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# KEY FIGURES



Operating Profit

Rs. **3,243** Million



Profit after Tax

Rs. **2,536** Million



Earnings per Share

Rs. **2.88**



# COMPANY INFORMATION

## Board of Directors

Lt. General (Retd) Muhammad Saeed\*  
(Chairman)

Mr. Shahab Qader Khan  
(Chief Executive)

Mr. Aqeel Ahmed Nasir

Mr. Hafiz Mohammad Yousaf

Mr. Saad Iqbal

Mr. Naveed Asghar Chaudhry

Mr. Khawaja Khalil Shah

Ms. Mahwish Humayun Khan

Mr. Muhammad Arfan

## Audit Committee

Mr. Hafiz Mohammad Yousaf  
(Chairman)

Mr. Saad Iqbal

Mr. Naveed Asghar Chaudhry

Mr. Khawaja Khalil Shah

Mr. Muhammad Arfan

## HR Committee

Ms. Mahwish Humayun Khan  
(Chairperson)

Mr. Aqeel Ahmed Nasir

Mr. Hafiz Mohammad Yousaf

Mr. Naveed Asghar Chaudhry

Mr. Muhammad Arfan

## Investment Committee

Mr. Naveed Asghar Chaudhry  
(Chairman)

Mr. Aqeel Ahmed Nasir

Mr. Hafiz Mohammad Yousaf

Mr. Saad Iqbal

Mr. Khawaja Khalil Shah

## Special Committee

Mr. Muhammad Arfan  
(Chairman)

Mr. Aqeel Ahmed Nasir

Mr. Naveed Asghar Chaudhry

Mr. Saad Iqbal

## CFO (Acting)

Mr. Zubair Aslam

## Company Secretary / Head Legal Counsel

Mr. A. Anthony Rath

## Head of Internal Audit

Mr. Sikandar Usmani

\*Lt. General (Retd) Muhammad Saeed has been  
appointed Director w.e.f. August 15, 2025 in place of  
Lt. General (Retd) Sajjad Ghani.

## Auditors

A.F. Ferguson & Co.  
Chartered Accountants

## Legal Advisor

Cornelius, Lane & Mufti

## Banks

### Conventional

Askari Bank Limited  
Bank Al-Habib Limited  
Habib Bank Limited  
Habib Metropolitan Bank Limited  
MCB Bank Limited  
National Bank of Pakistan  
Standard Chartered Bank (Pakistan) Limited  
United Bank Limited

### Islamic

AlBaraka Bank (Pakistan) Limited  
Askari Bank Limited-IBD  
Bank Alfalah Limited  
Dubai Islamic Bank Pakistan Limited  
Faysal Bank Limited  
Meezan Bank Limited  
National Bank of Pakistan-IBD  
The Bank of Punjab-IBD

## Share Registrar

THK Associates (Private) Limited  
Plot No. 32-C, Jami Commercial  
Street 2, DHA, Phase-VII  
Karachi 75500, Pakistan  
Tel: +92 (0)21 111 000 322  
Fax: +92 (0)21 34168271

## Registered Office

Office No. 309, 3rd Floor, Evacuee Trust Complex  
Agha Khan Road, F-5/1, Islamabad, Pakistan

## Corporate Office

5 B/3, Gulberg III  
Lahore 54660, Pakistan  
Tel: +92 (0)42 3577 2912-6  
Fax: +92 (0)42 3577 2922

## Power Project

Kot Addu Power Complex, Kot Addu  
District Muzaffargarh, Punjab, Pakistan  
Tel: +92 (0)66 230 1047-9  
Fax: +92 (0)66 230 1025

## Email / Website

Info@kapco.com.pk  
www.kapco.com.pk





# VISION

To be a leading power generation company, driven to exceed our shareholders' expectations and meet our customer's requirements

# MISSION

To be a responsible corporate citizen

To maximise shareholders' return

To provide reliable and economical power for our customer

To excel in all aspects relating to safety, quality and environment

To create a work environment which fosters pride, job satisfaction and equal opportunity for career growth for the employees





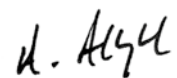
# NOTICE OF 29<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 29th Annual General Meeting of Kot Addu Power Company Limited will be held at Margala Hotel, M-2 Islamabad near Convention Center, 44000 Islamabad and through video link on Friday, October 24, 2025 at 10.30 a.m. to transact the following business:

## ORDINARY BUSINESS

1. To confirm the Minutes of the 13th Extraordinary General Meeting of the Company held on July 15, 2025.
2. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended June 30, 2025 together with Directors' and Auditor's Reports thereon.
3. To approve the final cash dividend of Rs. 2.50 per share, that is, 25% for the year ended June 30, 2025 as recommended by the Board of Directors. This is in addition to the interim dividend of Rs. 4.50 per share, that is, 45% already paid making a total cash dividend of Rs. 7.00 per share, that is, 70% for the year.
4. To appoint Auditors and fix their remuneration for the year ending June 30, 2026. The present Auditors, Messrs. A. F. Ferguson & Co., Chartered Accountants being eligible, offer themselves for reappointment.
5. To transact any other business with the permission of the Chairman.

By Order of the Board



**A. Anthony Rath**  
Company Secretary

Lahore  
September 15, 2025

## Notes:

### 1. Closure of Share Transfer Books

The share transfer books of the Company will remain closed from October 18, 2025 to October 24, 2025 (both days inclusive). Transfers received in order at the office of the Company's Share Registrar, THK Associates (Private) Limited at the close of business on October 17, 2025 will be treated in time for the purposes of payment of the final cash dividend (subject to approval of the members) and to attend and vote at the Meeting.

### 2. Appointment of Proxy

A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his/her behalf, provided such proxy is also a member.

3. An instrument of proxy and the Power of Attorney or other authority (if any) under which it is signed, or a Notary Public certified copy of such Power of Attorney, in order to be valid, must be deposited with the Company's Share Registrar, THK Associates (Private) Limited not later than (48) forty-eight hours before the time of holding the Meeting.

### 4. CDC Account Holders

CDC account holders in addition are required to follow the guidelines of Circular No.1 dated January 26, 2000 of the SECP for attending the Meeting:

- (i) In case of individuals: The account holder or sub account holder and / or the person whose securities are registered on CDS; and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card ("CNIC") or original passport at the time of attending the Meeting. Members are also required to bring their Participants' I.D. Number and Account Numbers in CDS.
  - (ii) In case of a corporate entities: Board of Directors' Resolution / Power of Attorney with specimen signature of nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.
5. A Proxy Form, both in English and Urdu language, is being separately sent to members along with the Notice of Meeting.
6. Notice of Meeting as well as Proxy Form in English and Urdu languages have been placed on the Company's website ([www.kapco.com.pk](http://www.kapco.com.pk)).





## 7. Video Conference Facility and Attendance

To attend the Meeting virtually, a member is required to send an email to [general.meetings@kapco.com.pk](mailto:general.meetings@kapco.com.pk) with email address, name, folio number, CNIC and number of shares held in his/her name with subject "Registration for 29th AGM of KAPCO". A video link to join the meeting will be shared with a member whose email, containing all the required particulars, are received not later than 48 (forty-eight) hours before the time of the meeting.

## 8. Availability and Transmission of Annual Audited Financial Statement

In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the website of the Company which can be downloaded from the following web link and QR enabled code:

[https://www.kapco.com.pk/?page\\_id=54](https://www.kapco.com.pk/?page_id=54)



## 9. Change of Address

Members are requested to immediately notify change of address to the Company's Share Registrar at the following address:

THK Associates (Private) Limited  
KAPCO Share Registrar  
Plot No. 32-C, Jami Commercial Street 2  
Phase VII, DHA  
Karachi, 75500, Pakistan

## 10. Prohibition of Gift

In view of prohibition under Section 185 of the Companies Act, 2017, the Company does not distribute gifts in any form to its members in the general meetings.

# Important Notes to the Members

## 1. CNIC Copy

Members are requested to submit a copy of their valid CNIC (only physical members), if not already provided to the Shares Registrar of the Company. Corporate account holders should submit National Tax Number, if not yet submitted. In case of non-submission of CNIC/NTN Certificate (copy), all future dividends will be withheld till provision of these documents.

## 2. E-Dividend (Mandatory)

In accordance with the provisions of Section 242 of the Companies Act, 2017 and E Dividend Regulations of the SECP through S.R.O. 1145(1)/2017 dated November 6, 2017, it is mandatory for the Company to pay cash dividend to the members only through electronic mode directly into the bank account designated by the Member.

In order to receive dividends directly into bank accounts, members are requested to fill in Dividend Mandate Request Form available at Company's website [www.kapco.com.pk](http://www.kapco.com.pk) and to send the same duly signed along with copy of CNIC to the Company's Share Registrar, in case of physical shares. In case the shares are held on the CDS, the Form required to be submitted directly to the Member's broker/participant/CDC Account Services.

In case of non-compliance, the Company will be constrained to withhold payment of dividend to such Member.

## 3. Unclaimed Dividend

The Company has previously discharged responsibility under Section 244 of the Companies Act, 2017 whereby the Company approached such members to claim their unclaimed dividend in accordance with the law.

Members, whose dividends are still unclaimed, are hereby once again advised to approach the Company to claim their outstanding dividend amounts. An updated list of unclaimed dividends is available on the Company's website [www.kapco.com.pk](http://www.kapco.com.pk).

## 4. Centralized Cash Dividend Register (CCDR)

Central Depository Company ("CDC") has developed Centralized Cash Dividend Register ("CCDR"), an eServices web portal which would incorporate details pertaining to cash dividends paid, unpaid or withheld by listed companies. The CCDR will help to maintain history of dividends paid to members by listed companies and access of all such information will be provided to the respective members. The web portal will facilitate members of listed companies in retrieving details of cash dividends from the centralized register and using the same for their record purposes.

You may access CCDR via <https://eservices.cdcaccess.com.pk>. In addition, the Dividend/Zakat & Tax Deduction Report can also be obtained directly from your Participant (stock broker) which has been provided to them on their CDS terminals.

## 5. Conversion of Physical Shares into CDS

In compliance with the requirements of Section 72 of the Companies Act, every existing listed company is required to replace his/her physical shares with book-entry form in a manner as may be specified and from the date notified by the SECP, within a period not exceeding four years from the commencement of the Companies Act, that is, May 30, 2017.

Members having physical share certificates are requested to convert their shares from physical form into book entry form as early as possible. It would facilitate the members in many ways including safe custody of shares, no loss of shares, avoidance of formalities required for issuance of duplicate shares and readily available for sale and purchase in open market at better rates.

## 6. Deduction of Income Tax from Dividend under Section 150

The Government of Pakistan through Finance Act, 2019 made certain amendments to Section 150 of the Income Tax Ordinance, 2001 whereby different rates have been prescribed for deduction of withholding tax on the amount of dividend paid by the companies in the following manner:

For Active tax payers	15%
For non-active taxpayers	30%

Active taxpayers should ensure that their names duly appear on the Active Tax Payers List (ATPL) of the Federal Board of Revenue (FBR). You may visit the FBR website for assistance. Should the name of a member be absent on the ATPL, the Company will be constrained to deduct tax at 30% notwithstanding that such member may be an income tax filer.

In case of joint accounts, FBR has clarified that withholding tax will be determined separately on 'Active/ Non-Active' status of principal members as well as joint-holder(s) based on their shareholding proportions. Members holding shares jointly are advised to provide shareholding proportions of principal member and joint-holder(s) in respect of shares held by them, if not already provided, at the earliest to the Share Registrar on the following format, otherwise it will be assumed that share are held in equal proportion:

Company Name	Folio/CDS Accounts Number	Total Shares	Principal Shareholder		Joint Shareholders	
			Name & CNIC	Shareholding proportions (No. of Shares)	Name & CNIC	Shareholding proportions (No. of Shares)

In another clarification by FBR, valid tax exemption certificate for claim of exemption under section 150, 151 and 233 of the Income Tax Ordinance, 2001 is required where statutory exemption under clause 47B of Part-IV of the Second Schedule is available. Such certificate U/S 159(1) of the Income Tax Ordinance, 2001 issued by concerned Commissioner of Inland Revenue is to be produced to avail tax exemption.

Corporate members having CDC accounts are required to provide their National Tax Number (NTN) to their participants. Corporate physical members should send a copy of their NTN certificate to the Share Registrar. Members while sending NTN or NTN certificates, as the case may be, must quote company name and their respective Folio Numbers.

## 7. Circulation of Annual Audited Financial Statements through QR Enabled Code

Annual Financial Statements of the Company for the financial year ended June 30, 2025 have been placed on the Company's website ([www.kapco.com.pk](http://www.kapco.com.pk)).

SECP vide its SRO No.389(1)/2023 dated March 21, 2023 has allowed companies to circulate Annual Audited Financial Statements along with notice of general meeting to its members through QR enabled code at their registered addresses.

Notwithstanding the above, the Company will provide hard copies of the Annual Report, 2025, to any member on their request at their registered address within one (1) week of receiving such request.

# BOARD OF DIRECTORS



## **Lt. General (Retd) Muhammad Saeed** (Chairman)

Lt. General (Retd) Muhammad Saeed, HI (M) has been appointed Director on August 15, 2025 and elected Chairman Board of Directors, on even date. He is also the Chairman of the Pakistan Water & Power Development Authority.

General Saeed got commissioned in an Infantry Battalion on April 13, 1987. He is a graduate of Command and Staff College, Quetta and National Defence University, Islamabad. During his illustrious military career, he was employed on various command, staff and instructional appointments to include Brigade Major of an Independent Infantry Brigade, Deputy Assistant Military Secretary and Staff Officer to Military Secretary at Military Branch, Private Secretary to Chief of Army Staff and Director General Analysis at Inter-Services Intelligence. He has served on the faculty of School of Infantry and Tactics Quetta, Pakistan Military Academy Kakul and Command and Staff College Quetta. He has also been the President National Defence University, Islamabad.

General Saeed has commanded his parent unit, an Infantry Brigade, an Infantry Division, Pakistan Rangers (Sindh) and 5 Corps in Karachi. He served as Chief of General Staff at General Headquarters and finally served as National Coordinator of Special Investment Facilitation Council before his retirement. The Government of Pakistan awarded him Hilal-i-Imtiaz in recognition of his contributions during Operation "Bunyan-um-Marsoos" and Marka-e-Haq.



## **Mr. Shahab Qader Khan** (Chief Executive)

Mr. Shahab Qader Khan has been appointed Chief Executive of the Company with effect from January 22, 2025. Mr. Khan has been associated with the energy sector for more than 28 years. During this time, he has been extensively involved in multiple large scale energy projects. His last association was with K-Electric as Chief Strategy Officer. Prior to this, he was with Engro Powergen Qadirpur Limited as Chief Executive. He has previously worked for Engro Energy Limited as Vice President Business Development, Siddiqsons Energy Limited as Chief Executive and as Head of Commercial for Sindh Engro Coal Mining Company. He holds an engineering degree from UET Lahore and is an alumnus of INSEAD France.



## **Mr. Aqeel Ahmed Nasir** (Director)

Mr. Aqeel Ahmed Nasir has been a Director since March 2015. Mr. Nasir is the Company Secretary & Chief Legal Counsel of United Bank Limited (UBL). Mr. Nasir has to his credit more than 20 years experience in the legal and financial sector of both the public and private sector.

Mr. Nasir is a Master of Laws (LL.M.) from the University of London, England. He is the Chairman of Central Depository Company of Pakistan Limited (CDC). He is also a Director on the Board of Directors of UBL Currency Exchange Limited and Pakistan Railways Freight Transportation Company (PRFTC). His previous employments include Sui Southern Gas Pipelines Company Limited, Pakistan PTA Limited and ICI worldwide Group Company.



## **Mr. Hafiz Mohammad Yousaf** (Director)

Mr. Hafiz Mohammad Yousaf has been Director since June 21, 2019. Mr. Yousaf is a highly qualified professional having diversified qualifications from the renowned Institutions of Pakistan, USA, and Canada. He is a Fellow Member of the Institute of Chartered Accountants of Pakistan (ICAP), Fellow Member of American Institute of Certified Public Accountants (AICPA) and Member of Canadian Institute of Chartered Professional Accountants (CICPA) besides being member of many other renowned international professional institutions.

Mr. Yousaf possesses over three decades of diversified post qualification experience as a Chartered Accountant, (including two decades at a Big 4 accounting firm as Partner/Country Leader Consulting). His core areas of specialization are corporate finance and restructuring, corporate compliance and regulations, governance and oversight, assurance, consulting and financial advisory services. He has handled, directed and managed a wide variety of complex professional assignments for private and public sectors, national and international entities.

Mr. Yousaf has the honor of serving the council of ICAP for eight years (2009-17) in various leadership positions including being its President for 2015-16 term and represented Pakistan on various prestigious international forums including International Federation of Accountants (IFAC), International Accounting Standard Board (IASB), Asian Oceania Standards Setters Group (AOSSG), CA Worldwide (CAW) and South Asian Federation of Accountants for many years on different meetings and conferences. He has also served on the Boards of State Bank of Pakistan (SBP), and Securities and Exchange Commission of Pakistan (SECP) including chairing their Audit and Oversight Committees respectively besides being part of many other important committees of the Boards. Currently he is also a Board Member of SAMBA Bank Limited, Pakistan Security Printing Corporation, Security Papers Limited and Security General Insurance Company Limited.





### Mr. Saad Iqbal(Director)

Mr. Saad Iqbal has been Director of the Company since November, 2016. Mr. Saad Iqbal brings over 10 years of strategic leadership, operational excellence, and visionary thinking to the organization. He started his career from his family business; under his leadership and direction the group of companies expanded to many renewable ventures. His dedication to continuous learning is evident through his acquisition of several certificates from esteemed institutions. With a proven track record of driving sustainable growth and fostering innovation, he has successfully led cross-functional teams, expanded market presence, and built strong stakeholder relationships. Mr. Saad Iqbal is known for his ability to align business objectives with long-term vision, ensuring both profitability and positive impact. Under his leadership, the company has achieved significant milestones, reinforcing its position as an industry leader. He is currently adding value to many listed businesses as CEO in Filters Pakistan (Pvt) Limited, Metro Wind Power Limited and Metro Solar Power Limited & Director in Gul Ahmed Energy Limited, Hub Power Company Limited, Metro Power Company Limited, Tariq Glass Industries Limited and Millat Tractors Limited. Passionate about empowering people and embracing change, Mr. Saad Iqbal continues to steer the organization toward new opportunities and greater success.



### Mr. Naveed Asghar Chaudhry (Director)

Mr. Naveed Asghar Chaudhry has been Director since February 19, 2020. He is Fulbright Scholar and has done his MS in Finance and MA in Economics from Georgia State University, USA and an MBA from Australian National University. In addition, he has a BS in Electrical Engineering from University of Engineering & Technology Lahore. He belongs to the Pakistan Audit & Accounts Service and possesses more than 18 years of professional working experience. During his career he has served at senior positions including Director of a Department of the Auditor General of Pakistan, Economic Specialist at US Consulate General Karachi and Directing Staff at Civil Services Academy, Lahore.

He is a Member Finance of the Pakistan Water and Power Development Authority (WAPDA). Mr. Asghar is also a Director on the Board of Directors of Neelum Jhelum Hydropower Company Limited, Diamer Basha Dam Company and First Credit and Investment Bank Limited. He is Member of American Economic Association, member of American Finance Association and Member of Pakistan Engineering Council.



### Mr. Khawaja Khalil Shah(Director)

Mr. Khawaja Khalil Shah has been elected Director of the Company on October 2, 2024. Khawaja Khalil Shah is currently the Chief Executive Officer of MCB Investment Management Limited which he joined in November 2023. He has around 35 years of extensive banking experience in corporate business development and risk management. Before his current role at MCB Investment Management Limited, he served as Chief Risk Officer at MCB Islamic Bank Limited, where he was instrumental in developing and implementing risk management framework from scratch. In his tenure as Business Head-Portfolio Management in the Wholesale Banking Group at MCB Bank Limited, he successfully managed large portfolios, driving significant business growth and fostering strong client relationships.

Khalil has also held key positions at Al-Faysal Investment Bank and Faysal Bank Limited, where he contributed to the development and execution of strategic initiatives that enhanced the banks' market positions. He has also worked at Union National Bank, Abu Dhabi on corporate relationship management side. His extensive experience in both conventional and Islamic banking has equipped him with a unique perspective and a comprehensive understanding of the banking and financial sectors. He holds an MBA degree from Lahore University of Management Sciences.



### Ms. Mahwish Humayun Khan(Director)

Ms. Mahwish Humayun Khan has served on the Board of Directors of Kot Addu Power Company (KAPCO) since 2021 and is the Chairperson of the HR Committee. She brings more than 12 years of leadership experience in corporate governance, financial oversight, and strategic communications across the energy, development, and multilateral sectors.

In addition to her role at KAPCO, Mahwish has advised several United Nations agencies, including the UN Statistics Division, UNICEF, UN-Habitat, WHO, and the UN Resident Coordinator's Office. Her international work has focused on governance, strategic communications, program visibility, and stakeholder engagement, with a strong emphasis on sustainable development. She has also worked with the International Food Policy Research Institute (IFPRI) in Washington DC, supporting global programs on food security and policy reporting.

She holds an MBA in Finance & Investment from NUST Business School, Pakistan, and a Master's in International Political Economy & Development from Fordham University, New York, where she attended as a Fulbright Scholar.



### Mr. Muhammad Arfan(Director)

Mr. Muhammad Arfan has been appointed as Director of the Company with effect from April 21, 2025. Mr. Arfan is the Acting Member (Power) of WAPDA and the Chief Executive of Neelum Jhelum Hydro Power Company (Private) Limited. He has comprehensive experience of more than thirty years in Hydropower Planning, Construction, Operation and Maintenance for sector development with more than six years of experience as Chief Executive and in-charge WAPDA Rehabilitation Projects; project director and responsible for maintenance and operation of Mega Hydropower Plant; and Principal, WAPDA Administrative Staff College. Mr. Arfan is successfully leading and executing large-scale hydropower projects including Optimization of Plant Performance, Managing Multidisciplinary teams, and implementing innovative solutions to enhance operational efficiency and reliability.

Mr. Arfan has done his BSc. Mechanical Engineering (Gold Medalist) from the University of Engineering and Technology, Peshawar. He has also done his Master of Engineering in Mechanical from the Asian Institute of Technology, Bangkok, Thailand. He also attended various trainings in Pakistan and abroad. He is also the director of Diamer Basha Hydro Power Company (Private) Limited.

# CODE OF CONDUCT

## Introduction

This Code of Conduct (this “Code”) establishes a standard of conduct for Directors and employees of the Company; deters wrongdoing and promotes honest and ethical conduct of Directors and employees. It also promotes compliance with applicable laws, rules and regulations which apply to the Company, its Directors and employees.

This Code is not meant to cover all possible situations that may occur. It is designed to provide a frame of reference against which to measure activities. You should seek guidance when in doubt about the proper course of action in a given situation, as it is ultimately your responsibility to “do the right thing”.

You should always be guided by the following basic principles:

- Avoid any conduct that could damage or risk the Company or its reputation.
- Act legally and honestly.
- Put the Company’s interests ahead of personal or other interests.

This Code is a living document, which may change over time.

This Code is not an employment contract between you and the Company. Violations of this Code may lead to disciplinary action and also culminate in termination of employment.

This Code does not supersede, change or alter any Company policies and procedures already in place or which may be put in place, from time to time.

This Code is not intended to and does not create any rights in any employee, customer, supplier, competitor, shareholder or any other person or entity.

## Scope

This Code applies to the Company’s Directors to the extent of carrying out their director-related activities.

