائیں گی۔

ایس ای سی پی کی جانب سے سی ڈی سی اکاؤنٹ ہولڈرز کے لیے جاری ہدایات

سی ڈی سی اکاؤنٹ ہولڈرز کو اس سلسلے میں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی طرف سے طے کردہ مندرجہ ذیل ہدایات پر مزید عمل کرنا ہوگا:

الف) اجلاس میں شرکت کے لئے

(i) افراد کے معاملے میں، اکاؤنٹ ہولڈرز یا ذیلی اکاؤنٹ ہولڈرز جن کی رجسٹریشن کی تفصیلات قواعد و ضوابط کے مطابق اپ لوڈ کی گئی ہیں، اجلاس میں شرکت کے وقت اپنے اصل درست شناختی کارڈ یا اصل پاسپورٹ کی تصدیق کریں گے۔

(ii) سی ڈی سی پر رجسٹرڈ ممبران سے بھی درخواست کی جاتی ہے کہ وہ اپنی تفصیلات، شناختی نمبر اور اکاؤنٹ نمبر سی ڈی ایس میں لائیں۔

(iii) کارپوریٹ ادارے کے معاملے میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی نامزد کے نمونے کے دستخط کے ساتھ اجلاس کے وقت (جب تک کہ یہ پہلے فراہم نہ کیا گیا ہو) کمپنی کو پراکسی فارم کے ساتھ پیش کیا جائے گا۔

ب) پراکسیوں کی تقرری کے لئے

(i) افراد کے معاملے میں، اکاؤنٹ ہولڈرز یا ذیلی اکاؤنٹ ہولڈرز جن کی رجسٹریشن کی تفصیلات قواعد کے مطابق اپ لوڈ کی گئی ہیں، مندرجہ بالا ضروریات کے مطابق پراکسی فارم جمع کرائیں گے۔

(ii) درست شناختی کارڈ یا اینفٹرمی مالکان کے پاسپورٹ کی تصدیق شدہ کاپیاں اور پراکسی فارم کے ساتھ پراکسی فراہم کی جائیں گی۔

(iii) پراکسی میٹنگ کے وقت اصل درست شناختی کارڈ یا اصل پاسپورٹ پیش کرے گا۔

(iv) کسی کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی نمونے کے دستخط کے ساتھ کمپنی کو پراکسی فارم کے ساتھ پیش کیا جائے گا (بشرطیکہ یہ پہلے فراہم نہ کیا گیا ہو)۔

(v) پراکسی فارم دو افراد کے ذریعہ دیکھا جائے گا جن کے نام، پتے اور درست شناختی کارڈ نمبر فارم پر درج ہوں گے۔

5۔ سالانہ جنرل میٹنگ کے اوقات میں ترمیم

قبل ازیں 73 ویں سالانہ جنرل اجلاس کا وقت دوپہر 2 بجے منعقد کرنے کا نوٹیفیکیشن جاری کیا گیا تھا جسے اسی دن صبح 11 بج کر 30 منٹ پر منعقد کرنے کا اعلان کیا گیا تھا۔ اے جی ایم

کے اوقات میں ترمیم کا نوٹیفیکیشن براہ کرم کمپنی کی ویب سائٹ سے ڈاؤن لوڈ کیا جاسکتا [www.peco.com.pk](http://www.peco.com.pk)



## کمپنیز ایکٹ 2017 کی دفعہ 134(3) کے تحت بیان

کیو آر فعال کوڈ اور ویب لنک کے ذریعے سالانہ آڈٹ شدہ مالیاتی بیانات کی سرکولیشن

ایس ای سی پی نے 21 مارچ 2023 کو اپنے نوٹیفیکیشن نمبر ایس آر او 389 (آئی) / 2023 کے ذریعے کمپنیوں کی جانب سے سالانہ آڈٹ شدہ مالیاتی گوشواروں کو سی ڈی / ڈی وی ڈی / یو ایس بی کے بجائے کیو آر فعال کوڈ اور ویب لنک کے ذریعے اپنے ممبران تک پہنچانے کی اجازت دی ہے۔ تکنیکی ترقی اور پرانی ٹکنالوجی کے متروک ہونے کے پیش نظر، ممبران سے درخواست کی جاتی ہے کہ وہ ایجنڈے کی منظوری دے کر اس کی اجازت دیں۔

تاہم، اگر کوئی شیئر ہولڈر، اس کے علاوہ، ہارڈ کاپی میں متعلقہ دستاویزات کے ساتھ مکمل مالی بیانات کی درخواست کرتا ہے تو، ایسی درخواست موصول ہونے کے سات دن کے اندر اسے مفت فراہم کیا جائے گا۔ شیئر ہولڈرز کی سہولت کے لئے کمپنی کی ویب سائٹ (<http://www.peco.com.pk>) پر "سالانہ آڈٹ شدہ اکاؤنٹس کی فراہمی کے لئے معیاری درخواست فارم" بھی دستیاب کرایا گیا ہے۔

## CHAIRMAN'S REVIEW

I am presenting my review as the Chairman of the Company for the year ended 30 June 2022, highlighting the Company's performance, issues and the role of the Board of Directors in guiding the management to carry out its responsibility for the benefit of all its stakeholders.

The year 2021-2022 was another uninspiring year for the Company in terms of financial performance inspite number of challenges emanating from the economic and business front along with continued management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff. Macroeconomic vulnerabilities exacerbated by political uncertainty, high global commodity prices driving inflation to record levels, and increased current account deficit resulting in pressure on the Pakistani currency, leading to its depreciation by 31% during the year. Measures taken by the government included increase in policy rate to 15% and 100% LC margin imposed on raw material imports have resulted in increased borrowing and higher financial cost. Due to unprofessional approach and illegal/unlawful actions of Government Nominated ex-MD PECO, Mairaj Anees Ariff, the operations of the Company were on complete halt during the year under review; which was duly reported to Government of Pakistan and relevant regulatory authorities of Pakistan.

The financial results for the year reflect a negative trend as follows:

- Net Sales decreased to Rs. 137.93 million
- Gross Loss of loss of Rs 183.38 million
- Loss after tax of Rs. 246.26 million
- Loss per share of Rs. 42.54 per share

During the year under review, the Board has tried its level best to perform its duties and responsibilities diligently and has contributed effectively in guiding the Company in all its strategic affairs. During the year under review, despite of his removal in December 2018, Government Nominated ex-MD PECO, Mairaj Anees Ariff, didn't allow any Board member to enter into the company premises, unlawfully, neither enable them to hold any meetings of sub-committees of the Board.

Apart from the Board Audit Committee and Board Human Resources & Remuneration Committee meetings every quarter, the Board met four (4) times during the year. No accounts could be presented and approved in Board meetings as Government Nominated ex-MD PECO, Mairaj Anees Ariff, did not allow any member of management team to enter into the company premises for performing their professional duties.

During the year under review, Securities and Exchange Commission of Pakistan (SECP), conducted an investigation into affairs of the Company under section 256 of Companies Act, 2017; which clearly depicted the illegal/unlawful acts of Government Nominated ex-MD PECO, Mairaj Anees Ariff.

The Board recognizes that well defined corporate governance processes is vital in enhancing corporate accountability and is committed to ensure high standards of corporate governance to preserve and maintain stakeholder value. The Board is aware of the current and future challenges, as we focus our

effort towards resolving the on-going issues of the Company created by Government Nominated ex-MD PECO, Mairaj Anees Ariff.

With an experienced Board of Directors and committed Management Team that were not allowed to enter into the company premises for performing their professional duties, we remain equipped to meet the continuing challenges.

The Board would like to thank all stakeholders for their support and loyalty. Your faith in these challenging times has allowed us to meet challenges and resolve the on-going management issues of the Company. The Board of Directors and Senior Management of the Company took all necessary steps to keep the stakeholders on-board regarding situation of Company from time to time.

The Board looks forward towards the next year with greater confidence in meeting the challenges ahead.

Mirza Mahmood Ahmad  
Chairman of the Board Lahore:  
January 20, 2025

## چیئر مین کا جائزہ

میں 30 جون 2022 کو ختم ہونے والے سال کے لیے کمپنی کے چیئر مین کی حیثیت سے اپنا جائزہ پیش کر رہا ہوں، جس میں کمپنی کی کارکردگی، مسائل اور بورڈ آف ڈائریکٹرز کے کردار کو اجاگر کیا گیا ہے کہ وہ انتظامیہ کی رہنمائی کریں تاکہ تمام اسٹیک ہولڈرز کے فائدے کے لیے اپنی ذمہ داری نبھائی جاسکے۔

سال 2021-2022 کمپنی کے لیے مالی کارکردگی کے لحاظ سے ایک اور ماہوس کن سال رہا، حالانکہ معاشی اور کاروباری چیلنجز کے ساتھ ساتھ حکومت کی نامزد کردہ سابق ایم ڈی PECO، معراج انیس عارف کی جانب سے پیدا کیے گئے انتظامی تنازعات بھی برقرار رہے۔ سیاسی غیر یقینی صورتحال، عالمی اجناس کی قیمتوں میں اضافے، مہنگائی کی ریکارڈ سطح پر پہنچنے اور کرنٹ اکاؤنٹ خسارے میں اضافے نے پاکستانی کرنسی پر دباؤ ڈالا، جس کی وجہ سے سال کے دوران اس کی قدر میں 31 فیصد کمی واقع ہوئی۔ حکومت کے اقدامات میں پالیسی ریٹ کو 15 فیصد تک بڑھانا اور خام مال کی درآمد پر 100 فیصد ای سی مارجن لگانا شامل تھے، جس کے نتیجے میں قرضوں میں اضافہ اور مالیاتی لاگت میں اضافہ ہوا۔ حکومت کی نامزد کردہ سابق ایم ڈی PECO، معراج انیس عارف کی غیر پیشہ ورانہ رویے اور غیر قانونی اقدامات کے باعث جائزہ شدہ سال کے دوران کمپنی کی کارروائیاں مکمل طور پر معطل رہیں، جس کی باقاعدہ اطلاع حکومت پاکستان اور پاکستان کے متعلقہ ریگولیٹری اداروں کو دی گئی۔

سال کے مالی نتائج مندرجہ ذیل ہیں:

خالص فروخت کم ہو کر 137.93 ملین روپے رہ گئی۔

مجموعی نقصان 183.38 ملین روپے۔

ٹیکس کے بعد نقصان 246.26 ملین روپے۔

فی شیئر نقصان 42.54 روپے فی شیئر۔

جائزہ شدہ سال کے دوران، بورڈ نے اپنی ذمہ داریاں دیانتداری سے انجام دینے کی پوری کوشش کی اور کمپنی کے تمام اسٹریٹجک امور میں موثر رہنمائی فراہم کی۔ تاہم سابق ایم ڈی PECO، معراج انیس عارف کی غیر قانونی سرگرمیوں کی وجہ سے، بورڈ کے کسی رکن کو کمپنی کے احاطے میں داخل ہونے یا ذیلی کمیٹیوں کے اجلاس منعقد کرنے کی اجازت نہیں دی گئی۔

بورڈ آڈٹ کمیٹی اور بورڈ ہیومن ریسورسز اینڈ ریورنٹس کمیٹی کے ہر سہ ماہی اجلاس کے علاوہ، بورڈ نے سال کے دوران چار بار اجلاس منعقد کیے۔ تاہم، معراج انیس عارف کی طرف سے کسی بھی انتظامی رکن کو کمپنی کے احاطے میں داخل ہو کر پیشہ ورانہ فرائض انجام دینے کی اجازت نہ دینے کی وجہ سے بورڈ اجلاسوں میں کوئی اکاؤنٹس پیش یا منظور نہیں کیے جاسکے۔

سال کے دوران، سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) نے کمپنی کے معاملات کی تحقیقات کیں، جس نے معراج انیس عارف کے غیر قانونی اقدامات کو واضح طور پر ظاہر کیا۔

بورڈ تسلیم کرتا ہے کہ اچھی طرح سے وضع شدہ کارپوریٹ گورننس کے عمل کارپوریٹ احتساب کو بڑھانے کے لیے بہت اہم ہیں اور وہ اسٹیک ہولڈرز کی قدر کو برقرار رکھنے کے لیے اعلیٰ معیارات کو یقینی بنانے کے لیے پرعزم ہے۔ ہم موجودہ اور مستقبل کے چیلنجز سے آگاہ ہیں اور ان مسائل کے حل کے لیے اپنی کوششوں پر توجہ مرکوز کیے ہوئے ہیں جو معراج انیس عارف کی وجہ سے پیدا ہوئے۔

بورڈ آف ڈائریکٹرز اور سینئر مینجمنٹ نے کمپنی کی صورتحال کے بارے میں اسٹیک ہولڈرز کو وقتاً فوقتاً آگاہ کرنے کے لیے تمام ضروری اقدامات کیے۔

بورڈ آئندہ سال کے چیلنجز کا سامنا زیادہ اعتماد کے ساتھ کرنے کی امید رکھتا ہے۔

مرزا محمود احمد

چیئر مین بورڈ

لاہور: 20 جنوری 2025

## **DIRECTORS' REPORT To The Shareholders**

The Directors of Pakistan Engineering Company Limited are presenting the 73<sup>rd</sup> Annual Report accompanied by the audited financial statements for the year ended June 30, 2022; after a lapse of almost three years.

### **GLOBAL STEEL SCENARIO AND PAKISTAN'S ECONOMY**

The global steel prices collapsed by almost 40% after hitting a record high to USD 1,100 this year. A significant downward adjustment commenced in prices of major raw materials mainly iron ore. Iron ore after peaking to USD 176 corrected to USD 110.

The global market has weakened since March 2022 as spiraling inflation, COVID lockdowns in China particularly in Shanghai as part of its zero-tolerance policy to COVID and Russian Ukraine conflict have all heightened demand outlook uncertainty.

World crude steel production remained at 1.9 billion metric tons during the year, with a decrease of 3% as compared to the last year's production of 1.96 billion metric tons. China continued to lead the global steel market however, its total production decreased by 11% as compared to last year decreasing its overall share in the global output to 52.5% from 57% of last year mainly due to Covid lockdowns and state mandated measures to reduce carbon emissions.

Despite COVID and supply chain constraints, the steel demand recovered strongly in western and US markets. However, the recovery has been short lived due to ongoing conflict in Ukraine and potential supply chain disruptions.

Pakistan's Economy struggled due to its macroeconomic vulnerabilities and impact of higher commodity prices. Although the growth numbers for the year 2021-22 were impressive.

However, such high growth for an import led economy was at the cost of depleting exchange reserves and widening current account deficit. With the rising global commodity prices, the current account deficit widened to USD 17 billion against USD 1.9 billion of last year. Rupee depreciated significantly by 31% to Rs. 205 to USD from Rs. 157 last year. Average inflation recorded as high as 12.15% against 8.9% of last year.

Government along with the central bank took following tightening measures to slow down economy:

- Policy rate increased by a cumulative 8% to 15%
- 100% cash margin on LCs of various sectors
- Withdrawal of fuel subsidy
- Increasing Energy Prices
- Imposition of super tax on profits of selected industries including steel

These measures have tightened financial conditions and increased borrowing costs especially for the Large Scale Manufacturing sector and resulted into demand suppression.

### **PERFORMANCE OUTLOOK**

Management disputes created by Government appointed ex-MD PECO, Mr. Mairaj Anees Ariff despite of his removal in December 2018, surged to maximum during this financial year. Government appointed ex-MD PECO, Mr. Mairaj Anees Ariff kept on prevented the Board of Directors, principal officer and other employees, including the statutory positions of Chief Financial Officer, Company Secretary and Head of Internal Audit, from entering the company premises. During this period also, he continued to run the company's affairs by illegally taking under siege control of PECO whereby operations of the Company were put to halt in April 2021.

In this year also, no company accounts could possibly have been prepared or audited, and no Annual General Meeting (AGM) of shareholders could be called. Timely intimations were sent by the Board members to relevant authorities including Ministry of Industries (MoIP) and SECP apprising them of the obstacles faced by the board members and the management, including the statutory positions of Chief Financial Officer, Company Secretary and Head of Internal Audit, in discharging their statutory and operational responsibilities, along with the efforts made by them in their available capacities for resolution of the issues. Despite all obstacles, the Board also tried its level best for a key role in monitoring of management performance and focus on major risk areas.

During the year under review, Securities and Exchange Commission of Pakistan (SECP), conducted an investigation into affairs of the Company under section 256 of Companies Act, 2017; which clearly depicted the illegal/unlawful acts of Government Nominated ex-MD PECO, Mairaj Anees Ariff. This report was shared with Government of Pakistan through Ministry of Industries & Production in December 2021.

Government appointed ex-MD PECO, Mr. Mairaj Ariff as MD, caused significant damage to PECO which has brought the situation to where it is today where we are still analyzing and applying corrective measures to the aftermath of his destruction.

Since the assumption of PECO office by the Board of Directors and key management personnel in March 2023 and after the transfer of Government appointed ex-MD PECO, Mr. Mairaj Anees Ariff, on 16.09.2022, efforts were immediately started to ensure compliance with the corporate laws and regulations of Pakistan.

### FINANCIAL PERFORMANCE

Owing to worsened situation of the operations, the Company was able to achieve sales and gross loss during the year under review at Rs. 137.93 million and Rs. 183.38 million as compared to sales and gross loss of 183.30 million and Rs. 183.34 million respectively during the year 2022. The sale of the year under review comprises 48.01% of sales of scrap.

Overall, PECO incurred a loss after taxation of Rs. 242.03 million compared to last year loss after taxation of Rs. 310.52 million last year. Resultantly, there is a loss per share of Rs. 42.54 as compared to last year's loss per share of Rs. 54.57.

### CONTRIBUTION TO NATIONAL EXCHEQUER AND THE ECONOMY

Your Company made a contribution of Rs. 0.78 million (June 30, 2021: Rs. 11.24 million) to the national exchequer during the year on account of income tax, sales tax, and other levies.

### FINANCIAL RESULTS AND APPROPRIATIONS

	<u>Rs. in Thousands</u>	
	YEAR ENDED <u>30.06.2022</u>	YEAR ENDED <u>30.06.2021</u>
(Loss) before Taxation	(246,261)	(314,164)
Taxation	4,230	3,635
(Loss)/Profit after Taxation	(242,031)	(310,519)
Appropriations:		
(Loss) for the year	(242,031)	(310,519)
Remeasurement of retirement benefit plan	-	-
Transfer from "Surplus on Revaluation of Fixed Assets"	14,432	15,193
Adjustment for change in tax rate	-	-
(Loss) carried forward to accumulated loss	(227,599)	(295,326)

## **OPERATING & FINANCIAL DATA**

Operating and Financial data and key ratios of the Company for the last six years are annexed.

## **GRATUITY SCHEME**

The Company provides retirement benefit to its employees. This includes a non-contributory defined benefit Gratuity Scheme for all employees.

The value of the Gratuity Scheme at the year-end was Rs. 22.77 million (June 30, 2021: Rs. 22.77 million), valued by the firm of Consulting Actuaries.

## **BOARD'S COMPOSITION, ELECTIONS, REMUNERATION AND MEETINGS**

The Board comprises of one Executive (removed by the Board of Directors in its 199<sup>th</sup> meeting held on 14.12.2018), five non-executive and three independent directors. Composition of the Board and the names of Members of Board Sub-Committees may be referred at **Page (Company Information)**. The Government nominated directors were Mr. Mairaj Anees Ariff (removed by the Board of Directors in its 199<sup>th</sup> meeting held on 14.12.2018 but Government of Pakistan delayed the formalities confirming the removal), Mr. Naeem Jan Khan and Mr. Waseem Ajmal Chaudhry.

Furthermore, the Board of Directors have a formal policy and transparent procedures for remuneration of its Directors in accordance with the Companies Act 2017 and the Listed Companies (Code of Corporate Governance) Regulations 2019. The Board made every effort to ensure compliance of corporate laws and regulations despite of hindrances created by Government appointed ex-MD PECO, Mr. Mairaj Anees Ariff. During the year 2021-22, four (04) meetings of the Board were held in each quarter. The attendance of the Board members was as follows:

Mr. Mairaj Anees Ariff	-
Mr. Waseem Ajmal Chaudhry	1
Mr. Naeem Jan Khan	-
Mr. Arif Habib	4
Mr. Iftikhar Hussain	4
Mr. Rashid Ali Khan	4
Mirza Mahmood Ahmad	3
Mr. Muhammad Iqbal	4
Mr. Ansar Javed	3

In accordance with Company's policies and rules of service, despite of many requests, no chairman of the Board was appointed by Government of Pakistan through Ministry of Production during the year. The Board used to select Chairman of the meeting of the Board amongst the directors.

