



ANNUAL
ACCOUNTS
JUNE 2022



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CORPORATE INFORMATION

BOARD OF DIRECTORS

CHAIRMAN
MEMBERS

Muhammad Fahad Saleem
Ovais Athar Yousuf
Muhammad Usman
Zeeshan Aamir
Abdullah Saleh
Zara Nadeem Ali
Sheikh Adil Hussain

AUDIT COMMITTEE

CHAIRMAN
MEMBERS

Syed Jawaid Iqbal
Muhammad Fahad Saleem
Zeeshan Aamir

HEAD OF INTERNAL AUDIT

Tabish Jaleel Shaikh

HUMAN RESOURCE & REMUNERATION COMMITTEE

CHAIRMAN
MEMBERS

Syed Jawaid Iqbal
Ovais Athar Yousuf
Muhammad Fahad Saleem

CHIEF EXECUTIVE

Ovais Athar Yousuf

CHIEF FINANCIAL OFFICER

Abdullah Saleh

Company Secretary & Secretary to Audit Committee

Moosa Haroon

AUDITORS

Yousuf Adil, Chartered Accountants

LEGAL ADVISORS

Azeem Rashid

BANKERS

Citibank, N.A.
Habib Bank Limited
Standard Chartered Bank

SHARE REGISTRAR

FAMCO Associates (Pvt) Ltd.
Management Consultants,
8-F, Next to Hotel Faran, Nursery, Block-6,
P.E.C.H.S. Shakra-e-Faisal, Karachi
Tel: + (92 21) 34380101-2

REGISTERED OFFICE

11th Floor, The Harbour Front, Dolmen City,
HC-3, Block-4, Abdul Sattar Edhi Avenue,
Clifton, Karachi - 75600, Pakistan.
Tel: + (92 21) 3520 5088
Fax: + (92 21) 3529 6150
Web: www.gillettepakistan.com



VISION STATEMENT

To build Total Brand Value by innovating to deliver consumer value and customer leadership faster, better and more completely than our competition.

Our vision is driven by two fundamental principles that provide the foundation for our activities:

Organizational Excellence
Core Values



CHAIRMAN'S REVIEW REPORT

I am pleased to welcome you at the Annual General Meeting of Gillette Pakistan Limited ('the Company') and present on behalf of the Board of Directors ('the Board'), the Audited Statements of Accounts for the year ended June 30, 2022, along with my review on the performance of your Company.

Economic Overview:

Pakistan has moved from the slump growth caused by country-wide lockdowns due to COVID-19 to stabilization phase and by posting real GDP growth of 5.97% in the fiscal year 2022. However, this high growth rate is unsustainable due to structural issues in the country's economic growth model. Geo-political environment (particularly Russia-Ukraine war) has upended the economic picture. Further, political instability is weakening corporate confidence.

Business Overview:

Fiscal year 2021-22 was yet another strong year on Gillette Pakistan with Sales Revenue closing at +13% vs year ago. MACRO ECONOMIC headwinds and high imported costs remained a challenge for the Company.

The Company was able to manage cost structure of doing business by rationalizing certain business expenditure which in turn helped in improving gross margin for current fiscal year.

During the year, the distribution and coverage expansion remained key focus area. Further, Company also focused on other areas such as (i) driving disposables & systems (ii) exploring new market segment (iii) and continued focus on channel fundamentals. In addition, the Company also continued to offer its consumers better value promo packs across portfolio coupled with marketing campaigns and other consumer touch point events.

As a result of the above, the brand was able to generate gross margin of 25% for current fiscal year. This is due to the efforts placed by the management in negotiating our supply prices to ensure that our supplier prices remain competitive as well as reducing overall distribution spend pool.

Future Outlook:

Moving forward we expect to pick robust growth and penetration ahead of estimated market growth by maintaining the right balance in our portfolio and high levels of distribution behind coverage expansion along with consumer centric marketing. The management's key focus is to ensure top line continues to grow as we become more consumer focused and develop stronger trade plans. However, the management has its set of challenges ahead of them in the form of further currency devaluation and rising global commodity prices.

Acknowledgement:

On behalf of the Board of Directors, I would like to express my appreciation to our Shareholders for their absolute confidence, our Supplier for maintaining sustained and quality supplies, our parent and associated companies for their continuous guidance, our valued Customers for their un-paralleled reliance in Company's illustrious product line and the Regulators and other stakeholders for their understanding and support. I would accordingly, put on thanks to the Board of Directors for their contribution, the management and employees for their persistent and untiring commitment, arduous work and co-operation throughout the year.

On behalf of the Board,

Muhammad Fahad Saleem
Chairman

September 30, 2022



چیرمین جائزہ رپورٹ

مجھے جلیٹ پاکستان لمیٹڈ (کمپنی) کی سالانہ جنرل میٹنگ میں خوش آمدید کہتے ہوئے خوشی ہوئی اور بورڈ آف ڈائریکٹرز (بورڈ) کی جانب سے 30 جون 2022 کو ختم ہونے والے سال کے اکاؤنٹس کے آڈٹ شدہ بیانات کے ساتھ آپ کی کمپنی کی کارکردگی اپنے جائزے کے ساتھ پیش کرتا ہوں۔

اقتصادی جائزہ:

پاکستان کی ترقی کو ویڈیو 19 و بانی کی ملک گیر پابندیاں ختم ہونے کے بعد سست روی سے استحکام کی طرف گئی اور حقیقی GDP کی شرح %5.97 تک رہی۔ البتہ یہ اضافی شرح غیر پائیدار تصور کی جاتی ہے جس کی وجہ اقتصادی ترقی کے ماڈل کے ساختی مسائل ہیں۔ جغرافیائی سیاسی مسائل (خاص طور پر Russia-Ukraine کی جنگ) نے اقتصادی تصویر کو تبدیل کر دیا۔ دیگر یہ کہ سیاسی عدم استحکام نے اقتصادی اعتماد کو کمزور کر دیا۔

کاروباری جائزہ:

مالی سال 2021-22 جلیٹ پاکستان کے لیے ایک مضبوط سال تھا جس میں سبز ریونیو میں %13 تک اضافہ ہوا۔ اس کا احاطہ کرنے کے لیے، کمپنی کچھ کاروباری اخراجات کو منظم کرنے میں کامیاب رہی جس سے کل منافع بہتر کرنے میں مدد ملی۔

سال کے دوران، کمپنی نے تقسیم اور کوریج کی توسیع پر توجہ جاری رکھی۔ اس کے علاوہ دیگر امور جیسے کہ (1) ڈسپوز ایبل اور سسٹمز میں اضافہ (2) نئی مارکیٹ کی دریافت اور (3) چینل کے بنیادی اصولوں پر مسلسل توجہ دینا بھی خاص توجہ طلب رہے۔ اس کے علاوہ، کمپنی نے اپنے صارفین کو پورے پورٹ فولیو میں مارکیٹنگ مہمات اور دیگر صارفین کے ٹچ پوائنٹس کے ساتھ بہتر ویلیو پرومویک پیش کرنا جاری رکھا ہے۔

مذکورہ بالا کے نتیجے میں، برانڈ رواں مالی سال کے لیے %25 فیصد کا مجموعی مارجن پیدا کرنے میں کامیاب رہا۔ یہ ہماری سپلائی کی قیمتوں پر بات چیت میں انتظامیہ کی طرف سے کی جانے والی کوششوں کی وجہ سے ہے تاکہ یہ یقینی بنایا جاسکے کہ سپلائی کی قیمتیں مسابقتی رہیں اور ساتھ ہی مجموعی تقسیم کے اخراجات کو کم کریں۔

مستقبل کا نقطہ نظر:

آگے بڑھتے ہوئے ہم اپنے پورٹ فولیو میں صحیح توازن برقرار رکھنے اور صارفین کی مرکز مارکیٹنگ کے ساتھ کوریج کی توسیع کے پیچھے تقسیم کی اعلیٰ سطح کو برقرار رکھتے ہوئے مارکیٹ کی متوقع نمو سے پہلے مضبوط ترقی اور دخول کی توقع کرتے ہیں۔ منجمنٹ کی بنیادی توجہ اس بات کو یقینی بنانا ہے کہ ٹاپ لائن بڑھتی رہے کیونکہ ہم زیادہ صارفین پر مرکوز ہو جاتے ہیں اور مضبوط تجارتی منصوبے تیار کرتے ہیں۔ تاہم انتظامیہ کو کرنسی کی مزید قدر میں اور اشیاء کی بڑھتی ہوئی عالمی قیمتوں کی صورت میں چیلنجز کا سامنا ہے۔

اعتراف:

بورڈ آف ڈائریکٹرز کی جانب سے، میں اپنے حصص یافتگان کے مکمل اعتماد کے لیے ان کا شکریہ ادا کرنا چاہوں گا، ہمارے سپلائر مسلسل اور معیاری سپلائی کو برقرار رکھنے کے لیے، ہمارے والدین (Parent) اور اس سے وابستہ کمپنیوں کو ان کی مسلسل رہنمائی کے لیے، ہمارے قابل قدر گاہکوں کو ان کے بے مثال انحصار کے لیے کمپنی کی شاندار پروڈکٹ لائن اور ریگولیٹرز اور دیگر اسٹیک ہولڈرز کو ان کی سمجھ اور مدد کے لیے۔ اس کے مطابق، میں بورڈ آف ڈائریکٹرز کا ان کی شراکت، انتظامیہ اور ملازمین کی مسلسل اور انتھک وابستگی، سخت محنت اور سال بھر تعاون کے لیے شکریہ ادا کروں گا۔

بورڈ کی جانب سے،

محمد فہد سلیم

چیرمین

30 ستمبر 2022



DIRECTORS' REPORT

On behalf of the Board of Directors (the Board) of Gillette Pakistan Limited ('the Company'), we are pleased to present the audited financial statements of the Company for the year ended June 30, 2022, along with the auditors' report thereon.

Financial Results:

The principal activities of the Company include marketing and selling of blades and razors. Following are the financial results of the Company for the year ended June 30, 2022:

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 2022

	June 30, 2022	June 30, 2021
	----- Rupees in '000 -----	
Revenue from contracts with customers – net	2,453,305	2,162,727
Cost of goods sold	(1,834,462)	(1,725,063)
Gross profit	618,843	437,664
GP Ratio	25.2%	20.2%
Selling, marketing and distribution expenses	(302,107)	(259,568)
Administrative expenses	(77,405)	(59,392)
Other operating expenses	(91,341)	(27,546)
Interest expense	(7,728)	(2,6557)
Bank charges	(523)	(444)
Other income	9,226	65,209
Profit before tax	148,965	153,266
BT Ratio	6.1%	7.8%
Income tax expense	(171,123)	(114,883)
Profit / (loss) after tax	(22,158)	38,383
AT Ratio	-0.9%	1.9%
	----- Rupees -----	
Earnings / (loss) per share	(0.70)	1.64

This fiscal year was yet another challenging year for the Company behind macro-economic headwinds, increased duties and significant devaluation in local currency. Despite of these challenges, the Company was able to achieve 13% growth in sales. It was achieved with increasing distribution and focus on fundamentals.

Selling and distribution expenses were increased mainly behind increase in marketing activities post COVID restrictions. Administrative expenses were also increased due to salaries expenses in the current year behind increase in benefits of employees.

Other charges were high behind exchange losses of PKR 71 million due to devaluation of in current year.

Dividend:

The Board reviewed the financial results of the Company along with the financial position for the year ended June 30, 2022 and has decided to not pay dividend for the year.



Board of Directors:

During the year 2021-22, Mr. Khurram Kidwai, Ms. Anam Parekh and Mr. Abdullah Saleh resigned from the board as Director and Mr. Zeeshan Aamir joined the board. Further, Syed Irshad Hassan resigned as CFO and the board appointed Mr. Abdullah Saleh. Subsequent to the year end, Mr. Muhammad Fahad Saleem and Ms. Zara Nadeem Ali joined the board w.e.f. Aug 15, 2022 and Mr. Ovais Athar Yousuf was appointed as Chief Executive Officer in place of Mr. Khalid Ahmed Farid.

The names of current directors are as follows:

1. Muhammad Fahad Saleem – Chairman
2. Mr. Ovais Athar Yousuf – Executive Director
3. Muhammad Usman – Non-executive Director
4. Ms. Zara Nadeem Ali – Non-executive Female Director
5. Mr. Abdullah Saleh – Non-executive Director
6. Syed Jawaid Iqbal – Independent Director

* Our one independent Director (Sheikh Adil Hussain) has left the company subsequent to the year end and the casual vacancy will be filled within due course.

The composition of the Board is as follows:

- The total number of directors are seven including one female directors.
- The Board comprises of one executive, four non-executive and one independent directors.
- The Board has constituted following committees:

Audit Committee

1. Syed Jawaid Iqbal – Chairman
2. Muhammad Fahad Saleem
3. Mr. Zeeshan Aamir

Human Resource & Remuneration Committee

1. Syed Jawaid Iqbal – Chairman
2. Mr. Ovais Athar Yousuf
3. Mr. Muhammad Fahad Saleem

Code of Conduct:

The Board has adopted a Code of Conduct defining therein acceptable and unacceptable behaviors. The Board has taken steps to disseminate this Code throughout the Company along with supporting policies and procedures and this Code has been put on the company's website available at www.gillettepakistan.com as well.

Code of Corporate Governance:

In compliance with the Code of Corporate Governance, the Board hereby states as follows:

- The financial statements, prepared by the management of the Company, present fairly its state of affairs, the results of its operations, cash flows and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied in the preparation of the financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements.
- The Board is ultimately responsible for the Company's system of Internal Control and its effectiveness. Such a system is designed to minimize the risk of any material misstatement or loss rather than eliminate the same. The Company maintains sound internal control system considering the size and nature of the business which gives reasonable assurance against any material misstatement or loss. The Internal Control system is regularly reviewed and has been formalized by the Board's Audit Committee and is updated as and when needed.
- There are no significant doubts upon the Company's ability to continue as a going concern.