For the purposes of this Code, references to “employee(s)” include officers, staff, trainees, temporary employees, and contract employees (including those employed by third party contractors).

## Section I

### Compliance with Laws, Rules and Regulations

The Company, its Directors and employees are bound by the law. Compliance with all applicable laws and regulations must not be compromised. No one will be subject to retaliation because of a good faith report of a suspected violation. If an employee fails to comply with an applicable law, rule or regulation, he/she may be subject to disciplinary measures, upto and including termination of employment.

To avoid inadvertent violations, you are encouraged to ask questions when there is uncertainty. To encourage open communication, you may discuss the matter with the Company Secretary.

## Section II

### Conflicts of Interest

A conflict of interest occurs when your personal interests (financial or other) interfere, or even appear to interfere, in any way, with the interests of the Company. Conflicts of interest can also arise when you take actions or have interests, or a member of your family has interests, that may make it difficult for you to perform your duties to the Company objectively and effectively. When a potential conflict of interest arises, it is important that you act with great care to avoid even the appearance that your actions were not in the best interest of the Company.

Some examples for avoiding conflicts of interest are as follow:

- You will deal with all suppliers, customers, and all other persons doing business with the Company in a completely fair and objective manner without favour or preference based upon personal financial or relationship considerations.
- You will not accept from or give to any supplier or, customer any gift or entertainment except as allowed under Section III (Gifts, Meals and Entertainment) below.
- You will not do business on behalf of the Company with a member of your family or a close relative, unless the transaction is disclosed in writing, to the Chief Executive, who determines that the transaction is on arms-length terms and is consistent with the purposes of this Principle. A close relative would include a spouse, parent, parent-in-law, sibling, sibling-in-law, child or son/ daughter-in-law.

- You will not, directly or indirectly, have a financial interest with any individual, firm or company which does or seeks to do business with the Company whether as a customer, supplier, contractor, sub-contractor or service provider.
- You will not use your position in the Company to gain an unfair advantage over a customer, supplier, contractor or service provider including to the extent of obtaining any goods or services on credit, rebate or discount which is not available generally.

Conflicts of interest may not always be clear-cut. If in doubt you should consult with the Company Secretary. If an actual or potential conflict of interest arises, you are required to intimate the same in writing to the Company Secretary (or with respect to the Company Secretary, the Chief Executive) forthwith; and the Company Secretary is to report the same to the Chief Executive. The Company Secretary shall maintain a record of such reporting.

## Section III

### Gifts, Meals and Entertainment

You will not seek, accept, offer, promise, or give (directly or indirectly) anything of value including payments, fees, loans, services, entertainment, favours or gifts from or to any person or firm as a condition or result of doing business with the Company.

You may accept gifts, services or other items of value under the following circumstances:

- You may accept meals, travel, lodging, refreshment, or other normal business courtesies of reasonable value either in the course of a business meeting or to satisfy a reasonable business purpose of the Company.
- You may accept meals and entertainment, such as the occasional sporting event, provided that you do not do so frequently or under circumstances where your judgment could be influenced, or where the cumulative value of the entertainment is excessive. Any meals and entertainment involving substantial travel or an extended number of days cannot be accepted without the permission of the Chief Executive.
- You may accept discounts or rebates on merchandise or services that do not exceed those available to members of the general public.

- You may accept gifts of reasonable value including for commonly-recognised events or occasions, such as a promotion, new job, wedding, retirement, birthday or holiday.
- You may receive awards from civic, charitable, educational or religious organisations of reasonable value in recognition of services and accomplishments.
- You may receive gifts, gratuities, amenities or favours received because of family or personal relationships when the circumstances make it clear that it is those relationships rather than business of the Company that are the motivating factor.

If you receive gifts, services or other items of value under the above, you are required to intimate the same in writing to the Company Secretary (or with respect to the Company Secretary, the Chief Executive) forthwith. The Company Secretary shall maintain a record of such receivings.

If you are offered gifts, services or other items of value not in conformity with the exceptions noted above, or if either arrives at your office or home, you must report it to your superior in writing with a copy to the Company Secretary (or with respect to the Company Secretary, the Chief Executive).

## Section IV

### Outside Directorships and other Outside Activities

Outside of the Company, no activities shall be pursued if such activities will interfere with the employee's responsibilities for the Company, or if they create risks for the Company's reputation or if they in any other way are likely to conflict with the interests of the Company.

Unless requested by the Company to take up a particular position or activity, an employee shall pursue outside activities and positions at his own risk and within his spare time only subject to the condition that such position or activity do not in any manner whatsoever adversely impact the employee in the performance of his official duties and responsibilities and provided further that it is permissible to so do in terms of the employees employment contract with the Company.



An employee will not seek directorship in any company (public or private) without the prior written consent of the Chief Executive (and in case of the Chief Executive, the Board of Directors); and the directorships in other companies shall be capped at 4.

You will not participate, directly or indirectly, in a joint venture, partnership or other business arrangement with the Company.

## Section V

### Corporate Opportunities

When presented with opportunities related to the Company's business interests, you must first offer those opportunities to the Company. You will not take for yourself personally, or for members of your family and friends opportunities that are discovered through the use of Company property, information or position; nor use Company property, information, or position for personal gain. You may participate in such opportunities only with the prior written approval of the Chief Executive (or, with respect to the Directors, written approval of the Board of Directors).

## Section VI

### Fair Dealing

You will deal honestly and ethically with the Company and with the Company's customers, suppliers, employees and other stakeholders.

You will treat people fairly. You must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged or otherwise undisclosed information, misrepresentation of material facts or any other unfair-dealing practices.

You are prohibited from taking any action (or inaction) to improperly influence, coerce, manipulate or mislead the Company's internal or external auditors; or to prevent such persons from performing a diligent audit of the Company in accordance with their respective mandates.

## Section VII

### Accuracy and Integrity of Books, Records and Accounts

All Company books, records and accounts must accurately reflect the nature of the transactions recorded. Books and records include but are not limited to ledgers, vouchers, bills, invoices, time sheets, expense reports, payroll and benefits records and other essential Company data. All assets and liabilities of the Company must be properly recorded in the regular books of account. No undisclosed or unrecorded fund or asset shall be established in any amount for any purpose. No transaction or arrangement shall be structured to circumvent the Company's internal control systems. No false or artificial entries shall be made for any purpose. No payment shall be made, nor purchase price agreed to with the intention or understanding that any part of such payment is to be used for any purpose other than that described in the document supporting the payment.

## Section VIII

### Protection and Proper use of Company Assets

You are expected to protect the Company's assets and ensure their efficient use, and are prohibited from engaging in theft, carelessness, or waste. All Company assets should be used for legitimate business purposes, but incidental personal use may be permitted if ancillary to a business purpose. You are prohibited from making any improper use of Company property such as Company funds, software, e-mail systems, voice mail systems, computer networks, Company vehicles, rental cars rented on behalf of the Company, and facilities for personal benefit or profit.

## Section IX

### Insider Trading

You, your spouse or minor children shall not trade in or recommend to any third party the purchase or sale of the Company's shares (or any other equity or debt securities of the Company) while you are in possession of material non-public information regarding the financial, operational or other prospects of the Company that have not been publicly disclosed and disseminated.

You, your spouse or minor children shall also similarly abstain from trading in, or recommending the purchase or sale of the securities of any other company that issues publicly-traded shares/securities of which you may have obtained material non-public information as a result of your employment by or affiliation with the Company.

You shall not pass-on, tip or disclose any material non-public information to third parties except when done so for valid business purposes (and covered by an appropriate confidential disclosure agreement) under proper authorisation.

As per the securities laws, the communication by an “insider” of purchase or sale of a security while in possession of “material non-public information” is illegal and a crime and is subject to substantial fines, damages, imprisonment and other proceedings. “Insiders” include employee’s relatives and other who have access to a Director or an employee. Any use by the “insider” of this information for trading securities or by disclosure by way of “tips” to third parties is dubbed as “insider trading”.

The Company shall impose a ‘closed period’, from time to time, during which the Directors and certain identified employees shall be prohibited directly or indirectly, from engaging in transactions involving the Company’s shares (or any other equity or debt securities of the Company).

In the absence of the above conditions, you may make investments in listed securities (including those of the Company).

## Section X

### Workplace Harassment

The Company is an equal opportunity employer and is committed to cultivating a diverse work environment where individual differences are appreciated and respected. It is the Company’s policy, through responsible management, to recruit, hire, train, and promote persons regardless of their cast, colour, sex or religion.

You will maintain an environment that is free from harassment in which all employees are equally respected. Workplace harassment would include but not be limited to sexual harassment, disparaging comments and insinuations based on gender, religion, race and ethnicity.

## Section XI

### Families and Relatives

Family members may be hired as employees or consultants only if the appointment is based on qualifications, performance, skills and experience and provided that there is no direct reporting relationship between the employee and his or her relative. These principles of fair employment will apply to all aspects of employment, including compensation, promotions and transfers, as well as in case that the relationship develops after the respective employee has joined the Company.

If your spouse, your children, parents, or in-laws, or someone else with whom you have a family relationship is a customer or supplier of the Company or is employed by one, you must disclose the situation to the Company Secretary (or, with respect to the Company Secretary, to the Chief Executive) so that the Company may assess the nature and extent of any concern and how it can be resolved. If you have any doubt as to whether or not conduct or a relationship would be considered an actual or apparent conflict of interest or could be expected to give rise to such a conflict, you should consult with the Company Secretary.

## Section XII

### Weapons, Workplace Violence, Drugs, Alcohol and Gambling

You will not display and/or carry weapons or explosives on Company premises (including the residential colony), unless as a security personnel you have a licensed weapon. Similarly, the Company will not tolerate any level of violence in the workplace or in any work-related setting or the residential colony.

Without prejudice to the contents of the preceding paragraph, in case of a licensed weapon, you shall be required to give written notice to the Security Manager and provide him with a true copy of the license (and renewal thereof). Further, it shall be your obligation to ensure that such licensed weapon is duly and properly secured in a safe and secure place.

The use of alcohol and illegal drugs is strictly prohibited in the workplace; and all forms of gambling on Company premises is forbidden.

## Section XIII

### Confidential Information

For the purposes of this Code, Confidential Information of the Company includes all non-public information, correspondence, documents, papers, records, drawings and data (collectively, the "Confidential Information").

You must maintain the confidentiality of Confidential Information entrusted to you by the Company or which comes to your knowledge on account of the position you hold. You may disclose Confidential Information if you are duly authorised by the Company or legally mandated to do so. Prior to making a disclosure of any Confidential Information which is legally mandated, you are required to consult with the Company Secretary.

You shall not keep or make or keep for personal use copies of any Confidential Information. All Confidential Information should be surrendered to the Company when you cease (for whatever reason) to be a Director or employee (as the case may be) of the Company.

The Company respects that third parties have a similar interest in protecting their confidential information. In case that third parties including suppliers or customers share with the Company confidential information, such information shall be treated with the same care as if it was the Company's confidential information.

## Section XIV

### Responding to Inquiries from the Press and Others

Those of you who are not official spokespersons of the Company shall not speak with any third party as Company representatives. Officer(s) authorised by the Chief Executive shall respond to requests for financial or other information about the Company from the media (print or electronic), financial analysts, or the public. Requests for information from regulators or the government should be referred to the Company Secretary. In each of these instances the Officer(s)





authorised or the Company Secretary (as the case may be) shall in a timely manner seek instructions from the Chief Executive and intimate him the details of the responses made.

## Section XV

### Accountability for Adherence to the Code

Each of us is responsible for our decision-making and for adherence to the Principles set forth in this Code.

### Internal Investigations

The Company will promptly investigate all alleged violations and potential violations of this Code, or of any related Company standard, policy or procedure. Any allegations will be treated confidentially, to the extent consistent with the Company's interests and its legal obligations.

No person covered by this Code may conduct his/her own investigation. Each of us is expected to cooperate in the investigation of an alleged violation of this Code.

If the Company determines that corrective action is necessary to fix a problem and avoid the likelihood of its recurrence, the Company will promptly decide what steps to take, including legal proceedings when appropriate.

### Disciplinary Action

Appropriate disciplinary action will be taken for violation of this Code, or any related Company standard, policy or procedure, including for:

- Authorisation of or participation in violations.
- Failure to report a violation or potential violation.
- Refusal to cooperate in the investigation of an alleged violation.
- Failure by a violator's supervisor(s) to detect and report a violation, if such failure reflects inadequate supervision or lack of oversight.

## Section XVI

### Waivers and Amendments

The Board of Directors may waive or amend a provision of this Code subject to any applicable regulation/law.

# WHISTLE BLOWING POLICY & PROCEDURE

## 1. Policy Statement

- 1.1 The Company is committed to achieving and maintaining high standards of behaviour at work from its employees. Employees are expected to conduct themselves with integrity, impartiality and honesty. The Company seeks to develop a culture where inappropriate behaviour at all levels is challenged. To achieve this, the Company encourages reporting of genuine concerns of malpractices, illegal acts or failures to comply with recognised standards of work without fear of reprisal or victimisation.

This Policy is accompanied by a Procedure that should be followed when “blowing the whistle”.

- 1.2 The Company will not tolerate harassment or victimisation of a genuine whistle blower (including informal pressures) and will treat such conduct as gross misconduct, which if proven, may result in dismissal.
- 1.3 The Board of Directors reserves the right to amend this Policy and Procedure as necessary to meet any change in requirements.
- 1.4 If there is anything which you think the Company should know about, kindly use the Procedure. By knowing of a malpractice at an early stage, the Company can take necessary steps to safeguard the interests of others and protect the organisation. Please do not hesitate to “blow the whistle” on wrongdoing.

## 2. What is Whistleblowing?

- 2.1 This Policy is designed to deal with concerns raised in relation to specific issues which are detailed in paragraph 2.2 below.

The Company’s other policies and procedures deal with matters not covered by paragraph 2.2 below. The relevant policy should be followed where appropriate.

- 2.2 Whistleblowing is specific and means a disclosure of information made by an employee where he/she reasonably believes that one or more of the following matters is happening now, took place in the past or is likely to happen in the future:

- incorrect financial reporting;
- unlawful activity;
- danger to health and safety of any individual;
- activity not in line with Company policy, including the Code of Conduct;
- activity, which otherwise amounts to serious improper conduct; or
- deliberate concealment of information tending to show any of the above.

- 2.3 This Policy does not extend to mismanagement which may arise from error of judgment or incompetence.

- 2.4 This Policy does extend to matters arising out of a personal grievance which should continue to be pursued through your line managers in accordance with your local grievance procedure.

- 2.5 Only genuine concerns should be reported. Disclosures must be made in good faith with a reasonable belief that any information and/or allegation is substantially true, and that the disclosure is not made for personal gain.

Malicious or false allegations will be treated as a serious disciplinary offence.



### 3. Who Does the Policy Apply to?

- 3.1 This Policy applies to all officers, staff, trainees, temporary employees, and contract employees (including those employed by third party contractors).

### 4. The Company's Whistleblowing Procedure

- 4.1 If you wish to disclose information as contemplated in this Policy you may send a written communication to the Disciplinary Committee at the address and e-mail notified by the Company.

All incidences of whistleblowing to the Disciplinary Committee are to be reported by the Disciplinary Committee to the Members of the HR Committee of the Board of Directors at the immediately next Board Meeting.

- 4.2 The Disciplinary Committee shall consist on three (3) members; and one of its members will act as Coordinator. The Chief Executive will appoint the members of the Disciplinary Committee. To avoid a conflict of interest, if a whistleblowing instance involves a member of the Disciplinary Committee, the Chief Executive will reconstitute the Disciplinary Committee.
- 4.3 Anonymous allegations are not automatically disregarded but given the safeguards which are in place for those making allegations under this Policy, anonymous allegations are less powerful than those from named individuals.
- 4.4 The Disciplinary Committee will decide how the investigation should proceed.
- 4.5 If you are unhappy with the response that you receive you may report the matter to the Chairman of the Audit Committee. This option will not apply where an allegation has been dismissed following an investigation.
- 4.6 If in doubt, you should speak to the Company Secretary. Your conversation will be treated in absolute confidence.

### The Investigation

- 4.7 The Disciplinary Committee will decide how to respond in a responsible and appropriate manner under this Policy. An investigation will be conducted as speedily and sensitively as possible. An official written record will be kept at each stage of the procedure.

A decision as to whether a preliminary investigation should be carried out will be made within two (2) weeks of the complaint having been received. Where this is not possible, the employee making the complaint will receive an explanation of the delay.

- 4.8 You are entitled to be accompanied by a work colleague throughout the proceedings when reporting your concerns.

### Outcome of the Investigation

- 4.9 If there is a case to answer, and if appropriate, the disciplinary proceedings will be initiated against the person(s) who are the subject of the allegation(s).
- 4.10 You will be informed of the outcome of the investigation within 5 working days of completion of the investigation (including any disciplinary investigation). However, the exact nature of any disciplinary action taken against any person will remain confidential.
- 4.11 Whether there was a case to answer or not, and provided that your disclosure was made in good faith because you reasonably believed it to be true, the Company will ensure that you are protected from reprisal or victimisation as a result of your complaint.
- 4.12 Only where it is established that your allegations were false and made maliciously will disciplinary action be taken against you. Such disclosures will be treated as gross misconduct and may result in your dismissal without notice or payment in lieu of notice.
- 4.13 If, as a result of investigations you are implicated in some way in any wrong doings disciplinary action may be taken against you. The fact that you have blown the whistle will be taken into account if an action is considered.



# BOARD COMMITTEES

## Audit Committee

During the year, eight (8) meetings of the Audit Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Hafiz Mohammad Yousaf (Chairman)	8
Mr. Naveed Asghar Chaudhry	8
Mr. Saad Iqbal	8
Mr. Jamil Akhtar <sup>1</sup>	6
Mr. Khawaja Khalil Shah	7
Mr. Muhammad Arfan <sup>2</sup>	2

The Audit Committee among other things is responsible for recommending to the Board of Directors' the appointment of External Auditors and for considering any questions of resignation or removal of the External Auditors and their audit fees.

The Audit Committee's responsibilities also include the following:

- determination of appropriate measures to safeguard the Company's assets;
- review of preliminary announcements of results prior to publication;
- review of quarterly, half-yearly and annual financial statements of the Company, prior to their approval by the Board of Directors;
- Facilitating the external audit and discussion with the External Auditors on major observations arising from interim and final audits and any matter that the External Auditors may wish to highlight (in the absence of management, where necessary);
- Review of the Management Letter issued by the External Auditors and Management's response thereto;
- Ensuring coordination between the Internal Auditors and External Auditors of the Company;
- Review of the scope and extent of Internal Audit ensuring that the Internal Audit function has adequate resources and is appropriately placed within the Company;
- Consideration of major findings of internal investigations of activities characterized by fraud, corruption and abuse of power and management's response thereto;
- Ascertaining that the internal control systems including financial and operational controls, accounting system for timely and appropriate recording of purchases and sales, receipts and payments, assets and liabilities and reporting structure are adequate and effective;
- Review of the Company's statement on internal control systems prior to endorsement by the Board of Directors and internal audit reports;
- Determination of compliance with relevant statutory requirements;
- Monitoring compliance with the best practices of corporate governance and identification of significant violations thereof; and
- Consideration of any other issue or matter on its own or as may be assigned by the Board of Directors.

## HR Committee

During the year, eight (8) meetings of the HR Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Ms. Mahwish Humayun Khan (Chairperson)	8
Mr. Aftab Mahmood Butt <sup>3</sup>	1
Mr. Aqeel Ahmed Nasir	7
Mr. Hafiz Mohammad Yousaf	5
Mr. Naveed Asghar Chaudhry	7
Mr. Jamil Akhtar	7
Mr. Muhammad Arfan	1

<sup>1</sup>Mr. Jamil Akhtar resigned from the BoD on March 27, 2025.

<sup>2</sup>Mr. Muhammad Arfan was appointed Director of the Company on April 21, 2025.

<sup>3</sup>Mr. Aftab Mahmood Butt, Chief Executive having completed his term of office ceased to be Chief Executive of the Company w.e.f. July 31, 2024.

The HR Committee will review and make recommendations, where appropriate, to the Board of Directors to ensure that the Company's Human Resources policies are aligned with its overall business objectives; Departmental/Divisional team performances are in line with business results for each year; and the remuneration philosophy, strategy and framework is in place.

The HR Committee's responsibilities shall also include the following:

- a. provide general guidelines for HR policies including terms of employment and HR Head Count and to make recommendations for Board of Directors' approval;
- b. determine a comprehensive compensation philosophy, strategy and framework and to make recommendation for Board of Directors' approval;
- c. review a graphical presentation on the overall Departmental/ Divisional team performances vis-à-vis overall commercial results of the Company after the close of a financial year of the Company and to appraise the Board of Directors' on the overall performances with regards to the Human Resource Key Performance Indicators;
- d. review periodically the monitoring and enforcement of and compliance with the Company's Code of Conduct;
- e. periodically review appointments, exits, retirements and promotions in the Company;
- f. review the Company's overall remuneration competitiveness with the market and to make recommends to the Board of Directors for appropriate actions, if required;
- g. review collective bargaining mandates and tentative settlements and to make recommendations to the Board of Directors;
- h. recommend to the Board of Directors the selection, evaluation, compensation and succession planning of the Chief Executive;
- i. review with the Chief Executive and recommend to the Board of Directors the selection, evaluation and compensation of a General Manager(s) including Chief Financial Officer or to recommend his removal;
- j. review with the Chief Executive and recommend to the Board of Directors the selection, evaluation, and compensation of the Company Secretary or to recommend his removal;
- k. review with the Chief Executive and recommend to the Board of Directors the selection, evaluation, and compensation of the Head of Internal Audit or to recommend his removal; and
- l. consideration of any other issue or matter as may be assigned by the Board of Directors.

## Investment Committee

The Investment Committee is a committee constituted by the Board of Directors ("BoD") to assist and guide in expanding, diversifying and effective management of the business portfolio for the Company and to prepare a workable financial model for renewal/extension of the Company's Power Purchase Agreement ("PPA") and to evaluate and implement any approved investment schemes.