## **PATTERN OF SHAREHOLDING AND SHARES TRADED**

The pattern of shareholding and additional information regarding pattern of shareholding is attached separately.

No trading in the shares of the Company was carried out by the Directors, the Chief Executive Officer and the Company Secretary and their spouses and minor children during the year under review.

## **EARNINGS PER SHARE**

There is a loss per share of Rs. 42.54 as compared to last year's loss per share of Rs. 54.57.

## AUDITORS

In 69<sup>th</sup> Annual General Meeting of the Company, shareholders appointed Messrs. EY Ford Rhodes & Co. Chartered Accountants as Auditor for the year ending on 30 June 2019. No Annual General Meeting could be held after October 2018; due to disputes created by Government appointed ex-MD PECO, Mairaj Anees Ariff and therefore, no auditors were appointed as per section 246 of Companies Act, 2017.

In May 2024, the Securities and Exchange Commission (SECP), under section 246(7) of the Companies Act, 2017, approved the appointment of the Company's auditors Messrs. Malik Haroon Ahmad & Co. Chartered Accountants for the year ended June 30, 2022.

Messrs. Malik Haroon Ahmad & Co. Chartered Accountants has been given a satisfactory rating under the Quality Control Review Program of the Institute of Chartered Accountants of Pakistan (ICAP) and the firm is fully compliant with the International Federation of Accountants (IFAC) Guidelines on Code of Ethics, as adopted by ICAP. The auditors indicated their willingness to act as auditors.

## COMMENTS ON DISCLAIMER OF OPINION IN AUDITOR'S REPORT

### i. Going Concern Status

Due to management disputes from October 2018 till March 2023, the operations of Company were getting deteriorated day-by-day. This fact was anticipated by management of PECO well before time and duly communicated to Ministry of Industry and Production in September 2018 along with Securities and Exchange Commission of Pakistan. The management disputes created by Government Nominated ex MD PECO, Mairaj Anees Ariff, took the Company to its lowest ebb during the period mentioned above. However, the management and Board of Directors is trying hard to formulate short and medium term business plans for revival of operations.

### ii. Counting of Physical Inventories

Due to management disputes from October 2018 till March 2023, no physical count of the stock could be performed by Government appointed ex MD PECO, Mairaj Anees Ariff and his team. The Board of Directors and the management team used to perform this exercise along with external auditors every year upto June 2018. In absence of record of stock count, the auditors were not able to get sufficient and appropriate audit evidence of stock lying in PECO as on June 30, 2022 of Rs. 71.80 million; because at current date, physical existence of any stock in back dates cannot be possible.

### iii. Trade Debtors/Trade and other payables

Since October 2018, PECO's financial system was compromised, with inadequate documentation and no accrual accounting. Vendor ledgers showed incorrect balances, Standard Operating Procedures were ignored, and materials lacked proper documentation. Payments were only made from an unauthorized Faysal Bank account without supporting vouchers whereas no record of payments received from customers could be maintained. This has created significant difficulties in tracking transactions and ensuring compliance with statutory laws and International Financial Reporting Standards (IFRS). This hindered the verification of closing balances, of trade debtors and trade & other payables, for the year ended June 30, 2022 of Rs. 14.12 million and Rs. 393.78 million respectively.

It was discovered that hard drives from PECO's main data server and from all peers of network were missing. This hindered the verification of closing balances, of trade debtors/trade and other payables, for the year ended June 30, 2018. Despite extensive efforts, only the opening balance as of July 01, 2018, was established.

The management led by Government appointed ex MD PECO, Mairaj Anees Ariff, failed to ensure proper record of financial and operational transactions which took place during the period from October 2018 till October 2022.



#### **iv. Unclaimed Dividends not deposited with Federal Government**

Till October 2018, the management and the Board of Directors had started proceedings to comply with section 242 of Companies Act, 2017. For the said purpose, advertisements had been made in daily newspapers as required by Companies Act, 2017 but due to lack of corporate and operation knowledge of Government appointed ex MD PECO, Mairaj Anees Ariff and his team, delayed this matter and did not proceed to pay the amount of un-claimed dividend as per provisions of Companies Act, 2017. However, the current management and the Board is committed to ensure compliance with section 242 of Companies Act, 2017, as soon as the cash flow situation of the Company improves.

#### **v. GoP/PC Loans**

The issue of Government of Pakistan and Privatization Commission Loans has been discussed with representatives of GoP, PC and MoF. As a result of various meetings, the principal loan except Rs. 131.454 million (being the additional gratuity paid by Privatization Commission at its own) has been reconciled.

The Board of Directors in its various meetings has resolved that amount due under the law to the Government of Pakistan (GoP) for any loan given to PECO shall be paid. The Board has agreed with GoP to adjust its liabilities by disposal of Badami Bagh Land as decided in E.C.C decision dated 02.03.1993, which according to the recent valuation amounts to Rupees 4,605.13 million and it is in excess of the amount being claimed by GoP from PECO. The Board of Directors (BoD) and the management of the Company believes that they are not liable to pay any interest on these loans in the absence of any agreement.

### **STATEMENT ON CORPORATE FINANCIAL REPORTING FRAME WORK**

The requirements of the Code of Corporate Governance set out by the Stock Exchanges in their Listing Regulations, relevant for the year ended June 30, 2022 have been duly complied with. A statement to this effect is annexed to the report, please refer page No. 33.

### **AUDIT AND RISK MANAGEMENT COMMITTEE**

Audit and Risk Management Committee was established by the Board to assist the directors in discharging their responsibilities, Corporate Governance, Financial Reporting and Corporate Control. The Committee consists of three members where all members including Chairman of the Committee are Independent directors.

The Board Audit and Risk Management Committee is responsible for reviewing reports of the company's financial results, audit and adherence to standards of the system of management controls. The Committee reviews the procedures, ensures their independence with respect to the services performed for the Company and makes recommendations to the Board of Directors.

The Board has not formed any Board's Committees due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan (SECP) and the Federal Government were duly informed with this fact.

No meeting of any Board' Committee could be held during the year; due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan (SECP) and Government of Pakistan were informed with this fact.

### **DIRECTORS TRAINING PROGRAM**

The Board of Directors of the Company consist of 09 directors, where directors are certified under the Directors Training Program as per Regulation 19 of the Listed Companies (Code of Corporate Governance) Regulations, 2019.

### **CODE OF CONDUCT**

In order to put in place professional standards and corporate values for promotion of integrity of the Board, senior management and other employees, the Board has approved and disseminated a Code of Conduct, defining therein acceptable and unacceptable behaviors. The same has been placed on the Company's Website.

### **NUMBER OF EMPLOYEES**

The Company continued its operations with an optimal headcount. The headcount as on June 30, 2022 were 173 compared to 302 of last year. Due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, trained work force and employees continued to leave the Company during the year under review.

### **HUMAN RESOURCE AND REMUNERATION COMMITTEE**

Human Resource and Remuneration Committee was not established by the Board due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan (SECP) and Government of Pakistan were informed with this fact.

No meeting of any Board' Committee could be held during the year; due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan (SECP) and Government of Pakistan were informed with this fact.

### **FINANCE COMMITTEE**

The objective of the Committee is to set treasury related policies within the overall policy framework established by the Board. The formation of this committee does not impair or limit the management of day to day treasury operations and routine activities. Any deviation arising due to special circumstances or financial market behavior shall be placed in subsequent Board's meeting for ratification. The Committee shall aim to meet each quarter but it is required that a majority of the Committee members shall meet at least two times each financial year and also at other times as the Chairman of the Committee shall require. was not established by the Board due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan (SECP) and Government of Pakistan were informed with this fact.

No meeting of any Board' Committee could be held during the year; due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018.

### **RELATED PARTY TRANSACTIONS**

The Company has continued to present the details of all related party transactions before the Audit Committee and upon their recommendation to the Board for review and approval.

### **WEB PRESENCE**

Company's periodic financial statements for the current financial year including annual reports for the last three years are available on the Company's website [www.peco.com.pk](http://www.peco.com.pk) for information of the investors.

**HEALTH, SAFETY AND ENVIRONMENT**

Company believes in and is fully committed to improve Health, Safety and Environment standards to achieve sustainable HSE performance. Process Safety & Behavior Based Safety across the organization is enhanced through System integrated with the company's organization scheme and the Company is on track of continuous improvement with focus to achieve & sustain leading levels.

The Company has formulated a firm succession plan which includes performance evaluation and appropriate training requirements for development of potential future leaders.

**OUTSTANDING STATUTORY DUES**

Detail of outstanding statutory dues is given in Note no. 23 to the Accounts.

**BUSINESS PLANS**

No business plan could be made as neither the Board of Directors nor the principal officers/employees were allowed to enter into Company premises to perform their professional duties. The principal officers of the Company established a site office on another location to liaison with Government of Pakistan, Securities and Exchange Commission of Pakistan (SECP) and regulatory bodies in Pakistan. The Board of Directors and management believes that they are trying best of their efforts to turnover around the devastation created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, and the Company will operate as a "Going Concern" till indefinite period, Insha'Allah.

**ACKNOWLEDGEMENT**

The Board would like to thank all of their stakeholders, principal officer, employees, shareholders, and any others for their support. The confidence and goodwill of the stakeholders had allowed the Company to overcome its issues. The Board of Directors of PECO has always ensured full support to Government of Pakistan through Ministry of Industries and Production to resolve the issues prevailing at Pakistan Engineering Company Limited.

We continue to pray to Allah for the success of the Company and for the benefit of all stakeholders, and the country in general.

For and on behalf of the Board

Mirza Mahmood Ahmad  
Chairman of the Board

January 20, 2025  
Lahore

## ڈائریکٹرز کی رپورٹ

حصص داران کے لیے

پاکستان انجینئرنگ کمپنی لمیٹڈ کے ڈائریکٹرز، مالی سال کے اختتام 30 جون 2022 پر، 73 ویں سالانہ رپورٹ اور آڈٹ شدہ مالی بیانات پیش کر رہے ہیں؛ یہ رپورٹ تقریباً تین سال کے وقفے کے بعد پیش کی جا رہی ہے۔

### عالمی اسٹیل منظر نامہ اور پاکستان کی معیشت

عالمی اسٹیل کی قیمتیں اس سال 1100 امریکی ڈالر کی ریکارڈ بلند سطح تک پہنچنے کے بعد تقریباً 40 فیصد گر گئیں۔ اہم خام مال، خاص طور پر آئرن اور کی قیمتوں میں نمایاں کمی واقع ہوئی۔ آئرن اور، جو 176 امریکی ڈالر کی بلند ترین سطح پر پہنچا تھا، کم ہو کر 110 امریکی ڈالر پر آ گیا۔

عالمی منڈی مارچ 2022 کے بعد سے کمزور ہو گئی ہے کیونکہ بڑھتی ہوئی مہنگائی، چین میں کووڈ لاک ڈاؤن، خاص طور پر شنگھائی میں، روس اور یوکرین کے تنازعے نے طلب کی غیر یقینی صورتحال کو بڑھا دیا ہے۔

دنیا بھر میں خام اسٹیل کی پیداوار 1.9 ارب میٹرک ٹن رہی، جو پچھلے سال کے 1.96 ارب میٹرک ٹن کی پیداوار سے 3 فیصد کم ہے۔ چین نے عالمی اسٹیل مارکیٹ کی قیادت جاری رکھی، لیکن اس کی کل پیداوار گزشتہ سال کے مقابلے میں 11 فیصد کم ہوئی، جس کی وجہ سے اس کی عالمی پیداوار میں مجموعی حصہ 57 فیصد سے کم ہو کر 52.5 فیصد رہ گیا۔

### پاکستان کی معیشت

پاکستان کی معیشت نے اپنی میکر و اکنا مک کمزوریوں اور اعلیٰ کموڈٹی قیمتوں کے اثرات کی وجہ سے مشکلات کا سامنا کیا۔ حالانکہ 2021-22 کے سال کی ترقی کی شرح متاثر کن تھی، لیکن یہ ترقی زیادہ درآمدات پر مبنی معیشت کے لیے زرمبادلہ کے ذخائر اور کرنٹ اکاؤنٹ خسارے کی قیمت پر حاصل کی گئی تھی۔

### کارکردگی کا جائزہ

حکومت کی طرف سے نامزد کردہ سابق ایم ڈی، جناب میر اراج انیس عارف کی وجہ سے پیدا ہونے والے انتظامی تنازعات، جو دسمبر 2018 میں برطرف ہونے کے باوجود برقرار رہے، اس مالی سال میں زیادہ سے زیادہ بڑھ گئے۔

انہوں نے بورڈ آف ڈائریکٹرز، اہم افسران اور دیگر ملازمین کو کمپنی کے احاطے میں داخل ہونے سے روک دیا، جس کی وجہ سے کمپنی کے آپریشنز اپریل 2021 میں بند ہو گئے۔

### مالی کارکردگی

کمپنی کی کل فروخت اس سال 137.93 ملین روپے رہی، جبکہ مجموعی نقصان 183.38 ملین روپے تک پہنچا۔ ٹیکس کے بعد نقصان 242.03 ملین روپے رہا، جس کے نتیجے میں فی شیئر نقصان 42.54 روپے تھا۔

### قومی خزانے میں شراکت

کمپنی نے 30 جون 2022 کے سال کے دوران قومی خزانے میں 0.78 ملین روپے کا حصہ ڈالا۔

### مالی نتائج اور تقسیم

مالی سال	2021	2022
ٹیکس سے پہلے نقصان	(314,164)	(246,261)
ٹیکس	3,635	4,230
ٹیکس کے بعد نقصان	(310,519)	(242,031)
سال کا نقصان	(310,519)	(242,031)
ریٹائرمنٹ بینیفٹ پلان کی دوبارہ تشخیص	-	-

### عملی اور مالی ڈیٹا

کمپنی کے گزشتہ چھ سالوں کے عملی اور مالیاتی ڈیٹا اور کلیدی تناسبات منسلک ہیں۔

### گرپچوٹی اسکیم

کمپنی اپنے ملازمین کو ریٹائرمنٹ فوائد فراہم کرتی ہے، جن میں تمام ملازمین کے لیے ایک غیر شراکتی معیہ فنانڈ کی گرپچوٹی اسکیم شامل ہے۔ سال کے اختتام پر گرپچوٹی اسکیم کی قدر 22.77 ملین روپے تھی (30 جون 2021: 22.77 ملین روپے) جس کا تخمینہ ایک مشاورتی ایگجوری فرم نے لگایا تھا۔

### بورڈ کی تشکیل، انتخابات، معاوضہ اور اجلاس

بورڈ ایک ایگزیکٹو (بورڈ آف ڈائریکٹرز کے 199 ویں اجلاس میں 14.12.2018 کو ہٹایا گیا)، پانچ غیر ایگزیکٹو، اور تین آزاد ڈائریکٹرز پر مشتمل ہے۔ بورڈ کی تشکیل اور بورڈ ڈبلیو سیٹیوں کے اراکین کے نام (کمپنی کی معلومات کے صفحے) پر دیے گئے ہیں۔ حکومت کی طرف سے نامزد ڈائریکٹرز میں جناب میراج انیس عارف (جنہیں 199 ویں اجلاس میں بورڈ آف ڈائریکٹرز نے ہٹایا، لیکن حکومت پاکستان نے ہٹانے کی رسمی کارروائی میں تاخیر کی)، جناب نعیم جان خان، اور جناب وسیم اجمل چوہدری شامل تھے۔

مزید برآں، بورڈ آف ڈائریکٹرز نے ٹینیسی ایکٹ 2017 اور سٹیٹسٹیکس (کارپوریٹ گورننس کوڈ) ریگولیشنز 2019 کے مطابق ڈائریکٹرز کے معاوضے کے لیے ایک باقاعدہ پالیسی اور شفاف طریقہ کار بنایا۔ حکومت کی طرف سے نامزد سابق ایم ڈی پی ای سی او، جناب میراج انیس عارف، کی جانب سے پیدا کی گئی رکاوٹوں کے باوجود، بورڈ نے کارپوریٹ قوانین اور ضوابط کی تعمیل کو یقینی بنانے کی پوری کوشش کی۔

سال 2021-22 کے دوران بورڈ کے چار (04) اجلاس ہر سہ ماہی میں منعقد ہوئے۔ بورڈ کے اراکین کی حاضری مندرجہ ذیل تھی:

نام	حاضری
جناب میراج انیس عارف	-
جناب وسیم اجمل چوہدری	1
جناب نعیم جان خان	-
جناب عارف حبیب	4
جناب افتخار حسین	4
جناب راشد علی خان	4
مرزا محمود احمد	3
جناب محمد اقبال	4
جناب انصار جاوید	3

کمپنی کی پالیسیوں اور خدمات کے قواعد کے مطابق، کئی درخواستوں کے باوجود، سال کے دوران حکومت پاکستان کی وزارت پیداوار کے ذریعے بورڈ کے چیئرمین کو مقرر نہیں کیا گیا۔ بورڈ اجلاس کے چیئرمین کو ڈائریکٹرز میں سے منتخب کرتا رہا۔

### حصص کی ملکیت کا نمونہ اور تجارت شدہ حصص

حصص کی ملکیت کے نمونے اور اس کے متعلق اضافی معلومات الگ سے منسلک ہیں۔

سال کے دوران ڈائریکٹرز، چیف ایگزیکٹو آفیسر، کمپنی بیکریٹری، ان کے شریک حیات اور نابالغ بچوں کے ذریعے کمپنی کے حصص میں کوئی خرید و فروخت نہیں کی گئی۔

## نی حصص آمدنی

نی حصص نقصان 42.54 روپے رہا، جو کہ پچھلے سال کے نی حصص نقصان 54.57 روپے کے مقابلے میں ہے۔

## آڈیٹرز

کمپنی کے 69 ویں سالانہ اجلاس میں شیئر ہولڈرز نے مالی سال ختم ہونے والے 30 جون 2019 کے لیے EY Messrs. Ford Rhodes & Co. Chartered Accountants کو آڈیٹر مقرر کیا؛ جنہوں نے کمپنی تنازعات کی وجہ سے کام کرنے سے معذوری ظاہر کی۔

اکتوبر 2018 کے بعد کوئی سالانہ اجلاس منعقد نہیں ہوا، کیونکہ حکومت کی طرف سے نامزد سابق ایم ڈی، جناب میراج انیس عارف، کی جانب سے پیدا کردہ تنازعات کی وجہ سے آڈیٹرز گھنیزا ایکٹ 2017 کی سیکشن 246 کے تحت مقرر نہیں کیا جا سکا۔

مئی 2024 میں، سیکورٹیز اینڈ ایکسچینج کمیشن (SECP) نے گھنیزا ایکٹ 2017 کی سیکشن 246 (7) کے تحت مالی سال 30 جون 2022 کے لیے کمپنی کے آڈیٹرز Messrs. Malik Haroon Ahmad & Co. Chartered Accountants کی تقرری کی منظوری دی۔

Co. Chartered Accountants Messrs. Malik Haroon Ahmad & نے انسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان (ICAP) کے کوالٹی کنٹرول ریویو پروگرام کے تحت تسلی بخش درجہ بندی حاصل کی ہے اور یہ فرم بین الاقوامی فیڈریشن آف اکاؤنٹنٹس (IFAC) کے اخلاقیات کے کوڈ کے رہنما اصولوں کے ساتھ مکمل طور پر ہم آہنگ ہے۔

## آڈیٹرز کی رپورٹ میں رائے کے اختلاف پر تبصرہ

### (i) جاری خدشات کی حالت

اکتوبر 2018 سے مارچ 2023 کے دوران انتظامی تنازعات کے باعث کمپنی کی کارکردگی دن بدن خراب ہو رہی تھی۔

### (ii) اسٹاک کی جسمانی گنتی

تنازعات کے دوران 30 جون 2022 کو موجود اسٹاک کی جسمانی گنتی ممکن نہ ہو سکی۔

### (iii) ٹریڈ ڈیبٹس/قرض دہندگان

اکتوبر 2018 سے، مالیاتی نظام ناقص ریکارڈ رکھنے کے سبب متاثر رہا۔

غیر دعویٰ شدہ ڈیویڈنڈز جو وفاقی حکومت کو جمع نہیں کیے گئے

اکتوبر 2018 تک، انتظامیہ اور بورڈ آف ڈائریکٹرز نے گھنیزا ایکٹ 2017 کی دفعہ 242 پر عمل درآمد کے لیے کارروائی شروع کی تھی۔ اس مقصد کے لیے گھنیزا ایکٹ 2017 کی ضروریات کے مطابق روزنامہ اخبارات میں اشتہارات شائع کیے گئے تھے، لیکن حکومت کے مقرر کردہ سابق ایم ڈی PECO، میراج انیس عارف، اور ان کی ٹیم کے عدم علم اور آپریشنل علم کی کمی کی وجہ سے اس معاملے میں تاخیر ہوئی اور غیر دعویٰ شدہ ڈیویڈنڈ کی رقم گھنیزا ایکٹ 2017 کی دفعات کے مطابق ادا نہیں کیا گیا۔ تاہم، موجودہ انتظامیہ اور بورڈ اس امر کو یقینی بنانے کے لیے پرعزم ہیں کہ جیسے ہی کمپنی کی نقدی صورتحال بہتر ہوگی، دفعہ 242 پر عمل درآمد کیا جائے گا۔