- The Company is a subsidiary of The Series Acquisition B.V., Netherlands which is a subsidiary of P&G, USA. The parent company holds 91.7% shares of the Company.
- The earnings per share of the Company are disclosed in the financial statements.
- Key operating and financial data for six years in summarized form is given in “Annexure A” to the directors’ report.
- Information about taxes and levies is given in the notes to the financial statements.
- Policy for Director’s Remuneration is mentioned in Articles of the Company.
- The value of investments of provident and pension funds based on un-audited financial statements as at June 30, 2022 amounts to Rs. 9 million and Rs. 100 million respectively.
- Details and attendance of directors in meetings of Board of Directors, Audit Committee and Human Resource & Remuneration Committee are in “Annexure B” to the directors’ report.
- The pattern of shareholding and additional information regarding pattern of shareholding as at June 30, 2022 is in “Annexure C” to the directors’ report.
- The Company has organized the Director’s orientation program for Directors during the year to ensure compliance with the Code of Corporate Governance regulations 2019.
- During the year, no trade in shares of the Company was carried out by any executives of the Company.
- We confirm that all other material principles enshrined in the CCG have been complied with in all aspect.
- A statement of compliance with the code of corporate governance is presented separately in this annual report.

External auditors

M/s. Yousuf Adil, Chartered Accountants retire and being eligible have offered themselves for re-appointment as statutory auditors of the Company for the year ending June 30, 2023. The Board also recommend their reappointment.

The Board would like to take this opportunity to express its appreciation to the employees of the Company for the commitment, hard work and co-operation throughout the year. We would also like to thank our shareholders for their continued support and confidence in the Company.

On behalf of the Board,

Ovais Athar Yousuf
Chief Executive

Muhammad Fahad Saleem
Director

Karachi
September 30, 2022


KEY OPERATING AND FINANCIAL DATA

Annexure "A"

		FY16/17	FY17/18	FY18/19	FY19/20	FY20/21	FY21/22
INCOME STATEMENT							
Net Sales	Rs. in '000	1,834,575	1,828,717	1,962,721	1,971,294	2,162,727	2,453,305
Cost of Goods Sold	Rs. in '000	-1,506,003	-1,233,559	-1,310,766	-1,313,294	-1,725,063	-1,834,462
Gross Profit	Rs. in '000	328,572	595,158	651,955	658,100	437,664	618,843
GP Ratio	%	17.9%	32.5%	33.2%	33.4%	20.2%	25.2%
Other income	Rs. in '000	11,562	2,910	30,244	59,972	65,209	9,226
Selling, marketing and distribution expense	Rs. in '000	-302,272	-336,221	-328,538	-287,045	-259,568	-302,107
Administrative expenses	Rs. in '000	-22,234	-29,132	-45,786	-47,132	-59,392	-77,405
Other operating expenses	Rs. in '000	-99,028	-107,217	-41,811	-26,473	-27,546	-91,341
Finance Cost	Rs. in '000	-17	-8,930	-7,593	-5,891	-3,101	-8,251
Net Profit before taxes	Rs. in '000	(83,417)	116,568	258,471	351,531	153,266	148,965
PBT Ratio	%	-4.5%	6.4%	13.2%	17.8%	17.8%	6.1%
Income tax expense	Rs. in '000	-110,045	-112,246	-94,078	-129,407	-114,883	-171,123
Net Earnings AT	Rs. in '000	-193,462	4,322	164,393	222,124	38,383	-22,158
PAT Ratio	%	-10.5%	0.2%	8.4%	11.3%	1.8%	-0.9%
EPS	(Rs./share)	-10.08	0.23	8.56	11.57	1.2	-0.7
Dividends	(Rs./share)	Nil	Nil	1.25	3.5	Nil	Nil
BALANCE SHEET							
Cash & cash equivalents	Rs. in '000	108,400	1,092	562,937	493,515	534,379	46,525
Trade Receivables	Rs. in '000	248,020	168,062	156,356	193,290	131,198	264,936
Other Receivables	Rs. in '000	402,703	203,941	81,130	139,306	260,014	733,161
Inventory	Rs. in '000	582,269	382,081	326,792	511,860	648,844	911,761
Right of use assets	Rs. in '000	-	-	-	32,860	20,650	12,043
Property, Plant and Equipment	Rs. in '000	-	-	-	-	-	185,874
Other Assets	Rs. in '000	90,441	91,406	62,780	91,752	86,692	289,422
Total Assets	Rs. in '000	<u>1,431,833</u>	<u>846,582</u>	<u>1,189,995</u>	<u>1,462,583</u>	<u>1,681,783</u>	<u>2,443,722</u>
Trade Payables	Rs. in '000	221,809	727,722	43,997	532,129	517,012	1,043,884
Other Payables	Rs. in '000	121,578	172,999	114,736	4,380	117,205	102,716
Deferred liabilities	Rs. in '000	6,080	9,166	10,725	11,572	46,096	34,999
Short term running finance	Rs. in '000	-	-	144,774	-	-	-
Loan from associate company	Rs. in '000	-	-	-	-	-	350,000
Equity	Rs. in '000	716,585	521,946	532,350	641,914	782,269	912,123
Total Liability and Equity	Rs. in '000	<u>1,066,052</u>	<u>1,431,833</u>	<u>846,582</u>	<u>1,189,995</u>	<u>1,462,583</u>	<u>2,443,722</u>
Current ratio	Times	1.59	2.79	2.22	2.25	2.35	2.12
Quick ratio (inventory excluded)	Times	0.94	1.53	1.61	1.45	1.43	1.33
Book value per share	Rs. Per share	27.18	27.73	33.43	40.74	29.44	28.62
Receivable days	Days	49.35	33.54	29.08	35.79	22.14	39.42
Inventory days	Days	141.12	113.05	91.00	142.26	137.29	181.41
Payable days	Days	176.37	13.02	148.18	143.69	119.05	207.70



Directors' attendance in meetings

Annexure "B"

During the year ended June 30, 2022, there were four meetings of the Board of Directors held dated September 28, 2021, October 28, 2021, February 22, 2022 and April 26, 2022. There were four meetings of Audit Committee held dated September 28, 2021, October 28, 2021, February 22, 2022 and April 26, 2022. These meetings were attended by the directors as under

Board of Directors' meetings:

Name of Directors	Meeting held during the tenure	Meetings attended
Mr. Muhammad Khurram Kidwai – Chairman	4	3
Mr. Khalid Ahmed Farid	4	4
Ms. Anam Parekh	4	2
Mr. Muhammad Usman	4	2
Mr. Abdullah Saleh	2	2
Zeeshan Aamir	2	2
Mr. Sheikh Adil Hussain	4	4
Syed Jawaid Iqbal	4	4

Audit Committee Meetings:

Name of Directors	Meeting held during the tenure	Meetings attended
Syed Jawaid Iqbal – Chairman	4	4
Mr. Muhammad Khurram Kidwai	4	3
Mr. Abdullah Saleh	2	2
Mr. Zeeshan Aamir	2	2

Human Resource and Remuneration Committee:

In addition to above, one meeting of Human Resource and Remuneration Committee were held on April 26, 2022 and this meeting was attended by directors as under:

Name of Directors	Meeting held during the tenure	Meetings attended
Mr. Sheikh Adil Hussain – Chairman	1	1
Mr. Muhammad Khurram Kidwai	1	1
Mr. Khalid Ahmed Farid	1	1


Annexure "C"
Pattern of Shareholding:

No. of Shareholders	Shareholding		Total Shares Held
	From	To	
557	1	100	34,265
295	101	500	86,555
82	501	1,000	64,916
73	1,001	5,000	149,287
9	5,001	10,000	60,986
8	10,001	15,000	92,422
5	15,001	20,000	88,412
3	20,001	25,000	64,372
4	25,001	30,000	113,170
1	30,001	35,000	31,600
1	35,001	40,000	35,391
1	40,001	45,000	40,172
1	55,001	60,000	55,195
1	70,001	75,000	71,837
1	85,001	90,000	88,312
1	90,001	95,000	90,802
1	110,001	115,000	113,660
1	270,001	275,000	274,385
1	1,080,001	1,085,000	1,082,320
1	4,765,001	4,770,000	4,767,201
1	24,465,001	24,470,000	24,466,740
1,048			31,872,000

Shareholding by major category:

Shareholders Category	No. of shareholders	No. of Shares	%
Individuals	1,029	1,212,568	3.80
Investment Companies	-	-	-
Insurance Companies	-	-	-
Joint Stock Companies	12	1,148,280	3.60
Financial Institutions	1	1,000	0.00
Modarabas and Mutual Funds	1	274,385	0.86
Associated Companies undertaking & related parties	4	29,235,767	91.73
Foreigners	-	-	0.00
Total:	1047	31,872,000	100%



Name wise shareholding by category:

Shareholder Category	Number of Shareholders	Number of Share held
Associated Companies, Undertakings and Related Parties (name wise Details)		
Series Acquisition B.V.	1	29,233,941
Mutual Funds (name wise detail)		
	Nil	Nil
Directors, CEO and their spouse(s) and minor children (name wise details)		
Syed Jawaid Iqbal	1	830
Sheikh Adil Hussain	1	830
Mr. Khalid Ahmed Farid	1	166
Public Sector Companies and Corporations		
	Nil	Nil
Banks, Development Finance Institutions, Non- Banking Finance Companies, Insurance Companies, Takaful, Modarabas and Pension funds.		
	2	275,385
Shareholders holding 5% or more voting rights in the listed company (name wise details)		
Series Acquisition B.V.	1	29,233,941



☆ بورڈ بالآخر کمپنی کے اندرونی کنٹرول کے نظام اور اس کی تاثیر کا ذمہ دار ہے۔ اس طرح کا نظام کسی مادی غلط بیانی یا نقصان کے خطرے کو کم کرنے کے لیے بنایا گیا ہے۔ بجائے اس کے کہ اسے ختم کیا جائے۔ کمپنی کا روبرو بار کے ساز اور نوعیت پر غور کرتے ہوئے اندرونی کنٹرول سسٹم کو برقرار رکھتی ہے جو کسی بھی قسم کی غلط بیانی یا نقصان کے خلاف معقول یقین دہانی کراتی ہے۔ داخلی کنٹرول سسٹم کا باقاعدہ جائزہ لیا جاتا ہے اور اسے بورڈ کی آڈٹ کمیٹی نے باقاعدہ شکل دے دی ہے اور ضرورت کے مطابق اسے اپ ڈیٹ کیا جاتا ہے۔

☆ کمپنی کی قابلیت پر کوئی خاص شبہات نہیں ہیں جو جاری رہنے والی توثیق ہے۔

☆ کمپنی دی سیر براؤن بی وی، نیدرلینڈز کی ایک ذیلی کمپنی ہے جو پی ایچ جی، بوائس اے کی ذیلی کمپنی ہے۔ بنیادی کمپنی کے 91.7 فیصد شیئر رکھتی ہے۔

☆ کمپنی کی فی شیئر آمدنی مالی بیانات میں ظاہر کی جاتی ہے۔

☆ چھ سالوں کے کلیدی آپریٹنگ اور مالیاتی اعداد و شمار کو ڈائریکٹرز کی رپورٹ میں "ضمیمہ A" میں دیا گیا ہے۔

☆ ٹیکس اور محصولات کے بارے میں معلومات نوٹ میں مالی بیانات کو دی گئی ہے۔

☆ ڈائریکٹرز کے معاوضے کی پالیسی کمپنی کے آرٹیکلز میں درج ہے۔

☆ 30 جون 2022 تک غیر آڈٹ شدہ مالی بیانات پر مبنی پروویڈنٹ اور پنشن فنڈز کی سرمایہ کاری کی قیمت بالترتیب 9 ملین اور 100 ملین روپے ہے۔

☆ بورڈ آف ڈائریکٹرز، آڈٹ کمیٹی اور انسانی وسائل اور معاوضہ کمیٹی کے اجلاسوں میں ڈائریکٹرز کی تفصیلات اور حاضری ڈائریکٹرز کی رپورٹ کے "ضمیمہ بی" میں ہے۔

☆ شیئر ہولڈنگ کا نمونہ اور 30 جون 2022 کے مطابق شیئر ہولڈنگ کے پیرن کے بارے میں اضافی معلومات ڈائریکٹرز کی رپورٹ میں "ضمیمہ سی" میں ہے۔

☆ کوڈ آف کارپوریٹ گورننس ریگولیشنز 2019 کی تعمیل کو یقینی بنانے کے لیے کمپنی نے تمام ڈائریکٹرز کے لیے ڈائریکٹرز کی واقفیت پروگرام کا منصوبہ بنایا ہے۔

☆ سال کے دوران، موجودہ ڈائریکٹرز کو ان کے موجودہ ہولڈنگ کے مطابق حق حصص جاری کیے گئے۔ سوائے اس کے کہ کمپنی کے شیئر/حصص کی کوئی تجارت کمپنی کے کسی بھی ایگزیکٹو نے نہیں کی۔

☆ ہم تصدیق کرتے ہیں کہ CCG میں شامل دیگر تمام مادی اصولوں کی ہر پہلو سے تعمیل کی گئی ہے۔

☆ اس سالانہ رپورٹ میں کارپوریٹ گورننس کے ضابطے کی تعمیل کا بیان الگ سے پیش کیا گیا ہے۔

بیرونی (External) آڈیٹرز:

میسرز یوسف عادل، چارٹرڈ اکاؤنٹنٹس ریٹائر ہو چکے ہیں اور 30 جون 2023 کو ختم ہونے والے سال کے لیے کمپنی کے قانونی آڈیٹر کے طور پر دوبارہ تقرری کے لیے خود کو پیش کر چکے ہیں۔ بورڈ ان کی دوبارہ تقرری کی سفارش بھی کرتا ہے۔

بورڈ اس موقع سے فائدہ اٹھانا چاہتا ہے تاکہ کمپنی کے ملازمین کے لیے سال بھر کے عزم و محنت اور تعاون کے لیے تعریف کا اظہار کرے۔ ہم اپنے شیئر ہولڈرز/حصص یافتگان کا کمپنی میں مسلسل تعاون اور اعتماد کے لیے شکریہ ادا کرنا چاہیں گے۔