During the year, seven (7) meetings of the Investment Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Naveed Asghar Chaudhry (Chairman)	7
Mr. Aqeel Ahmed Nasir <sup>4</sup>	1
Mr. Hafiz Mohammad Yousaf	7
Mr. Saad Iqbal	5
Mr. Jamil Akhtar	6
Mr. Khawaja Khalil Shah	3

## Special Committee (Decommissioning of Power Plant and Fuel Disposal)

During the year, four (4) meetings of the Special Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Muhammad Arfan (Chairman) <sup>5</sup>	—
Mr. Aqeel Ahmed Nasir	4
Mr. Naveed Asghar Chaudhry	4
Mr. Saad Iqbal	4
Mr. Jamil Akhtar	3

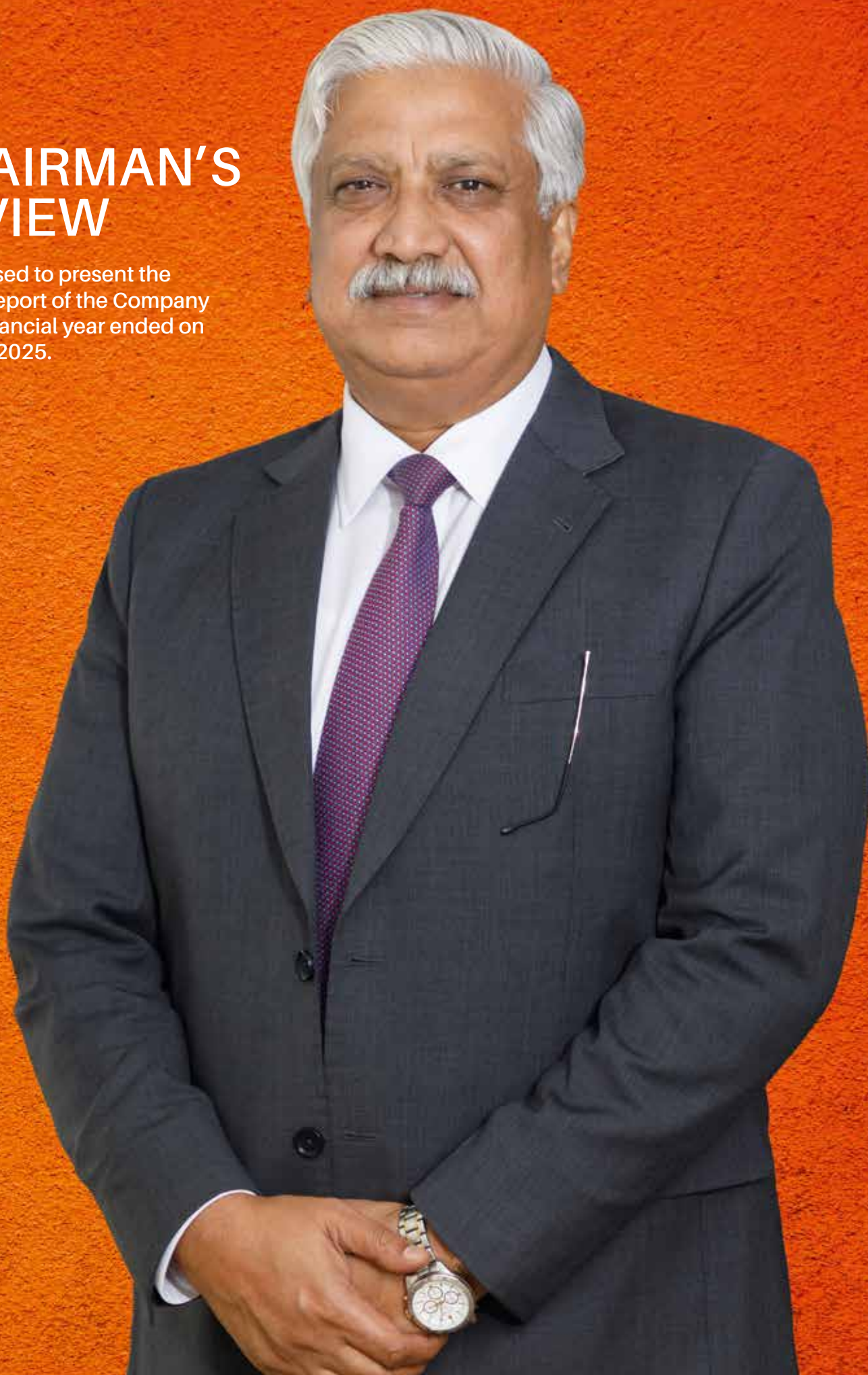
<sup>4</sup>Mr. Aqeel Ahmed Nasir was appointed Member of Investment Committee on February 25, 2025 in Place of Mr. Jamil Akhtar.

<sup>5</sup>Mr. Muhammad Arfan was appointed Chairman, Special Committee of the Company on April 21, 2025.



# CHAIRMAN'S REVIEW

I am pleased to present the  
Annual Report of the Company  
for the financial year ended on  
June 30, 2025.



### Update on Tri-Partite Power Purchase Agreement (TPPA)

The Tri-Partite Purchase Agreement (TPPA) was signed between the Central Power Purchasing Agency (Guarantee) Limited (CPPA-G, ) the National Grid Company of Pakistan Limited and the Company on June 3, 2025, following regulatory approvals. On September 12, 2025, the Initial Tested Capacity and Initial Heat Rate Test were successfully completed in accordance with the terms of the TPPA and the TPPA became effective from September 13, 2025.

Since the signing of the TPPA, the Company has at the request of the National Power Control Centre (NPCC) been providing support to the system and as at June 30, 2025 it generated 52,705 MWh of electricity. In addition to this, the Company has been continuing to support the system through availability of its switchyard notwithstanding the expiry of its power purchase agreement in October 2022.

The Company was included in the Indicative Generation Capacity Expansion Plan (IGCEP) 2022-31 until September 30, 2025; and the updated IGCEP 2025-35 submitted to NEPRA for approval includes the Company until 2028.

### Financial Performance

The profit before levy and income tax stands at Rs. 2,995 Million and profit after tax is Rs. 2,536 Million. This translates into an earnings per share (EPS) of Rs. 2.88 per share of Rs. 10 each.

### Diversification of Business

The Company's bids for K-Electric's solar projects at Deh Metha Ghar, Sindh (150 MW) and Deh Halkani, District West, Karachi (120 MW) is the lowest, at a proposed tariff of PKR 9.8319/kWh (3.4061 cents/kWh at a reference exchange rate of USD/PKR 288.65). Formal award of these projects is subject to approval from the National Electric Power Regulatory Authority (NEPRA) based on the recommendations of K-Electric's Auction and Evaluation Committee.

The Company jointly with Fauji Foundation submitted a binding offer to Pharaon Investment Group Limited S.A.L for the acquisition of its entire shareholding in Attock Cement Pakistan Limited (ACPL), representing 84.06% of the issued and paid-up capital of ACPL. The offer remains subject to the seller's acceptance, execution of definitive agreements, regulatory approvals, and satisfaction of other conditions precedent.

The Company, with the strong support of its major shareholder WAPDA, is pursuing diversification of the Company's business to ensure sustainable growth and long-term value creation.

### Board of Directors, Board Committees and Company Matters

The Board of Directors has constituted Board Committees, which function under approved terms of reference and, as appropriate, these Board Committees make recommendations to the Board of Directors.

Company policies and procedures have been adopted and implemented to ensure compliance with applicable laws, regulations and best practices included under the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the Companies Act, 2017.

The Directors skills include financial, engineering, banking, legal and management experience.

The Board of Directors has a formal mechanism for its annual evaluation and the evaluation of the Board of Directors' Committees. An assessment questionnaire covers attributes skill sets of professional experience, Company knowledge, industry knowledge, governance issues, specific competency, business judgment, strategic vision, attendance, meeting preparation, team player, active participation and overall contribution.

I take this opportunity to thank Management and employees of the Company for their commitment and support during the year.

**Lt. General (Retd.) Muhammad Saeed**

Chairman, Board of Directors

Lahore  
September 15, 2025



# DIRECTORS' REPORT

We present the Directors' Report together with the Financial Statements (audited) for the year ended June 30, 2025.





## Principal Activities of the Company

The principal activities of the Company are the ownership, operation and maintenance of the 1,600 MW nameplate capacity multi fuel (gas / RLNG, furnace oil and high-speed diesel) fired Power Plant at Kot Addu, Punjab. The Company is permitted under its Memorandum of Association to make investments in other businesses.

The Company is listed on the Pakistan Stock Exchange; and is a KSE 100 index company.

## Operational Highlights

The Company submitted an Addendum to the Tariff Petition dated February 12, 2025 before the National Electric Power Regulatory Authority (NEPRA); and NEPRA approved a Provisional Tariff (application for Final Tariff Determination is still pending) for 495 MW (Energy Block-1 (GT-1 & STG-9) and Energy Block-2 (GT-13, 14 & STG-15)) through tariff determination dated April 9, 2025.

Following approval from the National Electric Power Regulatory Authority (NEPRA), the Central Power Purchasing Agency (Guarantee) Limited (CPPA-G), the National Grid Company of Pakistan Limited (NGCPL) and the Company signed a Tripartite Power Purchase Agreement (TPPA) on June 3, 2025 for 495 MW capacity. The Initial Tested Capacity and Initial Heat Rate Test were duly completed on September 12, 2025 in accordance with the provisions of the TPPA following which the TPPA became effective on September 13, 2025.

Following the signing of the TPPA, the Company generated electricity of 52,705 MWh during the last month of the reporting period at the request of the National Power Control Centre (NPCC). Since the TPPA became effective on September 13, 2025, the Company will be raising invoices for payment of invoices in line with the applicable Fuel Cost Component rates specified under the TPPA.

The Company was included in the Indicative Generation Capacity Expansion Plan (IGCEP) 2022-31 till September 30, 2025. IGCEP 2025-35 is in the approval process and has been submitted to NEPRA. The Company has been included in IGCEP 2025-35 till 2028. The term of the TPPA is subject to the Company's inclusion in IGCEP and Power Acquisition Plan.

## Financial Highlights

Turnover for the year is Rs. 1,563 Million (2024: Rs. Nil); with corresponding cost of sales of Rs. 2,001 Million (2024: Rs. Nil). Operating profit for the year stood at Rs. 3,243 Million (2024: Rs. 9,319 Million) resulting mainly from investment income.

The profit before levy and income tax is Rs. 2,995 Million (2024: Rs. 5,539 Million), whereas profit after tax is Rs. 2,536 Million (2024: Rs. 4,314 Million), which gives earnings per share (EPS) of Rs. 2.88 per share of Rs. 10 each (2024: Rs. 4.90 per share).

As on June 30, 2025, the disputed receivables due from the Power Purchaser stood at Rs. 2,499 Million (gross), which are backed by a GoP Guarantee; and the Company's investments in Mutual Funds are Rs. 41,072 Million (book value), which are primarily held to meet working capital requirements and growth/diversification plans of the Company.

## Diversification of Business

The Company has been reviewing different investment options for diversification of its portfolio. The Pakistan Water and Power Development Authority (WAPDA), being a major shareholder strongly supports the diversification plans of the Company.

Attock Cement Pakistan Limited (ACPL): The Company jointly with Fauji Foundation submitted a binding offer to Pharaon Investment Group Limited S.A.L (Seller) for the purchase of the Seller's entire shareholding in ACPL consisting of 84.06% of the total issued and paid-up capital of ACPL. The binding offer is subject to acceptance by the Seller and execution of the share purchase agreement and related transaction documents, along with satisfaction of regulatory approvals and other conditions precedent specified therein.

Solar Projects: The Company's bids for the proposed K-Electric solar projects to be set-up respectively at Deh Metha Ghar, Sindh (150 MW); and at Deh Halkani, District West, Karachi, (120 MW) are the lowest bids at proposed bid tariff respectively of 9.8319 PKR/kWh (3.4061 Cents/kWh at reference exchange rate for USD/PKR 288.65). The formal award for the Projects to the Company will be subject to approval from NEPRA based on the Report of Auction and Evaluation Committee of K-Electric.

## Disposal of Lot-1

Following shareholder approval at the 13th Extraordinary General Meeting of the Company held on July 15, 2025 for the disposal of Lot-1 consisting of two gas turbines and two heat recovery steam generators (HRSGs) commissioned in 1991 (along with associated parts and components), the decommissioning process is underway and is expected to be completed by February 2026.

## Health, Safety & Environment

Due to the absence of operating and maintenance regime since the expiry of the power purchase agreement in October 2022, certifications to the Integrated Management Systems (ISO 9001: 2015 Quality Management Systems; ISO 45001: 2018 Occupational Health and Safety Management Systems; and ISO 14001: 2015 Environmental Management Systems) were withdrawn.

## Directors' Training

During the year, Ms. Mahwish Humayun Khan (Director) participated in the assessments carried out by the Lahore University of Management Sciences under its Corporate Governance Leadership Skills – Directors Education Program.

## Directors' Remuneration

Non-executive Directors and the Independent Directors are entitled to a Directors' fee for meetings attended. For further details refer to Note 31 of the Financial Statements.

## Election of Directors

The Election of Directors was held at the 12th Extraordinary General Meeting on October 2, 2024 at which eight Directors were duly elected. The names of the elected Directors are as follows:

1. Lt. General (Retd.) Sajjad Ghani<sup>1</sup>
2. Mr. Aqeel Ahmed Nasir
3. Mr. Hafiz Mohammad Yousaf
4. Mr. Saad Iqbal
5. Mr. Naveed Asghar Chaudhry
6. Mr. Khawaja Khalil Shah
7. Ms. Mahwish Humayun Khan
8. Mr. Jamil Akhtar<sup>2</sup>

<sup>1</sup> Lt. General (Retd.) Sajjad Ghani resigned from the BoD on June 26, 2025; and his vacant position was filled-in on August 15, 2025 by Lt. General (Retd.) Muhammad Saeed.

<sup>2</sup> Mr. Jamil Akhtar resigned from the BoD on March 27, 2025; and his vacant position was filled-in on April 21, 2025 by Mr. Muhammad Arfan.

<sup>3</sup> The Board of Directors of the Company consists of 9 members including the Chief Executive. Lt. General (Retd.) Sajjad Ghani who resigned from the BoD on June 26, 2025; and his vacant position was filled-in on August 15, 2025 by Lt. General (Retd.) Muhammad Saeed.

## Filling in of Vacancy on the Board of Directors & Election of Chairman

The Board of Directors filled-in the casual vacancy created due to resignation of Lt. General (Retd.) Sajjad Ghani by appointing Lt. General (Retd.) Muhammad Saeed as Director of the Company on August 15, 2025 for the remaining term of Lt. General (Retd.) Sajjad Ghani. Lt. General (Retd.) Muhammad Saeed was also elected Chairman Board of Directors on even-date in accordance with the Articles of Association of the Company.

## Appointment of Chief Executive

Mr. Shahab Qader Khan was appointed Chief Executive of the Company for a period of three years commencing from January 22, 2025 at a remuneration agreed by the Board of Directors.

## Casual Vacancy on the Board of Directors'

One casual vacancy on the Board of Directors due to the resignation of Mr. Jamil Akhtar was filled in by the appointment of Mr. Muhammad Arfan for the remaining term of Mr. Akhtar on April 21, 2025.

## Board of Directors Composition<sup>3</sup>

The Board of Directors as at June 30, 2025 consists of:

Total number of Directors:	
a) Male	7
b) Female	1
Composition	
i) Independent Directors	3
ii) Non-executive Directors	4
iii) Executive Director	1
iv) Female Director	1

The names of the Directors as at June 30, 2025 are as follows:

1. Lt. General (Retd) Sajjad Ghani – Chairman
2. Mr. Shahab Qader Khan – Chief Executive
3. Mr. Aqeel Ahmed Nasir
4. Mr. Hafiz Mohammad Yousaf
5. Mr. Saad Iqbal
6. Mr. Naveed Asghar Chaudhry
7. Mr. Khawaja Khalil Shah
8. Ms. Mahwish Humayun Khan
9. Mr. Muhammad Arfan

## Adequacy of Internal Financial Controls

The Directors confirm compliance with the standards of the Code of Corporate Governance; and that internal controls are sound in design and have been effectively implemented and monitored.

## Corporate and Financial Reporting Framework

As required by the Code of Corporate Governance, we are pleased to report the following:

- a) The financial statements, prepared by the Management present fairly its state of affairs and the results of its operations.
- b) Proper books of accounts of the Company have been maintained.
- c) Appropriate accounting policies have been consistently applied in preparation of financial statements and any changes in accounting policies have been disclosed in the financial statements. The accounting estimates are based on reasonable and prudent judgement.
- d) International Financial Reporting Standards, as applicable in Pakistan have been followed in preparation of financial statements and any departure therefrom have been adequately disclosed and explained.
- e) Key operating and financial data for the last six years is annexed.

- f) The pattern of shareholding as at June 30, 2025 is annexed.
- g) Except as disclosed in the pattern of shareholding, the Directors, Chief Executive, the Chief Financial Officer, the Company Secretary, Head of Internal Audit, their spouses and minor children have not traded in the shares of the Company.
- h) The value of investments of Pension Fund and Provident Fund as at June 30, 2024 (audited) is as follows:

	Rs. in Million
Pension Fund	2,770
Provident Fund	633

- i) Information about outstanding taxes and levies is given in the Notes to the Financial Statements.
- j) During the year, nineteen (19) meetings of the Board of Directors were held, attendance of these meetings is as follows:

Name of Director	No. of Meetings Attended
Lt. General (Retd) Sajjad Ghani (Chairman)	19
Mr. Aftab Mahmood Butt <sup>4</sup>	3
Mr. Shahab Qader Khan	10
Mr. Aqeel Ahmed Nasir	15
Mr. Hafiz Mohammad Yousaf	17
Mr. Saad Iqbal	16
Mr. Naveed Asghar Chaudhry	19
Mr. Jamil Akhtar	13
Ms. Mahwish Humayun Khan	18
Mr. Khawaja Khalil Shah	13
Mr. Muhammad Arfan	5

<sup>4</sup>Mr. Aftab Mahmood Butt, Chief Executive having completed his term of office ceased to be Chief Executive of the Company w.e.f. July 31, 2024.



k) During the year, eight (8) meetings of the Audit Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Hafiz Mohammad Yousaf (Chairman)	8
Mr. Naveed Asghar Chaudhry	8
Mr. Saad Iqbal	8
Mr. Jamil Akhtar	6
Mr. Khawaja Khalil Shah	7
Mr. Muhammad Arfan	2

l) During the year, eight (8) meetings of the HR Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Ms. Mahwish Humayun Khan (Chairperson)	8
Mr. Aftab Mahmood Butt <sup>6</sup>	1
Mr. Aqeel Ahmed Nasir	7
Mr. Hafiz Mohammad Yousaf	5
Mr. Naveed Asghar Chaudhry	7
Mr. Jamil Akhtar	7
Mr. Muhammad Arfan	1

m) During the year, seven (7) meetings of the Investment Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Naveed Asghar Chaudhry (Chairman)	7
Mr. Aqeel Ahmed Nasir <sup>7</sup>	1
Mr. Hafiz Mohammad Yousaf	7
Mr. Saad Iqbal	5
Mr. Jamil Akhtar	6
Mr. Khawaja Khalil Shah	3

n) During the year, four (4) meetings of the Special Committee were held. Attendance of meetings is as follows:

Name of Director	No. of Meetings Attended
Mr. Muhammad Arfan (Chairman) <sup>8</sup>	–
Mr. Aqeel Ahmed Nasir	4
Mr. Naveed Asghar Chaudhry	4
Mr. Saad Iqbal	4
Mr. Jamil Akhtar	3

## Chairman's Review

The accompanied Chairman's Review is endorsed by the Board of Directors.

## Appropriations

The Directors are pleased to recommend a final cash dividend of Rs. 2.50 per share. This will be paid to shareholders on Company's Register of Members on October 17, 2025. Interim cash dividend of Rs. 4.50 per share (approved by the Board of Directors on February 25, 2025, and credited to shareholders accounts on March 25, 2025) was paid. The total dividend to be approved by the shareholders at the Annual General Meeting on October 24, 2025, will be Rs. 7.00 per share, that is, 70% for the year ended June 30, 2025.

The net profit for the year is appropriated as follows.

	Rs. '000'
<b>Net Profit for the year</b>	<b>2,536,065</b>
Other comprehensive income - net of tax	82,742
Un-appropriated profit brought forward	52,714,448
<b>Profit available for appropriation</b>	<b>55,333,255</b>
<b>Appropriations</b>	
Final dividend for the year ended June 30, 2024 Rs. 4.00 per share	(3,521,013)
Interim dividend for the year ended June 30, 2025 Rs. 4.50 per share	(3,961,140)
<b>Un-appropriated profit carried forward</b>	<b>47,851,102</b>
Basic Earnings per share (Rupees)	2.88

<sup>6</sup>Mr. Aftab Mahmood Butt, Chief Executive having completed his term of office ceased to be Chief Executive of the Company w.e.f. July 31, 2024.

<sup>7</sup>Mr. Aqeel Ahmed Nasir was appointed Member of Investment Committee on February 25, 2025 in Place of Mr. Jamil Akhtar.

<sup>8</sup>Mr. Muhammad Arfan was appointed Chairman, Special Committee of the Company on April 21, 2025..

The Directors draw your attention to the contingencies referred to in the Auditors' Report relating to Note 10.1 of the Financial Statements.

## Auditors

The present auditors, A. F. Ferguson & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment. The Board of Directors recommends the appointment of A. F. Ferguson & Co., Chartered Accountants, as auditors of the Company for the next year, as suggested by the Audit Committee.

## Appreciation

The Board of Directors places on record its appreciation to the Management and all employees of the Company for their commitment, dedication and hard work during the year.