## حکومت پاکستان/نجکاری کمیشن قرضے

حکومت پاکستان، نجکاری کمیشن اور وزارت خزانہ کے نمائندگان کے ساتھ حکومت پاکستان اور نجکاری کمیشن کے قرضوں کے مسئلے پر تبادلہ خیال کیا گیا۔ مختلف ملاقاتوں کے نتیجے میں، اصل قرض (بجز 131.454 ملین روپے جو نجکاری کمیشن نے اپنی طرف سے ادا کیے تھے) کو تسلیم کیا گیا۔

بورڈ آف ڈائریکٹرز نے مختلف اجلاسوں میں فیصلہ کیا کہ حکومت پاکستان کو قانون کے مطابق کوئی بھی واجب الادا رقم ادا کی جائے گی۔ بورڈ نے حکومت پاکستان کے ساتھ اس کی ذمہ داریوں کو ای سی ای کے 02.03.1993 کے فیصلے کے مطابق باوامی باغ کی زمین کے تصرف کے ذریعے ایڈجسٹ کرنے پر اتفاق کیا، جو حالیہ تخمینہ کے مطابق 4,605.13 ملین روپے ہے اور یہ حکومت پاکستان کی طرف سے پی ای سی او پر واجب الادا رقم سے زیادہ ہے۔ بورڈ آف ڈائریکٹرز اور کمپنی کی انتظامیہ کا ماننا ہے کہ کسی بھی معاہدے کی غیر موجودگی میں ان قرضوں پر کوئی سود ادا کرنے کی ضرورت نہیں ہے۔

## کارپوریٹ مالیاتی رپورٹنگ فریم ورک پر بیان

مالی سال 30 جون 2022 کو ختم ہونے کے لیے اسٹاک ایکسچینجر کے لسٹنگ ریگولیشنز کے تحت طے کردہ کوڈ آف کارپوریٹ گورننس کی ضروریات پر مکمل عمل کیا گیا۔ اس حوالے سے ایک بیان رپورٹ کے ساتھ منسلک ہے، براہ کرم صفحہ نمبر 33 کا حوالہ دیں۔

## آڈٹ اور رسک مینجمنٹ کمیٹی

آڈٹ اور رسک مینجمنٹ کمیٹی کو بورڈ نے ڈائریکٹرز کی مدد کے لیے قائم کیا تاکہ وہ اپنے ذمہ داریوں، کارپوریٹ گورننس، مالیاتی رپورٹنگ، اور کارپوریٹ کنٹرول کو پورا کر سکیں۔ کمیٹی میں تین اراکین شامل ہیں، جن میں کمیٹی کے چیئرمین سمیت تمام اراکین آزاد ڈائریکٹرز ہیں۔

کمیٹی کمیٹی کے مالیاتی نتائج، آڈٹ، اور انتظامی کنٹرول کے نظام کے معیارات کے مطابق جائزہ لینے کے لیے ذمہ دار ہے۔ کمیٹی طریقہ کار کا جائزہ لیتی ہے، ان کی آزادی کو یقینی بناتی ہے اور بورڈ آف ڈائریکٹرز کو سفارشات پیش کرتی ہے۔

تاہم، حکومت کے مقرر کردہ سابق ایم ڈی PECO، میراج انیس عارف، کی جانب سے پیدا کی گئی انتظامی تنازعات کی وجہ سے بورڈ کی کسی بھی کمیٹی کا اجلاس سال کے دوران منعقد نہیں ہو سکا، باوجود اس کے کہ انہیں دسمبر 2018 میں ہٹا دیا گیا تھا۔ اس حقیقت کے بارے میں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) اور وفاقی حکومت کو مطلع کیا گیا۔

## ڈائریکٹرز ٹریڈنگ پروگرام

کمیٹی کے بورڈ آف ڈائریکٹرز میں 9 ڈائریکٹرز شامل ہیں، جن میں سے تمام ڈائریکٹرز لے ڈیپوٹیشن (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی دفعہ 19 کے مطابق ڈائریکٹرز ٹریڈنگ پروگرام کے تحت سرٹیفائیڈ ہیں۔

## ضابطہ اخلاق

بورڈ نے پیشہ ورانہ معیار اور کارپوریٹ اقدار کو فروغ دینے کے لیے بورڈ، سینئر مینجمنٹ، اور دیگر ملازمین کے لیے ضابطہ اخلاق کی منظوری دی ہے۔ ضابطہ اخلاق میں قابل قبول اور ناقابل قبول رویوں کی وضاحت کی گئی ہے۔ یہ کمیٹی کی ویب سائٹ پر دستیاب ہے۔

## ملازمین کی تعداد

کمیٹی نے اپنی کاروائیوں کو کم سے کم عملے کے ساتھ جاری رکھا۔ 30 جون 2022 کو عملے کی تعداد 173 تھی، جبکہ پچھلے سال کے مقابلے میں یہ تعداد 302 تھی۔ حکومت کے مقرر کردہ سابق ایم ڈی پی ای سی او، میراج انیس عارف، کی جانب سے پیدا کی گئی انتظامی تنازعات کی وجہ سے تربیت یافتہ عملہ اور ملازمین سال کے دوران کمیٹی چھوڑتے رہے۔

## مالیاتی کمیٹی

کمیٹی کا مقصد بورڈ کی جانب سے مقرر کردہ مجموعی پالیسی فریم ورک کے اندر خزانے سے متعلق پالیسیوں کا تعین کرنا ہے۔ اس کمیٹی کی تشکیل روزمرہ کی خزانے کے آپریشنز اور معمولی سرگرمیوں کے انتظام کو محدود یا متاثر نہیں کرتی۔

## متعلقہ پارٹی کے لین دین

کمیٹی نے متعلقہ پارٹی کے تمام لین دین کی تفصیلات آڈٹ کمیٹی کے سامنے پیش کرنا جاری رکھا ہے اور ان کی سفارشات پر بورڈ کے جائزے اور منظوری کے لیے پیش کیا ہے۔

## ویب موجودگی

کمیٹی کی موجودہ مالی سال کے لیے متواتر مالیاتی بیانات، بشمول پچھلے تین سالوں کی سالانہ رپورٹس، سرمایہ کاروں کی معلومات کے لیے کمیٹی کی ویب سائٹ [www.peco.com.pk](http://www.peco.com.pk) پر دستیاب ہیں۔

## صحت، حفاظت اور ماحول

کمیٹی صحت، حفاظت اور ماحولیاتی معیاروں کو بہتر بنانے اور پائیدار HSE کارکردگی حاصل کرنے کے لیے مکمل طور پر پر عزم ہے۔ کمیٹی نے عمل کی حفاظت اور روزیہ برہنی حفاظت کو تنظیم کے پورے ڈھانچے میں مربوط نظام کے ذریعے بہتر بنایا ہے، اور کمیٹی مسلسل بہتری کے راستے پر گامزن ہے، اس پر توجہ مرکوز کرتے ہوئے کہ وہ اعلیٰ سطح کے معیار کو حاصل اور برقرار رکھے۔ کمیٹی نے ایک جامع جانیشنی منصوبہ بنایا ہے، جس میں ممکنہ مستقبل کے قائدین کی ترقی کے لیے کارکردگی کا جائزہ اور مناسب تربیتی ضروریات شامل ہیں۔

### کاروباری منصوبے

کوئی کاروباری منصوبہ تشکیل نہیں دیا جاسکا کیونکہ نہ تو بورڈ آف ڈائریکٹرز اور نہ ہی اہم افسران/ملازمین کو کمپنی کے احاطے میں داخل ہو کر اپنی پیشہ ورانہ ذمہ داریاں ادا کرنے کی اجازت دی گئی۔ کمپنی کے اہم افسران نے حکومت پاکستان، سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP)، اور پاکستان کے ریگولیٹری اداروں کے ساتھ رابطہ قائم کرنے کے لیے ایک دوسری جگہ پر ایک دفتر قائم کیا۔ بورڈ آف ڈائریکٹرز اور انتظامیہ کا ماننا ہے کہ وہ اپنی بہترین کوششیں کر رہے ہیں تاکہ حکومت کے مقرر کردہ سابق ایم ڈی پی ای سی او، میراج انیس عارف، کے پیدا کردہ نقصانات کو ختم کیا جاسکے۔ بورڈ پر امید ہے کہ کمپنی، ان شاء اللہ، غیر معینہ مدت تک "جاری ادارہ" کے طور پر کام کرتی رہے گی۔

### تفکر

بورڈ تمام اسٹیک ہولڈرز، اہم افسران، ملازمین، شیئرز ہولڈرز، اور دیگر افراد کا ان کی حمایت پر شکریہ ادا کرنا چاہتا ہے۔ اسٹیک ہولڈرز کے اعتماد اور نیک خواہشات نے کمپنی کو اس کے مسائل پر قابو پانے میں مدد دی۔ پاکستان انجینئرنگ کمپنی لمیٹڈ کے بورڈ آف ڈائریکٹرز نے ہمیشہ حکومت پاکستان کو وزارت صنعت و پیداوار کے ذریعے مکمل حمایت فراہم کی ہے تاکہ کمپنی میں موجودہ مسائل کو حل کیا جاسکے۔

ہم اللہ سے دعا کرتے ہیں کہ وہ کمپنی کو کامیابی عطا کرے اور تمام اسٹیک ہولڈرز اور ملک کے لیے فائدہ مند بنائے۔

بورڈ کی جانب سے

مرزا محمود احمد

بورڈ کے چیئرمین

20 جنوری 2025

لاہور



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

### PAKISTAN ENGINEERING COMPANY LIMITED FOR THE YEAR ENDED JUNE 30, 2022

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

1. The total number of Directors are 09 as per the following:

- a. Male 09
- b. Female -

The Company could not comply with the Regulation regarding the appointment of at least on female director till 18 April 2024 due the reason as explained in para 6;

2. The composition of board is as follows:

<b>a. Independent Directors</b>	03	Mr. Ansar Javed Mr. Iftikhar Hussain Mr. Muhammad Iqbal
<b>b. Other Non-executive Director</b>	05	Mr. Rashid Ali Khan Mr. Naeem Jan Khan Mr. Waseem Ajmal Chaudhry Mr. Muhammad Arif Habib Mirza Mahmood Ahmad
<b>c. Executive Directors</b>	01	Mr. Mairaj Anees Ariff
<b>d. Female Directors</b>	0	N/A

Although the independent directors meet the criteria of independence as defined under Section 166(2) of the Companies Act, 2017, however, their selection was not made from the databank, contrary to the requirement of Section 166(1) of the Act, due to management disputes.

During the current year, completion of official formalities were delayed by Government of Pakistan to ensure compliance of Board's decision related to removal of Managing Director, Mr. Mairaj Anees Ariff as MD from PECO. However, Securities and Exchange Commission of Pakistan and Government of Pakistan were informed with this effect.

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

5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. Not all the powers of the Board have been duly exercised and decisions on relevant matters have not been taken by Board/Shareholders as empowered by the relevant provisions of the Act and these Regulations in this year, due to management disputes created by Government Nominated ex-MD PECO, Mairaj Anees Ariff, despite of his removal in December 2018. However, Securities and Exchange Commission of Pakistan was informed with this fact.
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a Director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
8. The Board of Directors have a formal policy and transparent procedures for remuneration of Directors in accordance with the Act and these Regulations.
9. The directors either have already attended the Directors' training as required in previous years or meet the exemption criteria as contained in these Regulation. Therefore, the Board has not arranged any Directors' Training program;
10. The board has approved appointment of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.
11. Chief financial officer and chief executive officer duly endorsed the annual financial statements before approval of the Board; (Refer Para 19 (3))
12. The Board has not formed any board committee;
13. The terms of reference of the aforesaid Committees have not been formed, documented and advised to the Committee for compliance; (Refer Para 19(4))
14. There were no meetings (quarterly/half yearly/yearly) of the audit committee held; (Refer para 18)
15. The Board has set up an effective internal audit function, which is supervised by the Head of Internal Audit, who is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Company; (Refer Para 19(5))
16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the

Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard;
18. We confirm that all requirements of regulations 3 and 8 of the regulations have been complied with. However, requirement of regulations 6, 7, 27, 32, 33 and 36 cannot be complied due to the fact as described in para 6.
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

S. No.	Requirement	Reg. No.	Explanation
1	Subject to the requirements of section 183 and 204 of the Act, the Board is responsible for adoption of corporate governance practices by the company and monitoring effectiveness of such practices and the members of the Board shall ensure high ethical standards in performing their responsibilities.	10(1)	Due to the facts described in para 6 of Statement of Compliance, the Board was unable to perform its duties properly.
2	The same person shall not simultaneously hold office of chief financial officer and the company secretary of a listed company.	24	Presently, both the aforesaid positions are held by the same person, Mr. Anwar Aziz. Considering the requirements of these regulations, Board was trying to on-board a person with requisite qualification but due to the facts described in para 6 of Statement of Compliance, Board was unable to meet this requirement.

3	The chief executive officer and the chief financial officer shall duly endorse the quarterly, half-yearly and annual financial statements under their respective signatures prior to placing and circulating the same for consideration and approval of the Board.	25	Due to the facts described in para 6 of Statement of Compliance, the chief executive officer and the chief financial officer were not able to duly endorse the quarterly and half-yearly statements under their respective signatures.
4	There shall be a human resource and remuneration committee of at least three members comprising a majority of non-executive directors of whom at least one member shall be an independent director.	28	Due to the facts described in para 6 of Statement of Compliance, the Board was not able to make any committee during the year.
5	There shall be an internal audit function in every company.	31	The Board made an internal audit function in as per the requirements of the regulations, but it was unable to perform its duties as Ex-MD PECO, Mr. Mairaj Anees Ariff did not allowed relevant personals to enter the premises.
6	The quarterly financial statements of companies shall be published and circulated along with directors' review on the affairs of the company.	34	Due to the facts described in para 6 of Statement of Compliance, the quarterly financial statements were not prepared and the directors were not able to publish and circulate director's review report.

Lahore  
January 20,2025

Mirza Mehmood Ahmed  
(Chairman of the Board)

**Independent Auditor's Modified Review Report  
To the Members of "Pakistan Engineering Company Limited"**

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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of **Pakistan Engineering Company Limited** for the year ended June 30, 2022 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

Based on our review, except for the above instance of non-compliance, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2022.

Further, we highlight below instance of non-compliance with certain requirements of the Regulations as stated in paragraph reference 18 and 19 in the Statement of Compliance:

S. No.	Requirement Nature	Reference	Description of non-compliance
1	Mandatory	Para 18	Company has not appointed any female director in contravention to regulation 7 to the code.
2	Mandatory	Para 18	As per section 166(2) of the Companies Act, 2017, independent directors must be selected from the data bank. However, their selection was not made from the databank.

3	Explanation of non-compliance is required	Para 19(1)	As per regulation 10(1), subject to the requirements of section 183 and 204 of the Act, the Board is responsible for adoption of corporate governance practices by the company and monitoring effectiveness of such practices and the members of the Board shall ensure high ethical standards in performing their responsibilities. However, due to the fact as described in para 6 of Statement of Compliance, the Board was unable to exercise its powers fully.
4	Explanation of non-compliance is required	Para 19(2)	As per regulation 24, the same person shall not simultaneously hold office of chief financial officer and the company secretary of a listed company.
5	Explanation of non-compliance is required	Para 19(3)	As per regulation 25, the chief executive officer and the chief financial officer shall duly endorse the quarterly, half-yearly and annual financial statements under their respective signatures prior to placing and circulating the same for consideration and approval of the Board. However, due to the fact as described in para 6 of Statement of Compliance, no quarterly and half-yearly financial statements were prepared and duly endorsed by the chief executive officer and the chief financial officer.
6	Explanation of non-compliance is required	Para 19(4)	As per regulation 28, there shall be a human resource and remuneration committee of at least three members comprising a majority of non-executive directors of whom at least one member shall be an independent director. However, due to the fact as described in para 6 of Statement of Compliance, Board was unable to constitute the human resource and remuneration committee and any proceedings the said committee thereon.

7	Mandatory	Para 18	As per regulation 27, It is mandatory that the audit committee shall be constituted by the Board keeping in view the following requirements; (i) the Board shall establish an audit committee of at least three members comprising of non-executive directors and at least one independent director; (ii) chairman of the committee shall be an independent director, who shall not be the chairman of the Board; (iii) the Board shall satisfy itself that at least one member of the audit committee shall be "financially literate"; However, due to the fact as described in para 6 of Statement of Compliance, Board was unable to constitute the audit committee and any proceedings of the said committee thereon.
8	Explanation of non-compliance is required	Para 19(5)	As per regulation 31, there shall be an internal audit function in every company. However, it was unable not met due to the fact as described in para 6 of Statement of Compliance.
9	Explanation of non-compliance is required	Para 19(6)	As per regulation 34, the quarterly financial statements of companies shall be published and circulated along with directors' review on the affairs of the company. However, it was unable not met due to the fact as described in para 6 of Statement of Compliance.

Lahore  
January 20, 2025  
UDIN:

Malik Haroon Ahmad & Co.  
Chartered Accountants

## INDEPENDENT AUDITOR'S REPORT

### to the Members of Pakistan Engineering Company Limited Report on the Audit of the Financial Statements

#### Disclaimer of Opinion

We have audited the annexed financial statements of **Pakistan Engineering Company Limited** (the Company), which comprise the statement of financial position as at **June 30, 2022**, and the statement of profit or loss, statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

We do not express an opinion on the accompanying financial statements of the Company. Because of the significance of the matters described in the *Basis of Disclaimer of Opinion* section of the report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

#### Basis for Disclaimer of Opinion

1. Following the management crisis from October 2018 till March 2023 and despite keeping all stakeholders on board during this period, the Company does not have any active business operations to maintain its going concern status. Additionally, as disclosed in Note 2 to the financial statements, the Company has incurred the loss of Rs 246.261 Million. Nevertheless, the financial statements have been prepared on a going concern basis.
2. The fair valuation of investment property amounting to Rs. 18.78 million, as disclosed in Note 6.4 of the financial statements, is based on a valuation carried out as of March 17, 2016. However, we were unable to obtain audit evidence to assess whether any material adjustments in disclosure were required.
3. We were not appointed as the Company's auditors until after December 31, 2024, and thus did not observe the counting of physical inventories at the beginning or end of the year. We were unable to satisfy ourselves by alternative means concerning the inventory quantities held at June 30, 2022, which are recorded in the statement of financial position at Rs. 71.799 million.
4. We were unable to obtain audit evidence to verify long-term investments of Rs. 819,000, long-term deposits of Rs. 1.000 million, advances of Rs. 37.254 million, and trade deposits, prepayments, and other receivables of Rs. 26.390 million.
5. We were unable to verify trade debtors amounting to Rs. 14.122 million. Additionally, we were unable to verify trade and other payables amounting to Rs. 393.775 million out of a total balance of Rs. 584.314 million.
6. The employee benefit liability has been calculated using the simplified approach, which contravenes IAS 19 guidelines that require the use of the projected unit credit method.
7. Unclaimed dividends amounting to Rs. 13.070 million have not been deposited with the Federal Government as required by Section 242 of the Companies Act 2017. We were unable to determine the potential penalty, which should have been recorded in the financial statements.
8. Notes 26 and 27.1.3 to 27.1.5 of the financial statements state that the management believes the Company is not liable to pay Rs. 131.454 million in principal loan liabilities and Rs. 5.128 billion in accrued interest as claimed by Government Authorities. We were unable to obtain sufficient audit evidence to verify these assertions.



9. Due to the matters noted above, we were unable to determine whether the deferred tax liability of Rs. 113.753 million has been appropriately accounted for in the financial statements.

As a result of above matters, we were unable to determine whether any adjustments might have been found necessary in respect of recorded or unrecorded inventories and other balances, and the elements making up the statement of profit and loss, statement of comprehensive income, statement of changes in equity and statement of cash flows.

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

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

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

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

Our responsibility is to conduct an audit of the Company's financial statements in accordance with international standards on auditing and to issue an auditor's report. However, because of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

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.