بورڈ کی جانب سے،

محمد فہد سلیم
ڈائریکٹر

اولیس اطہر یوسف
چیف ایگزیکٹو

کراچی

30 ستمبر 2022



ڈیویڈنڈ

بورڈ نے 30 جون 2022 کو ختم ہونے والے سال کی مالی پوزیشن کے ساتھ ساتھ کمپنی کے مالیاتی نتائج کا جائزہ لیا اور اس سال کے لیے منافع ادا کرنے کا فیصلہ کیا ہے۔

بورڈ آف ڈائریکٹرز:

سال 2021-22 کے دوران جناب خرم کدوائی، انعم پارکھ اور عبداللہ صالح نے بورڈ سے استعفیٰ دے دیا۔ اس کے علاوہ سید ارشد حسن بھی بطور CFO مستعفی ہو گئے اور بورڈ نے جناب عبداللہ صالح کو بطور CFO نامزد کیا۔ سال کے اختتام کے بعد محمد فہد سلیم اور زارندیم علی 15 اگست 2022 سے بورڈ میں شامل ہوئے اور جناب اولیس اطہر یوسف کو خالد احمد فریدی کی جگہ بطور چیف ایگزیکٹو منتخب کیا گیا۔ منتخب ڈائریکٹرز کے نام حسب ذیل ہیں:-

- | | |
|------------------------------------|--|
| (۱) جناب محمد فہد سلیم (چیئرمین) | (۲) جناب اولیس اطہر یوسف (ایگزیکٹو ڈائریکٹر) |
| (۳) جناب محمد عثمان (غیر ایگزیکٹو) | (۴) محترمہ زارندیم علی (غیر ایگزیکٹو) |
| (۵) جناب ذیشان عامر (غیر ایگزیکٹو) | (۶) جناب سید جاوید اقبال (آزاد ڈائریکٹر) |

* ہمارے ایک آزاد ڈائریکٹر (جناب شیخ عادل) نے سال گزرنے کے بعد استعفیٰ دے دیا ہے جن کی جگہ مقررہ وقت کے اندر پرکری جائے گی۔

بورڈ کی تشکیل مندرجہ ذیل ہے:-

☆ ڈائریکٹرز کی کل تعداد سات ہے جن میں ایک خاتون ڈائریکٹر بھی شامل ہے۔

☆ بورڈ میں 11 ایگزیکٹو، 4 غیر ایگزیکٹو، اور 1 آزاد ڈائریکٹر شامل ہیں۔

☆ بورڈ نے مندرجہ ذیل کمیٹیاں تشکیل دی ہیں:-

آڈٹ کمیٹی

۱- سید جاوید اقبال (چیئرمین)

۲- جناب اولیس اطہر یوسف

۳- جناب ذیشان عامر

انسانی وسائل اور معاوضہ کمیٹی:

۱- سید جاوید اقبال (چیئرمین)

۲- جناب اولیس اطہر یوسف

۳- جناب محمد فہد سلیم

ضابطہ اخلاق:

بورڈ نے ایک ضابطہ اخلاق اپنایا ہے جس میں قابل قبول اور ناقابل قبول سلوک کی وضاحت کی گئی ہے۔ بورڈ نے اس ضابطہ کو پوری کمپنی میں پھیلانے کے ساتھ ساتھ معاون پالیسیوں اور طریقہ کار کے ساتھ

اقدامات کیے ہیں اور یہ ضابطہ کمپنی کی ویب سائٹ www.gillettepakistan.com پر بھی موجود ہے۔

کارپوریٹ گورننس کا ضابطہ:

کوڈ آف کارپوریٹ گورننس کی تعمیل میں بورڈ مندرجہ ذیل بیان کرتا ہے:-

☆ کمپنی کے انتظام کے ذریعہ تیار کردہ مالیاتی بیانات، اس کے معاملات کی منصفانہ حالت، اس کے آپریشن کے نتائج، نقد بہاؤ اور ایکویٹی میں تبدیلیاں پیش کرتے ہیں۔

☆ کمپنی کے اکاؤنٹ کے کھاتے مناسب طریقے سے برقرار رکھے گئے ہیں۔

☆ مناسب اکاؤنٹنگ پالیسیوں کو مالی بیانات کی تیاری میں مستقل طور پر لاگو کیا گیا ہے اور اکاؤنٹنگ کے تخمینے معقول اور سمجھدار فیصلے پر مبنی ہیں۔

☆ بین الاقوامی مالیاتی رپورٹنگ کے معیارات، جیسا کہ پاکستان میں لاگو ہوتا ہے، مالی بیانات کی تیاری میں عمل کیا گیا ہے۔



ڈائریکٹرز رپورٹ:

جلیٹ پاکستان لمیٹڈ (کمپنی) کے بورڈ آف ڈائریکٹرز (بورڈ) کی جانب سے، ہمیں جون 30، 2022 کو ختم ہونے والے سال کے لیے آڈٹ شدہ مالی بیانات اور اس پر آڈیٹرز کی رپورٹ پیش کرنے پر خوشی ہیں۔

مالی نتائج:

کمپنی کی بنیادی سرگرمیوں میں بلڈ اور استرا کی مارکیٹنگ اور فروخت شامل ہے۔ 30 جون 2022 کو ختم ہونے والے سال کے لیے کمپنی کے مالی نتائج درج ذیل ہیں۔

نفع و نقصان کے حسابات برائے سال ختمہ 30 جون 2022

30 جون 2021	30 جون 2022	
----- روپے میں -----		
2,162,727	2,453,305	فروخت - خالص
(1,725,063)	(1,834,462)	فروخت سامان کی قیمت
437,664	618,843	کل منافع
20.2%	25.2%	GP تناسب
(259,568)	(302,107)	فروخت، مارکیٹنگ اور تقسیم کے اخراجات
(59,392)	(77,405)	دوسرے Operating اخراجات
(27,546)	(91,341)	سوڈی (Interest) خرچ
(2,6557)	(7,728)	بینک کی فیس
(444)	(523)	اسکے علاوہ آمدنی
65,209	9,226	منافع / نقصان (ٹیکس سے پہلے)
153,266	148,965	BT تناسب
7.8%	6.1%	آمدنی پر ٹیکس کا خرچہ
(114,883)	(171,123)	منافع / نقصان (ٹیکس کے بعد)
38,383	(22,158)	AT تناسب
1.9%	-0.9%	
----- Rupees -----		
1.64	(0.70)	منافع / نقصان (فی شیئر)

یہ مالی سال بھی کمپنی کے لیے میکرو اکنامک عدم توازن، ڈیوٹیوں میں اضافے اور مقامی کرنسی میں نمایاں کمی کی وجہ سے ایک مشکل سال رہا۔ ان مشکلوں کے باوجود کمپنی فروخت میں 13 فیصد اضافہ ہوا۔ اس کی بڑی وجہ ڈسٹری بیوٹن میں اضافہ اور بنیادی اصولوں پر توجہ تھی۔

مارکیٹ اور ڈسٹری بیوٹن کے اخراجات میں بڑی وجہ ان سرگرمیوں میں اضافہ تھا جو COVID-19 کی وجہ سے مؤخر کی گئی تھیں۔ انتظامی خرچوں میں ملازمین کی تنخواہیں گزشتہ سال کے مقابلے میں زائد رہیں۔ دیگر اخراجات میں اضافہ کی وجہ زرخیز کی ناقدری کی وجہ سے ہونے والا نقصان تھا جس کا تخمینہ 71 ملین رہا۔



STATEMENT OF COMPLIANCE WITH THE (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019 FOR THE YEAR ENDED JUNE 30, 2022

The company has applied the principles contained in the CCG in the following manner:

1. The total number of directors are seven as per the following:
 - a. Male Directors: Six
 - b. Female Directors: One
2. The Composition of board as at June 30, 2022 is as follow:

Category	Names
Independent Director	Syed Jawaid Iqbal Mr. Sheikh Adil Hussain*
Non-Executive Director	Mr. Muhammad Khurram Kidwai (Chairman)** Mr. Zeeshan Aamir Mr. Muhammad Usman
Executive Director	Mr. Khalid Farid***
Female Executive Director	Ms. Anam Parekh ****

* Mr. Sheikh Adil Hussain has resigned from the board on Aug 15, 2022.

** M Khurram Kidwai has resigned. Mr. Muhammad Fahad Saleem has joined w.e.f. Aug 15, 2022

*** Mr. Khalid Ahmed Farid has resigned. Mr. Ovais Athar Yousuf has been appointed as CEO w.e.f. Sep 19, 2022

**** Ms. Anam Parekh has also resigned. Ms. Zara Nadeem Ali has joined the board w.e.f. Aug 15, 2022

The independent directors on the Board have met the criteria of independence mentioned under section 166(2) of Companies Act 2017.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company (excluding the listed subsidiaries of listed holding companies, where applicable).
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. A complete record of significant policies along with the dates on which they were approved or amended has been maintained.
6. All the powers of the board have been duly exercised and decisions on relevant matters have been taken by board / shareholders as empowered by the relevant provisions of the Act and these Regulations.
7. The meetings of the board were presided over by the Chairman and, in his absence, by a director elected by the board for this purpose. The board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of 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. No Directors' Training program was held during the year however an Orientation programme was conducted for all Directors to equipped them about updated Laws and Regulations.
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 financial statements before approval of the board.
12. The board has formed committees comprising of members given below:

Category	Names
Audit Committee	Syed Jawaid Iqbal (Chairman) Mr. Khurram Kidwai* Mr. Zeeshan Aamir
HR and Remuneration Committee	Mr. Sheikh Adil Hussain** (Chairman) Mr. Khalid Ahmed Farid*** Mr. Khurram Kidwai*
Nomination Committee	-
Risk Management Committee	-

* Mr. Muhammad Fahad Saleem was appointed in place of Mr. Khurram Kidwai in Audit and HR&R Committees
 ** Syed Jawaid Iqbal was appointed as Chairman of HR&R Committee after resignation of Mr. Sheikh Adil Hussain
 *** Mr. Ovais Athar Yousuf was appointed in HR&R Committee in place of Mr. Khalid Ahmed Farid

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

Committee	Frequency of meetings
a) Audit Committee	Quarterly
b) HR and Remuneration Committee	As on need basis (atleast annually)



15. The board has outsourced the internal audit function to M/s EY Ford Rhodes, Chartered Accountants, who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP and registered with Audit Oversight Board of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.
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 other requirements of the Regulations 3, 6, 7, 8, 27, 32, 33 and 36 have been complied with except as mentioned in para 18.1 below:
- 18.1. As per regulation 6, it is mandatory that each listed company shall have at least two or one third members of the Board, whichever is higher, as independent directors and currently, there are two independent directors in a board of seven directors. With regard to compliance with Regulation 6 pertaining to fraction contained in one-third number and not rounded up as one, Management believes that two Independent Directors are sufficient to represent minority shareholders which are only 8.3% of total shareholders. As per Regulation 6 rounding up was not mandatory and the Regulators had placed Regulation 6 rounding up under the 'comply or explain' approach which enabled the Board to explain its reasoning.
19. Explanation for non-compliance with requirement, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:
- 19.1 As per regulation 12(1) of the Regulations together read with section 178(4) of Companies Act, 2017, minutes of meeting shall be furnished within fourteen days of the date of meeting. However, the minutes of BOD meeting held on 28 September 2021 were circulated 16 days after the date of the meeting instead of 14 days as required by the Act because the responsible person was on sick leave.
- 19.2 As per regulation 29, the Board may constitute a separate committee, designated as the nomination committee, of such number and class of directors, as it may deem appropriate in its circumstances. However, the responsibilities as prescribed for the nomination committee are being taken care of by HR&R Committee so a separate committee is not considered to be necessary.
- 19.3 As per regulation 30, the Board may constitute the risk management committee to carry out a review of effectiveness of risk management procedures and present a report to the Board. However, the company has a formal risk governance board operating with associate company where all risk mitigations are handled therefore Risk Committee is not considered to be necessary.

Signature
Mr. Muhammad Fahad Saleem
CHAIRMAN

REVIEW REPORT ON THE STATEMENT OF COMPLIANCE CONTAINED IN LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019

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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 Gillette Pakistan Limited (the Company) 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, 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 instances of non-compliance with the requirements of the Regulations as reflected in paragraph to the Statement of Compliance:

Paragraph

Reference	Description
i. Paragraph 18.1	Management believes that two Independent Directors are sufficient to represent minority shareholders which are only 8.3% of total shareholders
ii. Paragraph 19.1	Minutes of Board Meeting held on September 28, 2021 were not circulated within 14 days due to sick leave of responsible person.

Yousuf Adil

Chartered Accountants

Place: Karachi
Date: October 04, 2022
UDIN: CR202210091zucn0x1os

Independent Correspondent Firm to
Deloitte Touche Tohmatsu Limited

INDEPENDENT AUDITORS' REPORT To the members of Gillette Pakistan Limited Report on the Audit of the Financial Statements

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Opinion

We have audited the annexed financial statements of Gillette Pakistan Limited (the Company), which comprise the statement of financial position as at June 30, 2022, and the statement of profit or loss and other 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, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss, statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2022 and of the loss and other comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

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

S.No.	Key audit matter	How the matter was addressed in our audit
1	<p>Revenue:</p> <p>The Company has earned 100% of the revenue from local sales of goods during the year.</p> <p>The amount of revenue is the most significant class of transaction on the statement of profit or loss.</p> <p>Revenue from local sales of goods is recognized when or as control of goods has been transferred to the customer at a point in time, which in the case of the Company coincides with physical receipt of shipment of goods at the warehouse of the customer.</p>	<ul style="list-style-type: none"> - Our audit procedures included considering the appropriateness of the Company's revenue recognition accounting policies, including those relating to transfer of control of goods to the customer at a point in time and assessing compliance with the policies in terms of applicable accounting and reporting standards. - We also reviewed the distribution agreement with the local sale distributor in order to confirm the management position with regards to transfer of control of the goods to the customer and recognition of related revenue.