By Order of the Board



**Shahab Qader Khan**

Chief Executive



**Hafiz Mohammad Yousaf**

Director

Lahore

September 15, 2025

کیا چکا ہے۔ 24 اکتوبر 2025 کو ہونے والے سالانہ عمومی اجلاس میں شیئرز ہولڈرز کے سامنے منظوری کے لیے پیش کیا جانے والا مجموعی منافع 7 روپے فی حصص ہوگا۔ یہ 30 جون 2025 کو ختم ہونے والے سال کے لیے مجموعی طور پر 70 فیصد ہوگا۔

سال کے لئے خالص منافع کی تقسیم درج ذیل ہے:

(ہزار روپے)	
2,536,065	سال کے لئے خالص منافع
82,742	دیگر جامع آمدن - بعد از ٹیکس
52,714,448	تقسیم نہ ہونے والا باقی ماندہ منافع
55,333,255	تقسیم کے لیے موجود منافع
	تقسیم
(3,521,013)	30 جون 2024 کو ختم ہونے والے سال کے لیے حتمی منافع
	4 روپے فی شیئر کے حساب سے
(3,961,140)	30 جون 2025 کو ختم ہونے والے سال کے لیے عبوری منافع
	4.50 روپے فی شیئر کے حساب سے
47,851,102	غیر تقسیم شدہ باقی ماندہ منافع
2.88	فی شیئر بنیادی آمدن (روپے)


## آڈیٹرز


موجودہ آڈیٹرز اے ایف منسٹرگو سن اینڈ کو، چارٹرڈ اکاؤنٹنٹس ریٹائر ہوئے ہیں اور اہل ہونے کی وجہ سے دوبارہ تقرری کے لئے خدمات پیش کی ہیں۔ بورڈ آف ڈائریکٹرز آڈٹ کمیٹی کی تجویز کے مطابق اے ایف منسٹرگو سن اینڈ کو، چارٹرڈ اکاؤنٹنٹس کو اگلے سال کے لئے کمپنی کا آڈیٹر مقرر کرنے کی سفارش کرتا ہے۔

## خراج تحسین

کمپنی کے ملازمین نے کمپنی کی کامیابی کے لیے سال بھر محنت کی جس پر ہم ان کے شکر گزار ہیں۔

منجانب بورڈ

  
حافظ محمد یوسف  
ڈائریکٹر

  
شہاب تادر حسان  
چیف ایگزیکٹو آفیسر

15 ستمبر 2025

لاہور



(h) 30 جون 2024 تک پنشن فنڈ اور پراویڈنٹ فنڈ کی سرمایہ کاری کی تفصیل (آڈٹ شدہ) کچھ یوں ہے:

پنشن فنڈ	ملین روپے
پروویڈنٹ فنڈ	2,770.00
	633.00

(i) قابل ادائیگیسز اور لیویز کے بارے میں معلومات مالیاتی گوشواروں کے نوٹس میں دی گئی ہیں۔  
(j) سال کے دوران بورڈ آف ڈائریکٹرز کے 19 اجلاس منعقد ہوئے، ان اجلاسوں کی حاضری درج ذیل ہے:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
لیفٹیننٹ جنرل (ر) سجاد غنی، چیئرمین	19
جناب آفتاب محمود بٹ، چیف ایگزیکٹو (4)	3
جناب شہاب قادر خان	10
جناب عقیل احمد ناصر	15
جناب حافظ محمد یوسف	17
جناب سعد اقبال	16
جناب نوید اصغر چوہدری	19
جناب جمیل اختر	13
محترمہ مہوش ہمایوں خان	18
جناب خواجہ خلیل شاہ	13
جناب محمد عرفان	5

(k) سال کے دوران آڈٹ کمیٹی کے 8 اجلاس منعقد ہوئے، ڈائریکٹرز کی حاضری اس طرح سے رہی:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
جناب حافظ محمد یوسف (چیئرمین)	8
جناب سعد اقبال	8
جناب نوید اصغر چوہدری	8
جناب جمیل اختر	6
جناب خواجہ خلیل شاہ	7
جناب محمد عرفان	2

(l) سال کے دوران ہیومن ریسورس کمیٹی کے 8 اجلاس منعقد ہوئے، ڈائریکٹرز کی حاضری اس طرح سے رہی:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
محترمہ مہوش ہمایوں خان (چیئرمین)	8
جناب آفتاب محمود بٹ	1
جناب عقیل احمد ناصر	7
جناب حافظ محمد یوسف	5
جناب نوید اصغر چوہدری	7
جناب جمیل اختر	7
جناب محمد عرفان	1

(m) سال کے دوران سرمایہ کاری کمیٹی کے 7 اجلاس منعقد ہوئے، ڈائریکٹرز کی حاضری اس طرح سے رہی:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
جناب نوید اصغر چوہدری (چیئرمین)	7
جناب عقیل احمد ناصر (5)	1
جناب حافظ محمد یوسف	7
جناب سعد اقبال	5
جناب جمیل اختر	6
جناب خواجہ خلیل شاہ	3

(n) سال کے دوران خصوصی کمیٹی کے 4 اجلاس منعقد ہوئے، ڈائریکٹرز کی حاضری اس طرح سے رہی:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
جناب محمد عرفان (چیئرمین) (6)	-
جناب عقیل احمد ناصر	4
جناب نوید اصغر چوہدری	4
جناب سعد اقبال	4
جناب جمیل اختر	3

## چیئرمین کا جائزہ

بورڈ آف ڈائریکٹرز کی طرف سے چیئرمین کے جائزے کی توثیق کی جاتی ہے۔

## منافع کی تقسیم

ڈائریکٹرز نے فی حصص 2.50 روپے کے حتمی منافع کی سفارش کی ہے۔ یہ 17 اکتوبر 2025 کو کمپنی کے رجسٹر آف ممبرز پر شیئرز ہولڈرز کو ادا کیا جائے گا۔ 4.50 روپے فی حصص کا عبوری منافع (25 مئی 2025 کو بورڈ آف ڈائریکٹرز نے منظور دی اور 25 مارچ 2025 کو شیئرز ہولڈرز کے اکاؤنٹس میں منتقل کیا گیا) ادا

- (4) جناب آفتاب محمود بٹ مدت پوری ہونے کے بعد 31 جولائی 2024 سے کمپنی کے چیف ایگزیکٹو نہیں رہے۔  
(5) جناب عقیل احمد ناصر کو 25 مئی 2025 کو جناب جمیل اختر کی جگہ سرمایہ کاری کمیٹی کا ممبر مقرر کیا گیا۔  
(6) جناب محمد عرفان کو 21 اپریل 2025 کو اپیل کمیٹی کا چیئرمین مقرر کیا گیا۔

مجموعہ	
i	آزاد ڈائریکٹرز
3	
ii	نان ایگزیکٹو ڈائریکٹرز
4	
iii	ایگزیکٹو ڈائریکٹر
1	
iv	خانوں ڈائریکٹر
1	

30 جون 2025 کے مطابق بورڈ ممبران کے نام اس طرح سے ہیں:

1	لیفٹیننٹ جنرل (ر) سجاد عسفی، چیئر مین
2	جناب شہاب و تاد حسان، چیف ایگزیکٹو
3	جناب عقیل احمد ناصر
4	جناب حافظ محمد یوسف
5	جناب سعد اقبال
6	جناب نوید اصغر چوہدری
7	جناب خواجہ خلیل شاہ
8	محترمہ مہوش ہمایوں حنان
9	جناب محمد عرفان

### داخلی مالیاتی کنٹرولز کی مناسبت

ڈائریکٹرز نے کوڈ آف کارپوریٹ گورننس کی تعمیل کی تصدیق کی ہے اور یہ کہ داخلی کنٹرولز ڈیزائن میں مضبوط ہیں جنہیں موثر طور پر لاگو کیا گیا اور ان کی نگرانی کی جاتی ہے۔

### مالیاتی اور کاروباری رپورٹنگ کا مندرجہ

ضابطہ برائے تجارتی انتظام و انصرام کے تحت ہمیں درج ذیل امور پیش کرتے ہوئے مسرت ہو رہی ہے:

- کمپنی کی انتظامیہ کی جانب سے تیار کردہ مالیاتی گوشوارے تمام معاملات کو واضح طور پر پیش کرتے ہیں جسے کہ سرگرمیوں کے نتائج، رستم کی آمدورفت اور کاروباری سرمایہ میں ہونے والی تبدیلیاں۔
- حسابداری کے مناسب کھاتے رکھے گئے ہیں۔
- مالیاتی گوشواروں کی تیاری کے لیے ہمیشہ مناسب اور متعلقہ اکاؤنٹنگ پالیسیوں پر عمل کیا جاتا ہے اور پالیسیوں میں ہونے والی کسی بھی تبدیلی کو مالیاتی گوشواروں میں ظاہر کیا جاتا ہے۔ حسابداری کے گوشوارے ہمیشہ انتہائی منطقی اور محتاط اندازوں پر مشتمل ہوتے ہیں۔
- پاکستان میں لاگو ”انٹرنیشنل فنانشل رپورٹنگ سٹینڈرڈز“ کو مالیاتی گوشواروں کی تیاری کے لیے بروئے کار لایا جاتا ہے اور ان میں ہونے والی کسی بھی تبدیلی کو مناسب طور پر ظاہر کیا جاتا ہے اور اس کی وضاحت کی جاتی ہے۔

(e) گزشتہ 6 برس کے مالی اور انتظامی امور سے متعلق اعداد و شمار کا خلاصہ اس رپورٹ کے ساتھ منسلک ہے۔

(f) 30 جون 2025 تک حصص کی تفصیل منسلک ہے۔

(g) کمپنی کے ڈائریکٹرز، چیف ایگزیکٹو، چیف فنانشل آفیسر، کمپنی سیکرٹری، ان کی بیویاں / شوہر اور بچے کمپنی کے شیئرز کا تجارتی لین دین نہیں کرتے، ماسوائے اس کے جس کی تفصیلات مندرجہ ذیل کی گئی ہیں۔

### ڈائریکٹرز کا معاوضہ

نان ایگزیکٹو ڈائریکٹرز اور آزاد ڈائریکٹرز کو اجلاسوں میں شرکت کے لیے فیس ادا کی جاتی ہے۔ مزید تفصیلات کے لیے مالیاتی بیانات کا نوٹ 31 ملاحظہ فرمائیں۔

### ڈائریکٹرز کا انتخاب

ڈائریکٹرز کا انتخاب 2 اکتوبر 2024 کو 12 ویں غیر معمولی جنرل میٹنگ میں ہوا جس میں آٹھ ڈائریکٹرز کا باقاعدہ انتخاب کیا گیا۔ منتخب ڈائریکٹرز کے نام درج ذیل ہیں:

1	لیفٹیننٹ جنرل (ر) سجاد عسفی (1)
2	جناب عقیل احمد ناصر
3	جناب حافظ محمد یوسف
4	جناب سعد اقبال
5	جناب نوید اصغر چوہدری
6	جناب خواجہ خلیل شاہ
7	محترمہ مہوش ہمایوں حنان
8	جناب جمیل اختر (2)

### بورڈ آف ڈائریکٹرز میں حالی آسامیوں کو پر کرنا اور چیئر مین کا انتخاب

بورڈ آف ڈائریکٹرز نے لیفٹیننٹ جنرل (ر) سجاد عسفی کے استغفی کی وجہ سے پیدا ہونے والی جزوقتی آسامی پر لیفٹیننٹ جنرل (ر) محمد سعید کو بقیہ مدت کے لیے 15 اگست 2025 کو کمپنی کا ڈائریکٹر مقرر کیا۔ لیفٹیننٹ جنرل (ر) محمد سعید کو کمپنی کے آرٹیکلز آف ایسوسی ایشن کے مطابق بورڈ آف ڈائریکٹرز کا چیئر مین بھی منتخب کیا گیا۔

### چیئر ایگزیکٹو کی تقرری

جناب شہاب و تاد حسان کو بورڈ آف ڈائریکٹرز کی طرف سے متفقہ طور پر طے شدہ معاوضے پر 22 جنوری 2025 سے شروع ہونے والی تین سالہ مدت کے لیے کمپنی کا چیئر ایگزیکٹو مقرر کیا گیا۔

### بورڈ آف ڈائریکٹرز میں جزوقتی آسامی

جناب جمیل اختر کے استغفی کی وجہ سے پیدا ہونے والی جزوقتی آسامی پر بقیہ مدت کو پورا کرنے کے لیے جناب محمد عرفان کو 21 اپریل 2025 کو بورڈ آف ڈائریکٹرز کا رکن منتخب کیا گیا۔

### بورڈ آف ڈائریکٹرز کا مجموعہ (3)

30 جون 2025 تک بورڈ مندرجہ ذیل پر مشتمل ہے:

ڈائریکٹرز کی مجموعی تعداد	
(a) مرد	7
(b) خاتون	1

- (1) لیفٹیننٹ جنرل (ر) سجاد عسفی نے بورڈ آف ڈائریکٹرز سے 26 جون 2025 کو استغفی دیا، ان کی جگہ لیفٹیننٹ جنرل (ر) محمد سعید کو 15 اگست 2025 کو بورڈ آف ڈائریکٹرز کا رکن مقرر کیا گیا۔
- (2) جناب جمیل اختر نے بورڈ آف ڈائریکٹرز سے 27 مارچ 2025 کو استغفی دیا، ان کی جگہ جناب محمد عرفان کو 21 اپریل 2025 کو بورڈ آف ڈائریکٹرز کا رکن مقرر کیا گیا۔
- (3) کمپنی کا بورڈ آف ڈائریکٹرز 9 اراکان شامل چیئر ایگزیکٹو پر مشتمل ہیں۔ لیفٹیننٹ جنرل (ر) سجاد عسفی نے بورڈ آف ڈائریکٹرز سے 26 جون 2025 کو استغفی دیا، ان کی جگہ لیفٹیننٹ جنرل (ر) محمد سعید کو 15 اگست 2025 کو بورڈ آف ڈائریکٹرز کا رکن مقرر کیا گیا۔

## ڈائریکٹرز کی رپورٹ

30 جون 2025 کو ختم ہونے والے سال کے مالیاتی گوشواروں (آڈٹ شدہ) کے ساتھ ڈائریکٹرز کی رپورٹ پیش خدمت ہے۔

### کمپنی کی بنیادی سرگرمیاں

کمپنی کی بنیادی سرگرمیوں میں پنجاب کے شہر کوٹہ اڈو میں 1600 میگاواٹ، نیم پلیٹ صلاحیت کے حامل ملٹی فنیول (گیس / آرائل این جی، فٹرس آئل اور ہائی سپنڈ ڈیزل) سے چلنے والے پاور پلانٹ کی ملکیت، آپریشن اور دیکھ بھال شامل ہیں۔ کمپنی کو اپنے میمورنڈم آف ایسوسی ایشن کے تحت دوسرے کاروباروں میں سرمایہ کاری کرنے کی اجازت ہے۔

کمپنی پاکستان سٹاک ایکسچینج میں درج ہے اور کے ایس ای 100 انڈیکس کمپنی ہے۔

### آپریشنل جھلکیاں

کمپنی نے 12 فروری 2025 کو نیشنل الیکٹرک پاور ریگولیٹری اتھارٹی (نپرا) کے سامنے ٹیرف پیشکش کا ضمیمہ جمع کرایا اور نیپرا نے 9 اپریل 2025 کو 495 میگاواٹ (انرجی بلاک-1 جی-1 اور ایس ٹی جی-9) اور انرجی بلاک-2 (جی-13، 14 اور ایس ٹی جی-15) کے لیے عارضی ٹیرف (حتی ٹیرف کے تعین کی درخواست ابھی زیر التوا ہے) کی منظوری دی۔

نیشنل الیکٹرک پاور ریگولیٹری اتھارٹی (نپرا) کی منظوری کے بعد، سنٹرل پاور پرچیزنگ ایجنسی (کارنگی) لمیٹڈ (سی پی اے-جی)، نیشنل گرڈ کمپنی آف پاکستان لمیٹڈ (این جی سی پی ایل) اور کمپنی نے 3 جون 2025 کو 495 میگاواٹ کی صلاحیت کے لیے سہ فریقی پاور پرچیزنگ ایگريمنٹ (ٹی پی پی اے) پر دستخط کیے۔ ابتدائی آزمائشی صلاحیت اور ابتدائی ہیڈ ریٹ ٹیسٹ 12 ستمبر 2025 کو ٹی پی پی اے کی دفعات کے مطابق مکمل کیا گیا تھا جس کے بعد ٹی پی پی اے 13 ستمبر 2025 کو نافذ العمل ہو گیا۔

ٹی پی پی اے پر دستخط کے بعد، کمپنی نے نیشنل پاور کنٹرول سینٹر (این پی سی سی) کی درخواست پر پور ٹنگ کی مدت کے آخری مہینے کے دوران 52,705 میگاواٹ آور بجلی پیدا کی۔ چوتھ ٹی پی پی اے 13 ستمبر 2025 کو نافذ العمل ہوا ہے، کمپنی ٹی پی پی اے کے تحت بیان کردہ متبادل اطلاق ایندھن لاگت کے اجزاء کی شرحوں کے مطابق ادائیگی کے لیے رسیدیں جمع کروائے گی۔

کمپنی کو 30 ستمبر 2025 تک انڈیکسڈ جنریشن کیپسٹی ایکمینشن پلان (آئی جی سی ای پی) 2022-31 میں شامل کیا گیا تھا۔ آئی جی سی ای پی 2025-35 منظوری کے عمل میں ہے اور نیپرا کو جمع کرایا گیا ہے۔ کمپنی کو 2028 تک آئی جی سی ای پی 2025-35 میں شامل کیا گیا ہے۔ ٹی پی پی اے کی مدت آئی جی سی ای پی اور پاور ایکوزیشن پلان میں کمپنی کی شمولیت سے مشروط ہے۔

### مالیاتی جھلکیاں

سال کے لیے کاروبار 1,563 ملین روپے (2024: صفر روپے) ہے۔ منروخت کی لاگت 2,001 ملین روپے (2024: صفر روپے) ہے۔ سال کے لیے پریٹنگ منافع 3,243 ملین روپے (2024: 9,319 ملین روپے) رہا جس کا ذریعہ بنیادی طور پر سرمایہ کاری سے ہونے والی آمدن ہے۔

لیوی اور انکم ٹیکس کی ادائیگی سے پہلے منافع 2,995 ملین روپے (2024: 5,539 ملین روپے) ہے، جبکہ ٹیکس کی ادائیگی کے بعد منافع 2,536 ملین روپے (2024: 4,314 ملین روپے) ہے، جس سے 10 روپے والے شیئرز پر آمدن (ای پی ایس) 2.88 روپے فی شیئر (2024: 4.90 روپے فی حصص) حاصل ہوئی۔

30 جون 2025 تک، بجلی خریدار کی طرف سے واجب الادا وصولیاں 2,499 ملین روپے (مجموعی طور پر) تھیں، جن کے لیے حکومت پاکستان کی گارنٹی موجود ہے۔ اور میوچل فنڈز میں کمپنی کی سرمایہ کاری 41,072 ملین روپے (بک ویلیو) ہے، جو بنیادی طور پر کمپنی کے ورکنگ کپیٹل کی ضروریات اور ترقی / تنوع کے منصوبوں کو پورا کرنے کے لیے رکھی جاتی ہے۔

### کاروباری تنوع

کمپنی اپنے پورٹ فولیو کو متنوع بنانے کے لیے سرمایہ کاری کے مختلف اختیارات کا جائزہ لے رہی ہے۔ پاکستان وائر اینڈ پاور ڈویلپمنٹ اتھارٹی (واپڈا) ایک اہم شیئر ہولڈر ہونے کے ناطے کمپنی کے تنوع کے منصوبوں کی بھرپور حمایت کرتی ہے۔

انکسٹ پاکستان لمیٹڈ (اے سی پی ایل): کمپنی نے فوجی منادیشن کے ایس اے ایل (سیل) کو Pharaon Investment Group Limited ساتھ مل کر اے سی پی ایل میں منروخت کنندہ کے پورے شیئر ہولڈنگ کی خریداری کے لئے پیشکش کی ہے جو اے سی پی ایل کے کل سرمائے کا 84.06 فیصد ہے۔ پیشکش، قبولیت اور حصص کی خریداری کے معاہدے اور متعلقہ لین دین کی دستاویزات پر عمل درآمد کے ساتھ ساتھ ریگولیٹری منظور یوں اور اس میں بیان کردہ دیگر شرائط کی تکمیل کے ساتھ مشروط ہے۔

سولر پراجیکٹس: کمپنی کی جانب سے کے-الیکٹرک کے مجوزہ سولر منصوبوں کے لیے دی گئی بولیاں۔ جو بالترتیب ڈی بیٹھا گھر، سندھ (150 میگاواٹ) اور ڈی بیٹھا، ضلع ویسٹ، کراچی (120 میگاواٹ) میں قائم کیے جانے ہیں۔ سب سے کم ہیں۔ تجویز کردہ بولی کا ٹیرف بالترتیب 9.8319 پاکستانی روپے فی کلوواٹ گھنٹہ (3.4061 سینٹس فی کلوواٹ گھنٹہ، امریکی ڈالر / پاکستانی روپے کی شرح تبادلہ 288.65 پر) ہے۔ ان منصوبوں کے باضابطہ طور پر کمپنی کو الاٹ ہونے کا انحصار کے-الیکٹرک کی آکشن اینڈ ایویلیویشن کمیٹی کی رپورٹ کی بنیاد پر نیپرا کی منظوری پر ہوگا۔

### لاٹ 1 کی منروخت

15 جولائی 2025 کو منعقدہ کمپنی کی 13 ویں غیر معمولی جنرل میٹنگ میں حصص داروں کی منظوری کے بعد 1991 میں شروع ہونے والے دو ٹیکس ٹربانوں اور دو پر مشتمل لاٹ-1 کو منروخت (HRSOs) ہیڈ ریکوری اسٹیم جنریٹرز کرنے کے لیے (متعلقہ حصوں اور اجراء کے ساتھ)، ڈی کمیشننگ کا عمل جاری ہے اور توقع ہے کہ فروری 2026 تک مکمل ہو جائے گا۔

### صحت، حفاظت اور ماحول

آپریشن / پیداوار کا کام بند ہونے کی وجہ سے مربوط مینجمنٹ سسٹم (آئی ایس او 9001: 2015 کو الٹی مینجمنٹ سسٹم) کے حوالے سے سرٹیفیکیشن آئی ایس او 45001: 2018 پیشہ ورانہ صحت اور سیفٹی مینجمنٹ سسٹم اور آئی ایس او 14001: 2015 ماحولیاتی مینجمنٹ سسٹم (کوئی الحال روک دیا گیا ہے۔

### ڈائریکٹرز کی تربیت

محترمہ مہوش ہمایوں حسان (ڈائریکٹر) نے سال کے دوران لاہور یونیورسٹی آف مینجمنٹ سائنسز کی جانب سے کارپوریٹ گورننس لیڈرشپ اسکول ڈائریکٹرز ایجوکیشن پروگرام میں شرکت کی۔



# KOT ADDU POWER COMPANY LIMITED

## Key Operating and Financial Data of the Last Six Years

Financial Year Ending June 30,		2025*	2024	2023	2022	2021	2020
Turnover	PKR in Million	1,563	–	25,435	136,600	50,349	71,543
Net profit	PKR in Million	2,536	4,314	3,959	9,894	10,229	23,613
Assets	PKR in Million	62,253	81,551	101,848	136,761	152,234	134,523
Dividends	PKR in Million	7,482	8,362	6,602	6,602	5,722	3,961
EPS	PKR per share	2.88	4.90	4.50	11.24	11.62	26.83
Net Output	GWh	53	–	588	4,980	3,562	3,477
Thermal Efficiency	%	40.9	–	42.3	43.4	44.5	44.4
Load Factor	%	16.4	–	5.5	42.4	30.3	29.5
Availability	%	99.0	–	97.8	90.0	85.6	88.9

\* On June 3, 2025, the Company signed a new Tripartite Power Purchase Agreement (TPPA) for 495 MW capacity with CPPA-G and National Grid Company of Pakistan Limited (NGC).



