

# GILLETTE PAKISTAN LIMITED

## **Remuneration of Directors**

A formal policy to review and approve the remuneration of directors is in place which is also mentioned in articles of the Company. The Company believes in remunerating its independent directors adequately to justify their continued guidance and contributions to the Company's objectives, good corporate governance and sustained long-term value creation for shareholders while maintaining their independent status. As per the policy, no remuneration is given to non-executive directors.

## **Investors / Shareholders - Relation and Communication Policy**

The purpose of this policy by Gillette Pakistan Limited is to ensure transparency in disclosing material information to shareholders, potential investors, stakeholders, public, and regulators in a timely manner. The aim is to provide a level playing field for all investors to make informed investment decisions. This policy aligns with applicable laws, regulations, including those of the Pakistan Stock Exchange, the Listed Companies (Code of Corporate Governance) Regulations 2019, Companies Act 2017, and leading industry practices.

## **Conflict of Interest Policy**

The purpose of this policy is to maintain stakeholders' trust by identifying, disclosing, and managing conflicts of interest effectively to uphold the Company's reputation and integrity. It covers personal and business conflicts and applies to all directors, officers, managers, employees, their immediate/close family members, and any other individuals or entities working for or on behalf of the Company. The parent company has provided a portal to disclose all the potential conflicts to monitor all business decision accordingly.

## **Marketing Policy**

The purpose is to align marketing strategies with the company's vision, aiming to promote the brand consistently for positive public perception and stakeholder relationships, fostering brand advocacy. The marketing policy emphasizes alignment of strategies with the corporate vision, annual plan approval, and informed decisions backed by market research. It stresses the importance of maintaining brand integrity, truthful advertising, and nutritionally sound health benefit claims.

## **Procurement of Goods and Services Policy**

The policy aims to drive long-term growth and competitive advantage by focusing on value creation, leveraging technology to enhance supply chain operations, and fostering strong partnerships with vendors and internal stakeholders.

The Company's procurement is managed by associate company where it emphasizes a resilient supply chain and transparent vendor selection based on predetermined criteria and a vendor Code of Conduct. Zero tolerance for non-compliance and corruption is enforced, with consideration for vendor interests.

## **Related Party Transactions Policy**

The Board of Directors intends to implement this Policy in accordance with relevant laws and regulations, including the Companies Act 2017 and Listed Companies (Code of Corporate Governance) Regulations 2019. The Policy aims to ensure proper identification, review, approval, governance, monitoring, and reporting of transactions between the Company and its Related Parties. It outlines

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approved pricing methods for arm's length transactions and requires justification for non-arm's length ones.

## **Annual Evaluation of Board and its Members, and Committees Policy**

The policy aims to assess the accountability, transparency, and effectiveness of the Board of Directors and its committees, ensuring their dedication to effective corporate governance and alignment with the company's strategy and objectives. The policy establishes a formal mechanism overseen by the Board Secretary to evaluate the performance of the Board, individual members, and committees. This evaluation aims to assess behavioral attributes, cultural aspects, and overall effectiveness through a comprehensive questionnaire covering areas such as Board composition, leadership, planning, effectiveness, accountability, company strategy, and committee performance. Evaluations will be conducted annually by the Company and facilitated by an external independent evaluator at least once every three years.

## **Governance of Risk, Internal Control Measures and Risk Management Policy**

The policy aims to help Company achieve its strategic goals and business objectives by establishing an integrated risk management framework. This framework will facilitate the proactive identification, mitigation, and monitoring of business risks in a collaborative manner. The Company sets risk appetite and oversees the framework, with possible assistance. Business Units manage risks and make decisions, while Risk Management designs and monitors the framework, escalating issues. Internal Audit provides assurance. Management analyzes roles, and employees participate in minimizing risks, ensuring adherence to laws/regulations.

## **Corporate Social Responsibility and Sustainability Policy**

Company is committed to sustainable development through business practices and partnerships, aiming for a sustainable and equitable future in partnership with associate company. The CSR and sustainability policy guides ethical culture and a sustainable business model. Management drives sustainable development goals through environmental, social, and governance priorities.

## **Health, Safety and Environment Policy**

Company in association with its associate company, prioritizes the safety of employees, vendors, contractors, and the public. They aim to integrate effective environmental, health, and safety programs into their business to minimize risks and ensure compliance with international standards. The company commits to providing resources and support for continuous improvement in health, safety, and environmental management.

## **Capital Expenditure**

The purpose of this policy is to guide Company in effectively planning, sanctioning, monitoring, and controlling capital expenditure to ensure the enduring benefits of such investments. The company's capital expenditure policy aligns with overall strategic direction, supported by feasibility studies and financial projections, following accounting standards. Emphasis is placed on physical security, procurement policy compliance, and maintaining a framework aligned with the policy.