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

Due to the matters as described in our basis for disclaimer of opinion paragraph, we do not express an opinion as to whether:

- proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- the statement of financial position, the statement of profit or loss, the statement of other comprehensive income, the statement of changes in equity, and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- no Zakat was deductible at source under the Zakat and Usher ordinance, 1980 (XVIII 1980).



The engagement partner on the audit resulting in this independent auditor's report is **Malik Haroon Ahmad, FCA**.

Lahore  
January 20, 2025  
UDIN:

**Malik Haroon Ahmad & Co.**  
**Chartered Accountants**

**PAKISTAN ENGINEERING COMPANY LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT JUNE 30, 2022**

	Note	2022	2021
----- Rupees in "000" -----			
<b>ASSETS</b>			
<b>NON - CURRENT ASSETS</b>			
Property, plant and equipment	5	14,444,040	14,478,027
Investment property	6	449	473
Long term investment	7	819	819
Long term deposits	8	2,053	2,053
		<b>14,447,361</b>	<b>14,481,372</b>
<b>CURRENT ASSETS</b>			
Stores, spares and loose tools	9	13,426	57,808
Stock-in-trade	10	58,373	248,241
Short term investments	11	8	7
Trade debts - unsecured	12	14,112	20,199
Advances	13	37,254	38,946
Trade deposits, prepayments and other receivables	14	26,390	24,718
Tax refunds due from Government	15	144,410	152,788
Cash and bank balances	16	47,034	44,582
		<b>341,007</b>	<b>587,289</b>
Free hold land - held for sale	17	314,724	314,724
<b>TOTAL ASSETS</b>		<b>15,103,092</b>	<b>15,383,385</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

**PAKISTAN ENGINEERING COMPANY LIMITED**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT JUNE 30, 2022**

	Note	2022	2021
----- Rupees in "000" -----			
<b>EQUITY AND LIABILITIES</b>			
Share capital	18	56,902	56,902
Revenue reserve - general		10,000	10,000
Accumulated loss		(2,056,852)	(1,829,253)
Surplus on revaluation of fixed assets	19	14,422,954	14,437,386
		<b>12,433,004</b>	<b>12,675,035</b>
<b>NON - CURRENT LIABILITIES</b>			
Long term financing	20	24,374	24,374
Long term deposits	21	4,000	4,000
Deferred liabilities - net	22	136,519	142,472
		<b>164,893</b>	<b>170,846</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	23	584,314	627,467
Unclaimed Dividend	24	13,070	13,070
Short term borrowing - secured	25	71,556	71,556
Current portion of long term financing	20	-	-
Accrued mark-up		35,026	25,905
Provision for taxation		10,381	8,658
		<b>714,347</b>	<b>746,656</b>
Liabilities directly associated with free hold land - held for sale	26	1,790,848	1,790,848
<b>CONTINGENCIES AND COMMITMENTS</b>			
	27		
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>15,103,092</b>	<b>15,383,385</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

PAKISTAN ENGINEERING COMPANY LIMITED  
STATEMENT OF PROFIT AND LOSS  
FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022	2021
----- Rupees in '000 -----			
Sales	28	137,932	183,301
Cost of sales	29	(321,313)	(366,638)
<b>Gross loss</b>		<b>(183,381)</b>	<b>(183,337)</b>
Selling and distribution expenses	30	(2,936)	(4,870)
Freight and forwarding expenses	31	(7,132)	(7,179)
Administrative expenses	32	(48,382)	(110,841)
Other operating charges	33	(834)	(835)
		<b>(59,284)</b>	<b>(123,725)</b>
Other operating income	34	5,525	3,157
<b>Operating loss</b>		<b>(237,140)</b>	<b>(303,905)</b>
Finance cost	35	(9,121)	(10,249)
<b>Loss before taxation</b>		<b>(246,261)</b>	<b>(314,154)</b>
Taxation	36	4,230	3,635
<b>Loss after taxation for the year</b>		<b>(242,031)</b>	<b>(310,519)</b>
<b>BASIC AND DILUTED EARNINGS PER SHARE</b>			
Basic and diluted earnings per share	37	<b>(42.54)</b>	(54.57)

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

**PAKISTAN ENGINEERING COMPANY LIMITED**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE YEAR ENDED JUNE 30, 2022**

	2022	2021
	----- Rupees in '000 -----	
<b>Loss after taxation for the year</b>	<b>(242,031)</b>	<b>(310,519)</b>
<b>Items that will not be reclassified to profit and loss account:</b>		
Remeasurement of retirement benefit plan	-	-
Related deferred tax impact	-	-
Effect of change in tax rates on balance of revaluation on property, plant and equipment	-	-
<b>Total comprehensive loss for the year</b>	<b>(242,031)</b>	<b>(310,519)</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

PAKISTAN ENGINEERING COMPANY LIMITED  
STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED JUNE 30, 2022

	Issued, subscribed and paid-up capital	Revenue Reserve - General	Accumulated Loss	Surplus on revaluation of fixed assets	Total
-----Rupees in '000-----					
<b>Balance as at July 01, 2020</b>	56,902	10,000	(1,533,925)	14,452,579	12,985,556
- Loss after tax for the year ended 30 June 2021	-	-	(310,519)	-	(310,519)
<b>Other comprehensive income for the year</b>					
-Remeasurement of retirement benefit plan	-	-	-	-	-
-Related deferred tax impact	-	-	-	-	-
Surplus on revaluation of property, plant and equipment realized during the year on account of:					
- incremental depreciation - net off tax	-	-	15,191	(15,191)	-
Revaluation of property, plant and equipment adjustment due to change in tax rate - OCI	-	-	-	-	-
<b>Balance as at June 30, 2021</b>	<b>56,902</b>	<b>10,000</b>	<b>(1,829,253)</b>	<b>14,437,386</b>	<b>12,675,035</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

PAKISTAN ENGINEERING COMPANY LIMITED  
STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED JUNE 30, 2022

	Issued, subscribed and paid-up capital	Revenue Reserve - General	Accumulated Loss	Surplus on revaluation of fixed assets	Total
	-----Rupees in '000-----				
Balance as at July 01, 2021	56,902	10,000	(1,829,253)	14,437,386	12,675,035
- Loss after tax for the year ended 30 June 2022	-	-	(242,031)	-	(242,031)
<b>Other comprehensive income for the year</b>					
-Remeasurement of retirement benefit plan	-	-	-	-	-
-Related deferred tax impact	-	-	-	-	-
	-	-	-	-	-
Surplus on revaluation of property, plant and equipment realized during the year on account of:					
- incremental depreciation - net off tax	-	-	14,432	(14,432)	-
Revaluation of property, plant and equipment adjustment due to change in tax rate - OCI	-	-	-	-	-
<b>Balance as at June 30, 2022</b>	<b>56,902</b>	<b>10,000</b>	<b>(2,056,852)</b>	<b>14,422,954</b>	<b>12,433,004</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
Director

Mirza Mehmood Ahmad  
Director

Mian Anwar Aziz  
Chief Financial Officer

Ansar Javed  
Director



PAKISTAN ENGINEERING COMPANY LIMITED  
 STATEMENT OF CASH FLOWS  
 FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022	2021
Cash generated from operations	38	3,930	25,162
Finance cost paid		(1)	(1)
Gratuity paid		(694)	(694)
Income tax paid		(782)	(11,241)
Workers' welfare fund paid		(0)	(10)
<b>Net cash generated from operating activities</b>		<b>2,453</b>	<b>13,217</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Short term investment		(1)	(7)
<b>Net cash (used in) investing activities</b>		<b>(1)</b>	<b>(7)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Short term borrowings		-	-
Security deposit received		-	-
Long term borrowings		-	-
Dividend paid		(0)	-
<b>Net cash (used in) / generated from financing activities</b>		<b>-</b>	<b>-</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>		<b>2,452</b>	<b>13,210</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD</b>		<b>44,582</b>	<b>31,372</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>	25	<b>47,034</b>	<b>44,582</b>

The annexed notes from 1 to 49 form an integral part of this financial statements.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

**PAKISTAN ENGINEERING COMPANY LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED JUNE 30, 2022**

**1 LEGAL STATUS AND OPERATIONS**

- 1.1 Pakistan Engineering Company Limited ("the Company") was incorporated in Pakistan on February 15, 1950 under the Companies Act, 1913 (Now Companies Act, 2017) as a public limited company. Its shares are quoted on Pakistan Stock Exchange. The factory of the Company is situated at Near Kot Lakhpat Railway Station, Quaid-e-Azam Industrial Estate, PECO Road, Lahore. The registered office of the Company is situated at 6/7 Ganga Ram Trust Building, Shakra-e-Quaid-e-Azam, Lahore. The company is principally engaged in the manufacturing and sale of engineering products. The major products of the company are electricity transmission and communication towers, electric motors, pumps and steel rolled products etc.

**2 GOING CONCERN ASSUMPTION**

During the FY 2018-19, a management crisis unfolded as the managing director appointed by the Government of Pakistan debarred the Board of Directors and key management personnel of the Company to continue their official duties and assumed control of the Company's operations, and made futile efforts to run the business independently. This crisis continued until March 21st, 2023, when the Board and the key management personnel was reinstated. The Board of Directors and key management personnel of the Company made all efforts to apprise all the stakeholders, i.e., Government of Pakistan, Securities and Exchange Commission of Pakistan (SECP) and Pakistan Stock Exchange (PSX), about the crises from time-to-time. Since then, the Board and the key management personnel have been working to compile accurate financial information to prepare financial statements that reflect the true position of the Company's affairs. Due to this crisis during the year the Company incurred loss of Rupees 246.261 million. The Board of directors of the Company is hopeful to successfully resume the operations of structure, pump/electric motor and foundry divisions in coming days. Accordingly, these financial statements are prepared on going concern basis.

Prior to this period, keeping in view the financial condition of the Company, the Government of Pakistan in past had closed down all the divisions of the Company, however, a rehabilitation plan was approved by the Federal Cabinet and according to the plan, Structure (STR) division was kept operational and Badami Bagh Works was closed down with its land being offered for sale by the Privatization Commission of Pakistan. Furthermore, the company was allowed to hire needed workforce on job-to-job basis on contract/daily wages. In this regard title deed of Badami Bagh Land was also handed over to the Privatization Commission of Pakistan. Expression of interest has been received by Privatization Commission of Pakistan in this regard from many parties and management is confident that the transaction will be completed soon.

As per the recorded order of the Government of Pakistan, the principal liabilities payable towards the GoP will be settled only and only through sale proceeds of Badami Bagh Land, the value of which has been estimated at Rs. 4,605.133 million. This value is significantly greater than the value of principle Government liabilities payable which amount to Rs. 1,790.848 million in aggregate. Further, the markup claimed by the Government departments on these liabilities is strongly disputed as there was no mention of charging interest in any agreement or decision. Further, to resolve the issue of charging of markup on the GoP loans a committee is recommended to be constituted which should comprise of representative from Ministry of Finance, Ministry of Industries and Production, Privatization Commission and Board Members of PECO.

The Government of Pakistan (through SEC) is one of the major stakeholders has provided in past continued support to the company and expressed its commitment in order to maintain the going concern status of the company. Further the Government's commitment to maintaining the going concern status of the Company is also supported by the fact that the Government in past has provided financial support to the Company in the form of interest free loans and financial support and continues to do so in the shape of credit ceilings vide Ministry of Finance to Rs. 700 million.

In view of the situation set out above, although material uncertainty exists which may cast significant doubt on the Company's ability to continue as a going concern and therefore it may be unable to realize its assets and discharge its liabilities in the normal course of the business, however, the BoD and the management of the company is strongly committed to maintaining the going concern status of the Company, which is evident from the above paras and is firmly confident that all these conditions are temporary and not permanent and would reverse in the near future and that the going concern assumption is appropriate for the reasons explained in the above paragraphs, therefore, these Financial Statements have been prepared on the assumption that the company will

### **3 BASIS OF PREPARATION**

#### **3.1 Statement of Compliance**

- These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards as applicable in Pakistan comprise of :
  - (i) International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and Islamic Financial Accounting Standards (IFAS) issued by Institute of Chartered Accountants of Pakistan
  - (ii) Provisions of and directives issued under the Companies Act, 2017 (the Act).

Wherever the requirements of the Act or directives issued by Securities and Exchange Commission of Pakistan differ with the requirements of IFRS or IFAS, the requirements of the Act or the requirements of the said directives prevail.

#### **3.1 Basis of measurement**

- These financial statements have been prepared under the historical cost convention except for valuation of certain financial instruments at fair value.

#### **3.2 Critical accounting estimates and judgments**

- The Company's significant accounting policies are stated in note 3 to these financial statements. Not all of these significant policies require the management to make difficult, subjective or complex judgments or estimates. The following is intended to provide an understanding of the policies the management considers critical because of their complexity, judgment of estimation involved in their application and their impact on these financial statements. Estimates and judgments are continually evaluated and are based on historical experience, including expectation of future events that are believed to be reasonable under the circumstances. These judgments involve assumptions or estimates in respect of future events and the actual results may differ from these estimates. The areas involving higher degree of judgments or complexity or areas where assumptions and estimates are significant to the financial statements are as follows:

##### **3.2.1 Provision for taxation**

- The Company takes into account the current income tax law and the decisions taken by appellate authorities. Instances where the Company's view differs from the view taken by the income tax department at the assessment stage and where the Company considers that its views on items of material nature are in accordance with law and the outcome is expected in favour of the Company, are shown as contingent liabilities.

##### **3.2.2 Estimated useful lives, residual values and method of depreciation of property, plant and equipment**

- The Company reviews the useful lives, residual value and method of depreciation of property, plant and equipment on a regular basis. Any change in estimates in future years might affect the carrying amounts of respective items of property, plant and equipment with a corresponding effect on the depreciation charge and impairment.

##### **3.2.3 Provision for inventories and stores**

- The Company regularly reviews the inventories for impairment. Provision for obsolete and slow-moving inventories is based on management's estimate of the condition and usability of inventories and stores.

##### **3.2.4 Impairment of trade receivables**

- The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. The expected loss rates are based on the payment profiles of sales over a period of time before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

##### **3.2.5 Functional and presentation currency**

- The financial statements are presented in Pak Rupees which is the Company's functional and presentation currency

#### 4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- The significant accounting policies which have been adopted in the preparation of financial statements of the Company are consistent with previous year except as discussed in Note 4.1 to these financial statements and are as follows:

##### 4.1 New standards, amendments and improvements effective during the year

Following amendments to published approved accounting standards are mandatory for the Company's accounting periods beginning on or after 01 July 2021:

- a) Amendments to IFRS 16 'Leases' – Covid-19 related rent concessions extended beyond 30 June 2021.
- b) Interest Rate Benchmark Reform– Phase 2 which amended IFRS 9 'Financial Instruments', IAS 39 'Financial Instruments: Recognition and Measurement', IFRS 4 'Insurance Contracts', IFRS 7 'Financial Instruments: Disclosures' and IFRS 16 'Leases'.

The above-mentioned amendments to approved accounting standards did not have any impact on the amounts recognized in prior period and are not expected to significantly affect the current or future periods.

##### 4.2 Amendments to published approved accounting standards that are effective in current year but not relevant to the Company

There are amendments to published standards that are mandatory for accounting periods beginning on or after 01 July 2021 but are considered not to be relevant or do not have any significant impact on the Company's financial statements and are therefore not detailed in these financial statements.

##### 4.3 Amendments to published approved accounting standards that are not yet effective but relevant to the

Following amendments to existing standards have been published and are mandatory for the Company's accounting periods beginning on or after 01 July 2022 or later periods:

- Classification of liabilities as current or non-current (Amendments to IAS 1 'Presentation of Financial Statements') effective for the annual period beginning on or after 01 January 2023. These amendments in the standards have been added to further clarify when a liability is classified as current. The standard also amends the aspect of classification of liability as non-current by requiring the assessment of the entity's right at the end of the reporting period to defer the settlement of liability for at least twelve months after the reporting period. An entity shall apply those amendments retrospectively in accordance with IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'.
- Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets') effective for the annual period beginning on or after 01 January 2022 amends IAS 1 'Presentation of Financial Statements' by mainly adding paragraphs which clarifies what comprise the cost of fulfilling a contract. Cost of fulfilling a contract is relevant when determining whether a contract is onerous. An entity is required to apply the amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments (the date of initial application). Restatement of comparative information is not required, instead the amendments require an entity to recognize the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings or other component of equity, as appropriate, at the date of initial application.
- Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16 'Property, Plant and Equipment') effective for the annual period beginning on or after 1 January 2022. Clarifies that sales proceeds and cost of items produced while bringing an item of property, plant and equipment to the location and condition necessary for it to be capable of operating in the manner intended by management e.g. when testing etc., are recognized in profit or loss in accordance with applicable Standards. The entity measures the cost of those items applying the measurement requirements of IAS 2 'Inventories'. The standard also removes the requirement of deducting the net sales proceeds from cost of testing. An entity shall apply those amendments retrospectively, but only to items of property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments. The entity shall recognize the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at the beginning of that earliest period presented.
- Improvements to Accounting Standards Issued by the IASB (2018-2020 cycle)

IFRS 9	Financial Instruments – Fees in the '10 percent' test for derecognition of financial liabilities	January 1, 2022
IFRS 16	Leases: Lease incentives	January 1, 2022

- Disclosure of Accounting Policies (Amendments to IAS 1 'Presentation of Financial Statements' and IFRS Practice Statement 2 'Making Materiality Judgement') effective for annual periods beginning on or after 01 January 2023. These amendments are intended to help preparers in deciding which accounting policies to disclose in their financial statements. Earlier, IAS 1 states that an entity shall disclose its 'significant accounting policies' in their financial statements. These amendments shall assist the entities to disclose their 'material accounting policies' in their financial statements.
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12 'Income taxes') effective for annual periods beginning on or after 01 January 2023. These amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations.
- Change in definition of Accounting Estimate (Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors) effective for annual periods beginning on or after 1 January 2023. This change replaced the definition of Accounting Estimate with a new definition, intended to help entities to distinguish between accounting policies and accounting estimates.

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

#### 4.4 **Standards and amendments to approved published standards that are not yet effective and not considered relevant to the Company**

There are other standards and amendments to published standards that are mandatory for accounting periods beginning on or after 01 July 2022 but are considered not to be relevant or do not have any significant impact on the Company's financial statements and are therefore not detailed in these financial statements.

#### 4.5 **Taxation**

##### **Current**

Provision for current tax is based on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year, if enacted. The charge for current tax also includes adjustments, where considered necessary, to provision for taxation made in previous years arising from assessments framed during the year for such years.

##### **Deferred**

Deferred tax is accounted for using the balance sheet liability method in respect of all temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of the taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized.

Deferred tax is calculated at the rates that are expected to apply to the year when the differences reverse based on tax rates that have been enacted or substantively enacted by the end of the reporting period. Deferred tax is charged or credited in the profit or loss, except in the case of items credited or charged to other comprehensive income.

#### 4.6 **Property, plant and equipment**

- Property, plant and equipment except for freehold and leasehold land are stated at cost less accumulated depreciation and any identified impairment loss, if any. Freehold and leasehold land is stated at cost less any identified impairment loss, if any

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

Depreciation on all items of property, plant and equipment is charged to profit or loss applying the diminishing balance method so as to write-off the depreciable amount of an asset over its useful life. Depreciation is being charged at the rates given in note 5. Depreciation on additions to property, plant and equipment is charged from the month in which an asset is acquired or capitalized while no depreciation is charged for the month in which the asset is disposed off.

The Company continually assesses at each reporting date whether there is any indication that property, plant and equipment may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess

whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amount and the resulting impairment loss is recognized in profit or loss for the year. Any previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount, and the increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss. The recoverable amount is the higher of an asset's fair value less costs to sell or value in use. Where an impairment loss is recognized, the depreciation charge is adjusted in the future periods to allocate the assets' revised carrying amount over its estimated useful life.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and carrying amount of the asset) is included in the profit or loss in the year the asset is derecognized.

#### **4.7 Capital work in progress**

- All expenditure connected with specific assets incurred during installation and construction period including advances to suppliers and contractors are carried under this head. These are transferred to specific assets as and when these assets are available for use.

Capital work-in-progress is stated at cost less any identified impairment loss, if any.

#### **4.8 Segment Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of the Company that makes strategic decisions. On the basis of its internal reporting structure, the Company considers itself to be a single reportable segment. An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses. The financial information has been prepared on the basis of single reportable segment i.e. "Engineering".

#### **4.9 Associated Undertakings / Related Parties**

- The units controlled by the Ministry of Industries and Production, Government of Pakistan and under common controls are considered as associated undertakings of the company. All transactions between the Company and the associated undertakings are accounted for at an arm's length prices determined using "cost plus method" and properly recommended by the audit committee and subsequently approved by the board of directors of the Company.