S.No.	Key audit matter	How the matter was addressed in our audit
	<p>Since, local sales revenue is a key performance measure for the Company, therefore it has been considered key audit matter.</p> <p>The Company's accounting policy in respect of revenue is disclosed in note 5.12 to the financial statements.</p>	<ul style="list-style-type: none"> - We tested the design, implementation and operating effectiveness of the Company's controls over local sale of goods as per the policy. - For sales made during the year, we verified sales transactions on sample basis by obtaining supporting documents. - We assessed sales transactions taking place at either side of the year-end with supporting documents to assess the appropriateness of revenue recognized during the year. - Evaluated the adequacy and appropriateness of disclosures made in the financial statements in relation to adoption of the accounting and reporting standard applicable in Pakistan.
2	<p>Valuation of Stock-in-trade</p> <p>The total Stock-in-trade as at year end represented 37% of the Company's total assets.</p> <p>Stock-in-trade is carried in the financial statements at the lower of cost and net realizable value. Net realizable value includes subsequent selling prices and estimate of cost of sale.</p> <p>Further, the Company has a practice to record the stock-in-trade at standard cost, and variances are adjusted using the profit center wise inventory turnover ratio.</p> <p>Also, the provisions and write-offs for all damaged and obsolete stock-in-trade are made based on the specific identification of items of stock-in-trade by management.</p> <p>Considering the above matters, the valuation of stock-in-trade has been considered as key audit matter.</p> <p>The Company's accounting policy in respect of Inventory is disclosed in note 5.4 to the financial statements.</p>	<ul style="list-style-type: none"> - Performed recalculation of net realizable value (NRV) for samples selected in the closing stock-in-trade by comparing the cost with the: <ul style="list-style-type: none"> • subsequent selling prices which we tested on sample basis; • less cost to sell which was estimated based on the current year results. - Obtained details of stock items written off during the year and also checked them on test basis with supporting documents. - We also observed physical count which was performed at year end. - We evaluated assumptions applied by management to identify the amount of variances that needed to be adjusted and we also tested the design, implementation and operating effectiveness of the Company's controls that the Company had in place over the standard costing and variance calculation process. - For selected samples, we checked variances and valuation through comparing standard cost with the actual cost as per the purchase invoice and ensured that the variances were adjusted as per the profit center wise inventory turnover ratio of the Company. - Assessed appropriateness of the Company's accounting policies for valuation of stock-in-trade and compliance of those policies with accounting and reporting standards as applicable in Pakistan. - Tested provision recorded for obsolete stock to ensure that whether it was as per the policy of the Company.

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss and 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;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980)

The engagement partner on the audit resulting in this independent auditor's report is Nadeem Yousuf Adil.

Yousuf Adil

Chartered Accountants

Place: Karachi
Date: October 04, 2022
UDIN: AR2022100918dyOqilPQ



Statement of Financial Position

As at June 30, 2022

	Note	2022	2021
----- (Rupees in '000) -----			
Bank balances	6	19,730	14,829
Advance income tax - net		20,558	29,750
Sales tax refundable - net		177,700	53,945
Other financial assets	7	26,795	519,550
Other receivables and prepayment	8	733,161	260,014
Trade deposits		90,949	2,788
Trade debts	9	264,936	131,198
Inventories	10	911,761	648,844
Total current assets		2,245,590	1,660,918
Property, plant and equipment	11	185,874	-
Right-of-use asset	12	12,043	20,650
Long-term deposits	13	215	215
Total non-current assets		198,132	20,865
Total assets		2,443,722	1,681,783
Trade and other payables	14	1,043,884	562,677
Loan from associated company - unsecured	15	350,000	-
Contract liabilities	16	76,986	118,916
Current portion of lease liabilities		12,362	11,192
Unclaimed dividend		13,368	13,368
Total current liabilities		1,496,600	706,153
Lease liabilities	17	2,201	12,330
Deferred tax liabilities		400	-
Retirement benefit obligation - gratuity scheme	18	32,398	25,100
Total non-current liabilities		34,999	37,430
Total liabilities		1,531,599	743,584
Issued, subscribed and paid-up capital	19	318,720	318,720
Unappropriated profit		593,403	619,480
Total equity		912,123	938,200
Total liabilities and equity		2,443,722	1,681,783
Contingencies and commitments	20		

The annexed notes from 1 to 32 form an integral part of these financial statements.

OVAIS ATHAR YOUSUF
Chief Executive Officer

ABDULLAH SALEH
Chief Financial Officer

MUHAMMAD FAHAD SALEEM
Director



STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended June 30, 2022

	Note	2022	2021
---- (Rupees in '000) ----			
Revenue from contract with customers - net	21	2,453,305	2,162,727
Cost of goods sold	21	(1,834,462)	(1,725,063)
Gross profit		618,843	437,664
Selling, marketing and distribution expenses	21	(302,107)	(259,568)
Administrative expenses	21	(77,405)	(59,392)
Other income	22	9,226	65,209
Other operating expenses	21	(91,341)	(27,546)
Interest expense		(7,728)	(2,657)
Bank charges		(523)	(444)
Profit before income tax		148,965	153,266
Income tax expense	23	(171,123)	(114,883)
(Loss) / profit for the year		(22,158)	38,383
Other comprehensive income for the year			
Items that may be reclassified subsequently to the statement of profit or loss			
		-	-
Items that will not be reclassified to the statement of profit or loss			
Remeasurement retirement benefit obligation		(3,919)	(8,088)
Total comprehensive (loss) / income for the year		(26,077)	30,295
---- (Rupees) ----			
Earnings per share - basic and diluted	24	(0.70)	1.64

The annexed notes from 1 to 32 form an integral part of these financial statements.

OVAIS ATHAR YOUSUF
Chief Executive Officer

ABDULLAH SALEH
Chief Financial Officer

MUHAMMAD FAHAD SALEEM
Director



Statement of Changes In Equity

For the year ended June 30, 2022

	Note	Issued, sub- scribed and paid-up capital	Unappro- priated profit	Total
		(Rupees in '000)		
Balance as at July 1, 2020		192,000	590,269	782,269
Profit for the year		-	38,383	38,383
Other comprehensive loss		-	(8,088)	(8,088)
Total Comprehensive income for the year		-	30,295	30,295
Transactions with owners recorded directly in equity - distributions				
Issuance of ordinary shares	19.3	126,720	-	126,720
Transaction cost of the issuance of ordinary shares		-	(1,084)	(1,084)
Balance as at June 30, 2021		318,720	619,480	938,200
Loss for the year		-	(22,158)	(22,158)
Other comprehensive loss		-	(3,919)	(3,919)
Total Comprehensive income for the year		-	(26,077)	(26,077)
Balance as at June 30, 2022		318,720	593,403	912,123

The annexed notes from 1 to 32 form an integral part of these financial statements.

OVAIS ATHAR YOUSUF
Chief Executive Officer

ABDULLAH SALEH
Chief Financial Officer

MUHAMMAD FAHAD SALEEM
Director



Statement of Cash Flows

For the year ended June 30, 2022

	Note	2022	2021
----- (Rupees in '000) -----			
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before income tax		148,965	153,266
Adjustment for non-cash charges and other items			
Depreciation on operating assets	11	316	-
Depreciation on right-of-use asset	12	10,735	10,290
Gain on de-recognition on termination of lease		(412)	-
Interest income on term deposits and savings account	22	(8,837)	(25,493)
Interest expense		7,728	2,657
Inventories written down to net realizable value	10.2	25,574	5,368
Provision due to slow moving and obsolete inventory	10.3	25	146
Inventories written-off	10	8,657	11,010
Expense recognised on retirement benefit - pension	18.1.5	1,196	3,847
Expense recognised on retirement benefit - gratuity	18.1.5	6,184	4,517
Exchange loss - net	21	73,381	15,814
		124,547	28,156
(Increase) / decrease in current assets			
Sales tax refundable - net		(123,755)	4,976
Other receivables and prepayment		(473,361)	(121,508)
Trade deposits		(88,161)	10,291
Trade debts		(133,738)	62,092
Inventories		(297,173)	(153,508)
		(1,116,188)	(197,656)
Increase / (decrease) in current liabilities			
Trade and other payables		405,654	30,675
Contract liabilities		(41,930)	25,141
		363,724	55,816
Cash (used in) / generated from operations		(478,952)	39,581
Income taxes paid		(161,472)	(124,880)
Retirement benefits paid	18.1.4	(4,059)	(12,490)
Interest paid		(5,556)	(2,657)
Net cash used in operating activities		(650,039)	(100,446)
CASH FLOWS FROM INVESTING ACTIVITIES			
Addition to capital work-in-progress		(186,190)	-
Interest income received		9,050	26,292
Redemption in other financial assets		-	260,000
Net cash (used in) / generated from investing activities		(177,140)	286,292
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividend paid		-	(401)
Issuance of ordinary shares		-	125,636
Loan from associated company - unsecured		350,000	-
Lease payments - principal		(10,675)	(10,217)
Net cash generated from financing activities		339,325	115,018
Net (decrease) / increase in cash and cash equivalents		(487,854)	300,864
Cash and cash equivalents at the beginning of the year		529,379	228,515
Cash and cash equivalents at end of the year	25	41,525	529,379

The annexed notes from 1 to 32 form an integral part of these financial statements.

OVAIS ATHAR YOUSUF
Chief Executive Officer

ABDULLAH SALEH
Chief Financial Officer

MUHAMMAD FAHAD SALEEM
Director



Notes to the Financial Statements

For the year ended June 30, 2022

1. STATUS AND NATURE OF BUSINESS

Gillette Pakistan Limited (“the Company”) was incorporated on December 9, 1986 as a public limited company under the repealed Companies Ordinance, 1984 (now the Companies Act, 2017) and is a subsidiary of The Series Acquisition B.V. Netherlands, which is a wholly owned subsidiary of The P&G Company, USA. The registered office of the Company is situated at 11th Floor, Harbour Front, Dolmen City, HC-3, Block-4, Abdul Sattar Edhi Avenue, Clifton, Karachi-75600 and the Company is listed on Pakistan Stock Exchange. The principal activities of the Company include marketing and selling of blades and razors.

2. SIGNIFICANT TRANSACTIONS AND EVENTS AFFECTING THE COMPANY’S FINANCIAL POSITION AND PERFORMANCE

Due to significant changes in economic factors the Company successfully negotiated a compensation from its sole finished product supplier, Procter and Gamble International Operations SA. The Company received credit notes amounting to Rs.383.32 million in total from the above supplier in lieu of purchases made to ensure that prices remain competitive in the market.

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:

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

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

3.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except for recognition of certain retirement benefit obligations at present value as referred to in note 18 to these financial statements.

3.3 Functional and presentation currency

These financial statements are presented in Pakistani Rupees, which is also the Company’s functional and presentation currency.



Notes to the Financial Statements

For the year ended June 30, 2022

3.4 Significant judgments and key sources of estimation in applying the accounting policies

The preparation of financial statements in conformity with accounting and reporting standards as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates underlying the assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The areas where assumptions and estimates are significant to the company's financial statements or where judgment is exercised in application of accounting policies are as follows;

- i) Impairment of financial assets (note 5.1.3);
- ii) Impairment of non-financial assets (note 5.3);
- iii) Determination of net realizable value, provision, write off and valuation for stock-in-trade (note 5.4);
- iv) Taxation (note 5.5 and note 23);
- v) Assumptions and estimates used in accounting for defined benefits plan (note 5.6 and note 18);
- vi) Retirement benefit obligations (Note 5.6);
- vii) Provisions (note 5.7);
- viii) Useful lives, residual values and depreciation method of property, plant and equipment (Note 5.14); and
- ix) Contingencies and commitments (note 20).

3.5 Shave Care Manufacturing

Shave Care manufacturing units are identifiable components of the Company and from which the Company earns revenue and incurs cost. These financial statements include disclosures with respect to account balances and classes of transactions related to shave care manufacturing units. The disclosures have been provided in the following notes:

- i) Inventories (note 10)
- ii) Property, plant, and equipment (note 11)
- iii) Operating results (note 21)

4. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO THE PUBLISHED APPROVED ACCOUNTING STANDARDS

4.1 New accounting standards, amendments and IFRS interpretations that are effective for the year ended June 30, 2022

The following standards, amendments and interpretations are effective for the year ended June 30, 2022. These standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.



Notes to the Financial Statements

For the year ended June 30, 2022

	Effective from accounting period beginning on or after:
Amendment to conceptual framework	
Amendments to IFRS 3 'Business Combinations' - Reference to the conceptual framework	January 01, 2022
Amendments to IAS 16 'Property, Plant and Equipment' Proceeds before intended use	January 01, 2022
Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets' - Onerous Contracts — cost of fulfilling a contract	January 01, 2022
- Annual Improvements to IFRS Standards 2018-2020 Cycle related to IFRS 9, IFRS 16 and IAS 41)	January 01, 2022
- Amendments to IAS 1 'Presentation of Financial Statements' - Classification of liabilities as current or non-current	January 01, 2023
- Amendments to IAS 1 'Presentation of Financial Statements' - Disclosure of accounting policies	January 01, 2023
- Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' - Definition of accounting estimates	January 01, 2023
- Amendments to 'IAS 12 Income Taxes' - deferred tax related to assets and liabilities arising from a single transaction.	January 01, 2023
- Amendments to IFRS 10 and 28 - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred indefinitely

Certain annual improvements have also been made to a number of IFRSs.

Other than the aforesaid standards, interpretations and amendments, the International Accounting Standards Board (IASB) has also issued the following standards which have not been adopted locally by the Securities and Exchange Commission of Pakistan:

- IFRS 1 – First Time Adoption of International Financial Reporting Standards
- IFRS 17 – Insurance Contracts

5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these financial statements are consistent with those of the previous years' financial statements.



Notes to the Financial Statements

For the year ended June 30, 2022

5.1 Financial instruments

5.1.1 Initial recognition

All financial assets and liabilities are initially measured at cost which is the fair value of the consideration given or received. These are subsequently measured at fair value or amortised cost as the case may be.

The Company recognizes financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument.