# PATTERN OF SHAREHOLDING

As on June 30, 2025

No of Share Holders	Having Shares		Shares Held	Percentage
	From	To		
2184	1	100	91135	0.0104
46887	101	500	23035440	2.6169
3128	501	1000	2947479	0.3348
4673	1001	5000	12617490	1.4334
1476	5001	10000	11691272	1.3282
610	10001	15000	7813855	0.8877
390	15001	20000	7111200	0.8079
258	20001	25000	6046061	0.6869
191	25001	30000	5414189	0.6151
99	30001	35000	3288344	0.3736
105	35001	40000	4042901	0.4593
67	40001	45000	2865494	0.3255
113	45001	50000	5564580	0.6322
55	50001	55000	2905884	0.3301
57	55001	60000	3349505	0.3805
41	60001	65000	2595273	0.2948
39	650001	70000	2655006	0.3016
20	70001	75000	1475534	0.1676
21	75001	80000	1655750	0.1881
13	80001	85000	1078841	0.1226
17	85001	90000	1503762	0.1708
9	90001	95000	840568	0.0955
87	95001	100000	8656769	0.9834
16	100001	105000	1627970	0.1849
12	105001	110000	1296847	0.1473
9	110001	115000	1015449	0.1154
13	115001	120000	1543421	0.1753
13	120001	125000	1611141	0.1830
9	125001	130000	1154213	0.1311
3	130001	135000	399545	0.0454
10	135001	140000	1388694	0.1578
11	140001	145000	1575854	0.1790
13	145001	150000	1939500	0.2203
5	150001	155000	758084	0.0861
5	155001	160000	793000	0.0901
6	160001	165000	979612	0.1113
4	165001	170000	672729	0.0764
1	170001	175000	175000	0.0199
4	175001	180000	715211	0.0813
6	180001	185000	1097634	0.1247
4	185001	190000	749757	0.0852
3	190001	195000	577500	0.0656
24	195001	200000	4783041	0.5434
5	200001	205000	1002823	0.1139
2	205001	210000	416500	0.0473
3	210001	215000	637010	0.0724
2	215001	220000	432500	0.0491
4	220001	225000	895500	0.1017
1	225001	230000	225554	0.0256
4	230001	235000	934800	0.1062
2	235001	240000	473500	0.0538
1	240001	245000	240406	0.0273
8	245001	250000	1997500	0.2269

No of Share Holders	Having Shares		Shares Held	Percentage
	From	To		
3	250001	255000	754023	0.0857
5	255001	260000	1291154	0.1467
3	260001	265000	789868	0.0897
3	270001	275000	823150	0.0935
2	275001	280000	558825	0.0635
3	285001	290000	864500	0.0982
9	295001	300000	2691900	0.3058
3	305001	310000	920485	0.1046
1	310001	315000	314934	0.0358
3	315001	320000	958098	0.1088
1	325001	330000	330000	0.0375
1	330001	335000	335000	0.0381
1	335001	340000	340000	0.0386
3	345001	350000	1048564	0.1191
1	350001	355000	355000	0.0403
1	355001	360000	359692	0.0409
2	375001	380000	755450	0.0858
1	380001	385000	383000	0.0435
1	385001	390000	385500	0.0438
3	395001	400000	1200000	0.1363
2	400001	405000	801580	0.0911
2	405001	410000	817585	0.0929
1	445001	450000	450000	0.0511
1	455001	460000	459000	0.0521
1	480001	485000	480500	0.0546
1	490001	495000	494656	0.0562
11	495001	500000	5496000	0.6244
1	520001	525000	525000	0.0596
1	525001	530000	526284	0.0598
1	560001	565000	561000	0.0637
1	565001	570000	566493	0.0644
1	570001	575000	575000	0.0653
5	595001	600000	3000000	0.3408
2	635001	640000	1278856	0.1453
3	645001	650000	1949000	0.2214
1	650001	655000	653931	0.0743
2	670001	675000	1346039	0.1529
1	675001	680000	680000	0.0772
1	700001	705000	702000	0.0798
1	780001	785000	782000	0.0888
1	795001	800000	800000	0.0909
1	910001	915000	912500	0.1037
4	995001	1000000	4000000	0.4544
1	1015001	1020000	1019239	0.1158
2	1090001	1095000	2184152	0.2481
1	1110001	1115000	1111500	0.1263
1	1120001	1125000	1125000	0.1278
1	1130001	1135000	1135000	0.1289
2	1180001	1185000	2365094	0.2687
1	1195001	1200000	1200000	0.1363
1	1235001	1240000	1238660	0.1407
1	1310001	1315000	1315000	0.1494
1	1480001	1485000	1484375	0.1686



# PATTERN OF SHAREHOLDING

As on June 30, 2025

No of Share Holders	Having Shares		Shares Held	Percentage
	From	To		
3	1495001	1500000	4496500	0.5108
1	1505001	1510000	1507500	0.1713
1	1545001	1550000	1550000	0.1761
1	1630001	1635000	1630839	0.1853
1	1695001	1700000	1700000	0.1931
1	1720001	1725000	1725000	0.1960
1	1775001	1780000	1776000	0.2018
2	1810001	1815000	3621704	0.4114
1	1825001	1830000	1826250	0.2075
2	1995001	2000000	4000000	0.4544
1	2365001	2370000	2366454	0.2688
1	2435001	2440000	2437473	0.2769
1	2515001	2520000	2519508	0.2862
1	3150001	3155000	3150059	0.3579
2	3995001	4000000	8000000	0.9088
1	4095001	4100000	4098512	0.4656
1	4960001	4965000	4963016	0.5638
1	5195001	5200000	5196711	0.5904
1	5350001	5355000	5351232	0.6079
1	5730001	5735000	5731000	0.6511
1	5800001	5805000	5804000	0.6594
1	5995001	6000000	6000000	0.6816
1	7045001	7050000	7046000	0.8005
1	7445001	7450000	7448581	0.8462
1	13920001	13925000	13921900	1.5816
1	33985001	33990000	33988679	3.8612
1	43995001	44000000	44000000	4.9986
1	48250001	48255000	48252429	5.4817
1	82980001	82985000	82981534	9.4270
1	354310001	354315000	354311133	40.2510
60886	Company Total		880253228	100.0000

# CATEGORIES OF SHAREHOLDERS

As on June 30, 2025

Particulars	No of Folio	Balance Shares	Percentage
DIRECTORS, CEO, SPOUSE & CHILDREN	8	242004	0.0275
ASSOCIATED COMPANIES	2	402563562	45.7327
BANKS, DFI & NBF	17	174534194	19.8277
INSURANCE COMPANIES	12	17608834	2.0004
MUTUAL FUNDS	9	4222943	0.4797
GENERAL PUBLIC (LOCAL)	57467	183715262	20.8707
GENERAL PUBLIC (FOREIGN)	3209	25800902	2.9311
OTHERS	139	47347257	5.3788
FOREIGN COMPANIES	5	10292652	1.1693
APPROVED FUND	18	13925618	1.5820
Company Total	60886	880253228	100.0000

# PATTERN OF SHAREHOLDING ADDITIONAL INFORMATION

As on June 30, 2025

Shareholders Category	No. of Shares Held
<b>Associated Companies</b>	
Pakistan Water and Power Development Authority	354,311,133
KAPCO Employees Empowerment Trust	48,252,429
<b>Mutual Funds</b>	
TRUSTEE CHERAT CEMENT CO.LTD.EMP.PRO.FND	15,000
CDC - TRUSTEE AKD INDEX TRACKER FUND	150,114
CDC - TRUSTEE AKD OPPORTUNITY FUND	355,000
CDC - TRUSTEE ALFALAH GHP STOCK FUND	1,238,660
CDC - TRUSTEE NIT STATE ENTERPRISE FUND	526,284
CDC - TRUSTEE AL HABIB STOCK FUND	1,500,000
ABA ALI HABIB SECURITIES (PVT) LIMITED - MF	1,000
CDC - TRUSTEE ALLIED FINERGY FUND	29,300
CDC - TRUSTEE GOLDEN ARROW STOCK FUND	407,585
<b>Directors, CEO, their spouses and minor children</b>	
Lt. General (Retd) Sajjad Ghani (Resigned on June 26, 2025) <sup>1</sup>	1
Mr. Shahab Qader Khan	155,000
Mr. Aqeel Ahmed Nasir	500
Mr. Hafiz Mohammad Yousaf	1
Mr. Naveed Asghar Chaudhry	1
Mr. Saad Iqbal	84,500
Mr. Muhammad Arfan	1
Ms. Mahwish Humayun Khan	1
Mr. Khawaja Khalil Shah	2,000

<sup>1</sup>Lt. General (Retd.) Sajjad Ghani resigned from the BoD on June 26, 2025; and his vacant position was filled-in on August 15, 2025 by Lt. General (Retd.) Muhammad Saeed.



Shareholders Category	No. of Shares Held
<b>Executives</b>	260,356
<b>Public Sector Companies and Corporations</b>	-
<b>Banks, Development Finance Institutions, Non Banking Finance Companies, Insurance Companies, Takaful, Modarabas and</b>	263,187,842
<b>Approved Funds (Pension Funds, Provident Funds, Gratuity Funds etc.)</b>	
<b>General Public (Local)</b>	183,715,262
<b>General Public (Foreign)</b>	25,800,902
<b>Shareholders holding 5% or more voting interest</b>	
Pakistan Water and Power Development Authority	354,311,133
MCB Bank Limited	82,981,534
KAPCO Employees Empowerment Trust	48,252,429
United Bank Limited - Trading Portfolio	44,000,000

**Details of Trading in Shares by Director, Executives And Their Spouse/Minor Children From July 1, 2024 to June 30, 2025**

Name	No of shares purchased	No. of share sold
Mr. Shahab Qader Khan, Chief Executive	105,000	-
Mr. Khalid Pervaiz, Head of Engineering	100,000	-

# CORPORATE HOLDING 10,000 SHARES AND ABOVE

As on June 30, 2025

MEMBERS NAME	NO OF SHARES
THE PAKISTAN WATER & POWER DEVELOPMENT AUTHORITY	354,311,133
MCB BANK LIMITED - TREASURY	82,981,534
KAPCO EMPLOYEES EMPOWERMENT TRUST	48,252,429
UNITED BANK LIMITED - TRADING PORTFOLIO	44,000,000
NATIONAL BANK OF PAKISTAN	33,988,679
EMPLOYEES OLD AGE BENEFITS INSTITUTION	13,921,900
THE BANK OF PUNJAB, TREASURY DIVISION.	7,448,581
TRUSTEE - MCB PROVIDENT FUND PAK STAFF	7,046,000
PAK BRUNEI INVESTMENT COMPANY LIMITED	6,000,000
TRUSTEE-MCB EMPLOYEES PENSION FUND	5,804,000
ADAMJEE INSURANCE COMPANY LIMITED	5,731,000
ARROWSTREET EMERGING MARKET ALPHA EXTENSION TRUST FUND	5,351,232
EFU LIFE ASSURANCE LIMITED	5,196,711
BULK MANAGEMENT PAKISTAN (PVT.) LTD.	4,963,016
ASKARI BANK LIMITED	4,098,512
PROVIDUS CAPITAL (PVT.) LIMITED	4,000,000
JUBILEE GENERAL INSURANCE COMPANY LIMITED	3,150,059
MISSOURI EDUCATION PENSION TRUST [1584-5]	2,366,454
TRUSTEES OF HAMDARD LABORATORIES (WAQF) PAKISTAN.	2,000,000
TRUSTEES OF FRIENDS EDUCATIONAL AND MEDICAL TRUST	1,776,000
TRUSTEES OF MASKATIYA CHARITABLE TRUST	1,700,000
PAK LIBYA HOLDING COMPANY (PVT.) LIMITED	1,500,000
CDC - TRUSTEE AL HABIB STOCK FUND	1,500,000
J.P. MORGAN SECURITIES PLC	1,484,375
CDC - TRUSTEE ALFALAH GHP STOCK FUND	1,238,660
E. F. U. GENERAL INSURANCE LIMITED	1,183,150
NATIONAL INSURANCE COMPANY LIMITED	1,181,944
ARROWSTREET COLLECTIVE INVESTMENT TRUST	1,090,589
MOHAMMAD MUNIR MOHAMMAD AHMED KHANANI SECURITIES LIMITED	1,019,239
J HOLDINGS (PRIVATE) LIMITED	1,000,000
TRUSTEES MOHAMAD AMIN WAKF ESTATE	912,500
TRUSTEES OF PAKISTAN MOBILE COMMUNICATION LTD-PROVIDENT FUND	782,000
AQEEL KARIM DHEDHI SECURITIES (PVT.) LIMITED STAFF PRO.FUND	650,000
AL-ABBAS EDUCATIONAL AND WELFARE SOCIETY	649,500
VMATE (PVT.) LIMITED	600,000
VMATE (PVT.) LIMITED	600,000
TRUSTEES SAEEDA AMIN WAKF	575,000
CDC - TRUSTEE NIT STATE ENTERPRISE FUND	526,284
SURAJ COTTON MILLS LTD.	525,000
LUCKY TEX PAKISTAN (PVT.) LIMITED	500,000
TRUSTEES OF BESTWAY CEMENT LIMITED EMPLOYEES GRATUITY FUND	494,656
EFU GENERAL INSURANCE LIMITED	450,000
CDC - TRUSTEE GOLDEN ARROW STOCK FUND	407,585
GLOBE MANAGERMENTS (PRIVATE) LIMITED	380,000
CDC - TRUSTEE AKD OPPORTUNITY FUND	355,000
WESTBURY (PRIVATE) LTD	314,934
HABIB INSURANCE CO.LIMITED	300,000
EDULJEE DINSHAW (PRIVATE) LIMITED	258,000
AHSAM SECURITIES (PRIVATE) LIMITED	257,841
MARIAM ALI MUHAMMAD TABBA FOUNDATION	250,000
TRUSTEES BPS GROUP COMPANIES EMPLOYEES PROVIDENT FUND	250,000

MEMBERS NAME	NO OF SHARES
AL-RAHIM TRADING COMPANY (PRIVATE) LIMITED	234,000
DJM SECURITIES LIMITED	215,000
CAPITAL ONE EQUITIES LIMITED.	206,500
DOSSA COTTON & GENERAL TRADING (PVT) LIMITED	200,000
SHEFFIELD (PRIVATE) LIMITED	200,000
MULTIPLE INVESTMENT MANAGEMENT LTD	200,000
TMT PRIVATE EQUITY FUND LIMITED	200,000
TRUSTEE NATIONAL REFINERY LTD. MANAGEMENT STAFF PENSION FUND	199,761
UBL INSURERS LIMITED	185,000
PAIR INVESTMENT COMPANY LIMITED	165,000
PREMIER INSURANCE LIMITED	150,470
CDC - TRUSTEE AKD INDEX TRACKER FUND	150,114
TRUSTEES HOMMIE&JAMSHED NUSSERWANJEE C.T	150,000
RIAZ AHMED SECURITIES (PVT) LTD.	116,159
TRUSTEES OF HAJI MOHAMMED WELFARE TRUST	110,000
TRUSTEES OF SAMAD CHARITABLE TRUST	110,000
TRUSTEES ALOO&MINOCHER DINSHAW CHR.TRUST	100,000
TRUSTEES MCB EMPLOYEES FOUNDATION	100,000
HAJI DOSSA (PVT) LTD	100,000
KODVAWALA TRUST	100,000
SSH TELECOM (SMC-PRIVATE) LIMITED	100,000
EGO ASSOCIATE (PRIVATE) LIMITED	100,000
TRUSTEE ALOO & MINOCHER DINSHAW CHARITABLE TRUST	100,000
TRUSTEES AL-BADER WELFARE TRUST	87,000
GPH SECURITIES (PRIVATE) LIMITED	80,500
PEARL ENGINEERING (PVT) LTD	66,000
NCC - PRE SETTLEMENT DELIVERY ACCOUNT	63,524
ASDA SECURITIES (PVT.) LTD.	60,000
BHAYANI ENTERPRISES (PRIVATE) LIMITED	56,500
TRUSTEES OF HAMID ADAMJEE TRUST	55,000
ZAHID LATIF KHAN SECURITIES (PVT) LTD.	52,000
ASA STOCKS (PVT.) LIMITED	50,000
GHAF LIMITED	50,000
FIKREES (PRIVATE) LIMITED	50,000
MOHAMMAD MUNIR MOHAMMAD AHMED KHANANI SECURITIES LTD. - MF	50,000
TS SECURITIES (PVT) LTD.	40,000
TRUSTEES OF ARL MANAGEMENT STAFF PENSION FUND	40,000
DARUT TASNIF (PVT) LIMITED.	34,500
AKY SECURITIES (PVT) LTD.	32,000
PAKISTAN REINSURANCE COMPANY LIMITED	30,000
CDC - TRUSTEE ALLIED FINERGY FUND	29,300
RAO SYSTEMS (PVT.) LTD.	25,000
THE AL-MALIK CHARITABLE TRUST	25,000
FIRST CREDIT & INVESTMENT BANK LIMITED	23,500
DYNASYS NETWORKS (PRIVATE) LIMITED	23,000
SAYA SECURITIES (PRIVATE) LIMITED	20,500
DOSSLANIS SECURITIES (PRIVATE) LIMITED	20,500
THE PAKISTAN MEMON WOMEN EDUCATIONAL SOCIETY	20,000
BANDENAWAZ (PRIVATE) LIMITED.	20,000
TRUSTEES-TREET CORP.LTD. E.SUPERANNVAT FUND	20,000
WAH NOBEL (PRIVATE) LIMITED MANAGEMENT STAFF PENSION FUND	20,000
MANAGEMENT AND EDUCATIONAL SERVICES (PRIVATE) LIMITED	17,000

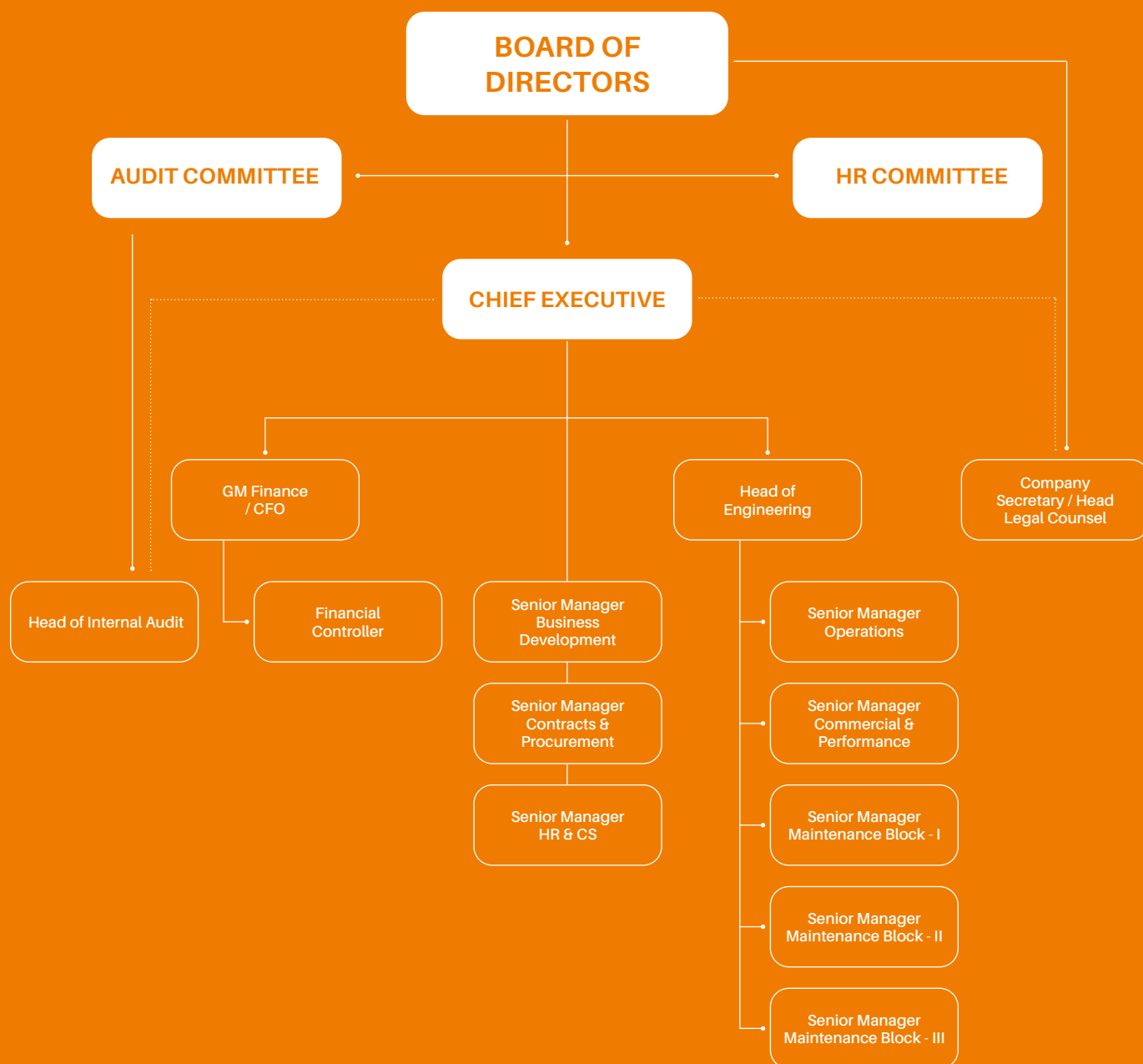


# CORPORATE HOLDING 10,000 SHARES AND ABOVE

As on June 30, 2025

MEMBERS NAME	NO OF SHARES
VALIKA ART FABRICS LTD	15,500
TRUSTEE CHERAT CEMENT CO.LTD.EMP.PRO.FND	15,000
SOFIAN BUSINESS CORPORATION (PRIVATE) LIMITED	15,000
THE PAKISTAN MEMON WOMEN EDUCATIONAL SOC	15,000
BEGUM AISHA AHMED AND LATIF BAWANY FOUNDATION	15,000
TRUSTEE KARACHI PARSİ ANJUMAN TRUST FUND	15,000
BROADAXIS TECHNOLOGIES (PRIVATE) LIMITED	15,000
YOUSUF YAQOOB KOLIA AND COMPANY (PRIVATE) LIMITED	14,000
JS GLOBAL CAPITAL LIMITED - MF	13,500
AL-FARAN MULTIPURPOSE COOPERATIVE SOCIETY LIMITED	12,300
INA SECURITIES (PVT.) LIMITED	12,000
RAFI SECURITIES (PRIVATE) LIMITED	10,450
MUHAMMAD SALIM KASMANI SECURITIES (PRIVATE) LIMITED	10,000
PAKISTAN MEMON EDUCATIONAL & WELFARE SOC	10,000
SIKANDER (PVT) LIMITED	10,000
TRUSTEES OF FAROUKH&ROSHEN KARANI TRUST	10,000
MERIN (PRIVATE) LIMITED	10,000
TRUSTEES OF AL-MUSTAFA TRUST	10,000
NOOR AUTOMOBILES (PRIVATE) LIMITED	10,000
TRUSTEE-TREET CORPORATION LTD.-GROUP EMP.SUPERANNUATION FUND	10,000
PERIDOT PRODUCTS (PVT) LIMITED	10,000
THE TRUSTEES, ZOROASTRIAN CO-OP. HOUSING SOCIETY	10,000
AMIN AGENCIES (PRIVATE) LIMITED	10,000
SPINZER EQUITIES (PRIVATE) LIMITED	10,000
CMA SECURITIES (PVT.) LIMITED	10,000
TRUSTEE- TREET COR. LTD EMP. PROVIDENT FUND	10,000
TRUSTEE- TREET CORPORATION LIMITED G.E. GRATUITY	10,000
TOTAL NO. OF SHARES	670,294,075

# ORGANIZATIONAL STRUCTURE\*



———— Functional Reporting

..... Administrative Reporting

\* Board of Directors' and Senior Management of the Company.

# EXECUTIVE & MANAGEMENT COMMITTEES

## Executive Committee:

The Executive Committee consists of the Departmental Heads and is chaired by the Chief Executive. Its functions include formulating, reviewing, communicating and managing the delivery of the Company's strategy; agreeing and recommending the Business Plan to the Board of Directors; and managing the delivery of the agreed Business Plan. The Executive Committee meets from time to time to coordinate activities and to take up any matters/issues.

## Management Committee:

The Management Committee consists of the Departmental Heads and the Senior Managers and is chaired by the Chief Executive. Its functions include in-depth Departmental reviews so as to create synergies within the Company. The Management Committee meets regularly.





**Shahab Qader Khan**

Chief Executive Officer



**Mr. Khalid Pervaiz Bajwa**

Head of Engineering



**Mr. A. Anthony Rath**

Company Secretary / Head Legal Counsel



**Mr. Zubair Aslam**

Chief Financial Officer (Acting)

# STATEMENT OF COMPLIANCE WITH LISTED COMPANIES

(Code of Corporate Governance) Regulations, 2019

Name of Company

**Kot Addu Power Company Limited (the "Company")**

Year Ended

**June 30, 2025**

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

1. The total number of directors are nine (9) as per the following:
  - a) Male: Eight (8)
  - b) Female: One (1)
2. The composition of the Board of Directors (the "Board") is as follows:

Category	Names
Independent Directors	<ul style="list-style-type: none"> <li>Mr. Hafiz Mohammad Yousaf</li> <li>Ms. Mahwish Humayun Khan</li> <li>Mr. Khawaja Khalil Shah</li> </ul>
Non-Executive Directors	<ul style="list-style-type: none"> <li>Lt. General (Retd.) Sajjad Ghani<sup>1</sup></li> <li>Mr. Naveed Asghar Chaudhry</li> <li>Mr. Aqeel Ahmed Nasir</li> <li>Mr. Saad Iqbal</li> <li>Mr. Muhammad Arfan</li> </ul>
Executive Director	<ul style="list-style-type: none"> <li>Mr. Shahab Qader Khan (Chief Executive)</li> </ul>
Female Director	<ul style="list-style-type: none"> <li>Ms. Mahwish Humayun Khan</li> </ul>

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

5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the Company.
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/shareholders as empowered by the relevant provisions of the Companies Act, 2017 (the "Act"), and the Regulations.
7. The meetings of the Board were presided over by the Chairman. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meetings of the Board.
8. The Board has a formal policy and transparent procedure for remuneration of Directors in accordance with the Act and the Regulations.
9. The majority of the Directors have either completed the Director's Certification from authorized institutions or have the prescribed qualification and experience pursuant to Regulation 19 of the Code of Corporate Governance.
10. The Board has approved the appointment of the Company Secretary, Chief Financial Officer and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.
11. The Chief Executive and Chief Financial Officer duly endorsed the financial statements before approval by the Board.