#### **4.10 Foreign Currency Translation**

- All monetary assets and liabilities in foreign currencies are translated into Pak Rupees at the rates of exchange prevailing at the reporting date. Transactions in foreign currencies are translated into Pak Rupees at exchange rate prevailing at the date of transaction. Foreign exchange gains and losses on translation are recognized in the profit or loss. All non-monetary items are translated into Pak Rupees at exchange rates prevailing on the date of transaction or on the date when fair values are determined.

#### **4.11 Investment property**

Property not held for own use or for sale in the ordinary course of business is classified as investment property. The investment property of the Company comprises land and is valued using the cost method i.e. at cost less any identified impairment loss.

The Company assesses at each reporting date whether there is any indication that investment property may be impaired. If such indication exists, the carrying amount of such assets is reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceeds the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is recognized in the profit or loss for the year. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

The gain or loss on disposal or retirement of an investment property represented by the difference between the sale proceeds and the carrying amount of the asset is recognized in profit or loss.

#### **4.12 Trade debts and other receivables**

Trade debts are carried at original invoice amount less any expected credit losses based on review of outstanding amounts at the year end in accordance with the simplified approach. Bad debts are written off when identified.

#### **4.13 Employees' Retirement Benefits**

##### **(a) Defined benefits plan**

- The Company operates an unfunded gratuity scheme for its employees, defining the benefit amount an employee will receive upon retirement, resignation, or termination, subject to a minimum qualifying period of service. The Company's net obligation under this defined benefit plan is typically calculated by estimating the future benefits employees have earned in current and prior periods, discounting that amount, and deducting the fair value of any plan assets, with this calculation normally performed annually by a qualified actuary using the projected unit credit method.

For the financial year 2022, no actuarial valuation was performed. Instead, a simplified provision was made by adding one month's salary for each of the 65 employees to the opening liability, as previously valued by the actuary on June 30, 2018. Due to this simplified calculation method, no remeasurement changes or interest expenses were recognized. The increase in provision is charged to statement of profit or loss.

##### **(b) Defined contribution plan**

- Up to June 30, 2005, company was operating a funded provident fund scheme covering all regular members and monthly contribution was made to the trust @10% of basic pay both by the company and the employees.

#### **4.14 Trade and other Payables**

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

#### **4.15 Revenue Recognition**

**4.15.1** Revenue from sale of goods, implements and multi-application products, along with the provision of after market services. Revenue is recognized when performance obligations are satisfied by transferring control of a good or service to a customer, either at a point in time or over time of an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Revenue is recognised in accordance with the aforementioned principle by applying the following steps:

- i) Identify the contract with a customer.
- ii) Identify the performance obligation in the contract.
- iii) Determine the transaction price of the contract.
- iv) Allocate the transaction price to each of the separate performance obligations in the contract.
- v) Recognise the revenue when (or as) the entity satisfies a performance obligation.

Revenue is recognised either at a point in time or over time, when (or as) the Company satisfies performance obligations by transferring the promised goods or services to its customers. Any bundled goods or services that are distinct are separately recognized, and any discounts or rebates on the contract price are generally allocated to the separate element.

##### **a) Income on bank deposits**

Interest income on bank deposits is accounted for on the time proportion basis using the applicable rate of return.

##### **b) Others**

Scrap sales and miscellaneous receipts are recognized on realized amounts.

#### **4.16 Borrowing Costs**

- Borrowing costs are recognized as an expense in the period in which these are incurred except to the extent of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Such borrowing costs are capitalized as part of the cost of that asset up to the date of its commissioning.

#### **4.17 Provisions**

- Provisions for legal claims, service warranties and make good obligations are recognised when the group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pretax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

#### **4.18 Cash and Cash Equivalent**

- For the purposes of the cash flow statement, cash and cash equivalents are stated at cost and comprise of cash in hand, cash at banks on current, saving and deposit accounts and other short term highly liquid instruments that are readily convertible into known amounts of cash which are subject to insignificant risk of changes in values. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purpose.

#### **4.19 Investments**

- Investments intended to be held for less than twelve months from the balance sheet date or to be sold to raise operating capital, are included in current assets, all other investments are classified as non-current.

##### **a) Investments Available for sale**

These are initially recognized at cost and at subsequent reporting dates measured at fair values. Gains or losses from changes in fair values are taken to other comprehensive income until disposal at which time these are recycled to profit and loss account.

##### **b) Held to maturity**

Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held to maturity and are initially measured at cost and at subsequent reporting dates measured at amortized cost using the effective yield method.

##### **c) Loans and Receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially measured at fair value plus directly attributable transaction costs. After initial measurement loans and receivables are subsequently measured at amortized cost using effective interest rate method less impairment, if any. These are classified as current and non-current assets in accordance with criteria set out by the IFRS.

##### **d) Investments at Fair value through profit or loss - Held for Trading**

Investments which are acquired principally for the purpose of selling in the near term or the investments that are part of a portfolio of financial instruments exhibiting short term profit taking, are classified as held for trading and designated as such upon initial recognition. These are stated at fair values with any resulting gains or losses recognized directly in the profit and loss account. The Company recognizes the regular way purchase or sale of financial assets using settlement date accounting.

#### **4.20 Impairment**

##### **a) Financial Assets**

A financial asset is considered to be impaired if objective evidence indicate that one or more events had a negative effect on the estimated future cash flow of that asset. An impairment loss in respect of a financial asset measured at amortized cost is calculated as a difference between its carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

##### **b) Non- Financial Assets**

The carrying amount of the Company's assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If such indications exist, the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any. Impairment loss is recognized as expense in the profit and loss account. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.



#### **4.21 Financial Instruments**

- All financial assets and liabilities are recognized at the time when the company becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially measured at cost, which is the fair value of the consideration given and received respectively. These financial assets and liabilities are subsequently measured at fair value, amortized cost or cost as the case may be. A financial asset is de-recognized when the company loses control of its contractual rights that comprise the financial asset. A financial liability is de-recognized when it is extinguished. Any gain or loss on de-recognition of the financial assets or liabilities is taken to profit and loss account. The Company recognizes the regular way purchase or sale of financial assets using settlement date accounting.

##### **a) Trade and Other Receivables**

Trade and other receivables are recognized and carried at original invoice amount / cost less an allowance for any uncollectible amounts. Carrying amounts of trade and other receivables are assessed on a regular basis and if there is any doubt about the reliability of these receivables, appropriate amount of provision is made.

##### **b) Off Setting Of Financial Assets and Financial Liabilities**

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

##### **c) Interest-up bearing borrowings**

Mark-up bearing borrowings are recognized initially at cost being the fair value of consideration received, less attributable transaction costs. Subsequent to initial recognition, mark-up bearing borrowings are stated at original cost less subsequent repayments.

##### **d) Interest-free borrowings at amortized cost**

These are measured at amortized cost. The amortized cost of these financial liabilities is determined using prevailing market interest rates for equivalent loans.

#### **4.22 Dividend and Appropriation to reserves**

- Dividend distribution to the Company's shareholders is recognized as a liability in the period in which these are approved. Appropriations of profit are reflected in the statement of changes in equity in the period in which such appropriations are approved.

#### **4.23 Earnings per share**

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

#### **4.24 Contingent Assets**

- Contingent assets are disclosed when the Company has a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognized until their realization becomes virtually certain.

#### **4.25 Contingent Liabilities**

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

#### **4.26 Share Capital**

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

PAKISTAN ENGINEERING COMPANY LIMITED  
 NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE YEAR ENDED JUNE 30, 2022

		Note	2022
5	<b>PROPERTY, PLANT AND EQUIPMENT</b>		
	Operating fixed assets-owned	5.1	<b>14,444,040</b>

2022												
Particulars	Cost / Revalued Amount					Rate	Depreciation					Net book value as at June 30 2022
	As at July 01 2021	Additions	Transfer	Disposal	As at June 30 2022		As at July 01 2021	For the year	Transfer	Disposal	As at June 30 2022	
-----Rupees in "000"-----												
Freehold Land	13,835,500	-	-	-	13,835,500	-	-	-	-	-	-	13,835,500
Factory Building	330,389	-	-	-	330,389	5%	78,377	12,601	-	-	90,978	239,411
Plant and machinery	474,292	-	-	-	474,292	5%	103,361	18,547	-	-	121,908	352,384
Office equipment	9,610	-	-	-	9,610	10%	7,540	207	-	-	7,747	1,863
Computers	8,820	-	-	-	8,820	10%	6,466	235	-	-	6,701	2,119
Furniture and Fixtures	10,055	-	-	-	10,055	10%	8,248	181	-	-	8,429	1,626
Vehicles	38,137	-	-	-	38,137	20%	29,336	1,760	-	-	31,096	7,041
Electric Equipment	16,387	-	-	-	16,387	10%	12,631	376	-	-	13,007	3,380
Tools	6,742	-	-	-	6,742	10%	5,946	80	-	-	6,026	716
	<b>14,729,932</b>	-	-	-	<b>14,729,932</b>		<b>251,905</b>	<b>33,987</b>	-	-	<b>285,892</b>	<b>14,444,040</b>

5.2 Depreciation for the year has been allocated as under:		2022	2021
		Rupees in "000"	
	Cost of sales	31,602	33,292
	Administrative expenses	2,407	2,917
		<b>34,009</b>	<b>36,210</b>

5.2.1 Depreciation charge is inclusive of incremental depreciation due to revaluation.

- 5.2.2 Land, Building and Plant and Machinery were revalued on February 15, 2016 by an independent valuer M/s Indus Surveyor Co. (Pvt) Ltd , on the basis of fair value / depreciated market value for the period of use resulting in surplus of Rs. 5,929.500 million, Rs. 12.684 million and Rs. 49.426 million respectively. Details of previous revaluations is provided in Note. 19.
- 5.2.3 Freehold land represents land of kot lakhpat works. The company has possession and control of the land and holds valid title. The Mutation of land is complete as per The Board of Revenue Punjab letter which states that the Government of Punjab has, however, no objection to the disposal of properties of PECO which had vested in the Federal Government. However a letter was issued by the Joint Secretary Ministry of Industries and Production Islamabad directing District Officer Revenue Lahore and copy endorsed to Member Revenue Punjab to stop the above mutation till further instructions, for undisclosed reasons.

- 5.2.4 Froced sale value of free hold land, building and plant and machinery is Rs. 6,720 million, Rs. 298 million and Rs. 318 million respectively.
- 5.2.5 Subsequent to the reporting date, on May 30, 2024, the Company engaged an independent valuer, Eastern Consultants (Private) Limited, to revalue its land, buildings, and plant and machinery. The revaluation provided the following fair market values and corresponding forced sale values:

**Land:**

- Situated at Kot Lakhpat, Lahore: Fair market value of Rs. 38,544 million and forced sale value of Rs. 32,762.400 million.
- Situated at Bela Ram, Badami Bagh, Lahore: Fair market value of Rs. 10,386.800 million and forced sale value of Rs. 8,309.440 million.

**Buildings:**

- Fair market value of 316.454 million and forced sale value of Rs. 268.986 million.

**Plant and Machinery:**

- Fair market value of Rs. 211.756 million and forced sale value of Rs. 179.992 million.

As this revaluation reflects conditions that arose after the reporting period, it has been classified as a non-adjusting event, and no adjustments have been made to the financial statements for the year ended June 30, 2022.

- 5.2.6 Had there been no revaluation, the written down value of the revalued assets in the balance sheet would have been:

Free hold land  
 Factory building on free hold land  
 Plant and machinery

2022	2021
Rupees in "000"	
753	753
32,483	34,192
173,101	182,212
<b>206,337</b>	<b>217,157</b>

PAKISTAN ENGINEERING COMPANY LIMITED  
 NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE YEAR ENDED JUNE 30, 2022

		Note	2021
5	<b>PROPERTY, PLANT AND EQUIPMENT</b>		
	Operating fixed assets-owned	5.1	<u>14,478,027</u>

2021												
Particulars	Cost / Revalued Amount					Rate	Depreciation				Net book value as at June 30 2021	
	As at July 01 2020	Additions	Transfer	Disposal	As at June 30 2021		As at July 01 2020	For the year	Transfer	Disposal		As at June 30 2021
-----Rupees in "000"-----												
Freehold Land	13,835,500	-	-	-	13,835,500	-	-	-	-	-	13,835,500	
Factory Building	330,389	-	-	-	330,389	5%	65,111	13,266	-	-	78,377	252,012
Plant and machinery	474,292	-	-	-	474,292	5%	83,839	19,522	-	-	103,361	370,931
Office equipment	9,610	-	-	-	9,610	10%	7,309	231	-	-	7,540	2,070
Computers	8,820	-	-	-	8,820	10%	6,204	262	-	-	6,466	2,354
Furniture and Fixtures	10,055	-	-	-	10,055	10%	8,048	200	-	-	8,248	1,807
Vehicles	38,137	-	-	-	38,137	20%	27,136	2,200	-	-	29,336	8,801
Electric Equipment	16,387	-	-	-	16,387	10%	12,214	417	-	-	12,631	3,756
Tools	6,742	-	-	-	6,742	10%	5,858	88	-	-	5,946	796
	<u>14,729,932</u>	-	-	-	<u>14,729,932</u>		<u>215,719</u>	<u>36,186</u>	-	-	<u>251,905</u>	<u>14,478,027</u>

PAKISTAN ENGINEERING COMPANY LIMITED  
 NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022	2021
----- Rupees in "000" -----			
<b>6 INVESTMENT PROPERTY</b>			
Opening net book value		473	497
Additions		-	-
Depreciation charged for the year		24	24
Closing net book value	6.1	<u>449</u>	<u>473</u>
Depreciation rate		5%	5%
<b>6.1 Cost</b>		<b>959</b>	959
Accumulated depreciation		<u>510</u>	486
Net book value		<u>449</u>	<u>473</u>
<b>6.2</b>	Investment property comprises of number of commercial properties that are situated at Uni Tower, I.I. Chundrigar Road, Karachi and leased to M/S UBL Insurers Limited. The lease contains an initial non-cancellable period of three years, with annual rent indexed to consumer prices. Subsequent renewals are negotiated with the lessee and on average renewal periods are three years. No contingent rent are charged.		
<b>6.3</b>	One of the properties having carrying value of Rs. 275 thousands remained vacant during last three years and no rental income was earned during those years.		
<b>6.4</b>	Fair value of investment property, based on valuation carried out by an independent valuer as at March 17, 2016 was rupees 18.780 million. No material change in fair value of property from previous valuation, is expected.		
<b>6.5</b>	Froced sale value of investment properties is amounting Rs. 15.963 million.		
<b>7 LONG TERM INVESTMENT</b>			
Held to maturity:			
Term deposit in Standard Chartered Bank Limited	7.1	<u>819</u>	819
<b>7.1</b>	The TDR matured in June 2019, carrying an original markup rate of 5.3% per annum (2021: 5.3%). However, no interest income has been accrued and received during the year due to the non availability of the information. The principal amount deposited with the bank is Rs. 0.741 million.		
<b>8 LONG TERM DEPOSITS</b>			
Long term deposits	8.1	3,771	3,771
Less: Expected credit loss	8.2	<u>1,718</u>	1,718
		<u>2,053</u>	2,053
<b>8.1</b>	These include Rs 1.059 million (2021: Rs 1.059 million) representing amount deposited with Water and Sanitation Agency (LDA), LAHORE as a security deposit.		
<b>8.2 Movement in expected credit loss is as follows:</b>			
Opening balance		1,718	1,718
Provided for the year		-	-
Closing balance		<u>1,718</u>	<u>1,718</u>

**9 STORES, SPARES AND LOOSE TOOLS**

Stores	13,125	16,407
Spares parts	-	36,686
Loose Tools	10,301	14,715
	<u>23,426</u>	<u>67,808</u>
Less: Provision for slow moving stores	(10,000)	(10,000)
	<u>13,426</u>	<u>57,808</u>

9.1 Stores and spares include items which are of capital nature but can not be distinguished.

**10 STOCK-IN-TRADE**

Raw material	23,165	162,397
Work in process	12,900	55,493
Finished goods	22,308	30,351
	<u>58,373</u>	<u>248,241</u>

**11 SHORT TERM INVESTMENTS**

ABL cash fund	8	7
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11.1 This represents investment in growth fund of Allied Bank Asset Management Limited. The return on this investment is reinvested as and when earned.

**12 TRADE DEBTS - UNSECURED**

WAPDA, AJK and Telecommunication Companies		26,789	32,876
Others	12.2	30,535	30,535
		<u>57,324</u>	<u>63,411</u>
Less: Expected credit loss	12.3		
WAPDA		12,677	12,677
Others		30,535	30,535
		<u>43,212</u>	<u>43,212</u>
		<u>14,112</u>	<u>20,199</u>

12.1 Trade debtors other than those against which provision has been made are considered good by the management.

12.2 Trade debtors include an amount of Rs. 7.617 million (2021: Rs. 7.617 million) receivable from M/s Metropolitan Steel Corporation Limited against which the company has filed suit for execution of Court decision in favor of the Company.

**12.3 Movement in expected credit loss is as follows:**

Opening balance	43,212	43,212
Add: Provision for expected credit loss	-	-
Less: Provision for expected credit loss written off	-	-
Closing Balance	<u>43,212</u>	<u>43,212</u>

12.4 As at June 30, 2022, trade receivables of Rs 43.212 million (2021: Rs 43.212 million) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade debts is as follows:

	2022		2021	
	Gross	Impairment	Gross	Impairment
Not yet due	-	-	-	-
Past due 1-30 days	-	-	-	-
Past due 31-60 days	-	-	-	-
Past due 61-90 days	30,234	-	42,876	-
Over 90 days	27,090	43,212	20,535	43,212
	<u>57,324</u>	<u>43,212</u>	<u>63,411</u>	<u>43,212</u>

<b>13</b>	<b>ADVANCES</b>			
	Advances to:			
	- Employees - Secured			
	' - against salary		83	83
	' - against expenses		2,105	2,105
	- Suppliers	13.3	35,067	36,759
			<u>37,254</u>	<u>38,946</u>
<b>13.1</b>	Advances other than those against which provision has been made are considered good by the management.			
<b>13.2</b>	Advances to employees are provided to meet business expenses and are settled as and when the expenses are incurred.			
<b>13.3</b>	Suppliers as at closing date		37,533	39,225
	Less: Expected credit loss	13.3.1	2,466	2,466
			<u>35,067</u>	<u>36,759</u>
<b>13.3.1</b>	<b>Movement in expected credit loss is as follows:</b>			
	Opening balance		2,466	2,466
	Add: Provision for expected credit loss		-	-
	Less: Provision for expected credit loss written off		-	-
	Closing Balance		<u>2,466</u>	<u>2,466</u>
<b>14</b>	<b>TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES</b>			
	Trade deposits - Considered good	14.1	2,531	2,531
	Margin against bank guarantee - Considered good	14.2	18,367	18,367
	Short term prepayments and other receivables		5,492	3,820
			<u>26,390</u>	<u>24,718</u>
<b>14.1</b>	Balance as on closing date		5,663	5,663
	Less: Expected credit loss	14.1.1	3,132	3,132
			<u>2,531</u>	<u>2,531</u>
<b>14.1.1</b>	<b>Movement in expected credit loss is as follows:</b>			
	Opening balance		3,132	3,132
	Add: Provision for expected credit loss		-	-
	Less: Provision for expected credit loss written off		-	-
	Closing Balance		<u>3,132</u>	<u>3,132</u>
<b>14.2</b>	Balance as on closing date		18,428	18,428
	Less: Expected credit loss		61	61
			<u>18,367</u>	<u>18,367</u>
<b>15</b>	<b>TAX REFUNDS DUE FROM GOVERNMENT</b>			
	Advance income tax - net		54,211	53,431
	Sales tax refundable		90,199	99,357
			<u>144,410</u>	<u>152,788</u>
<b>16</b>	<b>CASH AND BANK BALANCES</b>			
	Cash in hand		-	-
	Cash at Bank			
	- Current accounts		23,657	21,174
	- Deposit accounts	16.1	23,377	23,408
			<u>47,034</u>	<u>44,582</u>
			<u>47,034</u>	<u>44,582</u>

- 16.1 The company is maintaining saving account with different banks with interest on the daily product basis which was carrying interest @ 10% to 15%. (2021 : @ 9% to 14%).
- 16.2 All bank accounts are maintained under conventional banking system.