Financial liabilities are not recognized unless one of the parties has performed its part of the contract or the contract is a derivative contract.

5.1.2 Classification and measurement

5.1.2.1 Financial assets

There are three principal classification categories for financial assets:

- Measured at amortized cost ("AC"),
- Fair value through other comprehensive income ("FVTOCI") and
- Fair value through profit or loss ("FVTPL").

Financial asset at amortised cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL;

- 1) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- 2) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset at FVTOCI

A financial asset is measured at FVTOCI only if it meets both of the following conditions and is not designated as at FVTPL:

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

FVTOCI financial assets are subsequently measured at fair value with gains and losses arising due to changes in fair value recognised in OCI.



Notes to the Financial Statements

For the year ended June 30, 2022

Financial asset at FVTPL

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Company changes its business model for managing financial assets.

Financial assets designated at fair value through profit or loss are subsequently carried at fair value, with gains and losses arising from changes in fair value recorded in the statement of profit or loss.

5.1.2.2 Financial liabilities

The Company classifies its financial liabilities in the following categories:

- Measured at amortized cost ("AC"), or
- Fair value through profit or loss ("FVTPL").

Financial liabilities are measured at amortised cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

With regard to the measurement of financial liabilities designated as at fair value through profit or loss, IFRS 9 requires as follows:

- The amount of change in the fair value of a financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of such changes in other comprehensive income would create or enlarge an accounting mismatch in profit or loss.
- Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss.

5.1.3 Impairment of financial assets

For financial assets measured at amortised cost, recognition of impairment based on expected credit loss (ECL) model. The Company measures loss allowance of an amount equal to lifetime ECL or 12 months ECL based on credit risk.

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



Notes to the Financial Statements

For the year ended June 30, 2022

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

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company considers a financial asset in default when contractual payments are 90 days past due.

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering of a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

5.1.4 Measurement principles

The measurement basis of financial instruments is determined as follows:

Basis of valuation of instruments at amortised cost

Subsequent to initial recognition, financial assets classified as amortised cost are carried at amortised cost using the effective interest method.

Gains or losses are also recognised in the statement of profit or loss when financial assets carried at amortised cost are derecognised or impaired, and through the amortisation process.

5.1.5 Derecognition of financial assets and liabilities

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or where the entity has transferred substantially all risks and rewards of ownership.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expired.

5.1.6 Offsetting of financial instruments

Financial assets and financial liabilities are set off and the net amount is reported in the statement of financial position if the Company has a legal right to set off the transaction and also intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.



Notes to the Financial Statements

For the year ended June 30, 2022

5.2 Cash and cash equivalents

For the purpose of presentation in statement of cash flow, cash and cash equivalents includes cash in hand, balances with banks and investments with maturities upto three months from acquisition date that are subject to insignificant risk of changes in fair value and short term borrowings availed by the Company, which are repayable on demand and form an integral part of the Company's cash management.

5.3 Impairment of non-financial assets

The carrying amounts of non-financial assets are reviewed at each reporting date to ascertain whether there is any indication of impairment. If such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognized, as an expense in the statement of profit or loss, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Value in use is determined through discounting of the estimated future cash flows using a discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

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

5.4 Inventories

Inventories are valued at lower of cost and net realizable value less provision for slow moving and obsolescence. Net realizable value represents estimated selling price in the ordinary course of business less all estimated costs of completion and estimated costs necessary to make the sale.

Cost of any stores and spares, except for those in transit, is determined using the moving weighted average method. Items in transit are valued at cost comprising invoice value plus other direct charges incurred thereon.

Raw and packaging materials except for those in transit, are valued using first-in-first-out method. Cost in relation to items in transit represents invoice value and other charges incurred thereon up to the reporting date.

Work-in-process and manufactured finished goods are valued using weighted average cost method. Cost of WIP and finished goods comprise of direct materials, direct labour and overheads that have been incurred in bringing the inventories to their present location and condition. Imported finished goods are valued using first-in-first-out method and the cost comprises of invoice value and overheads that have been incurred in bringing the inventories to their present location and condition.

Provisions and write-offs for all damaged and slow moving inventories are made based on the specific identification of items of stock-in-trade by management.



Notes to the Financial Statements

For the year ended June 30, 2022

5.5 Taxation

Current

The charge for current taxation is based on taxable income at the current rate of taxation after taking into account applicable tax credits, rebates and exemptions available, if any, or minimum tax on turnover or alternate corporate tax which ever is higher. However, for income covered under Final Tax Regime (FTR), taxation is based on applicable tax rates under such regime. Income tax paid at import stage under Minimum Tax Regime (MTR) is recognised as tax expense in the period in which amount is paid.

Deferred

Deferred tax liability is recognised for all taxable temporary difference and deferred tax asset is recognised for all deductible temporary difference and carry forward of unused tax losses, if any, to the extent that it is probable that taxable profit will be available against such temporary difference and tax losses can be utilized.

5.6 Staff retirement benefits

5.6.1 Defined benefit plan

5.6.1.1 Funded pension fund

The Company operates a defined benefit plan i.e., approved funded pension fund for all its permanent employees subject to prescribed qualifying age limit. Contributions are made to the fund on the basis of actuarial recommendations. Actuarial valuation is carried out using projected unit credit method. As per the Company policy, only employees who opted for this fund and all ex-employees continue to receive benefit under this fund.

Under the plan, the pensionable benefit per year depends on the pensioner achieving either the normal retirement age or opting for the early retirement. The pensionable benefit also varies in case any pensioner dies.

The Trustees in their meeting held on December 4, 2018 has decided that effective from July 2018 the monthly pension will be pegged with the minimum wage rate as announced by the Government of Pakistan for any financial year. Further, they have also decided in the same meeting that the pension indexation will be applied from July (previously March) of every financial year and that the indexation will be equivalent to the yearly expected inflation rate as advised by the Actuary at the start of every financial year (previously 3.7% annual increase).

Details of the plan are given in note 18 to these financial statements.

5.6.1.2 Unfunded gratuity scheme

Effective from July 01, 2012, the Company has started to operate a defined benefit plan i.e. approved unfunded gratuity scheme for all its current permanent employees, with the exception of those employees receiving (or are eligible to receive) benefit under approved funded pension scheme, subject to the prescribed qualifying age limit. This scheme is unfunded and actuarial valuation is carried out using projected unit credit method. As per the Company policy, all new employees would be entitled to this gratuity scheme only.



Notes to the Financial Statements

For the year ended June 30, 2022

All actuarial gains and losses arising during the year are recognised immediately through other comprehensive income as they occur.

5.6.2 Defined contribution plan

The Company operates an approved funded provident fund scheme for all its permanent employees. Equal monthly contributions are made, both by the Company and its employees, to the fund at the rate of 10 per cent of basic salaries of employees.

5.7 Provisions

Provisions are recognised when the Company has the legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligations. However, provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

5.8 Foreign currency translation

Transactions in foreign currencies are recorded into Pakistani Rupee at the exchange rate prevailing on the date of transaction. At each reporting period, monetary assets and liabilities denominated in foreign currencies are translated into rupees at the rates of exchange prevailing at the reporting date. Exchange gains and losses are included in the statement of profit or loss account in the year in which they arise.

5.9 Interest income

Mark-up / return on bank balances / other financial asset is recognised on a time proportionate basis on the principal amount outstanding by applying the effective interest rate.

5.10 Dividend

Dividend distribution to the Company's shareholders is recognised as a liability in the financial statements in the periods in which the dividends are approved by the appropriate authority.

5.11 Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the 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.



Notes to the Financial Statements

For the year ended June 30, 2022

5.12 Revenue from contracts with customers

Revenue is recognised when a contractual promise to a customer (performance obligation) has been fulfilled by transferring control over the promised goods and services to the customer. Revenue is primarily generated from the sale of finished product to customers. Those sales predominantly contain a single delivery element and revenue is recognised at a single point in time when ownership, risks and rewards transfer. Management has concluded that revenue from sale of goods be recognised at the point in time when control of the product has transferred, being when the products are delivered to the customer. Delivery occurs when the products have been delivered to the customer's destination, the risks of loss have been transferred to the customer and the customer has accepted the product.

A contract liability is recognised for expected discount payable to customers in relation to sales made until the end of the reporting period. Further the Company receives advances from its customers.

5.13 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses if any, and adjusted for certain re-measurements of the lease liability. The right-of-use asset is depreciated using the straight line method over the shorter of the lease term and the asset's useful life. The estimated useful lives of assets are determined on the same basis as that for owned assets. In addition, the right-of-use asset is periodically reduced by impairment losses, if any.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, a change in assessment of whether extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to statement of profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The Company has elected to apply the practical expedient not to recognize right-of-use asset and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low-value assets. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

5.14 Property, plant and equipment

Operating assets

These are stated at cost less accumulated depreciation and accumulated impairment losses, if any, except land which is stated at cost less impairment losses, if any.



Notes to the Financial Statements

For the year ended June 30, 2022

Cost is depreciated over the estimated useful life of related assets under the straight line method. Depreciation on additions is charged from the month in which the asset is available for use and on disposal up to the month preceding disposal. Average depreciation rates are stated in note 11 to these financial statements.

Residual values and estimated useful lives are reviewed at each reporting date, with the effect of changes in estimate accounted for on a prospective basis.

Subsequent costs are included in the asset's carrying amount or recognised 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 item can be measured reliably. All other repairs and maintenance are charged to the statement of profit or loss during the year in which they are incurred.

Gains or losses on disposal are recognised in the statement of profit or loss during the year in which the asset is disposed off.

Capital work-in-progress

Capital work-in-progress is stated at cost less impairment, if any. It consists of expenditure incurred and advances made in respect of items of property, plant and equipment in the course of their acquisition, construction and installation. Transfers are made to the relevant category of assets when assets are available for intended use.

	Note	2022	2021
----- Rupees in '000 -----			
6. BANK BALANCES			
Current account		13,392	13,354
Savings account	6.1	6,338	1,475
		19,730	14,829

6.1 These are balances maintained with commercial banks. Effective interest rate in respect of saving accounts is 13.50% (2021: 5.70%) per annum.

	Note	2022	2021
----- Rupees in '000 -----			
7. OTHER FINANCIAL ASSETS			
At amortized cost			
Term deposits	7.1	26,795	519,550
7.1 Term deposits includes;			
- having maturity of more than 3 months	7.1.1	5,000	5,000
- having maturity of upto 3 months	7.1.2	21,795	514,550
		26,795	519,550

7.1.1 This represents term deposits, having maturity period of upto 6 months and effective interest rate of 13.95% (2021: 6%) per annum.



Notes to the Financial Statements

For the year ended June 30, 2022

7.1.2 This represents term deposits, having maturity period of upto 3 months and effective interest rates ranging from 13.90% to 14.10% (2021: 5.7% to 6.8%) per annum.

	Note	2022	2021
----- Rupees in '000 -----			
8. OTHER RECEIVABLES AND PREPAYMENTS			
Cash margin on imports	8.1	728,808	258,208
Interest receivable on term deposits		260	213
Prepayments		2,007	697
Others		2,086	896
		733,161	260,014

8.1 This represents cash margin held under lien by the Bank as per BPRD Circular 2 of 2017 issued by State Bank of Pakistan which requires Bank to obtain 100% cash margin on the import of certain items.

	Note	2022	2021
----- Rupees in '000 -----			
9. TRADE DEBTS			
Unsecured - considered good	9.1	264,936	131,198

9.1 Trade receivables are non-interest bearing and the credit period on sale of goods ranges from 22 to 27 days (2021: from 22 to 27 days).

9.2 Aging of trade debts

	Not yet due	1-30 days	31-60 days	Above 60 days
----- Rupees in '000 -----				
June 30, 2022				
Neither due nor impaired	264,936	-	-	-
Past due but not impaired	-	-	-	-
	264,936	-	-	-
June 30, 2021				
Neither due nor impaired	118,188	-	-	-
Past due but not impaired	-	8,103	2,963	1,944
	118,188	8,103	2,963	1,944



Notes to the Financial Statements

For the year ended June 30, 2022

	Note	2022	2021
----- Rupees in '000 -----			
10. INVENTORIES			
Finished goods			
- in transit		537,937	311,966
- on hand	10.1	66,217	-
- manufacturing segment		293,094	348,034
- trading segment	10.2	897,248	660,000
Provision due to slow-moving and obsolete inventory	10.3	(25)	(146)
Inventory written-off		(8,632)	(11,010)
		(8,657)	(11,156)
Work-in-process		1,944	-
		1,944	-
Raw and packing materials		21,250	-
Less: stock written off		(24)	-
		21,226	-
		911,761	648,844

10.1 Finished goods are held at a third party warehouse under a service agreement.

10.2 Inventories includes goods costing Rs. 77.75 million (2021: Rs. 23.72 million) written down by Rs. 25.57 million (2021: Rs. 5.37 million) to net realizable value amounting to Rs. 52.17 million (2021: Rs. 18.36 million).

	Note	2022	2021
----- Rupees in '000 -----			
10.3 Movement of provision due to slow-moving and obsolete inventory is as follows:			
Opening balance		146	688
Transfer of provision to inventory written-off		(146)	(688)
Charge for the year		25	146
Closing balance		25	146

11. PROPERTY, PLANT AND EQUIPMENT

Operating assets	11.1	28,158	-
Capital work-in-progress	11.2	157,716	-
		185,874	-



Notes to the Financial Statements

For the year ended June 30, 2022

11.1 Operating assets

	Cost		Accumulated depreciation			Written down value		Average
	As at July 1, 2021	Additions during the year	As at June 30, 2022	As at July 1, 2021	Charge for the year	As at June 30, 2022	As at June 30, 2022	Depreciation rate per annum &
Plant and machinery	-	28,474	28,474	-	316	316	28,158	6.67
	-	28,474	28,474	-	316	316	28,158	

Note

2022

2021

----- Rupees in '000 -----

11.2 Capital work-in-progress

Plant and machinery	157,716	-
	<u>157,716</u>	<u>-</u>

11.2.1 Movement capital work-in-progress

As at July 01	-	-
Additions during the year	186,190	-
Transferred to operating assets during the year	(28,474)	-
Written off during the year	-	-
As at June 30	<u>157,716</u>	<u>-</u>

12. RIGHT-OF-USE ASSETS

Opening balance	20,650	32,644
Addition during the year	3,964	-
De-recognition on termination of lease	(3,277)	-
Impact of change in floating interest rate for the year	1,441	(1,703)
Depreciation for the year	(10,735)	(10,290)
Closing balance	<u>12,043</u>	<u>20,650</u>

12.1 The right-of-use assets comprises vehicles leased from Deinfa Motors (Private) Limited. The lease term of vehicles is 4 years.