<sup>1</sup>Lt. General (Retd.) Sajjad Ghani resigned from the BoD on June 26, 2025; and his vacant position was filled-in on August 15, 2025 by Lt. General (Retd.) Muhammad Saeed.

12. The Board has formed Board Committees comprising of following:

## Audit Committee

Mr. Hafiz Mohammad Yousaf	Chairman
Mr. Saad Iqbal	Member
Mr. Naveed Asghar Chaudhry	Member
Mr. Khawaja Khalil Shah	Member
Mr. Muhammad Arfan	Member

## HR Committee

Ms. Mahwish Humayun Khan	Chairperson
Mr. Naveed Asghar Chaudhry	Member
Mr. Aqeel Ahmed Nasir	Member
Mr. Hafiz Mohammad Yousaf	Member
Mr. Muhammad Arfan	Member

## Investment Committee

Mr. Naveed Asghar Chaudhry	Chairman
Mr. Aqeel Ahmed Nasir	Member
Mr. Hafiz Mohammad Yousaf	Member
Mr. Saad Iqbal	Member
Mr. Khawaja Khalil Shah	Member

## Special Committe

Mr. Muhammad Arfan	Chairman
Mr. Aqeel Ahmed Nasir	Member
Mr. Naveed Asghar Chaudhry	Member
Mr. Saad Iqbal	Member

13. The terms of reference of the Board Committees have been formed, documented and advised to the Members for compliance.

14. The frequency of Board Committee Meetings (year ended June 30, 2025) are as follows:

Audit Committee	Eight (8)
HR Committee	Eight (8)
Investment Committee	Seven (7)
Special Committee	Four (4)

15. The Board has set-up an effective internal audit function, which has suitably qualified and experienced personnel for the purpose and 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 programme of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan; that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not close relatives (spouse, parent, dependent and non-dependent children) of the Chief Executive, Chief Financial Officer, Head of Internal Audit, Company Secretary or Directors of the Company.

17. The statutory auditors or the persons associated with them have not been appointed to provide other services, except in accordance with the Act, the Regulations or any other regulatory requirements and the auditors have confirmed that they have observed IFAC Guidelines in this respect.

18. We confirm that all requirements of the Regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.

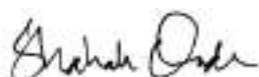
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are appended below.

# EXPLANATION FOR NON-COMPLIANCE

of Non-Mandatory Requirements of the Code of Corporate Governance, 2019 ("CCG")

Sr. No.	Requirement	Explanation of Non-Compliance	Regulations Number
1.	<b>Directors' Training</b> It is encouraged that by June 30, 2022, all directors on the Board have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.	Six Directors of the Company have acquired Directors' Training Program Certification. The Company is planning Directors' Training Program Certification for its remaining Directors.	19(i)
2.	<b>Nomination Committee</b> 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.	The function of the Nomination Committee is performed by the HR Committee of the Board of Directors.	29(i)
3.	<b>Risk Management Committee</b> The Board may constitute the Risk Management Committee, of such number and class of directors, as it may deem appropriate in its circumstances, to carry out a review of the effectiveness of risk management procedures and present a report to the Board.	This requirement is not mandatory. The Board of Directors considered the matter, and it was decided that the Company's Audit Committee is adequately performing this function.	30 (i)
4.	<b>Role of board and its members to address Sustainability Risk and Opportunities</b>	During the prior year, the Securities and Exchange Commission of Pakistan issued certain amendments (in relation to Regulation 10) of the Listed Companies (Code of Corporate Governance) Regulations, 2019 through its notification dated June 12, 2024.  The Company's Tri-Partite Purchase Agreement was renewed in June 2025 following the expiry of the power purchase agreement in October 2022. The Company is in the process of building internal capacity, hiring or training relevant staff, and establishing data systems necessary to measure, monitor, and report sustainability risks and DE&I targets. Compliance will be possible once adequate resources are available.	10 A

For and on behalf of the Board



Shahab Qader Khan  
Chief Executive

Lahore  
September 15, 2025

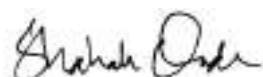


Lt. General (Retd.) Muhammad Saeed  
Chairman, Board of Directors



# GENDER PAY GAP STATEMENT UNDER CIRCULAR 10 OF 2024 OF THE SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

	Male Rs/ month	Female Rs/ month	Variance	Remarks
Mean pay gap	167,326	124,858	25%	On average male employees are paid 25% more than female employees due to lower number of female employees (4 out of 169) owing to remote site location.
Median pay gap	140,422	122,018	13%	Due to lower number of female employees (4 out of 169) owing to remote site location, median pay of male employees is 13% more than female employees.
Any other data / details deemed relevant			Nil	



Shahab Qader Khan  
Chief Executive

# INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Kot Addu Power Company Limited

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

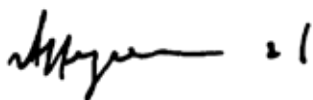
We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Kot Addu Power Company Limited (the Company) for the year ended June 30, 2025 in accordance with the requirements of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

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

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

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

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



**A.F. Ferguson & Co.**

Chartered Accountants

Lahore

Date: September 30, 2025

UDIN: CR202510118BrAH74uJM

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*A.F. FERGUSON & CO., Chartered Accountants, a member firm of the PwC network  
308-Upper Mall, Shahr-e-Quaid-e-Azam, P.O. Box 39, Lahore-54000, Pakistan.  
Tel: +92 (42) 3519 9343-50 / Fax: +92 (42) 3519 9351 www.pwc.com/pk*

■ KARACHI ■ LAHORE ■ ISLAMABAD

# INDEPENDENT AUDITOR'S REPORT

To the members of Kot Addu Power Company Limited  
Report on the Audit of the Financial Statements

## Opinion

We have audited the annexed financial statements of Kot Addu Power Company Limited (the Company), which comprise the statement of financial position as at June 30, 2025, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the 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, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2025 and of the profit and other comprehensive income, the changes in equity and its cash flows for the year then ended.

## Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the 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 Matter

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

Following is the key audit matter:

Sr. No	Key audit matter	How the matter was addressed in our audit
(i)	<p><b>Contingent Taxation Liabilities</b></p> <p>(Refer notes 4.1, 4.19, 10.1.1 and 10.1.2 to the annexed financial statements)</p> <p>The Company has contingent liabilities in respect of various income and sales tax matters, which are pending adjudication before the taxation authorities and the Courts of law.</p> <p>Contingencies require management to make judgments and estimates in relation to the interpretation of laws, statutory rules, regulations and the probability of outcome and financial impact, if any, on the Company for disclosure and recognition and measurement of any provision that may be required against such contingencies.</p> <p>Due to significance of amounts involved, inherent uncertainties with respect to the outcome of matters and use of significant management judgments and estimates to assess the same including related financial impacts, we considered contingent liabilities relating to income and sales tax, a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Obtained and examined details of the pending tax matters and discussed the same with the Company's management;</li> <li>Circularized confirmations to the Company's external tax counsels for their views on open tax assessments and matters. Furthermore, examined prior years' precedents of outcomes in favor of the Company at various forums related to matters under consideration which support the Company's stance;</li> <li>Examined correspondence of the Company with the relevant authorities including judgements or orders passed by the competent authorities in relation to the issues involved or matters which have similarities with the issues involved;</li> <li>Involved in-house tax specialists to assess management's conclusion on contingent tax matters and to evaluate the consistency of such conclusions with the views of the management and external tax advisors engaged by the Company; and</li> <li>Assessed the adequacy and appropriateness of the related disclosures in the financial statements.</li> </ul>

## 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 judgement 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, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;

- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Amer Raza Mir.



**A. F. Ferguson & Co.**

Chartered Accountants  
Lahore

Date: September 30, 2025

UDIN: AR202510118ovGTKcDgS

# FINANCIAL STATEMENTS

For the year ended June 30, 2025

# STATEMENT OF FINANCIAL POSITION

As at June 30, 2025

	Note	2025 (Rupees in thousand)	2024
<b>EQUITY AND LIABILITIES</b>			
<b>SHARE CAPITAL AND RESERVES</b>			
Authorised capital			
3,600,000,000 (2024: 3,600,000,000) ordinary shares of Rs 10 each		36,000,000	36,000,000
Issued, subscribed and paid up capital			
880,253,228 (2024: 880,253,228) ordinary shares of Rs 10 each	5	8,802,532	8,802,532
Capital reserve	6	444,451	444,451
Revenue reserve: un-appropriated profit		47,851,102	52,714,448
		57,098,085	61,961,431
<b>NON-CURRENT LIABILITIES</b>			
Deferred liabilities			
Deferred taxation	12	-	1,100,706
Staff retirement benefits	7	289,656	324,838
		289,656	1,425,544
<b>CURRENT LIABILITIES</b>			
Trade and other payables	8	5,896,023	7,059,152
Finances under mark-up arrangements – secured	9	-	9,944,193
Provision for taxation – net		728,456	-
Unclaimed dividend		1,241,158	1,160,934
		7,865,637	18,164,279
<b>CONTINGENCIES AND COMMITMENTS</b>			
	10		
		65,253,378	81,551,254

The annexed notes 1 to 45 form an integral part of these financial statements.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director



	Note	2025 (Rupees in thousand)	2024
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	11	1,818,304	1,929,046
Deferred taxation	12	1,461,641	-
Long term deposits		5,904	7,752
Staff retirement benefits - pension	13	401,902	280,566
		3,687,751	2,217,364
<b>CURRENT ASSETS</b>			
Stores and spares	14	3,942,262	3,953,694
Stock-in-trade	15	7,709,492	9,836,471
Trade debts	16	1,881,584	10,866,072
Contract Asset	17	1,563,320	-
Investments at fair value	18	41,071,844	47,425,903
Income tax due from Government		-	540,523
Loans, advances, deposits, prepayments and other receivables	19	3,865,517	3,926,935
Cash and bank balances	20	1,367,410	2,784,292
		61,401,429	79,333,890
Assets classified as held for sale	21	164,198	-
		65,253,378	81,551,254



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director

# STATEMENT OF PROFIT OR LOSS

For the year ended June 30, 2025

	Note	2025 (Rupees in thousand)	2024
Revenue from contract with customer	22	1,563,320	-
Cost of sales	23	(2,001,477)	-
Gross loss		(438,157)	-
Plant maintenance and preservation costs	24	(2,274,380)	(4,161,679)
Administrative expenses	25	(656,467)	(710,823)
Other operating expenses	26	(460,942)	(438,601)
Other income	27	7,073,435	14,630,058
Operating profit		3,243,489	9,318,955
Finance cost	28	(248,364)	(3,779,769)
Profit before levy and income tax		2,995,125	5,539,186
Levy - final tax	29	(22,127)	(2,177,850)
Profit before income tax		2,972,998	3,361,336
Income tax	30	(436,933)	952,282
Profit for the year		2,536,065	4,313,618
Earnings per share - basic and diluted			
Rupees	38	2.88	4.90

The annexed notes 1 to 45 form an integral part of these financial statements.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director

# STATEMENT OF COMPREHENSIVE INCOME

For the year ended June 30, 2025

	2025	2024
	(Rupees in thousand)	
Profit for the year	2,536,065	4,313,618
Items that will not be reclassified subsequently to profit or loss:		
- Re-measurement of net defined benefit obligation - net of tax	82,742	(73,508)
Items that may be reclassified subsequently to profit or loss	-	-
Other comprehensive income / (loss) for the year - net of tax	82,742	(73,508)
Total comprehensive income for the year	2,618,807	4,240,110

The annexed notes 1 to 45 form an integral part of these financial statements.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director

# STATEMENT OF CHANGES IN EQUITY

For the year ended June 30, 2025

	Issued, subscribed and paid up capital	Capital reserve	Revenue Reserve: Un-appropriated profits	Total
	(Rupees in thousand)			
<b>Balance as at June 30, 2023</b>	8,802,532	444,451	56,836,744	66,083,727
Profit for the year	-	-	4,313,618	4,313,618
Other comprehensive income:				
- Re-measurement of net defined benefit obligation - net of tax	-	-	(73,508)	(73,508)
Total comprehensive income for the year	-	-	4,240,110	4,240,110
<b>Transactions with owners</b>				
Final dividend for the year ended				
June 30, 2023 - Rs 5.00 per share	-	-	(4,401,266)	(4,401,266)
Interim dividend for the year ended				
June 30, 2024 - Rs 4.50 per share	-	-	(3,961,140)	(3,961,140)
<b>Balance as at June 30, 2024</b>	8,802,532	444,451	52,714,448	61,961,431
Profit for the year	-	-	2,536,065	2,536,065
Other comprehensive income:				
- Re-measurement of net defined benefit obligation - net of tax	-	-	82,742	82,742
Total comprehensive income for the year	-	-	2,618,807	2,618,807
<b>Transactions with owners</b>				
Final dividend for the year ended				
June 30, 2024 - Rs 4.00 per share	-	-	(3,521,013)	(3,521,013)
Interim dividend for the year ended				
June 30, 2025 - Rs 4.50 per share	-	-	(3,961,140)	(3,961,140)
<b>Balance as at June 30, 2025</b>	8,802,532	444,451	47,851,102	57,098,085

The annexed notes 1 to 45 form an integral part of these financial statements.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director



# STATEMENT OF CASH FLOWS

For the year ended June 30, 2025

	Note	2025 (Rupees in thousand)	2024
<b>Cash flows from operating activities</b>			
Cash generated from operations	35	6,330,584	14,649,820
Finance cost paid		(739,795)	(6,423,843)
Levy – final tax paid		(900,265)	(1,294,041)
Income tax paid		(1,783,202)	(522,534)
Workers' Profit Participation Fund paid		(121,960)	(305,965)
Workers' Welfare Fund paid		(110,784)	(136,386)
Staff retirement benefits – net		(65,462)	311,353
<b>Net cash generated from operating activities</b>		<b>2,609,116</b>	<b>6,278,404</b>
<b>Cash flows from investing activities</b>			
Fixed capital expenditure		(56,752)	(5,683)
Income on bank deposits received		177,667	283,735
Interest/profit on PIBs and Sukus		–	7,598,721
Net decrease in long term loans and deposits		1,848	1,599
PIBs and Sukus disposed-off		–	50,916,720
Investment made in mutual funds – net of inter fund transfers		(14,658,158)	(49,995,044)
Redemption of mutual funds – net of inter fund transfers		27,853,088	6,003,969
Dividend receipt from mutual funds		–	246,973
Proceeds from sale of property, plant and equipment		2,431	2,241
<b>Net cash generated from investing activities</b>		<b>13,320,124</b>	<b>15,053,231</b>
<b>Cash flows from financing activities</b>			
Dividend paid	37	(7,401,929)	(8,257,598)
<b>Net cash used in financing activities</b>		<b>(7,401,929)</b>	<b>(8,257,598)</b>
<b>Net increase in cash and cash equivalents</b>		<b>8,527,311</b>	<b>13,074,037</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>(7,159,901)</b>	<b>(20,233,938)</b>
<b>Cash and cash equivalents at the end of the year</b>	36	<b>1,367,410</b>	<b>(7,159,901)</b>

The annexed notes 1 to 45 form an integral part of these financial statements.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 1 Legal status and nature of business

Kot Addu Power Company Limited (the Company or KAPCO), was incorporated in Pakistan on April 25, 1996 as a public limited company under the Companies Ordinance, 1984 (now Companies Act, 2017). The Company was listed on April 18, 2005 on Pakistan Stock Exchange Limited. The principal activities of the Company are to own, operate and maintain a multi-fuel fired power station with fifteen generating units with a nameplate capacity of 1,600 MW in Kot Addu, District Muzaffargarh, Punjab, Pakistan and to sell the electricity produced therefrom to a single customer, Pakistan Water and Power Development Authority (WAPDA) under a Power Purchase Agreement (PPA) which was initially for a period of 25 years. WAPDA irrevocably transferred all of its rights, obligations and liabilities under the PPA to Central Power Purchasing Agency Guarantee Limited (CPPA-G) (Power Purchaser) thereunder via Novation Agreement which became effective on May 21, 2021 after approval from the relevant authorities. The PPA was extended by 16 months from June 26, 2021 pursuant to the terms of Master Agreement and the Third Amendment to the PPA, which expired on October 24, 2022. On June 3, 2025 the Company signed a new Tripartite Power Purchase Agreement (TPPA) for 495 MW capacity with CPPA-G and National Grid Company of Pakistan Limited (NGC). The term of TPPA is 3 years from effective date which will be the date on which capacity and heat rate test certificates are issued.

The Company has a plant site at Kot Addu (Muzaffargarh), a corporate office located in Lahore and registered office located in Islamabad.

A Special Purpose Vehicle was incorporated in 2014 under the name of KAPCO Energy (Private) Limited (KEPL) for establishment of a coal power project. However, the project was called off and KEPL was put into liquidation under the Easy Exit Scheme of SECP. Subsequently, the liquidation application of KEPL was withdrawn for exploring investments opportunities. However, the share capital of KEPL has not yet been subscribed by the Company, therefore, the Company has not prepared consolidated financial statements.

## 2 Basis of preparation

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

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan (ICAP) 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 or IFAS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

As disclosed in Note 2.5, the Securities and Exchange Commission of Pakistan (SECP) has granted general exemption from the application of IFRS 2 and IFRS 9 on certain matters, which have been applied in the preparation of these financial statements.

## 2.2 Signing of Tri-Partite Power Purchase Agreement (TPPA)

The Company's Power Purchase Agreement (PPA) dated June 27, 1996 (as amended from time to time) expired on October 24, 2022. The National Electric Power Regulatory Authority (NEPRA) granted a provisional tariff to the Company on April 9, 2025 and generation concurrence on April 18, 2025. Following negotiations with the National Task Force on Implementation of Structural Reforms (Power Sector) and subsequent approvals from the Government of Pakistan and NEPRA, a Tri-Partite Power Purchase Agreement (TPPA) was signed on June 3, 2025 between the Company, Central Power Purchasing Agency (Guarantee) Limited, and National Grid Company of Pakistan Limited.

Under the TPPA, the Company's 495 MW generation facility and switchyard have been retained in the national power system for three years on a hybrid Take-or-Pay basis, providing a minimum guaranteed return at 25% availability and additional returns linked to incremental generation. The term of the TPPA is subject to the Company's annual inclusion in the Integrated Generation Capacity Expansion Plan (IGCEP) and Power Acquisition Plan (PAP), as approved by the competent authorities from time to time.

The TPPA became effective on September 13, 2025 following the successful completion of the Initial Tested Capacity and Initial Heat Rate Test on September 12, 2025 by an Independent Engineer. The Management is confident that the determination of Final Tariff by NEPRA and other procedural formalities including approval from Shareholders of the Company, will be completed in due course.

Subsequent to the signing of the TPPA, the Company generated electricity of 52,705 MWh during the reporting period on the request from the National Power Control Centre (NPCC). Since the Commercial Operations Date (COD) was not declared at the reporting date, the Company is entitled to compensation on a cost reimbursement basis, in line with the applicable Fuel Cost Component rates specified under the TPPA.

In addition, the Company continues to:

1. Pursue diversification through renewable energy projects and strategic brownfield opportunities, some of which are at advanced stages and include, but are not limited to, the following:
  - a) Sindh Solar Energy Park (SSEP) projects, with 150 MW at Deh Metha Ghar and 120 MW at Deh Halkani, where the Company was declared the lowest bidder by K-Electric, pending NEPRA approval. The NEPRA hearing was held in April 2025, and decision is still awaited; and
  - b) In partnership with Fauji Foundation, the Company has submitted a bid to acquire 84.06% of Pharaon Investment Group's shares in Attock Cement Pakistan Limited (ACPL), and the result of the bidding is awaited.
2. Invest surplus funds in mutual funds of Rs. 41,072 million (2024: Rs. 47,426 million) to generate sufficient income to meet expenses during periods of restricted dispatch; and
3. Ensure readiness for participation in the Competitive Trading Bilateral Contracts Market (CTBCM) under B2B or merchant plant, once it is implemented by GoP.

Management is confident in the Company's ability to continue as a going concern, supported by the signing of the TPPA, provisional tariff issuance, renewal of the generation concurrence, and cash flow forecasts demonstrating sufficient liquidity under conservative scenarios. Therefore, the financial statements have been prepared on going concern basis.

## 2.3 New accounting standards / amendments and IFRS interpretations that are effective for the year ended June 30, 2025

Certain standards, amendments, and interpretations to IFRS are effective for accounting periods beginning on July 1, 2024 but are considered not relevant to the Company's operations (although they may affect the accounting for future transactions and events) and are therefore not detailed in these financial statements, except for the following:

The Securities and Exchange Commission of Pakistan (SECP), vide its S.R.O. 1278 (I) / 2024 dated August 15, 2024 notified an amendment to the Fourth Schedule of the Companies Act, 2017, requiring listed companies and their subsidiaries to disclose certain information if they are not engaged in Shariah non-permissible business activities, as disclosed in Note 40 to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 2.4 Standards, Interpretations and Amendments to Published Approved Accounting Standards that are not yet effective and have not been early adopted by the Company

There are certain standards, amendments and interpretations to the accounting standards and interpretations that are mandatory for the Company's accounting periods beginning on or after July 1, 2025 but are considered not to be relevant to the Company's operations and are, therefore, not detailed in these financial statements, except for the following:

		Effective date (period beginning on or after)
IAS 7	Annual improvements to IAS 7	January 1, 2026
IFRS 9 & 7	Amendment to IFRS 9 and IFRS 7 – Classification and Measurement of Financial Instruments	January 1, 2026
IAS 21	Amendment to IAS 21 – Lack of Exchangeability	January 1, 2025
IFRS 17	Insurance Contracts	January 1, 2026

Other than the aforesaid standards, interpretations and amendments, International Accounting Standards Board (IASB) has also issued the following standards and interpretation, which have not been notified locally by the Securities and Exchange Commission of Pakistan (SECP) as at June 30, 2025;

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

### IFRS S1 General Requirements for Disclosure of Sustainability-Related Financial Information

#### IFRS S2 Climate-Related Disclosures

The Securities and Exchange Commission of Pakistan (SECP) has notified the adoption of IFRS S1 "General Requirements for Disclosure of Sustainability-related Financial Information" and IFRS S2 "Climate-related Disclosures" through a phased implementation plan. These standards include the core framework for the disclosure of material information about sustainability-related risks and opportunities across an entity's value chain. They set out requirements for entities to disclose information about climate-related risks and opportunities that may affect their financial prospects.

IFRS S1 requires entities to disclose sustainability-related risks and opportunities that are useful to primary users of general purpose financial reporting in making decisions about providing resources to the entity. It provides guidance on identifying such risks and opportunities and the relevant disclosures to be made.

IFRS S2 builds on IFRS S1 and focuses specifically on climate-related disclosures. It requires entities to identify and disclose climate-related risks and opportunities over the short, medium, and long term. Additionally, IFRS S2 mandates the use of industry-based metrics and seven cross-industry metrics, including disclosures on greenhouse gas emissions, transition and physical risks, climate-related opportunities, capital deployment, internal carbon pricing, and remuneration.

Based on the criteria defined by SECP, the Company falls under Phase III of the implementation roadmap. Accordingly, the Company will be required to comply with IFRS S1 and IFRS S2 effective from July 1, 2027.