#### 17 FREE HOLD LAND - HELD FOR SALE

Free hold land - held for sale 314,724      314,724

- 17.1 This represents land of 263 kanals and 3 marlas of Badami Bagh Works which has been closed down. The fair value of land, based on valuation carried out by an independent valuer on February 15, 2016 was estimated at Rs. 4,605.133 million. The company has the possession and control of the land and holds valid title. As per the Economic Coordination Committee decision the title documents of the land were handed over to the Privatization Commission for sale and proceeds to be utilized for settlement of outstanding Government liabilities (refer note. 26.2). In this regard the title documents of the land have been handed over to the Privatization Commission for sale in 1994 by National Bank of Pakistan. Since then till date the land has been offered for sale various times by the Privatization Commission of Pakistan. A part of the land was sold in February 2001 by the Privatization Commission of Pakistan and several expression of interests have been received for the remaining portion by Privatization Commission from many parties. The Mutation of land is complete as per The Board of Revenue Punjab letter which states that the Government of Punjab has, however, no objection to the disposal of properties of PECO which had vested in the Federal Government. However a letter was issued by the Joint Secretary Ministry of Industries and Production Islamabad directing District Officer Revenue Lahore and copy endorsed to Member Revenue Punjab to stop the above mutation till further instructions, for undisclosed reasons. The BOD and the Management of the Company are till date strongly committed to the plan of selling the Badami Bagh Land and there has been no revocation of the GOP order or any change in the management's stance or plan. Further the Privatization Commission in its direct confirmations to the auditors has also clearly stated that GOP loans would be recovered from the sale proceeds of Badami Bagh Land.

Therefore taking into account the fact that the carrying amount of the land would be recovered principally through a sale transaction and not through continuing use and that the management and the GOP are firmly committed to a plan to sell the land and till date there has been no change of plan or revocation of Government order, the land is available for immediate sale, active programs to locate buyers continue to be carried out, the asset is marketed at fair value and it is extremely unlikely that the plan will be significantly be changed or withdrawn. The foregoing facts that events or circumstances which have resulted in the extension of the period to complete the sale beyond one-year, are beyond the entity's control, therefore, Badami Bagh Land is classified as "Held for Sale" at lower of its carrying amount or fair value less cost to sell.

#### 18 SHARE CAPITAL

##### Authorized Capital:

Ordinary shares 9,000,000 (2021: 9,000,000) of Rs.10/- each	90,000	90,000
7.5% Cumulative redeemable preference shares 100,000 (2021: 100,000 of Rs. 100/- each	10,000	10,000
	<b>100,000</b>	<b>100,000</b>

##### Issued, Subscribed and Paid up Capital:

Ordinary shares 3,162,144 of Rs.10/- each fully paid in cash	31,621	31,621
Ordinary shares 2,528,101 of Rs. 10/- each issued as fully paid up bonus shares	25,281	25,281
	<b>56,902</b>	<b>56,902</b>

- 18.1 State Engineering Corporation, an associated company, holds 1,415,723 (2021: 1,415,723) ordinary shares of Rs. 10/- as at 30 June 2022.

#### 19 SURPLUS ON REVALUATION OF FIXED ASSETS

Free hold land	19.2	14,148,746	14,148,746
Building structure on free hold land	19.3	146,917	154,650
Plant and machinery	19.4	127,291	133,990
		<b>14,422,954</b>	<b>14,437,386</b>



**19.1** Subsequent to the reporting date, on May 30, 2024, a new revaluation has been carried out by an independent valuer, Eastern Consultants (Private) Limited, to revalue its land, buildings, and plant and machinery. As this revaluation reflects conditions that arose after the reporting period, it has been classified as a non-adjusting event, and no adjustments have been made to the financial statements for the year ended June 30, 2020. (Ref note 5.2.5)

**19.2 Free Hold Land**

Surplus on revaluation of Badami Bagh land	19.2.1	313,999	313,999
Surplus on revaluation of Kot Lakhpat land	19.2.2	13,834,747	13,834,747
		<u>14,148,746</u>	<u>14,148,746</u>

**19.2.1 Badami Bagh Land**

Surplus on revaluation		313,999	313,999
Less: Adjustment on account of sale of part of Badami Bagh Works Land in 2001		-	-
		<u>313,999</u>	<u>313,999</u>

**19.2.1.1** This represents revaluation surplus arising on revaluation of land of Badami Bagh works, which was revalued in 1991, prior to being classified as 'Held for Sale' resulting in surplus of Rs. 321.358 million. (Ref: Note 17).

**19.2.2** Kot Lakhpat works was revalued on February 15, 2016 by an independent approved valuer M/s Indus Surveyors (Private) Limited on the basis of average market rate keeping in view of prevailing real estate market conditions. The land was revalued at 13,835 million resulting in revaluation surplus of Rs. 5,929.500 million. Earlier, the land has been revalued in 1991 by M/s NESPAK and in 2001, 2009 and 2013 by M/s Indus Surveyors (Pvt.) Limited.

**19.3 Building Structure on freehold land**

Gross surplus on revaluation of Building structure	19.3.1	425,712	425,712
Less: Surplus realized on account of incremental depreciation in respect of:			
- Prior years		207,893	196,427
- Current year		7,733	8,141
- Related deferred tax liability		3,158	3,325
		<u>218,784</u>	<u>207,893</u>
		206,928	217,819

Less: Related deferred tax liability in respect of:

- Balance at the beginning of the year	63,168	66,494
- Change of rate	-	-
- New surplus during the year	-	-
- Incremental depreciation for the year	(3,158)	(3,325)
	<u>60,010</u>	<u>63,168</u>
	146,918	154,650

**19.3.1** Building structure of Kot Lakhpat works was revalued on February 15, 2016 by an independent approved valuer M/s Indus Surveyors (Private) Limited on the basis of present depreciated market value. The building structure was revalued at 317.339 million resulting in revaluation surplus of Rs. 12.684 million. Earlier, the building structure has been revalued in 1997, 2009 and 2013 by M/s Indus Surveyors (Pvt.) Limited.

**19.4 Plant and Machinery**

Gross surplus on revaluation of Plant and machinery	19.4.1	353,561	353,561
Less: Adjustment on account of sale of machinery		-	-
		<u>353,561</u>	<u>353,561</u>

Less: Surplus realized on account of incremental depreciation in respect of:

- Prior years	165,184	155,252
- Current year	6,700	7,052
- Related deferred tax liability	2,736	2,880
	<u>174,620</u>	<u>165,184</u>
	178,941	188,377

Less: Related deferred tax liability in respect of:

- Balance at the beginning of the year
- Change of rate
- New surplus during the year
- Realized on disposal of machinery
- Incremental depreciation for the year

54,387	57,267
-	-
-	-
-	-
(2,736)	(2,880)
<u>51,651</u>	<u>54,387</u>
<u>127,291</u>	<u>133,990</u>

- 19.4.1** Plant and machinery of Kot Lakhpat works was revalued on February 15, 2016 by an independent approved valuer M/s Indus Surveyors (Private) Limited on the basis of present depreciated market value. The plant and machinery was revalued at 369.450 million resulting in revaluation surplus of Rs. 49.426 million. Earlier, the plant and machinery has been revalued in 1997, 2009 and 2013 by M/s Indus Surveyors (Pvt.) Limited.

## 20 LONG TERM FINANCING

Loan from National Bank of Pakistan - Secured

20.1 24,374 24,374

### 20.1 Loan from National Bank of Pakistan - Secured

Opening balance

24,374 24,374

Finance availed during the year

- -

24,374 24,374

Less: repayment during the year

- -

24,374 24,374

Less: Current maturity shown under current liabilities

-

24,374 24,374

- 20.1.1** The financing forms part of total credit facility available to the extent of Rs. 108.351 million. The loan carries markup @ 3 months KIBOR plus 2.50%. The credit facility of the Company have be expired on December 31, 2019. The quarterly installment of principal liability is amounting to 4.876 million. This is secured against first charge of Rs. 73.128 million over movable fixed assets excluding land and building of the company.

## 21 LONG TERM DEPOSITS

Security deposits

21.1 4,000 4,000

- 21.1** These represent security deposits from dealers (Pump well Company, National Company and Cognitive Solutions ) which, by virtue of agreement are interest free and used in the company's business. These are repayable on cancellation of dealership contract with dealers.

## 22 DEFERRED LIABILITIES - NET

Retirement benefit obligation

22.1 22,767 22,767

Deferred income tax liability-net

22.2 113,753 119,706

136,519 142,472

- 22.1** For the financial year 2022, no actuarial valuation was performed. Instead, a simplified provision was made by adding one month's salary for each of the 65 employees to the opening liability, as previously valued by the actuary on June 30, 2021. Due to this simplified calculation method, no remeasurement changes or interest expenses were recognized. The increase in provision is charged to statement of profit or loss.

### 22.2 Deferred income tax liability-net

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset tax assets against tax liabilities and when deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on the taxable entity and when there is an intention to settle the balances on net basis. The applicable tax rate for the purpose of computation of deferred taxation is 29%.

The offset amounts are as follows:

Deferred tax liabilities

22.2.1 152,720 152,720

Deferred tax assets

22.2.2 (38,967) (38,967)

113,753 113,753

Deferred tax liability and deferred tax asset comprises of taxable / (deductible) temporary differences in respect of the following:

**22.2.1 Deferred tax liabilities in respect of taxable temporary differences:**

Accelerated tax depreciation allowances	152,720	152,720
Remeasurement of defined benefit plan	-	-
	<b>152,720</b>	<b>152,720</b>

**22.2.2 Deferred tax assets in respect of deductible temporary differences:**

Provisions for doubtful and other balances	(14,670)	(14,670)
Provision for gratuity	(6,602)	(6,602)
Provision for stores and spares	(2,900)	(2,900)
Minimum and alternate corporate tax available for carry forward	-	-
Unused tax losses	-	-
Provision for workers profit participation fund and workers welfare fund	(14,795)	(14,795)
	<b>(38,967)</b>	<b>(38,967)</b>

**22.3** Deferred tax asset amounting to Rs 63.24 Million (2021: Rs. 63.42 Million) related to tax credit u/s 113 and 113C of the Income Tax Ordinance, 2001, is not recognised in these financial statements as its future utilization as at the reporting date is not probable.

**23 TRADE AND OTHER PAYABLES**

Trade creditors	23.3	251,902	329,107
Accrued liabilities	23.1	92,291	80,252
Advances		147,693	140,151
Payable to preference shareholders	23.2	773	773
Payable to State Engineering Corporation (Private) Limited (SEC) (an associated undertaking)	39	151	151
Others	23.5	40,486	26,015
Workers' Profit Participation Fund	23.4	47,721	47,721
Workers' Welfare Fund		3,298	3,298
		<b>584,314</b>	<b>627,467</b>

**23.1** Includes Rs. 40 million (2021: 40 million) in respect of provision against litigations mentioned in Note 27.1.6.

**23.1.1** It also includes the amount of Rs 0.4 Million (2021: Rs 0.3 Million) in respect of provision against the penalties imposed by the SECP for the non-compliance of various provisions of the Companies Act, 2017.

**23.1.2** It includes payable to Rotocast Engineering (Private) Limited, related party, of Rs. 6.92 million (2021: Rs. 0.53 million)

**23.1.3** It includes payable to Muhammad Arif Habib, Director, of Rs. 12.97 million (2021: Rs. 6.71 million)

**23.1.4** It includes meeting fee payable to the Directors of Company, of Rs. 1.68 million (2021: Rs. 0.83 million)

**23.1.5** It includes salaries payable to the employees of the Company, of Rs. 35.97 million (2021: Rs. 24.94 million).

**23.2** The amount is payable to preference shareholders on account of principal amount due.

**23.3** On December 2, 2024, the court directed the resolution of an ongoing matter through arbitration or mediation concerning the winding-up applications filed by five creditors: Ishtiaq Steel Industry, Inam Steel Re-Rolling Mills, Al Majeed-Ibrahim Steel Industries (Private) Limited, AKK Enterprises (SMC-Private) Limited and Anwar Traders.

These applications were initially filed during the tenure of the previous management but were not actively pursued at that time. Upon the reinstatement of the former Board of Directors, the case was taken forward. The current management remains optimistic that the issues with these creditors will be amicably resolved through the court-recommended processes of mediation or arbitration.

**23.4 Reconciliation of Workers' Profit Participation Fund**

Principal	23.4.1	35,269	35,269
Accumulated interest	23.4.2	12,452	12,452
		<b>47,721</b>	<b>47,721</b>

**23.4.1 Movement in principal**

Opening balance	35,269	35,269
Add: Charge for the year	-	-
Less: Paid during the period	-	-
	<u>35,269</u>	<u>35,269</u>

**23.4.2 Movement in accumulated interest**

Opening balance	12,452	12,452
Add: Interest on funds utilized for the company's business	-	-
Less: Paid during the period	-	-
	<u>12,452</u>	<u>12,452</u>

23.5 Includes Rs. 15.947 million (2021: 14.947 million) in respect of provision against litigations mentioned in Note 27.1.7 to 26.1.9.

**24 UNCLAIMED DIVIDEND**

In accordance with the Companies Act, 2017, the Company has issued notices to shareholders at their registered addresses and published these notices in two daily newspapers (one in Urdu and one in English) to invite claims for unclaimed dividends. After 90 days from the newspaper notice, the Company intends to deposit any unclaimed dividend amounts with the Federal Government, as required by Sub-Section "2" of Section 244 of the Companies Act, 2017.

Due to a management change in September 2018, the current management was unable to complete the subsequent procedures required under the Companies Act, 2017. As a result, there is a potential Level III penalty of Rs. 100 million related to the unclaimed dividend. No provision has been recorded for this amount, as management expects to resolve the matter without an outflow of resources.

**25 SHORT TERM BORROWING - SECURED**

Running finance from NBP Bank under markup arrangements	25.1	<u>71,556</u>	<u>71,556</u>
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25.1 The financing forms part of total credit facility available to the extent of Rs. 75 million (2021: 75 million). The loan carries markup @ 3 months KIBOR plus 2.50%. The credit facility of the Company have to be expired on December 31, 2018. This is secured against first charge of Rs. 100 million over current and movable fixed assets [excluding land and building of the company].

**26 LIABILITIES DIRECTLY ASSOCIATED WITH FREE HOLD LAND - HELD FOR SALE**

Loan from Government of Pakistan - unsecured	26.1	<u>1,790,848</u>	<u>1,790,848</u>
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**26.1 Loan From Government Of Pakistan - unsecured**

Privatization commission loan	26.2.1	481,469	481,469
Government Escrow account	26.2.3	112,937	112,937
Other Government Loan	26.2.5	100,000	100,000
Federal Government loan for compulsory separation scheme	26.2.7	309,000	309,000
Federal Government Bonds	26.2.9	787,442	787,442
		<u>1,309,379</u>	<u>1,309,379</u>
		<u>1,790,848</u>	<u>1,790,848</u>

26.2 These represent funds provided by the Government of Pakistan (the Government), bank loans of the company taken over by the Government and amounts payable by the company to different Government departments like Customs, Railways and Karachi Port Trust. According to the Cabinet Committee Division decision dated 30th May 1994 and 2005 these liabilities will be settled against the proceeds from disposal of Land held for sale (Ref: Note 17.1) and surplus land of Kot Lakhpat, if needed. There is no fix repayment schedule or tenure for repayment of these liabilities. An exercise to reconcile the liabilities is in process and several meetings have been conducted in this regard, however, all these meetings concluded without any decision or agreement with respect to the reconciliation of the loan liabilities and calculation, payment or mode of payment of interest on Government of Pakistan loans due to which there is currently no fixed tenure for repayment of these liabilities nor the total amount of the liability is determinable. In the absence of the availability of a defined repayment schedule due to reasons explained above, the fair value of these loans is not determinable and hence they have been stated at cost.

The Technical Advisory Committee (TAC) of Institute of Chartered Accountants of Pakistan (ICAP), on the request of Management of PECO, on March 28, 2017, also gave an opinion, on the issue of recording accrual of mark-up on GoP loans. After review of all details, workings and complete documents, The Committee is of the view that "the management of company needs to determine whether a present obligation exists at the end of the reporting period taking into account all the available evidences, including, the opinion of legal experts. Where there is a probability that a present obligation exists at the end of the reporting period, the provision should be recognized. Contrary to this will require an entity to disclose a contingent liability".

The Board of Directors in its various meetings has resolved that amount due under the law to the Government of Pakistan (GoP) for any loan given to PECO shall be paid. The Board has agreed with GoP to adjust its liabilities by disposal of Badami Bagh Land as decided in E.C.C decision dated 02.03.1993, which according to the recent valuation amounts to Rupees 4,605.13 million and it is in excess of the amount being claimed by GoP from PECO. The BoD and the management of the Company believes that they are not liable to pay any interest on these loans in the absence of any agreement. The legal advisor of the company is also of the firm opinion that since there is no mention of any markup to be charged on this loan nor is there any markup agreement, therefore, no markup is payable by the company in respect of this loan. Therefore, a disclosure of a contingent liability is made in notes (refer note 27.1.4 & 27.1.5) to these financial statements.

For the year ended June 30, 2022 and in past as well the Privatization Commission and Finance Division sent a letter to the auditors in November 2024, claiming the additional principal and markup on the above loan liabilities, however, the BoD and the management do not agree with the additional liabilities claimed and the claim of GoP regarding the payment of interest is disputed by the BoD and the management as there had never been any agreement in this regard. Further, the above loan liabilities were picked up by the GoP in order to provide public sector enterprises including PECO to give them clean slate on their liabilities so that they could be privatized and were provided without any specific request from these public sector enterprises, including PECO. In addition to the above, similar public sector entities which were provided similar reliefs by the GoP have never been asked to make any payments in respect of such reliefs. However, despite of this the BoD and the management of the Company is willing to repay the principal and in order to reconcile the principal and markup amounts with respect to GoP Loans, a committee was constituted as per the decision of Additional Finance Secretary in the meeting held in Government of Pakistan Finance Division (CF Wing), Islamabad. The committee includes representatives from Ministry of Finance, Ministry of Production, Privatization Commission and Board members from PECO. Several meetings have been taken place till date and in this regard a meeting of the committee was held on October 7, 2010 at Ministry of Finance (Finance Division) which was attended by representatives of Privatization Commission, Ministry of Production and PECO. The BoD and management of PECO agreed to repay all the outstanding principal, which the company is legally liable through disposal proceeds of Badami Bagh Land and surplus Land of Kot Lakhpat, if needed. However, the BoD and the management of the Company believes that they are not liable to pay any interest on these loans in the absence of any agreement. In the meeting held on 13 July 2015 in Privatization Commission, it was mutually agreed by all stakeholders to

Further, the Finance Division was instructed in the meeting to re-examine the issue and confirm the contention of PECO. Following, the meeting held at Finance Division, the management of the company obtained fresh legal opinion from legal consultant regarding the matter of charging interest on GoP loans. The legal advisor was of the opinion that no markup / interest was payable by PECO to Ministry of Finance and Privatization Commission and instead believed that a case of causing loss to PECO on account of delay caused in disposing off the land at Badami Bagh should be made out, either by raising monetary claim or claiming set-off against the alleged principal loan liability. The management of the company had handed over the title documents of the said land to the Privatization Commission for disposal in the year 1994 and had Privatization Commission disposed off the land at that time, no issue of interest would have risen. Further, meetings were held between the representatives of Ministry of Finance, Privatization Commission and Ministry of Production and the PECO Loan Committee to reconcile the loan liabilities. However, these meetings concluded without any decision or agreement with respect to the reconciliation of loan liabilities and calculation, payment or mode of payment of interest on Government of Pakistan loans. Further, as agreed no SRO, notification, documentation was provided by the Ministry of Finance to substantiate their view point on the issue of levy of markup on Government loans and it was agreed to refer PECO's view points to Ministry of Finance who may refer the matter to Ministry of Law to form their verdict.

Further, the principal amount of these loans has been agreed except for additional gratuities and in respect of the amounts disputed, the BoD and the management is of the opinion that an arbitrator should be appointed who should be acceptable to both the parties. Further, under the directions of public accounts committee the matter of charging interest is being reviewed by the committee comprising of Ministry of Industries, Ministry of Finance and Privatization Commission of Pakistan.