Note

2022

2021

----- Rupees in '000 -----

13. LONG-TERM DEPOSITS

Central Depository Company Limited - registration deposit	37	37
Security deposit to suppliers	178	178
	<u>215</u>	<u>215</u>



Notes to the Financial Statements

For the year ended June 30, 2022

	Note	2022	2021
----- Rupees in '000 -----			
14. TRADE AND OTHER PAYABLES			
Trade creditors	14.1	836,579	364,126
Other payable		100,754	105,819
Accrued liabilities	14.2	79,794	71,999
Accrued mark-up on loan from associated company		2,172	-
Payable to Workers' Welfare Fund		9,064	9,064
Payable to pension fund	18.1.2	15,521	11,669
		1,043,884	562,677

14.1 These includes payable to related parties of Gillette Pakistan Limited.

14.2 This includes payable to following related parties:

Procter & Gamble Pakistan (Private) Limited	7,222	25,432
Procter & Gamble International Operations SA-ROHQ	-	26,526
Procter & Gamble Philippines Business Services-Inc.	10,810	-
	18,032	51,958

15. LOAN FROM ASSOCIATED COMPANY - UNSECURED

This represents loan obtained from associated company Procter & Gamble Pakistan (Private) Limited to cover operational and working capital requirements for a period of 6 months. The mark-up is payable at the end of tenor at the rate of 6 months KIBOR + 0.55%.

	Note	2022	2021
----- Rupees in '000 -----			
16. CONTRACT LIABILITIES			
Advance from customer		-	-
Discount accruals		76,986	118,916
		76,986	118,916
17. LEASE LIABILITIES			
Opening balance		23,522	35,442
Lease liabilities recorded on initial application		-	-
Lease acquired during the year		3,964	-
De-recognition on termination of lease		(3,689)	-
Impact of change in floating interest rate for the year		1,441	(1,703)
Lease rentals paid during the year		(12,544)	(12,874)
Finance cost incurred during the year		1,869	2,657
Closing balance	17.1	14,563	23,522
Current portion of lease liabilities		(12,362)	(11,192)
Non-current portion of lease liabilities		2,201	12,330



Notes to the Financial Statements

For the year ended June 30, 2022

17.1 The future payments of lease liabilities are as follows:

This represents lease contracts for vehicles having lease term of four years. The contract is discounted using incremental borrowing rate of return of the Company.

	June 30, 2022			June 30, 2021		
	Minimum lease payment	Finance cost allocated to future lease payment	Present value of minimum lease payment	Minimum lease payment	Finance cost allocated to future lease	Present value of minimum lease payment
	----- (Rupees in '000) -----					
Not later than one year	13,283	921	12,362	12,920	1,728	11,192
later than one year but not later than five year	2,579	378	2,201	12,982	652	12,330
	<u>15,862</u>	<u>1,299</u>	<u>14,563</u>	<u>25,902</u>	<u>2,380</u>	<u>23,521</u>

17.2 Reconciliation of liabilities arising from financing activities

The table below shows details changes in the Company's liabilities arising from the financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Company's statement of cash flows as cash flows from financing activities.

	Dividend	Lease liabilities
	----- Rupees in '000 -----	
Balance as at July 01, 2021	13,368	23,522
Non cash item	-	1,441
Financing cash inflows	-	3,964
Financing cash outflows	-	(14,364)
Balance as at June 30, 2022	<u>13,368</u>	<u>14,563</u>

18. RETIREMENT BENEFIT OBLIGATIONS

18.1 Funded post retirement defined benefit plans

18.1.1 The latest actuarial valuation of post retirement benefits i.e. funded pension plans was carried out at June 30, 2022. The projected unit credit method, using the following significant financial assumptions, has been used for the actuarial valuation:



Notes to the Financial Statements

For the year ended June 30, 2022

	2022		2021	
	Pension	Gratuity	Pension	Gratuity
----- Rupees in '000 -----				
- Discount rate - per annum compound	13.25%	13.25%	10.25%	10.25%
- Expected rate of increase in salaries - per annum	-	15.25%	-	12.25%
- Expected rate of return on plan assets - per annum	13.25%	-	10.25%	-
- Pension indexation rate - per annum	7.00%	-	4.40%	-

Mortality rates assumed were based on the State Life Insurance Corporation (SLIC) 2001-05 ultimate mortality rates, rated down by one year.

	2022		2021	
	Pension	Gratuity	Pension	Gratuity
----- Rupees in '000 -----				

18.1.2 Statement of financial position reconciliation

Fair value of plan assets	(100,163)	-	(106,179)	-
Present value of defined benefit obligations	115,684	32,398	117,848	25,100
Funded status	15,521	32,398	11,669	25,100

18.1.3 Movement in fair value of plan assets

Fair value at beginning of the year	106,179	-	103,460	-
Interest income	10,444	-	9,423	-
Remeasurement loss on plan post retirement benefits	(7,884)	-	(3,498)	-
Benefits paid	(8,576)	-	(7,848)	-
Contribution made by the Company	-	-	4,642	-
Fair value at the end of the year	100,163	-	106,179	-

18.1.4 Movement in defined benefit obligation

Obligation at beginning of the year	117,848	25,100	108,103	20,316
Current service cost	-	3,819	-	2,638
Interest cost	11,640	2,365	9,637	1,879
Past service cost - vested	-	-	3,633	-
Transfer liability payable from P&G Pakistan	-	3,910	-	-
Remeasurement (gain) / loss on post retirement benefits	(5,228)	1,263	4,323	267
Benefits paid	(8,576)	(4,059)	(7,848)	-
Obligation at end of the year	115,684	32,398	117,848	25,100

18.1.5 Charged to statement of profit or loss

Current service cost	-	3,819	-	2,638
Past service cost - vested	-	-	3,633	-
Net interest cost	1,196	2,365	214	1,879
	1,196	6,184	3,847	4,517



Notes to the Financial Statements

For the year ended June 30, 2022

2022		2021	
Pension	Gratuity	Pension	Gratuity
----- Rupees in '000 -----			

18.1.6 Recorded in statement of other comprehensive income

Actuarial loss arising due to changes in :

Experience adjustment	2,656	1,263	7,281	267
	<u>2,656</u>	<u>1,263</u>	<u>7,281</u>	<u>267</u>

18.1.7 Actual return on plan assets is as follows:

Interest income	10,444	-	9,423	-
Remeasurement loss on plan asset	(7,884)	-	(3,498)	-
Actual return on plan assets	<u>2,560</u>	<u>-</u>	<u>5,925</u>	<u>-</u>

18.1.8 Detail of plan assets

Pakistan investment bonds	8,039	-	8,352	-
Term deposit receipts	44,653	-	83,247	-
Units of mutual funds	3,149	-	3,572	-
Bank balances	44,322	-	11,008	-
	<u>100,163</u>	<u>-</u>	<u>106,179</u>	<u>-</u>

18.1.9 The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Changes in assumptions		Impact on obligation of change in assumption			
		Pension		Gratuity	
		Increase in assumption	Decrease in assumption	Increase in assumption	Decrease in assumption
----- Rupees -----					
Discount rate	1%	106,181	126,641	28,357	37,242
Salary increase rate	1%	-	-	37,266	28,266
Pension increase rate	1%	126,667	106,016	-	-

June 30,
2022
Pension Gratuity

18.1.10 Weighted average plan duration 9.98 years 13.72 years

18.1.11 The number of active employees covered under the pension fund and gratuity scheme are nil (2021: nil) and 10 (2021: 5) respectively.



Notes to the Financial Statements

For the year ended June 30, 2022

18.2 Defined Contribution Plan

The Company maintains the fund of provident fund in a separate trust. As at year end, Company has invested surplus fund of the trust in listed collective investment scheme and savings account which is in accordance with the provisions of section 218 of the Companies Act, 2017.

19. SHARE CAPITAL

2022	2021	Note	2022	2021
----- Number of Shares -----			----- Rupees in '000 -----	
		Authorised share capital		
		Ordinary shares of Rs. 10/- each		
40,000,000	40,000,000		400,000	400,000
		Issued, subscribed and paid-up capital		
31,872,000	31,872,000		31,872,000	31,872,000
		Fully paid ordinary shares of Rs. 10/- each		
		As at beginning of the year	318,720	318,720
		- Issued in cash	286,080	159,360
28,608,000	15,936,000	19.1 & 19.2		
3,264,000	3,264,000	- Other than cash	32,640	32,640
-	12,672,000	Issuance of ordinary shares fully paid in cash	-	126,720
		As at end of the year	318,720	318,720
31,872,000	31,872,000	19.3		

19.1 The Series Acquisition B.V., Netherlands, and its nominees held 29,233,941 (91.72%) (2021: 29,233,941 (91.72%)) ordinary shares of Rs. 10 each of the Company.

19.2 The Company has one class of ordinary shares which carry no right to fixed income. The holders of the shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

19.3 On December 17, 2020, the Board of Directors of the Company have passed a resolution for further issue of share capital, as a consequence, Company has raised its authorised capital to Rs. 400,000,000. In this regard on February 26, 2021, Company has received Rs. 126,720,000 on account of subscription money from M/s. Series Acquisition BV, its nominee shareholders and other shareholders as a result on March 04, 2021 company's paidup capital increased by 12,672,000 shares due to issue of shares by way of a right issue at face value of Rs. 10 per share.

19.4 The Company has no reserved shares for issuance under options and sales contracts.

20. CONTINGENCIES AND COMMITMENTS

20.1 Contingencies



Notes to the Financial Statements

For the year ended June 30, 2022

20.1.1 The income tax assessments of the Company have been completed up to and including tax year 2021 (i.e. year ended on June 30, 2021). The tax returns for the tax years from 2003 to 2021 are treated as assessment orders under section 120 of the Income Tax Ordinance, 2001 on the date returns were filed, unless amended otherwise.

In respect of assessment years 2000-2001 and 2001-2002, the Commissioner of Income Tax (Appeals) made certain additions / disallowances which resulted in additional tax liability amounting to Rs. 49.422 million and Rs. 8.247 million respectively. The Company then filed appeal before the ATIR where some relief was granted while other issues were confirmed against the Company vide combined appellate order dated November 28, 2015. The Company has also filed reference on all the issues decided by ATIR against the Company before Honorable High Court of Sindh which is pending for adjudication.

In respect of the above, the Company has made a payment of the full amount and made a provision of Rs. 41.875 million in previous years which management believes based on the advice of its tax advisor is sufficient to cover any future obligation of the Company.

20.1.2 The Commissioner Inland Revenue has filed an appeal in the High Court of Sindh against the order of Appellate Tribunal Inland Revenue, issued in favour of the Company for the years 1999-2000 and 2000-01. The case pertained to alleged incorrect payment / short payment of sales tax by the Company on various transactions in these years. The initial demand of sales tax and additional tax raised by the tax department was amounting to Rs. 34.5 million. The Company is now pursuing the case in the Court; however, no provision has been made in these financial statements as the management anticipates based on the advice of its legal advisor that the case would be decided in the favour of the Company.

20.1.3 In 2007, an ex-employee of the Company filed a case regarding payment of severance cost and provident fund amounting to Rs. 28.899 million in the High Court of Sindh (the Court). In response, a written statement was filed by the Company on September 29, 2007 and subsequently the issues were filed by the Company on May 10, 2008. Through order dated November 20, 2007, the Court has instructed to record evidence in this matter. Based on the advice from the Company's legal advisor, at this stage, it would not be possible to determine the outcome of the aforesaid case. Therefore, the management has not made any provision against this case in these financial statements.

20.1.4 The Company received an order dated April 29, 2019 from Additional Commissioner, Punjab Revenue Authority (PRA) in respect of financial years 2016, 2017 and 2018 for alleged short withholding and deposit of the sales tax withholding on various payments related to advertisement and sales promotion, auditor's remuneration, legal and professional services and warehousing and transportation amounting to Rs. 45.72 million. The Company has filed an appeal before Commissioner Appeal against the order on May 29, 2019. Moreover, the Lahore High Court (LHC) vide interim order dated June 17, 2019 in CP No. W.P.No. 36500 of 2019 has refrained the tax authorities from taking any coercive action on account of demand raised till the decision of ATIR. The management anticipates based on the advice of its tax advisor that the case would be decided in the favor of the Company. Accordingly, no provision has been made in these financial statements.

20.2 Commitments

There is no commitment at year end.