The Company is in the process of assessing the impact of these standards on the Financial Statements of the Company.

**2.5 Standards, amendments and interpretations to existing standards that are not yet effective but applicable / relevant to the Company's operations**

**2.5.1** The Securities and Exchange Commission of Pakistan (SECP) through S.R.O. 229 (I) / 2019 dated February 14, 2019 notified that the standard IFRS 9, 'Financial Instruments' would be effective for reporting period / year ending on or after June 30, 2019. However, SECP through S.R.O. 985 (I) / 2019 dated September 30, 2019 granted exemption from applying expected credit loss based impairment model to financial assets due from the Government till June 30, 2021 which was further extended till June 30, 2022 vide S.R.O. 1177 (I) / 2021 dated September 13, 2021. The extension was subsequently granted till December 31, 2024 vide S.R.O. 67(I) / 2023 dated January 20, 2023 and has now been further extended till December 31, 2025 vide S.R.O. 1784 (I) / 2024 dated November 4, 2024. Accordingly, the Company has not followed the requirements of IFRS 9 with respect to application of Expected Credit Losses in respect of trade debts and other receivables due from CPPA-G. The Company is in the process of assessing the impact of this amendment on the Company's financial statements.

**2.5.2** The Securities and Exchange Commission of Pakistan (SECP), through S.R.O. 24 (I) / 2012 dated January 16, 2012 as amended by S.R.O. 986 (I) / 2019 dated September 2, 2019 granted exemption from the application of IFRS 16 'Leases' to all companies that had entered into power purchase agreements before January 1, 2019. However, SECP made it mandatory to disclose the potential impact of applying IFRS 16 on the Company's financial statements.

Since the Company's original PPA was signed prior to January 1, 2019 the Company did not apply lease accounting. However, as the TPPA was signed on June 3, 2025 (i.e., the inception date, which falls after January 1, 2019) the Company will be required to apply IFRS 16 'Leases'. As disclosed in Note 2.2 to these financial statements, the COD has been declared on September 13, 2025 subsequent to the reporting date, however, certain other procedural formalities are still pending. Since the TPPA was not effective as at the reporting date, therefore, the Management is currently in the process of assessing the impact of the standard on the Company's Operations.

**2.5.3** IFRS 2 (Amendment), 'Share-based Payment – Group Cash-settled Share-based Payment Transactions' effective for annual periods beginning on or after January 1, 2010.

The IASB amended IFRS 2 whereby an entity receiving goods or services is to apply this IFRS in accounting for group cash-settled share-based payment transactions in its financial statements when that entity has no obligation to settle the share-based payment transaction.

On August 14, 2009 the GoP launched Benazir Employees' Stock Option Scheme ("the Scheme") for employees of certain State Owned Enterprises (SOEs) and non-State Owned Enterprises (non-SOEs) where GoP holds significant investment. The Scheme is applicable to permanent and contractual employees who were in employment of these entities, on the date of launch of the scheme, subject to completion of five years vesting period by all contractual employees and by permanent employees in certain instances.

The Scheme provides for a cash payment to employees on retirement or termination based on the price of shares of respective entities. To administer this Scheme, GoP transferred 12% of its investment in such SOEs and non-SOEs to a Trust Fund created for the purpose by each of such entities. The eligible employees would be allotted units by each Trust Fund in proportion to their respective length of service. On retirement or termination such employees would be entitled to receive such amounts from Trust Fund in exchange for the surrendered units as would be determined based on market price for listed entities or breakup value for non-listed entities. The shares relating to the surrendered units would be transferred back to GoP.

The Scheme also provides that 50% of dividend related to shares transferred to the respective Trust Fund would be distributed amongst the unit-holder employees. The balance 50% dividend would be transferred by the respective Trust Fund to Central Revolving Fund managed by the Privatization Commission of Pakistan for payment to employees against surrendered units. The deficit, if any, in Trust Fund to meet the re-purchase commitments would be met by GoP.



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

The Scheme, developed in compliance with stated GoP Policy of empowerment of employees of SOEs need to be accounted for by the covered entities, including the Company, under the provisions of amended IFRS 2. However, keeping in view the difficulties that may be faced by entities covered under the scheme, the SECP on receiving representations from some of entities covered under the Scheme and after having consulted the Institute of Chartered Accountants of Pakistan (ICAP), has granted exemption to such entities from the application of IFRS 2 to the Scheme as per S.R.O. 587 (I) / 2011 dated June 7, 2011.

Had the exemption not been granted, the staff costs of the Company for the year would have been lower by Rs. 35 million (2024: higher by Rs. 475 million), profit after taxation would have been higher by Rs. 22 million (2024: lower by Rs. 290 million), retained earnings would have been lower by Rs. 519 million (2024: Rs. 541 million) and earning per share would have been higher by Rs. 0.02 per share (2024: lower by Rs. 0.33 per share).

The Company received letter from GoP dated June 9, 2021 advising the Company to close-off the Scheme in light of the order / judgment of Honorable Supreme Court of Pakistan. The detailed order / judgment of Honorable Supreme Court of Pakistan are awaited to proceed for closure of the Scheme. As per the management, there will be no material impact of the order on the financial statements of the Company, however, depending upon the order of the Honorable Supreme Court of Pakistan, the amount available in the fund will be transferred to GoP.

## 2.6 Basis of measurement

These financial statements have been prepared under the historical cost convention, unless otherwise specifically stated.

## 3 Significant accounting judgements, estimates and assumptions

The Company's material accounting policies are stated in note 4. Not all of these material accounting policies require management to make difficult, subjective or complex judgments or estimates. The following is intended to provide an understanding of the policies that management considers critical because of the complexity, judgment of estimation involved in their application and their impact on these financial statements. Estimates and judgments are continually evaluated and are based on historical experience, including expectations of future events that are believed to be reasonable under the circumstances. These judgments involve assumptions or estimates in respect of future events and the actual results may differ from these estimates. The areas involving a higher degree of judgments or complexity or areas where assumptions and estimates are significant to the financial statements are as follows:

- a) Provision for taxation – Note 4.1
- b) Staff retirement benefits – Note 4.2
- c) Useful life and residual values of property, plant and equipment – Note 4.3
- d) Provision for stores and spares – Note 4.7
- e) Provision for stock-in-trade – Note 4.8
- f) Investments at fair value – Note 4.9
- g) Impairment of financial assets – Note 4.9

## 4 Material accounting policies Information

The material accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

## 4.1 Taxation

### Levy

In accordance with the Income Tax Ordinance, 2001, computation of final taxes is not based on taxable income. Therefore, as per IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes issued by the Institute of Chartered Accountants of Pakistan (ICAP), these fall within the scope of IFRIC 21 / IAS 37 and accordingly have been classified as levy in these financial statements, except for tax on normal business income which is specifically within the scope of IAS 12 and hence it continues to be categorised as current income tax.

### Income tax

Income tax expense comprises current and deferred tax. Income tax is recognised in the statement of profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or other comprehensive income, as the case may be.

### Current income tax

Provision of current tax is based on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to profit for the year if enacted after taking into account tax credits, rebates and exemptions, if any. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years. Such judgments are reassessed whenever circumstances change or there is new information that affects the judgments. Where, at the assessment stage, the taxation authorities have adopted a different tax treatment and the Company considers that the most likely outcome will be in favour of the Company, the amounts are shown as contingent liabilities.

Previously, income of the Company derived from the power station up to June 27, 2006 was exempt from income tax under clause 138 of the Part I of the Second Schedule to the Income Tax Ordinance, 2001. The Company was also exempt from minimum tax under clause 13(A) of Part IV of the Second Schedule to the Income Tax Ordinance, 2001 for the period it continued to be entitled to exemption under clause 138 of the Part I of the Second Schedule i.e. up to June 27, 2006. Thereafter, the income of the Company is taxable under the provisions of the Income Tax Ordinance, 2001.

### Deferred tax

Deferred tax is accounted for using the liability method in respect of all temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of the taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences, unused tax losses and tax credits can be utilised.

Deferred tax assets and liabilities are calculated at the rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted by the reporting date. Deferred tax is charged or credited to the statement of profit or loss, except in the case of items charged or credited to equity or other comprehensive income, in which case it is included in the statement of changes in equity or statement of other comprehensive income, as the case may be.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 4.2 Staff retirement benefits

The main features of the schemes operated by the Company for its employees are as follows:

- (a) The Company operates an approved funded defined benefit pension scheme for eligible employees with a qualifying service period of ten years. Monthly contribution is made to the fund on the basis of actuarial recommendation. The latest actuarial valuation was carried out as at June 30, 2025 by an independent valuer. The actual return on plan assets during the year is Rs. 648 million (2024: Rs. 851 million). The actual return on plan assets represents the difference between the fair value of plan assets at beginning of the year and end of the year, after adjustments for contributions made by the Company, as reduced by benefits paid during the year.

The future contribution rate includes allowances for deficit and surplus. Projected unit credit method, using the following significant assumptions, is used for valuation of the scheme:

- Discount rate: 11.75 percent per annum (2024: 14.75 percent per annum).
- Expected rate of increase in salary level: 9.75 percent per annum (2024: 12.75 percent per annum).
- Expected rate of increase in pension: 5.00 percent per annum (2024: 6.00 percent per annum).
- Average duration of the plan: 7.07 years (2024: 6.95 years).
- Mortality rates: SLIC (2001-05)-1.

Plan assets include short-term and long-term Government instruments, term finance certificates of financial institutions, investment in mutual funds and deposits with banks. Return on Government instruments and debt is at fixed and floating rates.

The trustees are managing the pension fund as per applicable Trust Deed, Rules and Regulations applicable to the fund.

- (b) The Company also operates an approved funded contributory provident fund for all employees. Equal monthly contributions are made by both the Company and the employees to the fund. The trustees are managing the provident fund as per applicable Trust Deed, Rules and Regulations applicable to the fund.
- (c) The Company provides medical facilities to its eligible retired employees and dependent family members along with free electricity. Provisions are made annually to cover the obligation on the basis of actuarial valuation and are charged to statement of profit or loss. The latest actuarial valuation was carried out as at June 30, 2025 by an independent valuer.

Projected unit credit method, using the following significant assumptions, is used for valuation of these schemes:

- Discount rate: 11.75 percent per annum (2024: 14.75 percent per annum).
- Expected rate of increase in medical cost: 9.75 percent per annum (2024: 12.75 percent per annum).
- Expected rate of increase in electricity benefit: 9.75 percent per annum (2024: 12.75 percent per annum).
- Average duration of medical plan: 16.38 years (2024: 15.95 years).
- Average duration of electricity plan: 15.70 years (2024: 15.32 years).
- Mortality rates: SLIC (2001-05)-1.

- (d) The Company has other long term employee benefits which include the encashment of frozen leaves for eligible employees and a lumpsum amount payable to staff under Charter of Demand settlement. Frozen leaves can be encashed upto 180 days at the time of retirement. Lumpsum amount is payable to staff members at the rate of Rs. 495,000 or Rs. 561,000 per person, according to the grade of respective staff member at the time of retirement. The liability is calculated in present value terms by taking into account the expected date of retirement of employees, the available balance of frozen leaves and / or the expected salary at the date of retirement.

Retirement benefits are payable to all regular employees on completion of prescribed qualifying period of service under these schemes.

The Company's policy with regard to actuarial gains/losses is to immediately recognise all actuarial losses and gains in other comprehensive income under IAS 19, 'Employee benefits'.

#### 4.3 Property, plant and equipment

Property, plant and equipment, except freehold land, are stated at cost less accumulated depreciation and any identified impairment loss. Freehold land is stated at cost less any identified impairment loss. Cost represents the acquisition price of assets transferred to the Company in accordance with the Transfer Agreement signed between WAPDA and the Company on June 26, 1996 based on a valuation by M/s Stone and Webster using depreciated replacement cost basis.

Depreciation on all property, plant and equipment is charged to statement of profit or loss on the straight line method so as to write off the depreciable amount of an asset over the economic useful life or the remaining term of PPA, whichever is lower, using the annual rates mentioned in note 11, after taking their residual values into account.

The assets' residual values and estimated useful lives are reviewed at each financial year end and adjusted if impact on depreciation is significant. The Company's estimate of the residual value of its property, plant and equipment as at June 30, 2025 has not required any significant adjustment.

Depreciation on additions to property, plant and equipment is charged from the month in which an asset is acquired or capitalised while no depreciation is charged for the month in which the asset is disposed off.

The Company assesses at each balance sheet date whether there is any indication that property, plant and equipment may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is recognised in statement of profit or loss. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Where an impairment loss is recognised, the depreciation charge is adjusted in the future periods to allocate the asset's revised carrying amount over its estimated useful life.

Major plant modifications and improvements are capitalised. Overhauls, maintenance and repairs are charged to statement of profit or loss as and when incurred. The gain or loss on disposal or retirement of an asset, represented by the difference between the sale proceeds and the carrying amount of the asset, is recognised as an income or expense.

Blades for Gas Turbines are considered a separate category of assets. All blades are depreciated at the annual rate as mentioned in note 11, regardless of whether they are in use or not. Refurbishment costs are accrued and charged to statement of profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 4.4 Non-current assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense. The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification. Property, plant and equipment are not depreciated once classified as held for sale. Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position. As at the reporting date, the Company has classified its Gas Turbines (GT) III and IV along with related auxiliaries as held for sale.

## 4.5 Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. An impairment loss is recognised in 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 costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets, other than goodwill, that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## 4.6 Ijarah contracts

The Company has entered into Ijarah contracts under which it obtains usufruct of an asset for an agreed period against an agreed consideration. The Ijarah contracts are undertaken in compliance with the Shariah essentials for such contracts prescribed by the State Bank of Pakistan.

Company accounts for its Ijarah contracts in accordance with the requirements of IFAS 2 'Ijarah'. Accordingly, Company as a Mustaj'ir (lessee) in the Ijarah contract recognises the Ujrah (lease) payments as an expense in the statement of profit or loss on straight line basis over the Ijarah term.

## 4.7 Stores and spares

Usable stores and spares are valued principally at weighted average cost. Impairment provision is recognised against items determined to be obsolete and / or not expected to be used up till the expiry of TPPA. Items in transit are valued at cost, comprising invoice value plus other charges paid thereon.

Refurbishable items are valued at the lower of cost and net realisable value. Cost of refurbishment is charged to the statement of profit or loss as it is incurred. The item is charged to the statement of profit or loss when, upon inspection, it cannot be refurbished. Provision for obsolescence of stores and spare parts, wherever required, is made on the basis of management's best estimate of usability of items as determined by the in-house technical team. Provision is recognised against items determined to be obsolete.

## 4.8 Stock-in-trade

Stock-in-trade, except for those in transit, are valued at lower of cost based on First In First Out (FIFO) and net realisable value.

Materials in transit are stated at cost, comprising invoice value plus other charges paid thereon.

Net realizable value is determined on the basis of estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale. If the expected net realizable value is lower than the carrying amount, a write-down is recognised for the amount by which the carrying amount exceeds its net realizable value.



## 4.9 Financial instruments

### 4.9.1 Financial assets

#### a) Classification

The Company classifies its financial assets, other than investments in equity instruments of subsidiary and associate, in the following measurement categories:

- those to be measured subsequently at fair value [either through other comprehensive income ('OCI') or through profit or loss], and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

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

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

#### b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date, being the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

#### c) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

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

#### Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

#### i) Amortised Cost

Assets that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss. Impairment losses are presented as separate line item in the statement of profit or loss.

As at the reporting date, the financial instruments classified by the Company at amortised cost are disclosed in note 39.3.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## ii) Fair Value through Other Comprehensive Income (FVOCI)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss. Interest income from these financial assets is included in other income using the effective interest rate method. Impairment expenses are presented as separate line item in the statement of profit or loss.

As at the reporting date, the Company has not classified any financial instruments under FVOCI.

## iii) Fair Value through Profit or Loss (FVPL)

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss in the period in which it arises.

As at the reporting date, the Company classifies the investments relating to Mutual Funds as fair value through profit or loss.

### Equity instruments

The Company subsequently measures all equity investments except for investments in equity instruments of subsidiary and associate at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

As at the reporting date, the financial instruments classified by the Company at FVPL is nil.

Changes in the fair value of financial assets at FVPL are recognised in the statement of profit or loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

## 4.9.2 Impairment of Financial Assets due from Government

Financial assets due from the Government of Pakistan include trade debts and other receivables due from CPPA-G under the PPA that also include accrued amounts. The Company follows relevant requirements of IAS 39 in respect of impairment of these financial assets due to the exemption available in respect of IFRS 9 till December 31, 2025 as stated in note 2.5.1.

A provision for impairment is established when there is objective evidence that the Company will not be able to collect all the amount due according to the original terms of the receivable.

The Company assesses at the end of each reporting period whether there is objective evidence that the financial asset is impaired. The financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated. Evidence of impairment may include indications that the debtor is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicates that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective

interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the statement of profit or loss. When a financial asset is deemed uncollectible, it is written off against the provision for Impairment and is only written off when there are no reasonable expectations of recovery and management has no intention to pursue collection efforts. Subsequent recoveries of amounts previously written off are credited to the statement of profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the statement of profit or loss.

#### 4.9.3 Impairment of financial assets other than those due from the Government of Pakistan and investment in equity instruments

The Company assesses on a forward-looking basis, the expected credit losses ('ECL') associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company applies general 3-stage approach for loans, deposits and other receivables and bank balances i.e. to measure ECL through loss allowance at an amount equal to 12-month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition.

Following are the financial assets that are subject to the ECL model:

- Long term deposits
- Loans, advances, deposits, prepayments and other receivables
- Investments at fair value
- Cash and bank balances

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information (adjusted for factors that are specific to the counterparty, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate). As for the exposure at default for financial assets, this is represented by the assets' gross carrying amount at the reporting date. Loss allowances are forward looking, based on 12 month expected credit losses where there has not been a significant increase in credit risk rating, otherwise allowances are based on lifetime expected losses.

Expected credit losses are a probability weighted estimate of credit losses. The probability is determined by the risk of default which is applied to the cash flow estimates. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. In the absence of a change in credit rating, allowances are recognised when there is reduction in the net present value of expected cash flows. On a significant increase in credit risk, allowances are recognised without a change in the expected cash flows, although typically expected cash flows do also change; and expected credit losses are rebased from 12 month to lifetime expectations.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of default occurring on the instrument as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportable forward-looking information.

The following indicators are considered while assessing credit risk:

- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
- actual or expected significant changes in the operating results of the counterparty;

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

- significant increase in credit risk on other financial instruments of the same counterparty; and
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees, if applicable.

The Company considers the following as constituting an event of default for internal credit risk management purposes, as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collaterals held by the Company).

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for that financial asset because of financial difficulties.

Where lifetime ECL is measured on a collective basis to cater for cases where evidence of significant increases in credit risk at the individual instrument level may not yet be available, the financial instruments are grouped on the following basis:

- Nature of financial instruments;
- Past-due status;
- Nature, size and industry of borrowers; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

The Company recognizes an impairment gain or loss in the statement of profit or loss for financial assets with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the statement of financial position.

The Company writes-off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of counterparty's sources of income or assets to generate sufficient future cash flows to repay the amount. The Company may write-off financial assets that are still subject to enforcement activity. Subsequent recoveries of amounts previously written off will result in impairment gains.

#### 4.9.4 Financial liabilities

Financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities at amortised cost are initially measured at fair value less transaction costs. Financial liabilities at fair value through profit or loss are initially recognised at fair value and transaction costs are recognised immediately in statement of profit or loss.

Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortised cost using the effective yield method.

#### 4.10 Offsetting of financial assets and liabilities

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

#### 4.11 Long term loans and deposits

Loans and deposits are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in non-current assets for having maturities greater than 12 months after the reporting date. Initially they are recognised at fair value and subsequently stated at amortised cost.

#### 4.12 Trade debts

Trade debts are amounts due from CPPA-G in the ordinary course of business. They are generally due for settlement as referred to in note 4.18 and therefore are all classified as current. Trade debts are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. Trade debts are carried at a value to be received less an estimate made for loss allowance based on a review of all outstanding amounts at the reporting date. Bad debts are written off when identified and when the contractual cash flows are not expected to be recovered. Furthermore, the Company holds the trade debts with the objective of collecting the contractual cash flows and therefore measures the trade debts subsequently at amortised cost using the effective interest rate method less provision for loss allowance.

#### 4.13 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand, demand deposits, other short term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value, and finances under mark-up arrangements. In the statement of financial position, finances under mark-up arrangements are included in current liabilities.

#### 4.14 Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Exchange gains and losses arising on translation in respect of liabilities in foreign currency are added to the carrying amount of the respective liabilities.

#### 4.15 Foreign currencies

##### a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The financial statements are presented in Pak Rupees (PKR), which is the Company's functional and presentation currency. Figures have been rounded off to nearest thousand of Rupees, unless otherwise stated.

##### b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are generally recognised in statement of profit or loss.



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

Foreign exchange gains and losses that relate to borrowings are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other gains / (losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss, and translation differences on non-monetary assets such as equities classified as at fair value through other comprehensive income are recognised in other comprehensive income.

## 4.16 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed periodically and adjusted to reflect the current best estimates.

## 4.17 Dividend

Dividend distribution to the Company's shareholders is recognised as a liability in the period in which the dividends are declared.

## 4.18 Revenue recognition

Revenue is recognised when (or as) the Company satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset and thus has the ability to direct the use and obtain the benefits from the good or service.

Revenue from the sale of electricity to CPPA-G, the sole customer of the Company, is recorded on the following basis:

- Capacity Purchase Price revenue is recognised over time, based on the capacity made available to CPPA-G, at rates as specified under the TPPA with CPPA-G and NGC; and
- Energy Purchase Price revenue is recognised at a 'point in time', as and when the Net Electrical Output (NEO) are delivered to CPPA-G.

Capacity and Energy revenue is recognised based on the rates determined under the mechanism laid down in the TPPA.

Late payment surcharge on amounts due under the TPPA is accrued on a time proportion basis by reference to the amount outstanding and the applicable rate of return under the TPPA.

Invoices are typically issued on a monthly basis and are payable within 30 days following acknowledgment by CPPA-G. However, weekly RLNG commodity invoices are due within 3 days, as stipulated by the Company's TPPA.

## 4.19 Contract balances

### Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

#### Contract assets

A contract asset is recognised for the Company's right to consideration in exchange for goods or services that it has transferred to a customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the Company presents the amount as a contract asset, excluding any amounts presented as a receivable.

#### 4.20 Contingent liabilities

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

#### 4.21 Other Income

Other income comprises interest income on funds invested (financial assets), dividend income, gain on disposal of financial assets, interest on late payment – CPPA-G, scrap sales, house rent, exchange gain, unclaimed balances written back and changes in fair value of investments. Other income is recognised in statement of profit or loss as it accrues.

#### 4.22 Share capital

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

#### 5 Issued, subscribed and paid up capital

	2025 (Number of shares)	2024	Note	2025 (Rupees in thousand)	2024
Ordinary shares of Rs 10 each fully paid in cash	253,000	253,000		2,530	2,530
Ordinary shares of Rs 10 each issued as fully paid for consideration other than cash	880,000,228	880,000,228	5.2	8,800,002	8,800,002
	880,253,228	880,253,228		8,802,532	8,802,532

5.1 There has been no movement in the ordinary share capital of the Company.

5.2 This represents shares issued as consideration against transfer of net assets by WAPDA to the Company.

Ordinary shares of the Company held by associated undertakings are as follows:

	2025 (Number of shares)	2024
Pakistan Water and Power Development Authority (WAPDA)	354,311,133	354,311,133
KAPCO Employees Empowerment Trust [Formed under Benazir Employees' Stock Option Scheme (BESOS)]	48,252,429	48,252,429
	402,563,562	402,563,562

5.3 All ordinary shares rank equally with regard to the Company's residual assets. Holders of these shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 6 Capital reserve

This represents the value of fuel stock taken over by the Company at the time of take over of Kot Addu Gas Turbine Power Station from WAPDA.