**26.2.1 The break up of loan from Privatization Commission is as follows:**

Loan for voluntary separation scheme (VSS) / Compulsory separation scheme (CSS) and Salaries	281,082	281,082
Loan for shifting of machinery	75,819	75,819
Loan for Energy bills and Import duties	124,568	124,568
	<u>481,469</u>	<u>481,469</u>

**26.2.2** This represents interest free loan provided by Privatization Commission to PECO for payment of salaries, energy bills, shifting of plant & machinery from Badami Bagh to Kot Lakhpat and payment of outstanding essential liabilities. According, to the Cabinet Committee Division decision, Privatization Commission would adjust its loan liability against the sale proceeds of Badami Bagh Land and surplus land of Kot Lakhpat, if needed and in this regard title documents of Badami Bagh Land were handed over to the Privatization Commission in 1994 by PECO. The foregoing loans have been outstanding since 1993. The company also obtained legal opinion from the legal advisers of the company. The legal adviser is of the firm opinion that since there is no mention of any markup to be charged on this loan in any agreement nor is there any markup agreement in respect of this loan therefore no markup is payable by PECO in respect of this loan. The BoD and the management firmly believes that as the Company had handed over the title documents of the said land to the Privatization commission for disposal in the year 1994 and had Privatization Commission disposed off the land at that time no issue of charging any interest on these loans would have risen and instead believed that a case of causing loss to PECO on account of delay caused in disposing off the land at Badami Bagh should be made out, either by raising monetary claim or claiming set-off against the alleged principal loan liability. The difference of Rs. 131.454 million claimed by the Privatization Commission on account of additional gratuities is because of misapprehension on part of GoP, whereby, PECO is considered responsible to pay Rs. 131.454 million, that infact was the liability of the Privatization Commission under the APSEWEC agreement. As per the APSEWEC agreement Privatization Commission took the liability to make additional gratuity payments, for which purpose it had advanced Rs. 131.454 million to PECO. On receiving the said amounts PECO had made the payments as was directed. It is important to note that PECO was not a party to these agreements, therefore, it cannot be held responsible for fulfilling any obligation pertaining to them. The claim of GoP is based on illegitimate assumption.

Furthermore, the legal advisors are also of firm opinion that the amount of additional gratuities of Rs. 131.454 million (refer note 27.1.3) should be borne by the Privatization Commission. In this regard, in the meeting held on October 7, 2010 at Finance Division, Privatization Commission was instructed by Ministry of Finance to review the calculation / treatment of the loan amounting to Rs. 131.454 million and come up with firm stance on it. The Privatization Commission was further instructed to sort out the issue of charging interest on VSS loan and come up with sound reason and logic for charging interest thereon. Neither formal agreements were signed or executed between the Privatization Commission, Ministries and PECO nor definitive terms and conditions exist in relation to the issue of markup and that the Privatization Commission only applied markup as instructed by the Finance Division. Further, under the directions of public accounts committee the matter of charging interest is being reviewed by the committee comprising of Ministry of Industries, Ministry of Finance and Privatization Commission of Pakistan.

**26.2.3 The break up of Government Escrow account is as follows:**

Customs and other import duties	86,984	86,984
Pakistan Railways freight	12,989	12,989
Karachi Port Trust	12,964	12,964
	<u>112,937</u>	<u>112,937</u>

**26.2.4** The company has not provided interest amounting to Rs. 41.989 million (accumulated Rs. 41.989 million) @ 14% for three years relating to custom and other import duties (2020: Rs 41.989 million) as the BoD and the management believes that there was no clause of charging interest or surcharge in the ECC and Cabinet Decision. In spite of confirmation requests and several reminders, no confirmation of custom and other import duties of Rs. 86.984 million and Karachi Port Trust of Rs.12.964 million along with markup / surcharge on custom duty of Rs. 2,703.822 million (refer note 27.1.4) was received by the auditors from customs or Pakistan Railways or port Trust.

**26.2.5 The break up of Other Government loans is as follows:**

Bank loans taken over	<b>100,000</b>	100,000
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**26.2.6** This represents amount payable on account of the company's bank loans taken over by the Government in the year 1990. BoD and the management of the Company believes that there was no interest as PECO was required to take-up only principal amount of the loan in its books. The legal advisor is also of the firm opinion that no markup is payable by PECO in respect of this loan. Furthermore, in the meeting held at Ministry of Finance in October 2010, Finance Division was instructed to re-examine the issue relating to Rs.100.00 million Loan and interest thereof, to confirm the contention of PECO and decision to be conveyed at its earliest.

**26.2.7 The break up of Federal Government loan for compulsory separation schemes is as follows:**

Loan for CSS	<b>309,000</b>	309,000
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**26.2.8** This represents loan provided by the Federal Government of Pakistan to PECO to pay off the staff through Compulsory Separation Scheme vide letter No. 1(26) CF 111/93 dated 4th March 2002. The BoD and the management of the company do not agree with the markup claimed by GOP and is of the opinion that markup is not payable on this loan liability in the absence of any agreement for markup. The BoD and the management have taken legal opinion and the legal advisor vide his letter dated August 10, 2015 is also of the opinion that no interest is payable and the letter dated 4th March 2002 referred by the GoP, to substantiate claim of payment of interest @ 10% per annum against loan of Rs. 309.00 million was in the absence of perusal of relevant decisions / formative documents was misconceived and did not place any payment obligation on PECO. The letter was contrary to the decisions / documents and did not establish any liability to pay interest @ 10% per annum and that any alleged premium in the absence of agreement is void and unfair. In the absence of a contractual arrangement / agreement no interest can be claimed and in the absence of any agreement the alleged claim of interest tantamount to a penalty, which is construed as penal interest in nature and could not be granted unless loss/ damage proved through substantial evidence, which in the instant case will be all more difficult on account of handing over of land of Badami Bagh of PECO for sale/disposal. In view of the above, BoD and the management along with the legal advisor firmly believe that the alleged claim of GoP appears to be misconceived and without any basis and recommend that the aforesaid dispute should be referred to some impartial body for resolution under some Alternate Dispute Resolution (ADR) mechanism, where claims / counter claims of the respective parties be examined, considered and decided. Furthermore, in order to reconcile the principal and markup amounts with respect to Government of Pakistan Loans, a committee has been constituted as per the decision of Additional Finance Secretary. The management of PECO intends to pay back the Government of Pakistan Loans after the reconciliation of differences as per the records and facts available with the committee representatives.

**26.2.9 The break up of Federal Government Bonds is as follows:**

Interest bearing bonds	<b>655,138</b>	655,138
Interest free bonds	<b>132,304</b>	132,304
	<b>787,442</b>	787,442

**26.2.10** These bonds were issued by the Federal Government against the liability of the company towards banks / financial institutions taken up by the Federal Government in the light of Federal Cabinet decision and S.R.O No. 823(1)/94 dated August 28, 1994. Against the principal amount interest bearing bonds and against accrued mark up interest free bonds were issued by the Government. The Government is liable to pay interest @ 12.43% per annum to the Banks / DFI regarding the interest bearing bonds. However, the BoD and the management of the Company do not agree with the markup claimed by the Finance Division and is of firm opinion that the Government is liable to pay any interest thereon, and that there was no agreement for charging any interest thereon. Furthermore, the legal adviser is also of the firm opinion that no markup is payable by the Company in respect of this loan in the absence of any specific markup agreement.(Ref: Note 27.1.1)

## **27 CONTINGENCIES AND COMMITMENTS**

### **27.1 Contingencies**

- 27.1.1** These bonds were issued by the Federal Government against the liability of the company towards banks / financial institutions taken up by the Federal Government in the light of Federal Cabinet decision and S.R.O No. 823(1)/94 dated August 28, 1994. Against the principal amount interest bearing bonds and against accrued mark up interest free bonds were issued by the Government. The Government is liable to pay interest @ 12.43% per annum to the Banks / DFI regarding the interest bearing bonds. However, the BoD and the management of the Company do not agree with the markup claimed by the Finance Division and is of firm opinion that the Government is liable to pay any interest thereon, and that there was no agreement for charging any interest thereon. Furthermore, the legal adviser is also of the firm opinion that no markup is payable by the Company in respect of this loan in the absence of any specific markup agreement.(Ref: Note 26.2.10)
- 27.1.2** Guarantees of Rs. 225.811 million (2021: Rs 225.811 million) issued by the banks and insurance companies to different parties on behalf of the company.
- 27.1.3** The Privatization Commission through its confirmation dated November 08, 2024 for the year ended June 30, 2015 has claimed additional loan liability amounting to Rs. 131.454 million (Ref: Note 26.2.2) and mark up amounting to Rs. 1,752.588 Million (2021: Rs 1,683.941 million). The said confirmation from privatization Commission also states that initially there was no mention of specific interest rate on the loan amount, therefore, the mark up on the outstanding amount of loan to PECO was charged on the basis of annual rate of markup chargeable on cash development loans to Provincial Governments, corporations, local bodies etc. and capital outlays of Federal Government in commercial departments. The management of the company already in a meeting held on October 7, 2010 at Ministry of Finance's office to reconcile the principal and mark up amounts with respect to Govt. of Pakistan loans did not agree with the stance of Privatization Commission in respect of additional loan and mark up claimed. Privatization Commission has been instructed by the Ministry of Finance to review the calculation/treatment of a loan amounting Rs. 131.454 million and has been asked to come up with firm stance on the foregoing loan amounting to Rs. 131.454 million. Further, Privatization Commission has been instructed to sort out the issue of charging interest on VSS loan and Privatization Commission has been asked to come up with sound reason and logic for charging interest on the above loan. The legal advisor of the company is also of the firm opinion that since there is no mention of any markup to be charged on this loan nor is there any markup agreement, therefore, no markup is payable by the company in respect of this loan. The management is confident that the ultimate outcome of the matter will result in favor of the company and hence no provision has been made in these financial statements in respect of the additional loan and markup claimed.
- 27.1.4** The Finance Division vide its letter dated June 2, 2018 for the fiscal year 2018-19 has claimed an amount of Rs. 2,703.822 million in respect of surcharge payable on Custom & Other Import duties (Ref: Note. 26.2.4) . However, the management of the company is of the opinion that no markup is payable in the absence of any agreement for markup. Furthermore, the company has also obtained the opinion from the legal advisor, who is also of opinion that no markup is payable. The management is confident that the ultimate outcome of the matter will result in favor of the company and hence no provision has been made in these financial statements in respect of the markup claimed.
- 27.1.5** The Finance Division vide its letter dated July 28, 2017, for the year ended June 30, 2016 has claimed an amount of Rs. 671.860 million in respect of additional principal liability and Rs. 2,517.766 million in respect of markup payable on remaining Government of Pakistan Loans (Ref: Note 26.2.5, 26.2.7 & 26.2.9). However, the management of the company is of the opinion that no markup is payable in the absence of any agreement for markup. The matter was taken up by the Ministry of Finance, in meeting held on October 7, 2010, to reconcile the principal and Mark up amounts with respect to Govt. of Pakistan loans, which has instructed the Finance Division to re-examine the issue relating to Rs. 100.00 million loan and interest thereof, to confirm the contention of PECO. Decision on this account would be conveyed to company at the earliest. Till the issue of annual accounts no such decision has been received by company. Furthermore, the company has also obtained the opinion from the legal advisor, who is also of opinion that no markup is payable. The management is confident that the ultimate outcome of the matter will result in favor of the company and hence no provision has been made in these financial statements in respect of the markup claimed.



- 27.1.6** The Company has filed various suits against Sui Northern Gas Pipeline (SNGPL) and Federation of Pakistan (FOP) through Ministry of Water and Power. Further, SNGPL has also filed a suit against the Company. These suits are presently pending adjudication before the Civil Court, Lahore. The management is vigilantly pursuing these cases. According to the opinion of legal advisor, the settlement of which is expected to result in an outflow from the entity of resources is amounting to Rs. 40 million has been provided for (Ref Note: 23.1).
- 27.1.7** M.M Traders has also filed a suit (36037/16) against the Company. This suit is presently pending adjudication before the Civil Court, Lahore. According to the opinion of legal advisor, there is no likelihood of any unfavorable results or any financial losses in this case. The management is vigilantly pursuing this cases. Therefore, No contingent liability is needed to be recognized on this account.
- 27.1.8** Punjab employees social security institution (PESSI) has also filed various suits against the Company. These suits are presently pending adjudication before the Commissioner PESSI. The management is vigilantly pursuing these cases. According to the opinion of legal advisor, the settlement of which is expected to result in an outflow from the entity of resources is amounting to Rs. 7.69 million has been provided for (Ref Note: 23.4).
- 27.1.9** FBR has filed a suit against the Company for recovery. This suit is presently pending adjudication before the Civil Court, Lahore respectively. The management is vigilantly pursuing the case. According to the opinion of legal advisor, the settlement of which is expected to result in an outflow from the entity of resources is amounting to Rs. 0.674 million has been provided for (Ref Note: 23.4).
- 27.1.10** The Company initiated legal proceedings against Ishtiaq Steel Industry in 2021, seeking recovery of damages amounting to Rs 1.017 billion and compensation of Rs 500 million. The case remains pending as of the reporting date. Based on the opinion of the Company's legal counsel, management expects a favorable outcome. However, in accordance with prudence and applicable accounting standards, no receivable has been recognized in the financial statements, as the outcome of the case is contingent upon the final judgment of the court.
- 27.1.11** The Company initiated legal proceedings against Al-Majeed Ibrahim Steel Industries (Private) Limited in 2021, seeking recovery of damages amounting to Rs 100 million and compensation of Rs 50 million. The case remains pending as of the reporting date. Based on the opinion of the Company's legal counsel, management expects a favorable outcome. However, in accordance with prudence and applicable accounting standards, no receivable has been recognized in the financial statements, as the outcome of the case is contingent upon the final judgment of the court.
- 27.1.12** The Company initiated legal proceedings against Inam Steel Re rolling Mills in 2021, seeking recovery of damages amounting to Rs 50 million. The case remains pending as of the reporting date. Based on the opinion of the Company's legal counsel, management expects a favorable outcome. However, in accordance with prudence and applicable accounting standards, no receivable has been recognized in the financial statements, as the outcome of the case is contingent upon the final judgment of the court.
- 27.1.13** The Company initiated legal proceedings against Anwar Traders in 2021, seeking recovery of damages amounting to Rs 30 million and compensation of Rs 20 million. The case remains pending as of the reporting date. Based on the opinion of the Company's legal counsel, management expects a favorable outcome. However, in accordance with prudence and applicable accounting standards, no receivable has been recognized in the financial statements, as the outcome of the case is contingent upon the final judgment of the court.
- 27.1.14** The Company initiated legal proceedings against Aarsal Enterprises in 2019 for the rendition of accounts. The case remains pending as of the reporting date. Based on the opinion of the Company's legal counsel, management expects a favorable outcome. However, in accordance with prudence and applicable accounting standards, no receivable has been recognized in the financial statements, as the outcome of the case is contingent upon the final judgment of the court.

**28 SALES**

Sales - Local	<b>137,932</b>	183,301
Less: Sales tax	-	-
	<b>137,932</b>	<b>183,301</b>

<b>29 COST OF SALES</b>			
Raw material consumed	29.1	122,609	181,106
Stores and spares consumed		44,382	13,902
Salaries,wages and other benefits	29.2	68,239	96,757
Fuel and power		58	680
Processing charges		-	4
Inspection fee		-	3,150
Service charges		-	79
Repair and maintenance		179	1,968
Vehicle running expenses		304	2,085
Rent, rates and taxes		1,574	1,549
Publication of tender documents		39	72
Insurance		-	1,545
Traveling and conveyance		750	657
Printing, stationery and office Supplies		86	132
Postage, telegram and telephone		342	1,635
Entertainment		245	367
Legal and professional		-	5,634
Other expenses		267	154
Depreciation		31,602	33,292
		<u>270,677</u>	<u>344,769</u>
Opening stock of work-in-process		55,493	73,990
Closing stock of work-in-process		(12,900)	(55,493)
		<u>42,593</u>	<u>18,497</u>
Cost of goods manufactured		313,270	363,266
Opening stock of finished goods		30,351	33,723
Closing stock of finished goods		(22,308)	(30,351)
		<u>8,043</u>	<u>3,372</u>
		<u>321,313</u>	<u>366,638</u>
<b>29.1 Raw material consumed</b>			
Opening stock		162,397	255,218
Add: purchases		(16,623)	88,286
		<u>145,774</u>	<u>343,504</u>
Less: closing stock		23,165	162,397
		<u>122,609</u>	<u>181,107</u>
<b>29.2</b> This includes retirement benefits amounting to Rs. Nill (2021: Rs. Nill).			
<b>30 SELLING AND DISTRIBUTION EXPENSES</b>			
Salaries,wages and other benefits	30.1	726	689
Insurance		2,202	4,064
Entertainment		-	49
Vehicle running expenses		8	68
		<u>2,936</u>	<u>4,870</u>
<b>30.1</b> This includes retirement benefits amounting to Rs. 0.059 million (2021: Rs. 0.059 million).			
<b>31 FREIGHT AND FORWARDING EXPENSES</b>			
Freight and forwarding expenses		7,132	7,179

<b>32 ADMINISTRATIVE EXPENSES</b>			
Salaries,wages and other benefits	32.1	15,708	16,233
Vehicle running expenses		1,676	1,653
Traveling and conveyance		71	0
Printing, stationery and office supplies		-	150
Legal and professional		11,296	4,703
Utilities		7,904	16,953
Entertainment		-	17
Rent, rates, and taxes		6,031	-
Postage, telegrams and telephone		-	360
Insurance		372	372
Fee and subscription charges		354	740
Performance guarantee	32.2	-	64,728
Miscellaneous		2,488	2,038
Fine and penanlties		100	-
Depreciation		2,383	2,893
		<b>48,382</b>	<b>110,841</b>
<b>32.1</b>	This includes retirement benefits amounting to Rs. 0.634 million (2021: Rs. 0.634 million).		
<b>32.2</b>	This represents the forfeiture of the bid security deposit for a bidding process with PESCO due to non-compliance with the bid conditions.		
<b>33 OTHER OPERATING CHARGES</b>			
Auditors' remuneration	33.1	810	810
Depreciation on investment property		24	25
		<b>834</b>	<b>835</b>
<b>33.1 Auditors' remuneration</b>			
Audit fee		810	810
Half yearly review fee		-	-
Review of compliance with code of corporate governance		-	-
		<b>810</b>	<b>810</b>
<b>34 OTHER OPERATING INCOME</b>			
<b>Income from Financial Assets</b>			
Profit on bank deposits		1	75
Profit on investment		-	-
		<b>1</b>	<b>75</b>
<b>Income from Non - Financial Assets</b>			
Miscellaneous income		-	-
Liability written off		3,852	1,497
Rental income		1,671	1,585
Gain on sale of property, plant and equipment		-	-
		<b>5,524</b>	<b>3,082</b>
		<b>5,525</b>	<b>3,157</b>
<b>35 FINANCE COST</b>			
Mark - up on short term borrowings		6,803	7,645
Mark - up on long term borrowings		2,317	2,604
Bank charges and commission	35.1	-	1
Interest on workers' profit participation fund		-	-
		<b>9,121</b>	<b>10,249</b>
<b>35.1</b>	Bank guarantee commission paid by the company is charged over the period of contract.		
<b>36 TAXATION</b>			
<b>Current</b>			
for the year		1,724	2,291
for prior years		-	-
		<b>1,724</b>	<b>2,291</b>

**Deferred**

Origination and reversal of temporary differences  
Impact of change in tax rate

(5,954)	(5,926)
-	-
(5,954)	(5,926)
(4,230)	(3,635)

36.1 The current tax provision represents the Minimum Tax under section 113 of Income Tax Ordinance, 2001. As a result reconciliation of tax charge for the year is not required.

36.2 Company's income tax assessment has been finalized up to 2018.

**37 BASIC AND DILUTED EARNINGS PER SHARE****Basic earnings per share:**

(Loss) / profit after taxation (Rupees in '000)	(242,031)	(310,519)
Weighted average number of ordinary shares (No. in '000) outstanding during the year	5,690	5,690
	(42.54)	(54.57)

37.1 There are no dilutive potential ordinary shares outstanding as at June 30, 2022 and 2021.

**38 CASH GENERATED FROM OPERATIONS**

Profit before taxation (246,261) (314,154)

**Adjustments for:**

Depreciation	34,009	36,235
Financial charges	9,121	10,249
Provision for gratuity	694	694
Liability written off	3,852	1,497
	47,676	48,674
<b>(Loss) / profit before working capital changes</b>	<b>(198,585)</b>	<b>(265,480)</b>

Movements in working capital

**Decrease/(Increase) in current assets:**

Stores, spares and loose tools	44,382	13,866
Stock in trade	189,868	114,690
Trade debts	6,092	6,194
Advances	1,692	50,288
Trade deposits, prepayments and other receivables	(1,671)	(1,585)
Sales tax refundable	9,158	(23,797)

**Increase/(Decrease) in current liabilities:**

Trade and other payables	(47,006)	130,987
	202,515	290,642

**Cash generated from operations**

3,930	25,162
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**39 TRANSACTIONS WITH RELATED PARTIES**

The related parties comprise GoP, associated companies/undertakings, directors of the Company and key management staff. Details of transactions with related parties during the year other than those which have been disclosed elsewhere in these financial statements are stated below:

**State Engineering Corporation (SEC)**

- Reimbursement expenses payable	23	151	151
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**Muhammad Arif Habib (Director)**

- Payable at the end of the year	23.1.3	12,970	6,710
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**Rotocast Engineering (Private) Limited**

- Payable at the end of the year	23.1.2	6,920	530
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**39.1** All related party transactions are in accordance with accounting policy and are approved and recommended by the audit committee and subsequently approved by the board of directors. None of the directors had any interest in any transaction.