Notes to the Financial Statements

For the year ended June 30, 2022

21. OPERATING RESULTS

Note	Manufacturing		Trading		Total		
	2022	2021	2022	2021	2022	2021	
Rupees in '000							
Gross local sales	21.1	-	-	3,397,383	3,005,168	3,397,383	3,005,168
Less: Sales tax		-	-	(509,034)	(442,885)	(509,034)	(442,885)
Discounts		-	-	(435,044)	(399,556)	(435,044)	(399,556)
Revenue from contracts with customers - net		-	-	2,453,305	2,162,728	2,453,305	2,162,728
Cost of products sold		-	-	648,844	511,860	648,844	511,860
Opening finished goods		-	-	-	-	-	-
Cost of goods manufactured	21.2	66,216	-	-	66,216	66,216	-
Purchases		-	-	2,007,992	1,862,047	2,007,992	1,862,047
Closing finished goods		(66,216)	-	(822,374)	(648,844)	(888,590)	(648,844)
Gross profit	21.3	-	-	1,834,462	1,725,063	1,834,462	1,725,063
Selling, marketing, and distribution expenses		-	-	-	-	-	-
Advertising and sales promotion		-	-	239,971	166,547	239,971	166,547
Warehousing and transportation		-	-	12,513	30,015	12,513	30,015
Salaries, wages and other benefits	21.4	-	-	36,839	47,654	36,839	47,654
Traveling and conveyance		-	-	1,003	81	1,003	81
Depreciation - Right-of-use asset		-	-	9,521	8,876	9,521	8,876
Rent, rates and taxes		-	-	330	5,302	330	5,302
Others		-	-	1,930	1,093	1,930	1,093
Administrative expenses		-	-	302,107	259,568	302,107	259,568
Salaries, wages and other benefits	21.4	-	-	44,351	22,466	44,351	22,466
Legal and outsourced professional services		-	-	21,672	26,972	21,672	26,972
Rent, rates and taxes		-	-	901	3,535	901	3,535
Auditors' remuneration	21.5	-	-	1,926	1,821	1,926	1,821
Depreciation - Right-of-use asset		-	-	1,214	1,414	1,214	1,414
Traveling and conveyance		-	-	3,834	503	3,834	503
Others		-	-	3,507	2,681	3,507	2,681
Operating profit		-	-	77,405	59,392	77,405	59,392
Other operating expenses		-	-	-	-	-	-
Exchange loss - net		-	-	73,381	15,814	73,381	15,814
Stocks written off		-	-	8,657	11,010	8,657	11,010
Provision for obsolete stock		-	-	25	146	25	146
Others		-	-	9,278	576	9,278	576
Other income		-	-	91,341	27,546	91,341	27,546
Others		-	-	389	27	389	27
Financial charges		-	-	389	27	389	27
Bank charges		-	-	(523)	(444)	(523)	(444)
Interest expense		-	-	(7,728)	(2,657)	(7,728)	(2,657)
		-	-	(8,251)	(3,102)	(8,251)	(3,102)
		-	-	140,128	88,084	140,128	88,084

21.1 This includes export sales made to customer in Afghanistan amounting to Rs. nil (2021: Rs. 13.906 million).



Notes to the Financial Statements

For the year ended June 30, 2022

	Note	2022	2021
----- Rupees in '000 -----			
21.2 Cost of goods manufactured			
Raw and packaging material			
Opening stock		-	-
Purchases		76,254	-
Closing stock		(21,226)	-
		55,028	-
Manufacturing expenses			
Salaries, wages and other benefits		6,137	-
Fuel, power and water		37	-
Depreciation on operating assets		316	-
Telephone and fax		102	-
Operation and maintenance charges		3,536	-
Warehousing charges		527	-
Stores, spares and other supplies		2,053	-
Miscellaneous		424	-
		13,132	-
Work-in-process			
Opening stock		-	-
Closing stock		(1,944)	-
		(1,944)	-
Cost of goods manufactured		66,216	-

21.3 Finished goods have been written down to net realizable value by Rs. 25.57 (2021: Rs. 5.368 million) and are charged to cost of goods sold.

21.4 Salaries, wages and other benefits include Rs. 7.38 million (2021: Rs. 8.36 million) in respect of retirement benefit obligations.

	Note	2022	2021
----- Rupees in '000 -----			
21.5 Auditors' remuneration			
Audit fee		840	893
Half yearly review		579	491
Review of compliance with Code of Corporate Governance		28	28
Other services	21.5.1	384	314
Out of pocket expenses		95	95
		1,926	1,821

21.5.1 This includes services rendered with respect to audit of retirement benefit funds, R/TA reconciliation certification and free-float certification.

21.6 The Company has one production site located at SITE area. The production capacity of this plant is used for Razor manufacturing. The reason for shortfall of capacity utilisation is that the plant is capitalized in the fourth quarter of the current fiscal year and the Company is in the early phase of production activities.. The plant capacities and actual productions for the aforementioned plants are given below;



Notes to the Financial Statements

For the year ended June 30, 2022

	2022		2021	
	Plant Capacity MSU	Actual Production MSU	Plant Capacity MSU	Actual Production MSU
SITE Plant	329	32	-	-
	Note	2022	2021	

----- Rupees in '000 -----

22. OTHER INCOME

Interest income on term deposits and savings account		8,837	25,493
Others		389	27
Group liability written-off		-	39,689
		9,226	65,209

23. INCOME TAX EXPENSE

Current year tax	23.1	172,389	130,288
Prior year tax		(4,568)	(15,405)
Deferred tax		3,302	-
		171,123	114,883

23.1 The tax charge for the year includes the following:

Tax under Minimum Tax Regime on commercial imports		152,161	122,895
Tax under Normal Tax Regime		(668)	7,394
Super Tax under section 4C		20,896	-
		172,389	130,288

Tax rate		29%	29%
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----- Rupees in '000 -----

Tax charge		43,200	44,447
Prior year tax		(4,568)	(15,405)
Super Tax under section 4C		20,896	-
Effect of taxes paid under Minimum Tax Regime		111,595	85,702
Effect of taxes paid under Final Tax Regime		-	139
		171,123	114,883



Notes to the Financial Statements

For the year ended June 30, 2022

	2022	2021
24. EARNINGS PER SHARE - BASIC AND DILUTED		
Profit for the year (Rupees in '000)	(22,158)	38,383
Weighted average number of ordinary shares outstanding during the year (Number of shares)	31,872,000	23,424,000
Earnings per share - basic and diluted (Rupees)	(0.70)	1.64

25. CASH AND CASH EQUIVALENTS

Bank balances	6	19,730	14,829
Term deposits having maturity up to 3 months	7	21,795	514,550
		41,525	529,379

26. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise the holding company (The Series Acquisition B.V., Netherlands), the ultimate parent company (The Procter & Gamble Company, USA), related group companies, companies in which directors have interest, staff retirement benefit plans, directors of the Company, key management personnel and close member of the family of all the aforementioned related parties. The Company carries out transactions with various related parties at agreed terms. Amount due from and to related parties are shown under 'other receivables' and 'trade and other payables', whereas remuneration of directors, chief executive and executives are disclosed in note 27. Other significant transactions with related parties are as follows:

Name	Relationship with the Company	Nature of transaction	2022 ----- Rupees in '000 -----	2021
Procter and Gamble International Operations SA, Lancy	Associate due to common parent company	Purchases of finished goods	430,613	1,024,647
		Purchases of raw materials	65,341	-
Procter and Gamble Pakistan (Private) Limited	Associate due to common parent company	Expenses reimbursed to	92,393	57,845
		Unsecured loan	350,000	-
		Expenses reimbursed from	51,365	34,662
Procter and Gamble International Operations S.A, ROHQ	Associate due to common parent company	Services received	-	7,773
Gillette Provident Fund	Retirement benefit plan	Contribution to provident fund	2,596	2,003
Gillette Pakistan Pension Fund	Retirement benefit plan	Expense / income from pension fund	1,196	215
		Past service cost	-	3,633
Procter & Gamble Philippines Business Services-Inc.	Associate due to common parent company	Services received	9,979	-



Notes to the Financial Statements

For the year ended June 30, 2022

Name	Relationship with the Company	Nature of transaction	2022 ----- Rupees in '000 -----	2021
The Procter & Gamble Distributing LLC	Associate due to common parent company	Purchase of property, plant and equipment	164,318	-
Procter & Gamble International Operations S.A Singapore	Associate due to common parent company	Purchases of finished goods	103,001	-
The Procter & Gamble Company	Ultimate parent company	Reimbursement of expenses	-	1,393

Name	Country of Incorporation
Procter and Gamble International Operations SA, Lancy	Switzerland
The Procter & Gamble Company	United States of America
The Procter & Gamble Distributing LLC	United States of America
Procter & Gamble Philippines Business Services-Inc.	Philippines
Procter and Gamble International Operations S.A, ROHQ	Philippines
Procter & Gamble International Operations S.A Singapore	Singapore

27. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

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

	Chief Executive		Executives	
	June 30, 2022	June 30, 2021	June 30, 2022	June 30, 2021
	----- Rupees in '000 -----			
Basic salary	10,171	8,133	13,812	11,010
Bonus	3,754	2,725	3,649	2,827
Housing allowance	4,577	3,660	6,216	4,955
Leave fare assistance allowance	1,526	1,220	2,072	1,651
Utilities allowance	1,017	813	1,381	1,101
Retirement benefits	2,134	1,937	3,757	450
Others	809	171	2,168	675
	23,988	18,659	33,055	22,669
Number of persons	1	1	7	3

27.2 Chief Executive and executives of the company are also provided with free use of company maintained cars.

27.3 The aggregate amount of fees paid to two (2021: two) non-executive directors is Rs. 525,000 (2021: Rs. 575,000).



Notes to the Financial Statements

For the year ended June 30, 2022

27.4	2022	2021
	----- Rupees in '000 -----	
Number of employees as at year end	<u>9</u>	<u>6</u>
Average number of employees during the year	<u>8</u>	<u>6</u>

28 FINANCIAL RISK MANAGEMENT

28.1 Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below and disclosed in note 5.1.

	2022	2021
	At amortised Cost	At amortised Cost
	----- Rupees in '000 -----	
Financial assets		
Long-term deposits	215	215
Trade debts	264,936	131,198
Other receivables	729,068	258,421
Other financial assets	26,795	519,550
Bank balances	19,730	14,829
	<u>1,040,744</u>	<u>924,212</u>
Financial liabilities		
Trade and other payables	1,034,820	553,613
Loan from associated company - unsecured	350,000	-
Contract liabilities	76,986	118,916
Unclaimed dividend	13,368	13,368
Lease liabilities	14,563	23,522
	<u>1,489,737</u>	<u>709,419</u>

28.2 Financial risk factors

The Company is exposed to market risk (including interest rate risk, price risk and currency risk), credit risk and liquidity risk arising from its business activities. The Company's overall risk management strategy seeks to minimize adverse effects from the unpredictability of risk factors on the Company's financial performance.

The Board of Directors has overall responsibility for the oversight of financial risk management for the Company. To assist the Board in discharging its oversight responsibility, the management has been made responsible for identifying, monitoring and managing the Company's financial risk exposures.

28.2.1 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market variables. Market risk comprises three types of risk: interest rate risk, price risk and currency risk. The exposure to these risks and their management is explained below:



Notes to the Financial Statements

For the year ended June 30, 2022

i. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

	Carrying amount	
	2022	2021
	----- Rupees in '000 -----	
Fixed rate instruments		
Financial assets		
Other financial assets	26,795	519,550
Variable rate instruments		
Financial assets		
Bank balances - savings account	6,338	1,475

Sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest / mark-up rate at the reporting date would not affect financial statements of the company.

Sensitivity analysis for variable rate instruments

As at June 30, 2022, the Company holds balance in savings accounts exposing the Company to cash flow interest rate risk. In case of 100 basis points increase / decrease in interest on bank balances, with all other variables held constant, the net income and net assets would have been higher / lower by Rs. 63,379 (2021: Rs. 14,746).

ii Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Company is not exposed to any kind of price risk.

As at June 30, 2022, the company does not have any financial instrument which is exposed to price risk.

iii. Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions with foreign undertakings and bank balances in foreign currency. The Company's exposure to foreign currency risk is as follows;



Notes to the Financial Statements

For the year ended June 30, 2022

	SGD	USD	EURO	Total
	----- (Rupees in '000) -----			
June 30, 2022				
Trade and other payables	133,756	206,846	506,788	847,389

June 30, 2021

Trade and other payables	26,526	364,126	390,652
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In respect of monetary assets and liabilities denominated in foreign currencies, the Company ensures that its net exposure is kept to an acceptable level and balance the risk itself.

The following significant exchange rates have been applied:

	Average rate		Reporting date rate	
	2022	2021	2022	2021
Rupees per	----- Rupees -----			
USD	177.57	160.30	204.92	157.54
EURO	200.57	191.13	214.18	187.27
SGD	241.65	-	285.14	-
CNY	27.50	-	30.57	-
EGP	10.72	-	10.90	-

Foreign currency sensitivity analysis

As at June 30, 2022, 10 percent strengthening / weakening of the Pakistani Rupee against various currencies would have increase / decrease Company's profit before tax by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on same basis as in previous year.

	Change in rate	SGD	USD	EURO	Total
		----- Rupees in '000 -----			
June 30, 2022	+10%	13,376	20,685	50,679	84,739
	-10%	(13,376)	(20,685)	(50,679)	(84,739)
June 30, 2021	+10%	-	2,653	36,413	39,065
	-10%	-	(2,653)	(36,413)	(39,065)

28.2.2 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the balance sheet date is as follows:



Notes to the Financial Statements

For the year ended June 30, 2022

	Note	2022	2021
----- Rupees in '000 -----			
Long-term deposits		215	215
Trade debts		264,936	131,198
Other receivables		729,068	258,421
Other financial assets		26,795	519,550
Bank balances		19,730	14,829
		1,040,744	924,212

Customer credit risk is managed as per the Company's established policy, procedures and controls relating to customer credit risk management. Credit limits are established for all customers. Outstanding customer receivables are regularly monitored and shipments are only made if the credit history of the customer is clean.

Credit risk from balances with banks is managed by treasury in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties.

The Company is exposed to credit risk from its operating activities primarily for trade debts, other receivables, deposits with banks and other financial assets. The names and credit ratings of banks, where the Company maintains its bank balance are as follows:

Name of bank	Rating agency	Credit rating	
		Short-term	Long-term
Habib Bank Limited	VIS	A-1+	AAA
Citibank, N.A.	Moody's	P-1	AA3
Standard Chartered Bank (Pakistan) Limited	PACRA	A-1+	AAA

28.2.3 Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or encounters difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The financial liabilities of the Company are analysed into the relevant maturity buckets based on their contractual maturity dates in the table below:



Notes to the Financial Statements

For the year ended June 30, 2022

	Contractual Cash Flows			
	Carrying Amount	Up to one years	One to five years	Total
----- (Rupees in '000) -----				
June 30, 2022				
Trade and other payables	1,034,820	(1,034,820)	-	(1,034,820)
Loan from associated company - unsecured	350,000	(350,000)	-	(350,000)
Lease liabilities	14,563	(12,362)	(2,201)	(14,563)
Contract liabilities	76,986	(76,986)	-	(76,986)
Unclaimed dividend	13,368	(13,368)	-	(13,368)
	<u>1,489,737</u>	<u>(1,487,536)</u>	<u>(2,201)</u>	<u>(1,489,737)</u>
June 30, 2021				
Trade and other payables	553,613	(553,613)	-	(553,613)
Lease liabilities	23,522	(11,192)	(11,580)	(22,772)
Contract liabilities	118,916	(118,916)	-	(118,916)
Unclaimed dividend	13,368	(13,368)	-	(13,368)
	<u>709,419</u>	<u>(697,089)</u>	<u>(11,580)</u>	<u>(708,669)</u>

Management closely monitors the Company's liquidity and cash flow position by maintaining availability of financing through banking arrangements.