**40 OPERATING SEGMENT**

The financial information has been prepared on the basis of single reportable segment i.e. "Engineering".

**40.1 Information about products and services**

Revenue from sales of electricity transmission and communication towers represents 49.33% (2021: 94.27%) of total sales.

**40.2 Information about geographical areas**

- All non-current assets of the Company as at 30 June 2022 are located in Pakistan.
- 100% (2021: 100%) of the gross sales of the Company are made to customers located in Pakistan.

**40.3 Information about major customers**

- The Company's most significant customers are electric supply companies.
- Electric supply companies (PESCO, HESCO, LESCO and IESCO) accounts for more than 49.33% of the gross sales of the Company for the year.

PAKISTAN ENGINEERING COMPANY LIMITED  
 NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022	2021
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----- Rupees in "000" -----

**41 FINANCIAL RISK MANAGEMENT**

**41.1 Risk management framework**

The Company's activities expose it to a variety of financial risks. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

The Board meets frequently throughout the year for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company. The Company's Audit Committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

**41.2 Financial assets and liabilities by category and their respective maturities**

2022		2021	
Maturity up to one year	Maturity after one year	Maturity up to one year	Maturity after one year

----- Rupees in "000" -----

**FINANCIAL ASSETS**

Long term investments	-	819	-	819
Long term security deposits - net of impairment	-	2,053	-	2,053
Trade debts - net of impairment	14,112	-	25,008	-
Advances	83	-	83	-
Trade deposits and guarantee margins	20,898	-	20,898	-
Cash and bank balances	47,034	-	24,582	-
	<b>82,127</b>	<b>2,872</b>	<b>70,571</b>	<b>2,872</b>

**FINANCIAL LIABILITIES**

Government of Pakistan Loans		1,790,848	-	1,790,848
Long term borrowings	-	24,374	-	24,374
Short term borrowings	71,556	-	71,556	-
Trade and other payables	436,621	-	475,077	-
Mark-up accrued	35,026	-	25,905	-
	<b>543,203</b>	<b>1,815,221</b>	<b>572,538</b>	<b>1,815,221</b>

On balance sheet date gap

(461,076)	(1,812,349)	(501,967)	(1,812,349)
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**OFF - BALANCE SHEET ITEMS**

Letter of guarantees	225,811	225,811
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**41.2.1** The matter of charging interest on these loans is disputed in respect of which reconciliation exercise is currently in progress through Ministry of Finance. The ultimate outcome of the matter cannot presently be determined. Hence these loans have been stated at cost.

#### 41.3 Fair Values

The carrying values of the financial assets and financial liabilities approximate their fair values except for Government of Pakistan loans as disclosed in note. 26 to the financial statements. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. If the transaction is not based on market terms, or if a market price cannot be readily determined, then an estimate of future cash payments or receipts, discounted using the current market interest rate for a similar financial instrument, is used to approximate the fair value.

#### 41.4 Financial Risk Factors

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

- Credit Risk
- Liquidity Risk
- Market Risk

##### 41.4.1 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, and arises principally from long term security deposits, loans and advances to employees, deposits, trade debts, other receivables and bank balances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. To manage exposure to credit risk in respect of trade receivables, management reviews credit worthiness, references, establish purchase limits taking into account the customer's financial position, past experience and other factors.

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 obligation to be similarly effected by the changes in economic, political or other conditions. The Company believes that it is not exposed to major concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure before any credit enhancements. The maximum exposure to credit risk at the reporting date was:

	2022	2021
	----- Rupees in "000" -----	
Long term investments	819	819
Long term security deposits - net of impairment	2,053	2,053
Trade debts - net of impairment	14,112	25,008
Advances	83	83
Trade deposits and guarantee margins	20,898	20,898
Bank balances	47,034	24,582
	<u>84,999</u>	<u>73,443</u>

The Company's most significant amount receivable is from NTDC, PESCO and Pump Well which is included in total carrying amount of trade debts as at reporting date.

For trade debts, internal risk assessment process determines the credit quality of the customers, taking into account their financial positions, past experiences and other factors. Aging of trade debts is regularly reviewed by the Board's Receivables Committee and necessary actions are taken in respect of overdue balances. The company assesses the credit quality of the counter parties as satisfactory. Bank balances are held only with reputable banks with high quality credit ratings. Loans and advances to employees are not exposed to any material credit risk since these are secured against their salaries. Geographically there is no concentration of credit risk. The maximum exposure to credit risk for trade debts at the reporting date are with customers within the country.

The credit quality of bank balances that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rate:

	Rating			2022	2021
	Short term	Long term	Agency	----- Rupees in "000" -----	
MCB Bank	A-1+	AAA	PACRA	-	-
United Bank Limited	A-1+	AAA	VIS	327	357
National Bank of Pakistan	A-1+	AAA	VIS	-	-
AL Barka Bank Pakistan Limited	A-1	A+	VIS	22,648	22,648
Faysal Bank Limited	A-1+	AA	PACRA	3,657	1,173
Allied Bank Limited	A-1+	AAA	PACRA	401	401
				<b>27,033</b>	<b>24,579</b>

2022		2021	
Gross	Impairment	Gross	Impairment
----- Rupees in "000" -----			

The aging of trade debts at the reporting date was:

Not yet due	-	-	-	-
Past due 1-30 days	-	-	-	-
Past due 31-60 days	-	-	-	-
Past due 61-90 days	30,234	-	42,876	-
Over 90 days	27,090	43,212	20,535	43,212
	<b>57,324</b>	<b>43,212</b>	<b>63,411</b>	<b>43,212</b>

Based on past experience the management believes that no further impairment allowance is necessary as there are reasonable grounds to believe that the amounts will be recovered in short course of time.

#### 41.4.2 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations 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. Liquidity position of the Company is closely monitored through budgets, cash flow projections and comparison with actual results by the Board.

Following is the maturity analysis of financial liabilities:

##### Non - derivative financial liabilities

Government of Pakistan Loans  
Long term borrowings  
Short term borrowings  
Trade and other payables  
Mark-up accrued

	Up to 1 year	1 to 5 years	Total
Government of Pakistan Loans	-	1,790,848	1,790,848
Long term borrowings	-	24,374	24,374
Short term borrowings	71,556	-	71,556
Trade and other payables	436,621	-	436,621
Mark-up accrued	35,026	-	35,026

30-Jun-22

**543,203**    **1,815,221**    **2,358,424**

##### Non - derivative financial liabilities

Government of Pakistan Loans  
Long term borrowings  
Short term borrowings  
Trade and other payables  
Accrued mark-up

Government of Pakistan Loans	-	1,790,848	1,790,848
Long term borrowings	-	24,374	24,374
Short term borrowings	71,556	-	71,556
Trade and other payables	475,077	-	475,077
Accrued mark-up	25,905	-	25,905

30-Jun-21

**572,538**    **1,815,221**    **2,387,759**

The contractual cash flows relating to the above financial liabilities have been determined on the basis of mark-up rate effective as at 30 June 2022. The rates of mark-up have been disclosed in the respective notes to the financial statements. It is not expected that the cash flows included in the maturity analysis could occur significantly earlier or at significantly different amounts.



#### 41.4.3 Market Risk

Market risk is the risk that the value of the financial instrument may fluctuate as a result of changes in market interest rates or the market price due to change in credit rating of the issuer or the instrument, change in market sentiments, speculative activities, supply and demand of securities and liquidity in the market. The Company incurs financial liabilities to manage its market risk. All such activities are carried out with the approval of the Board. The Company is exposed to interest rate and currency risks.

##### (a) Currency Risk

Currency Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The company is not significantly exposed to currency risk as the company does not maintain bank accounts in foreign currencies.

##### (b) Interest Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Significant interest rate risk exposures are primarily managed by a mix of borrowings at fixed and variable interest rates and entering into interest rate swap contracts.

The company's interest rate risk arises from short term cash finance facility. The company analyzes its interest rate exposure on a regular basis by monitoring existing facilities against prevailing market interest rates and taking into accounts various other financing options available. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Significant interest rate risk exposures are primarily managed by a mix of borrowings at fixed and variable interest rates and entering into interest rate swap contracts.

As at 30 June 2022, if interest rates on company's bank borrowings had been 1% higher / lower, the markup expenses would have been higher / lower by Rs. 1015 million (2021: Rs. 998 million).

## 42 CAPITAL RISK MANAGEMENT

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

The Company's objectives when managing capital are:

- (i) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, the Company's ability to continue as going concern is disclosed in note 2 to the financial statements, and
- (ii) to provide an adequate return to shareholders.

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

In line with others in the industry practices, the Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital employed. Net debt is calculated as total borrowings. Total borrowings comprise of long and short term loan and markup thereon. Total capital employed is calculated as equity as shown in the statement of financial position plus net debt. As at the balance sheet date, the gearing ratio of the Company was worked out as under:

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

	2022	2021
	----- Rupees in "000" -----	
Debt	1,921,803	1,912,683
Equity	12,433,004	12,675,035
Total capital employed	14,354,807	14,587,718
Gearing Ratio	13.39%	13.11%

#### 43 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in these financial statements in respect of remuneration including benefits applicable to the chief executive, directors and executives of the Company are given below.

	2022		2021	
	Chief Executive	Director	Chief Executive	Director
	----- Rupees in "000" -----			
Remuneration	8,825	863	6,125	413
Bonus	-	-	-	-
Reimbursement of expenses	1,820	-	2,022	-
Pension contribution	83	-	76	-
Perquisites	2,248	-	2,141	-
	<b>12,976</b>	<b>863</b>	<b>10,364</b>	<b>413</b>
<b>Number of persons</b>	<b>1</b>	<b>8</b>	<b>1</b>	<b>6</b>

- 43.1 In addition to above remunerations 8 directors (2021: 6 directors) were paid aggregate remuneration of Rs. Nil (2021: Rs. Nil).
- 43.2 Aggregate amount charged in the accounts for 08 directors for Meeting fees were Rs. Nil (2021: Rs. Nil) and reimbursable expenses Rs. Nil (2021: Rs. Nil) for meetings of Board of Directors and sub-committees of Board of Directors.
- 43.3 The Chief Executive Officer and one Director is entitled for company maintained car.

#### 44 PLANT CAPACITY AND ACTUAL PRODUCTION

	U/M	Capacity		Actual Production	
		Installed	Assessed	2022	2021
Pumps / turbines	No.	3,400	3,400	-	10
Electric motors	No.	16,500	6,500	-	-
Rolled material	Tons	80,000	30,000	-	-
Foundry	Tons	4,000	4,000	-	-
Steel fabrications (STR)	Tons	20,000	20,000	-	2,029
Concrete Mixture	No.	350	350	-	-

#### 45 NUMBER OF EMPLOYEES

	2022	2021
<b>Total number of employees as at June 30;</b>	----- Numbers -----	
Contractual employees - Head Office	4	4
Temporary staff - Head Office	-	2
Contractual employees - Factory	4	6
Temporary staff - Factory	18	43
Workers - Factory	147	247
	<b>173</b>	<b>302</b>
<b>Average number of employees during the year</b>		
Contractual employees - Head Office	4	5
Temporary staff - Head Office	1	2
Contractual employees - Factory	5	6
Temporary staff - Factory	31	43
Workers - Factory	197	247
	<b>238</b>	<b>303</b>

#### 46 CORRESPONDING FIGURES

The corresponding figures have been rearranged and reclassified, wherever considered necessary, to comply with fair presentation.

**47 AUTHORIZATION OF FINANCIAL STATEMENTS**

**47.1** These financial statements have been authorized for issue on \_\_\_\_\_ by the Board of Directors of the Company.

**47.2** As of the date of authorization of the financial statements, there was no Managing Director or Chief Executive Officer notified by the Ministry of Industries and Production (MOIP). Consequently, the Board of Directors resolved that the financial statements be authorized jointly by three directors along with the Chief Financial Officer.

**48 EVENTS AFTER THE REPORTING PERIOD**

Except for the events as mentioned in note 5.2.5 of these financial statements, there are no significant non adjusting events after the reporting date requiring or disclosure in financial statements.

**49 GENERAL**

Figures have been rounded off to the nearest thousand rupee.

Arsalan Nayyar Sheikh  
**Director**

Mirza Mehmood Ahmad  
**Director**

Mian Anwar Aziz  
**Chief Financial Officer**

Ansar Javed  
**Director**

**Pattern of Shareholding  
As At June 30, 2022**

# of Shareholders	From	To	Total Shares held
1,494	1	100	40,747
548	101	500	128,190
126	501	1,000	88,746
96	1,001	5,000	176,688
23	5,001	10,000	164,671
2	10,001	15,000	21,919
5	15,001	20,000	94,400
1	20,001	25,000	21,070
3	25,001	30,000	83,900
2	35,001	40,000	76,600
1	40,001	45,000	43,776
1	45,001	50,000	45,800
1	55,001	60,000	57,500
1	80,001	85,000	80,200
1	85,001	90,000	85,931
1	125,001	130,000	128,790
1	135,001	140,000	135,240
1	165,001	170,000	165,254
1	450,001	455,000	452,700
1	505,001	510,000	510,000
1	1,415,001	1,420,000	1,415,723
1	1,660,000	1,675,000	1,672,400
<b>2,312</b>			<b>5,690,245</b>

**Categories of Shareholders  
As At June 30, 2022**

	# of Shareholders	Shares Held	Percentage
Directors and their spouse(s) and minor children			
Mirza Mahmood Ahmed	1	1,000	0.02
Mr. Ansar Javed	1	1,000	0.02
Mr. Rashid Ali Khan	1	1,000	0.02
Mr. Muhammad Arif Habib	1	1,000	0.02
Mr. Muhammad Iqbal	1	1,027	0.02

**ASSOCIATED COMPANIES, UNDERTAKINGS AND RELATED PARTIES**

Rotocast Engineering Company (Private) Limited	1	1,672,400	29.39
State Engineering Corporation	1	1,415,723	24.88

**Categories of Shareholder  
As At June 30, 2022**

	<b># of Shareholders</b>	<b>Shares Held</b>	<b>Percentage</b>
NIT and ICP	2	131,330	2.31
Bank, Development finance institution, Non-Banking Finance companies	12	145,115	2.55
Insurance Companies	3	229,030	4.02
Modarabas, and Mutual, Pension Funds CDC-Trustee and Opportunity Fund	1	6,900	0.12
Public Sector companies and corporations	7	27,600	0.49
General Public			
a. Local	2,237	1,489,572	26.17
b. Foreign	-	-	-
Others	43	567,548	9.97
<b>Total</b>	<b>2,312</b>	<b>5,690,245</b>	<b>100</b>

**Shareholders Holding 5% or More Voting Interest**

<b>Name of shareholder</b>	<b>No of shares held</b>	<b>%age held</b>
State Engineering Corporation Limited	1,415,723	24.88
Rotocast Engineering Company (Private) Limited	1,672,400	29.39
Mr. Ahmad Masood Khan	510,000	8.96
Maha Securities (Private) Limited	452,700	7.96

During the financial year, No Director, CEO, CFO, Company Secretary, Head of Internal Audit and their spouses and minor children carried out any transactions in the share of the Company.











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**PAKISTAN ENGINEERING COMPANY LIMITED**

**FORM OF PROXY**

**ANNUAL GENERAL MEETING**

I/We \_\_\_\_\_ of \_\_\_\_\_ CDC A/C NO./  
 FOLIO NO. \_\_\_\_\_ being shareholder(s) of Pakistan Engineering Company Limited hold  
 \_\_\_\_\_ Ordinary Shares do hereby  
 appoint \_\_\_\_\_ Mr./Ms./Miss \_\_\_\_\_ of  
 \_\_\_\_\_, as my /our proxy in my /our absence to attend and vote for me /us at the 73<sup>th</sup>  
 Annual General Meeting of the Company to be held on February 17, 2025 (Monday) at 11:30 A.M. at Hotel  
 Four Points by Sheraton, 25 - Egerton Road, Lahore and/or any adjournment thereof in the same manner as  
 I/we myself /ourselves would vote if personally present at that meeting.

At witness my/our hand this \_\_\_\_\_ day of \_\_\_\_\_ 2025.

**WITNESS 01**

**WITNESS 02**

Signature \_\_\_\_\_

Signature \_\_\_\_\_

Name \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

Address \_\_\_\_\_

Signature

Please affix Rs. 05 Revenue stamp
--

**Note:**

1. This Proxy Form, duly stamped, signed and witnessed, must be received at the Registered Office of the Company, Pakistan Engineering Company Limited, 6/7, Sir Ganga Ram Trust Building, Shahrah-e-Quaid-e- Azam, Lahore, not less than 48 hours before time of holding the meeting.
2. If a member appoints more than one proxy and more than one instruments of proxies are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
3. The proxy form shall be witnessed by two persons whose names, addresses and CNIC/SNIC (Computer National Identity Card/Smart National Identity Card) numbers shall be mentioned on the form.
4. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with proxy form.
5. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

# پاکستان انجینئرنگ کمپنی لمیٹڈ

## تشکیل نیابت داری

سالانہ جنرل میٹنگ

میں/ہم \_\_\_\_\_ (ICDC کا ونٹ نمبر/فولیو نمبر) کے حامل پاکستان انجینئرنگ کمپنی لمیٹڈ کے شیئر ہولڈر (s) ہوں/ہیں، جو کہ \_\_\_\_\_ عام شیئرزر رکھتے ہیں، یہ فارم استعمال کرتے ہوئے، \_\_\_\_\_ جناب/محترمہ/محترمہ کو، جو کہ \_\_\_\_\_ میں رہتے ہیں، اپنی/اسپنے وکیل کے طور پر نامزد کرتے ہیں کہ وہ میری/ہماری غیر موجودگی میں میری/ہماری طرف سے 73 ویں سالانہ جنرل میٹنگ میں، جو 17 فروری 2025 (پیر) کو صبح 11:30 بجے ہوٹل فور پوائنٹس ہائی شیرٹین، 25- ایجرٹن روڈ، لاہور میں منعقد ہوگی، اور/یا اس کے التواء کی صورت میں بھی ویسے ہی ووٹ دیں جیسا میں/ہم بذات خود موجود ہونے کی صورت میں دیتے۔

میرے/ہمارے دستخط اس \_\_\_\_\_ دن \_\_\_\_\_ 2025 کو گواہ ہیں۔

گواہ نمبر 01

دستخط بمعہ شناختی کارڈ نمبر: \_\_\_\_\_

نام: \_\_\_\_\_

پتہ: \_\_\_\_\_

پانچ روپے والی سٹیپ چسپاں کریں

گواہ نمبر 02

دستخط بمعہ شناختی کارڈ نمبر: \_\_\_\_\_

نام: \_\_\_\_\_

پتہ: \_\_\_\_\_

دستخط بمعہ شناختی کارڈ نمبر

نوٹ:

- یہ فارم، جس پر اسٹامپ لگا ہوا ہو، دستخط شدہ اور گواہ شدہ ہو، کمپنی کے رجسٹرڈ دفتر، پاکستان انجینئرنگ کمپنی لمیٹڈ، 6/7، سرگرم ٹرسٹ بلڈنگ، شاہراہ قائد اعظم، لاہور، میں میٹنگ کے وقت سے کم از کم 48 گھنٹے قبل موصول ہونا ضروری ہے۔
- اگر کوئی رکن ایک سے زیادہ وکیل مقرر کرتا ہے اور کمپنی کے پاس ایک سے زیادہ وکیل کے فارم جمع کرواتا ہے، تو تمام وکیل کے فارم کا عدم تصور کیے جائیں گے۔
- فارم پر دو افراد کے دستخط ہونے چاہئیں، جن کے نام، پتے اور CNIC/SNIC (کمپیوٹرائزڈ قومی شناختی کارڈ/اسمارٹ قومی شناختی کارڈ) نمبر درج ہوں۔
- مالک اور وکیل کے CNIC یا پاسپورٹ کی مصدقہ کاپیاں فارم کے ساتھ فراہم کی جائیں۔
- کارپوریٹ ڈائریکٹرز کی قرارداد/اختیاراتی خط کے ساتھ نمونہ دستخط فراہم کیے جائیں (اگر پہلے سے فراہم نہیں کیے گئے) اور اس فارم کے ساتھ کمپنی کو جمع کروائیں۔