28.3 Fair value estimation

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. Consequently, differences can arise between carrying values and the fair value estimates.

Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

The carrying amount of all financial assets and liabilities reflected in these financial statements approximate their fair values as they are short term in nature.

28.3.1 Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into level 1 to 3 based on the degree to which the fair value is observable.

Level - 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level - 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level - 3 fair value measurement are those derived from valuation techniques that include inputs for



Notes to the Financial Statements

For the year ended June 30, 2022

the asset or liability that are not based on observable market data (unobservable inputs).

As at June 30, 2022, the Company does not hold any financial instrument, which can be categorised in any of the above levels.

29. CAPITAL RISK MANAGEMENT

The Company's objectives, policies and processes for managing capital are as follows:

- to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders or issue new shares. The capital structure of the Company consists of equity comprising issued share capital and unappropriated profit. The Company's overall strategy remains unchanged from 2021.

The Company is not subject to any externally imposed capital requirements.

30. CORRESPONDING FIGURES

Corresponding figures have been rearranged and reclassified, wherever necessary, for the purpose of comparison and to reflect the substance of the transaction.

31. DATE OF AUTHORISATION FOR ISSUE

These financial statements have been approved by the Board of Directors of the Company and authorised for issue on September 28, 2022.

32. GENERAL

All amounts have been recorded to the nearest thousand of rupee, unless otherwise indicated.

OVAIS ATHAR YOUSUF
Chief Executive Officer

ABDULLAH SALEH
Chief Financial Officer

MUHAMMAD FAHAD SALEEM
Director



NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of the Company will be held on October 26, 2022 at the Lemon Grill, Ramada Karachi Creek, Zulfiqar Street 1, DHA phase VIII, Karachi at 09:30 A.M. to transact the following business:

1. To confirm the minutes of Annual General Meeting of the Company held on October 26, 2021.
2. To receive, consider and adopt the audited financial statements of the Company for the year ended June 30, 2022, together with reports of the directors and auditors.
3. To appoint auditors for the year ending June 30, 2023 and fix their remuneration. M/s. Yousuf Adil, Chartered Accountants, the present auditors have retired and being eligible have offered themselves for reappointment.
4. Any other business with the permission of the Chair.

By Order of the Board

Moosa Haroon
Company Secretary

Notes

Closure of Share Transfer Books: The Share Transfer Books of the Company will remain closed from October 19, 2022 to October 26, 2022 (Both Days included) during which no transfer of shares will be accepted for registration. Transfers in good order, received by Company's registrar, M/s. FAMCO Associates (Pvt.) Limited by close of business on October 18, 2022 will be treated on time for ascertaining the entitlement of shareholders for the purpose of attending and vote at Annual General Meeting.

Participation in Annual General Meeting: A member entitled to attend, speak and vote at the above said meeting is entitled to appoint another person as his/her proxy to attend, speak and vote instead of him/her and proxy as appointed shall have such rights, as respects attending, speaking and voting at the above said meeting as are available to the Member.

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

Duly completed, signed and stamped instrument of proxy (as enclosed) and the other authority under which it is signed, or a notorially certified copy thereof in order to be valid, must be lodged with the Company Secretary at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. The proxy need not be a Member of the Company.

- A. **For Attending the Meeting:** In case of the individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations shall authenticate his/her identity by showing his/her original computerized CNIC or original passport at the time of attending meeting. In case of corporate entity/trust, the Board of Directors/Trustees resolution/power of Attorney with specimen signature of nominee shall be produced at the time of meeting. The members registered on CDC are also requested to bring their particulars, IDs and account numbers in CDC.

Notice to shareholders for unclaimed dividends: As per section 244 of Companies Act, 2017, the shareholders are also reminded to raise their claims about unpaid or unclaimed dividend by approaching our share registrar.

Submission of Zakat Exemption: Members are requested to submit declaration as per Zakat & Ushr Ordinance, 1980 for Zakat exemption.



Change of Address: Members are requested to communicate to the Company's registrar any change in their address. Shareholders are requested to provide above mentioned information/documents to (i) respective Central Depository System (CDS) Participants and (ii) in case of physical securities to the Company's Registrar.

Circulation of Notice of Meeting & Annual Accounts: Annual Audited Financial Statements of the Company for the year ended June 30, 2022, have been circulated to the members through CD/DVD/USB as Securities and Exchange Commission (SECP) vide SRO No. 470(I)/2016, has allowed listed companies to circulate their Annual Audited accounts to its members through CD/DVD/USB at their registered addresses instead of sending them in hard copies.

Unclaimed Dividends:

Conversion of shares in book entry form: Members holding shares are requested to consider converting their shares from physical form to eliminate all risks associated with physical shares. Members can contact the Company's share registrar for assistance in this regard.

In compliance with SECP notification S.R.O. 1196(3)/2019 dated 3rd October 2019, the audited financial statements and reports of the Company for the year ended June 30, 2022 are being placed on the Company's website: www.gillettepakistan.com/ for the information and review of shareholders.

Members can also avail video conference facility at Lahore and Islamabad. In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Annual General Meeting.

If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

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

I/We, _____ of _____, being a member of Gillette Pakistan Limited, holder of _____ ordinary share (s) as per Register Folio/CDC Account No. _____ hereby opt for video conference facility at _____

Signature of Member(s)



غیر دعویٰ دار منافع کیلئے شیئر ہولڈرز کو نوٹس:

کمپنیز ایکٹ 2017 کے سیکشن 244 کے مطابق شیئر ہولڈرز کو مطلع کیا جاتا ہے کہ وہ اپنے غیر دعویٰ دار یا غیر ادا شدہ منافع کیلئے شیئر رجسٹرار سے رابطہ کریں۔

ایڈریس کی تبدیلی: ممبران سے گزارش ہے کہ وہ کمپنی کے رجسٹرار کو ان کے پتے میں کسی قسم کی تبدیلی سے آگاہ کریں۔

اجلاس اور سالانہ اکاؤنٹس کے نوٹس کی سرکولیشن: سیکورٹیز اینڈ ایکسچینج کمیشن (SECP) کے تحت SRO نمبر 470(I)/2016 کی درج کمپنیوں کو اجازت دی گئی ہے کہ وہ اپنے سالانہ آڈٹ اکاؤنٹ اپنے ممبروں کو CD/DVD/USB کے ذریعے اپنے اندراج شدہ پتوں پر بھیجیں، بجائے اس کے کہ وہ شیئر ہولڈرز سے جنرل میٹنگ میں منظوری حاصل کر کے ان کو ہارڈ کاپی بھیجیں۔ اس کے مطابق کمپنی نے 24 اکتوبر 2017 کو منعقدہ 30 ویں AGM میں ممبروں سے منظوری حاصل کی ہے۔ جیسا کہ مذکورہ بالا ممبروں کی منظوری کے لئے، کمپنی کے سالانہ آڈٹ شدہ مالیاتی بیانات / اسٹیٹمنٹ 30 جون 2022 کو ختم ہوئے سال کے لئے ممبروں کو CD/DVD/USB کے ذریعے بھیجے گئے ہیں۔ کتاب (Book) کے اندراج فارم میں شیئر کی تبدیلی: شیئر رکھنے والے ممبران سے گزارش ہے کہ وہ اپنے شیئر کو Physically شکل سے تبدیل کرنے پر غور کریں تاکہ Physically شیئر سے وابستہ تمام خدشات کو ختم کیا جاسکے۔ ممبران اس سلسلے میں معاونت کے لئے کمپنیوں کے شیئر رجسٹرار سے رابطہ کر سکتے ہیں۔



اطلاع برائے سالانہ اجلاس عام

نوٹس کے ذریعے یہ بتایا گیا ہے کہ کمپنی کی 35 ویں سالانہ جنرل میٹنگ 26 اکتوبر 2022 کو لیمن گرل، رماڈا کراچی کریک، ذوالفقار اسٹریٹ 1، ڈی ایچ اے فیئر VIII، کراچی میں صبح 09:30 بجے درج ذیل کاروبار سے متعلق ہوگی۔

(1) 26 اکتوبر 2021 کو منعقدہ کمپنی کی سالانہ جنرل میٹنگ کے اجلاس کی تصدیق کرنے کے لئے۔

(2) ڈائریکٹرز اور آڈیٹرز کی رپورٹ کے ساتھ 30 جون 2022 کو ختم ہونے والے سال کے لئے کمپنی کے آڈٹ شدہ مالی بیانات/اسٹیٹمنٹ موصول، غور و فکر اپنانے کے لئے۔

(3) 30 جون 2023 کو ختم ہونے والے سال کے لئے آڈیٹرز کی تقرری اور ان کا معاوضہ طے کرنا۔ میسرز یوسف عادل، چارٹرڈ اکاؤنٹینٹ، موجودہ آڈیٹرز ریٹائر ہو چکے ہیں اور اہل ہونے کے ناطے انہیں دوبارہ تقرری کے لئے پیش کیا گیا ہے۔

(4) چیئر پرسن کی اجازت سے کوئی دوسرا کاروبار کیا جائے گا۔

بجکم بورڈ
موسیٰ ہارون
کمپنی سیکریٹری

نوٹ:

شیرز کی منتقلی کے کھاتوں کا اختتام: کمپنی کے شیرز ٹرانسفر کے کھاتے 19 اکتوبر 2022 سے 26 اکتوبر 2022 تک بند رہیں گے (دونوں دن شامل ہیں) اس دوران رجسٹریشن کے لئے کسی بھی شیرز کی منتقلی قبول نہیں کی جائے گی۔ شیرز کی منتقلی کی درخواستیں جو درست حالت میں کمپنی کے رجسٹرار FAMCO Associate Pvt. Limited کو 18 اکتوبر 2022 کے کاروبار بند ہونے تک موصول ہو جائے گی ان شیرز ہولڈرز کو سالانہ اجلاس عام میں شرکت اور حق رائے کا استحقاق حاصل ہوگا۔

سالانہ اجلاس میں شرکت: مذکورہ اجلاس میں تقریر اور ووٹ ڈالنا ممبر کا حق ہے کہ وہ اپنی جگہ تقریر کرنے اور ووٹ ڈالنے کے لئے اپنا نمائندہ (Proxy) مقرر کرے اور مقرر کردہ نمائندے کے پاس مذکورہ بالا اجلاس میں شرکت، بولنے اور ووٹنگ کے احترام جیسے حقوق حاصل ہوں گے جیسا کہ ممبر کو دستیاب ہیں۔
CDC اکاؤنٹ ہولڈرز کو مزید سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے جاری کردہ 26 جنوری 2000 کے سرکل نمبر 1 میں دی گئی ہدایات پر عمل کرنا ہوگا۔
نمائندے کے مناسب طریقے سے مکمل، دستخط شدہ اور مہر ثبت آلہ (جیسا کہ منسلک ہے) اور دوسرا اتھارٹی جس کے تحت اس پر دستخط کیئے جاتے ہیں یا اس کی تصدیق کے لئے تصدیق شدہ کاپی منسلک مستند ہوتی ہے، لازمی ہے کہ وہ کمپنی کے رجسٹرار آفس میں سیکریٹری کے پاس اجلاس کے آغاز سے 48 گھنٹے قبل درج ہوں۔ نمائندے کو بذات خود کمپنی کے ممبر ہونے کی ضرورت نہیں ہے۔

A- اجلاس میں شرکت کے لئے: ان افراد کی صورت میں جب اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر یا وہ شخص جس کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور ان کی رجسٹریشن کی تفصیلات پاکستان لمیٹڈ سینٹرل ڈیپازٹمنٹ کمپنی کے مطابق اپ لوڈ کی جاتی ہیں تو وہ اپنا اصلی کمپیوٹرائزڈ NIC یا اصلی پاسپورٹ دکھا کر اپنی شناخت کی تصدیق کرے گا۔ میٹنگ میں شرکت کے وقت کارپوریٹ/اعتماد کی صورت میں، بورڈ آف ڈائریکٹرز/ٹرسٹیز/پاور آف اٹارنی برائے نامزد نمونے کے دستخط کے ساتھ میٹنگ کے وقت پیش کئے جائیں گے۔ CDC میں رجسٹرڈ ممبران سے بھی درخواست ہے کہ وہ اپنی تفصیلات، شناختی کارڈ اور اکاؤنٹ نمبر جو CDC میں رجسٹرڈ ہیں ساتھ لائیں۔



PROXY FORM

The Company Secretary
Gillette Pakistan Limited
11th Floor, The Harbour Front,
Dolmen City, HC-3, Block-4,
Abdul Sattar Edhi Avenue Clifton,
Karachi - 75600, Pakistan.
Tel: + (92 21) 3520 5088
Fax: + (92 21) 3529 6150

Folio No. _____

I / We _____

being a Member of Gillette Pakistan Limited hereby appoint _____

or failing him / her _____

as my / our proxy in my / our absence to attend and vote for me / us and on my / our behalf at the 35th Annual General Meeting of the Company to be held on October 26, 2022 and at any adjournment thereof.

As witness my hand this _____ day of _____ 2022

Signed by the said _____

in the presence of _____

Important:








1. Signatures should agree with the specimen signatures registered with the Company.
2. This form of proxy duly completed and signed across a revenue stamp, must be deposited at the Company's registered office not less than 48 hours before the time for holding the Meeting.










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