	Note	2025 (Rupees in thousand)	2024
7 Staff retirement benefits			
These comprise:			
Medical	7.1	92,710	98,586
Free electricity	7.1	135,965	168,681
Other long term employee benefits	7.2	60,981	57,571
		289,656	324,838

	Note	Post retirement medical 2025	2024	Post retirement free electricity 2025	2024
		(Rupees in thousand)			
The amounts recognised in the balance sheet are as follows:					
Present value of defined benefit obligation as at June 30		92,710	98,586	135,965	168,681
Liability as at July 1		98,586	196,075	168,681	482,040
Charged to statement of profit and loss account		17,545	56,972	29,840	99,833
Benefits paid during the year		(17,898)	(48,769)	(35,230)	(121,720)
Lump sum payment to optees	7.1.3	-	(123,805)	-	(251,604)
(Gain) / Loss due to change in financial assumptions		(1,433)	281	(3,007)	(1,776)
(Gain) / Loss due to change in experience adjustments		(4,090)	17,832	(24,319)	(38,092)
Liability as at June 30		92,710	98,586	135,965	168,681

		Post retirement medical		Post retirement free electricity	
	Note	2025	2024	2025	2024
(Rupees in thousand)					
The movement in the present value of defined benefit obligation is as follows:					
Present value of defined benefit obligation as at July 1		98,586	196,075	168,681	482,040
Current service cost		2,833	24,808	4,693	20,801
Interest cost for the year		14,712	32,164	25,147	79,032
Benefits paid during the year		(17,898)	(48,769)	(35,230)	(121,720)
Lump sum payment to optees	7.1.3	-	(123,805)	-	(251,604)
Remeasurement (gain) / loss recognised in other other comprehensive income		(5,523)	18,113	(27,326)	(39,868)
Present value of defined benefit obligation as at June 30		92,710	98,586	135,965	168,681

The present value of defined benefit obligation, the fair value of plan assets and the surplus or deficit of post retirement medical is as follows:

	Post retirement medical				
	2025	2024	2023	2022	2021
(Rupees in thousand)					
As at June 30					
Present value of defined benefit obligations	92,710	98,586	196,075	290,936	212,490
Fair value of plan assets	-	-	-	-	-
Deficit	92,710	98,586	196,075	290,936	212,490
Experience adjustment on obligation - (gain) / loss	(4,090)	17,832	21,797	68,323	4,400

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

The present value of defined benefit obligation, the fair value of plan assets and the surplus or deficit of post retirement free electricity is as follows:

	Post retirement free electricity				
	2025	2024	2023	2022	2021
	(Rupees in thousand)				
<b>As at June 30</b>					
Present value of defined benefit obligations	135,965	168,681	482,040	719,691	544,762
Fair value of plan assets	-	-	-	-	-
Deficit	135,965	168,681	482,040	719,691	544,762
Experience adjustment on obligation - (gain) / loss	(24,319)	(38,092)	170,463	140,301	(78,560)

Year end sensitivity analysis on present value of defined benefit obligation:

	Post retirement medical		Post retirement free electricity	
	2025	2024	2025	2024
	(Rupees in thousand)			
Discount rate+0.50%	85,116	90,724	125,289	155,761
Discount rate -0.50%	101,253	107,406	147,938	183,136
Increase in medical cost / electricity benefit+0.50%	94,722	100,658	138,782	172,050
Increase in medical cost / electricity benefit-0.50%	90,750	96,568	133,218	165,399
Maturity profile of the defined benefit obligation				
1. Weighted average duration of the benefit (Years)	16.38	15.95	15.70	15.32
2. Distribution of timing of benefit payments (time in years)				
1	15,533	443	21,066	947
2	10,461	1,305	20,395	2,650
3	12,777	2,024	19,702	4,080
4	27,943	2,858	38,393	5,806
5	25,723	4,172	35,479	8,213
6 to 10	63,589	48,570	88,444	89,223



### 7.1.1 Risk exposure

Through its defined benefit scheme, the Company is exposed to a number of risks, the most significant of which are detailed below:

**Interest rate risk** – The present value of the defined benefit liability is calculated using a discount rate determined by reference to the market yields at the end of the reporting period on high quality corporate bonds, or where there is no deep market in such bonds, by reference to market yields on government bonds. Currencies and terms of bond yields used must be consistent with the currency and estimated term of the post-employment benefit obligations being discounted. A decrease in bond interest rates will increase the liability, and vice versa.

**Medical and electricity cost inflation risk** – The present value of the defined benefit liability is calculated after taking into account the future growth in medical and electricity cost. As such, an increase in the medical and electricity cost growth rate of the plan participants will increase the liability, and vice versa.

**Withdrawal rate risk** – The present value of the defined benefit liability is calculated by reference to the best estimate of the withdrawal rate / attrition rate of plan participants. As such, an increase in the withdrawal rate may increase / decrease the liability, and vice versa, depending on the age-service distribution of the exiting employees.

**Mortality rate risk** – The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality of plan participants (actives and pensioners). An improvement in the mortality rates of the participants may increase the liability.

	2025	2024
	(Rupees in thousand)	
<b>7.1.2 Medical and electricity benefits recognised during the year</b>		
Amount recognised in statement of profit or loss:		
- Loss on medical recognised	17,545	56,972
- Loss on electricity recognised	29,840	99,833
Amount recognised in other comprehensive income:		
- (Gain) / Loss on medical recognised	(5,523)	18,113
- (Gain) / loss on electricity recognised	(27,326)	(39,868)

**7.1.3** During the prior year, the Company offered option to eligible members for lumpsum payment in lieu of their monthly entitlement of electricity and medical benefits based on actuarial valuation, which was availed by a majority of the eligible members of the scheme.

### 7.2 Movement of other long term benefits

	July 1, 2024	Charge for the year	Payments during the year	June 30, 2025
	(Rupees in thousand)			
Other long term benefits:				
Provision for leave encashment	27,036	3,439	(5,830)	24,645
Provision for lumpsum payment to employees	30,535	12,305	(6,504)	36,336
	57,571	15,744	(12,334)	60,981

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	July 1, 2023	Charge for the year	Payments during the year	June 30, 2024
	(Rupees in thousand)			
Other long term benefits:				
Provision for leave encashment	77,888	2,170	(53,022)	27,036
Provision for lumpsum payment to employees	83,619	36,643	(89,727)	30,535
	161,507	38,813	(142,749)	57,571

	Note	2025 (Rupees in thousand)	2024
<b>8 Trade and other payables</b>			
Trade creditors		69,091	18,906
Accrued liabilities	8.1	395,240	366,910
Markup accrued on:			
- Finances under markup arrangements (islamic finances) - secured		-	299,564
- Finances under markup arrangements (conventional finances) - secured		-	191,867
- Credit supplies of raw material		4,953,749	4,953,749
		4,953,749	5,445,180
Deposits - interest free repayable on demand	8.2	554	769
Workers' Welfare Fund	8.3	223,956	110,784
Workers' Profit Participation Fund	8.4	19,425	-
Levy - final tax payable		5,674	883,812
Provident fund payable	8.5	5,172	7,673
Others		223,162	225,118
		5,896,023	7,059,152

8.1 Accrued liabilities include Rs. 63 million (2024: Rs. 46 million) payable to CPPA-G against purchase of electricity.

8.2 These represent security deposits received against rent and utility charges of shops rented out in colony. None of these deposits is utilizable for other purposes. These have been kept in a separate bank account in accordance with the requirements of section 217 of the Companies Act, 2017.

	2025 (Rupees in thousand)	2024
<b>8.3 Movement in Workers' Welfare Fund is as follows:</b>		
Opening balance	110,784	136,386
Provision made during the year	223,956	110,784
	334,740	247,170
Payment made during the year	(110,784)	(136,386)
Closing balance	223,956	110,784

	Note	2025 (Rupees in thousand)	2024
<b>8.4</b>	<b>Movement in Workers' Profit Participation Fund is as follows:</b>		
Opening balance	19.2	(28,040)	-
Provision made during the year		169,425	-
		141,385	-
Payment made during the year		(121,960)	-
Closing balance		19,425	-

**8.5** All investments out of provident fund have been made in the listed equity and listed debts securities in accordance with the provisions of section 218 of the Companies Act, 2017 and the rules formulated for the purpose.

	Note	2025 (Rupees in thousand)	2024
<b>9</b>	<b>Finances under mark-up arrangements - secured</b>		
- Under Conventional finances		-	4,956,195
- Under Islamic finances		-	4,987,998
	9.1	-	9,944,193

**9.1** Finances under mark-up arrangements available from various conventional banks amount to Rs. 500 million (2024: Rs. 7,993 million) and finances available under musharika and murabaha arrangements amount to Nil (2024: Rs. 6,000 million). The Company has fully settled all working capital lines during the year.

**9.2** Letters of credit and bank guarantees

Of the aggregate facility of Rs. 200 million (2024: Rs. 406 million) for opening letters of credit and Rs. 2,610 million (2024: Rs. 2,507 million) for guarantees, the amounts utilised as at June 30, 2025 were Nil (2024: Rs. 6 million) and Rs. 2,586 million (2024: Rs. 2,507 million) respectively.

**9.3** The aggregate running finances, short term finances, letters of credit and guarantees are secured by joint pari passu charge over current assets up to a limit of Rs. 67,200 million (2024: Rs. 67,200 million). The Company has initiated the process for revision of lien/charge in accordance with the required credit lines.

**10** Contingencies and commitments

**10.1** Contingencies

**10.1.1** Income tax

(i) Income tax returns of the Company for tax years 2003 to 2007 were filed, wherein, only normal tax depreciation was claimed. Subsequently, the aforesaid returns were revised thereby depreciation and initial allowance earlier claimed in respect of assets in the original income tax returns for tax periods upto June 27, 2006 were not claimed, being the date upto which the Company was exempt from levy of income tax.

Tax depreciation in income tax return for tax year 2008 was also claimed with resultant written down value carried forward from tax year 2007, as computed in the revised return of income tax in accordance with position explained above. Such return and revised returns for tax year 2003 to 2007 were amended by Tax Authorities restoring the earlier position and were also endorsed by Commissioner Inland Revenue (Appeals) [CIR(A)]. The Company preferred appeal before Income Tax Appellate Tribunal (ITAT) [now Appellate Tribunal Inland Revenue (ATIR)] against the decision of CIR(A) which was decided in the Company's favour vide order dated April 14, 2012. No appeal was filed by the Tax Department (the Department) before High Court within the time stipulated under law.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

Subsequently, the Department filed miscellaneous application for rectification before ATIR which was decided against the Company. Being aggrieved, the Company filed reference with the Honorable Lahore High Court (LHC) against this order. The LHC proceeded to set aside the miscellaneous applications and declared the same to be pending before ATIR vide order dated November 12, 2018. Being aggrieved, the Company applied for leave of appeal from the Honorable Supreme Court of Pakistan, which was remanded back to LHC vide order dated August 9, 2019 for deciding the matter afresh after addressing the question of law involved therein. The LHC decided the case against the Company on May 25, 2022 by setting aside all the precedents of High Courts on this matter. Being aggrieved, the Company again filed an appeal with the Honorable Supreme Court of Pakistan, which was verbally decided in favor of the Company on April 20, 2023. However, detailed order was not issued within a period of 3 months from the date of hearing, resulting in commencement of rehearing proceedings due to which the case is still pending adjudication. The cumulative tax impact of this issue is approximately Rs. 2,263 million.

(ii) The Deputy Commissioner Inland Revenue (DCIR) initiated proceedings under sections 147/205 alleging that the Company had not paid advance tax liability to the tune of 90% of the tax liability for tax year 2015 and raised a tax demand amounting to Rs. 69 million through order dated March 31, 2023. Being aggrieved, the Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)]. The CIR(A) remanded back the issue to the DCIR vide order dated May 26, 2023 on the grounds that there were computational errors in the above order that need to be corrected. Being further aggrieved, the Company filed an appeal before the Appellate Tribunal Inland Revenue which was decided against the Company vide order dated September 21, 2023. Being aggrieved, Company has filed reference in Lahore High Court which is pending adjudication.

(iii) The Additional Commissioner Inland Revenue amended the assessment for the tax year 2016 vide order dated October 13, 2017 and created a demand of Rs. 1,162 million by disallowing certain expenses, which was later reduced to Rs. 1,077 million through rectification order. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)], who vide order dated January 04, 2018 reduced the demand to Rs. 779 million.

Being aggrieved, both the Department and the Company filed appeals before the Appellate Tribunal Inland Revenue (ATIR). The ATIR proceeded to uphold the order passed by the learned CIR(A). Being aggrieved both the Department and the Company filed appeals before the Honorable Lahore High Court (LHC). The LHC remanded the case back to ATIR for fresh proceedings vide order dated February 13, 2019. The ATIR partially decided the case in favour of the Company vide order dated December 16, 2020 and remanded back the remaining matters amounting to Rs. 277 million for fresh adjudication. Being aggrieved, the Company filed appeal in LHC against the said order of ATIR which is pending adjudication.

(iv) The Deputy Commissioner Inland Revenue (DCIR) amended the assessment for tax year 2017 vide order dated June 23, 2023 and created a demand of Rs. 322 million by disallowing certain expenses. Being aggrieved, the Company filed an appeal before CIR(A), which was partially decided in favour of the Company vide order dated December 04, 2023 whereby demand of Rs. 149 million was deleted and remaining issues were remanded back to DCIR, which is pending adjudication.

(v) The Additional Commissioner Inland Revenue amended the assessment for the tax year 2018 vide order dated May 28, 2019 and created a demand of Rs. 277 million by disallowing certain expenses. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)] against the said order, which was partially decided in favour of the Company vide order dated July 23, 2019 and matter having a tax impact of Rs. 95 million was decided against the Company. The Company filed an appeal before Appellate Tribunal Inland Revenue (ATIR) against the said order, which was decided against the Company vide order dated September 24, 2021. Being aggrieved, the Company has filed reference before the Honorable Lahore High Court, which is pending adjudication.

(vi) The Additional Commissioner Inland Revenue re-initiated proceedings for the tax year 2018 and created a demand of Rs. 1,121 million by charging tax on true-up income on accrual basis instead of receipt basis. The Company filed an appeal before CIR(A), which was decided against the Company vide order dated May 28, 2020. Consequently, the Deputy Commissioner Inland Revenue (DCIR) issued recovery notice. Being aggrieved, the Company filed appeal before ATIR, which was decided in favour of the Company vide order dated April 28, 2022. Being aggrieved, the Department has filed an appeal before the Honorable Lahore High Court, which is pending adjudication.

- (vii) The Additional Commissioner Inland Revenue amended the assessment of tax year 2019 vide order dated March 05, 2020 and created a demand of Rs. 2,203 million on account of chargeability of tax on true-up income, LP income from CPPA-G and inadmissibility of few deductions and tax credit under section 65B. The Company filed an appeal before CIR(A), which was partially decided in favour of the Company vide order dated May 28, 2020 and the demand was reduced to Rs. 1,604 million. Being aggrieved, the Company filed an appeal before ATIR which was decided in favour of the Company vide order dated April 28, 2022 except for an issue amounting to Rs. 3 million. Being aggrieved, the Department has filed a reference against the Company before LHC, which is pending adjudication.
- (viii) The Additional Commissioner Inland Revenue amended the assessment of tax year 2020 vide order dated February 01, 2021 creating a demand of Rs. 6,121 million on account of chargeability of tax on true-up income, late payment (LP) income from CPPA-G and inadmissibility of few deductions by disallowing certain expenses. The Company filed an appeal before CIR(A) which was partly decided in its favour vide order dated September 01, 2021. Being aggrieved, the Company filed appeal before ATIR that was decided entirely in its favour vide order dated April 28, 2022. Being aggrieved, the Department has filed an appeal before LHC, which is pending adjudication.
- (ix) The Additional Commissioner Inland Revenue (ACIR) amended the assessment of tax year 2021 vide order dated February 26, 2022 and created a demand of Rs. 6,788 million on account of chargeability of tax on true-up income and late payment income from CPPA-G and inadmissibility of few deductions. Being aggrieved, the Company has filed appeal before Commissioner Inland Revenue Appeal [CIR(A)]. The CIR(A) decided certain matters amounting to Rs. 4,032 million in favour of the Company except for remaining matters, which were remanded back to ACIR for fresh consideration, vide order dated December 29, 2022.
- (x) The Additional Commissioner Inland Revenue (ACIR) amended the assessment for tax year 2022 vide order dated March 20, 2024 and created a demand of Rs. 3,237 million on account of chargeability of tax on true-up income, interest on late payment from CPPA-G and inadmissibility of few expenses. Being aggrieved, the Company has filed appeal before the CIR(A). However, due to tax amendments, the appeal was transferred to the ATIR, as the matter now falls within the ATIR's scope. The Honorable ATIR has graciously granted a stay order upto November 10, 2024 which subsequently has been extended until July 22, 2025 thereby staying the recovery of the impugned demand raised by the learned ACIR.

The management and the taxation expert of the Company believe that there are meritorious grounds available to defend the foregoing demand. Consequently, no provision has been recorded in these financial statements.

#### 10.1.2 Sales tax

- (i) The Department issued a sales tax order dated April 30, 2014 against the Company for the financial period from June 2008 to June 2013 and created a demand of Rs. 10,102 million by apportioning input sales tax between Capacity Purchase Price (CPP) invoices and Energy Purchase Price (EPP) invoices and allowed input sales tax allocated to EPP invoices only. The refund claims of the Company during the period falling between the aforementioned period were also rejected by the Tax Authorities amounting to Rs. 415 million. Against the foregoing order, the Company filed an appeal before CIR(A) which was partially decided against the Company. However, CIR(A) instructed the Department to rectify the demand by deleting the sales tax liability in respect of tax periods beyond five years, resulting in reduction of demand to the tune of Rs. 1,481 million. Being aggrieved, the Company filed an appeal before ATIR against the CIR(A) order which was also decided against the Company. The Company filed an appeal before LHC against ATIR decision which was decided in favor of the Company.

The LHC vide its judgment dated October 31, 2016 decided the case in favor of the Company and the Company has received the refund from Federal Board of Revenue (FBR) out of the refunds which were withheld by the Department due to above mentioned apportionment issue. The Department has filed Civil Petition for Leave to Appeal (CPLA) in Supreme Court of Pakistan against the decision of LHC, which was accepted in March 2021, however appeal is pending adjudication.



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The tax department created sales tax demand of Rs. 2,933 million for the financial period July 2013 to June 2014 pertaining to the issue of apportionment of input tax against Capacity Purchase Price (CPP) and Energy Purchase Price (EPP) and allowed input against EPP only. Being aggrieved, the Company filed an appeal before CIR(A), which was remanded back vide order dated April 29, 2016. Being aggrieved, the tax department filed an appeal before ATIR which was rejected vide order dated October 24, 2023. The tax department has filed a sales tax reference in LHC dated May 07, 2024 against the order of ATIR, which is pending adjudication.

- (ii) The Deputy Commissioner Inland Revenue (DCIR) issued an assessment order dated August 05, 2020 by rejecting the credit notes and created a demand of Rs. 1,100 million. The Company filed appeal before CIR(A), which was remanded back to DCIR vide order dated June 24, 2022 for verification from CPPA-G. The DCIR reinitiated the remand back proceedings and created a demand of Rs. 30 million vide order dated September 26, 2022. The Company filed an appeal with the CIR(A) which was decided against the Company. Being aggrieved, the Company filed an appeal with Appellate Tribunal Inland Revenue (ATIR) and the same was decided in the favor of the Company vide order dated June 06, 2023.
- (iii) For tax year 2004-2009 a show cause notice was issued by the Commissioner Inland Revenue in 2015 rejecting KAPCO's deferred refund amounting to Rs. 61 million. The Company filed an appeal before CIR(A) who vide its order dated January 30, 2020 remanded the case back to Commissioner for fresh verification of all the documents pertaining to refund. Subsequently, CIR issued an assessment order dated June 25, 2021 wherein all the deferred refund of the Company was rejected along with imposition of penalty. Being aggrieved, the Company filed an appeal in CIR(A) against the said order. The CIR(A) annulled the rejection of the sales tax refund and the case has been remanded back to the tax department for processing of sales tax refund vide order dated June 13, 2022.
- (iv) The Company was selected for sales tax audit for the tax year 2017 under section 72B of the Sales Tax Act, 1990. The Department issued a sales tax order dated August 31, 2020 creating a demand amounting to Rs. 2,689 million. Being aggrieved, the Company filed an appeal before CIR(A), which was decided partially in favor of the Company. However, the Department has filed an appeal before the Appellate Tribunal Inland Revenue (ATIR), which is pending adjudication.
- (v) The Deputy Commissioner Inland Revenue (DCIR) issued an assessment order dated September 30, 2021 and created a demand of Rs. 15,110 million for tax year 2019 mainly on account of alleged non compliance of section 73 of Sales Tax Act, 1990. The Company filed appeal before CIR(A) who vide order dated January 28, 2022 annulled the demand and remanded the case back to DCIR. The DCIR issued order dated March 29, 2022 in remand back proceedings and created demand of Rs. 155 million on inadmissibility of input tax on certain issues. The Company had filed an appeal before CIR(A), who vide order dated September 29, 2022 reduced the demand to Rs. 1 million. Being aggrieved, the Company and the Department filed an appeal with the ATIR against the said order, which is pending adjudication.

The management and the taxation & legal experts of the Company believe that there are meritorious grounds to defend the foregoing demands / cases. Consequently, no provision has been recorded in these financial statements.

## 10.1.3 Others

- (i) Before introduction of amendments in Finance Act 2006, the Company had not established Workers' Profit Participation Fund under the Companies Profit (Workers' Participation) Act, 1968 (the Act) based on the opinion of the legal advisor that it did not employ any person who fell under the definition of Worker as defined in the Act.

Further, the question whether a company to which the Act and its scheme applies but which does not employ any worker is nevertheless obliged to establish and pay contributions into the Fund under the Act and thereafter transfer the same to the Fund established under the WWF Ordinance, 1971 is subjudice before the Sindh High Court, as the Supreme Court of Pakistan accepted the petition of another company and remanded the case to the Sindh High Court for fresh decision in accordance with its order.

Certain amendments were introduced in Finance Act 2006, to relax the conditions of payment of interest and penalty for companies defaulting in creating Fund under the Act. If it is established that Workers' Profit Participation Fund (WPPF) is applicable to the Company and Company makes the principal payment on or before the date which is yet to be decided by the Federal Government, no such penalty may be imposed and the Company may not be liable to pay interest.

In view of the foregoing, the Company did not make any provision for Workers' Profit Participation Fund and interest thereon in the financial statements up to June 30, 2006.

Subsequent to the amendments in Finance Act 2006, the Company had established the KAPCO Workers' Profit Participation Fund in March 2008 to allocate the amount of annual profits stipulated by the Act for distribution amongst workers eligible to receive such benefits under the Act. Accordingly contributions to WPPF were duly made up to the year ended June 30, 2015.

In 2017, the Honorable Supreme Court of Pakistan decided that amendments in Workers' Welfare Fund Ordinance, 1971 and Companies Profit (Workers Participation) Act, 1968 cannot be introduced through Finance Act, thereby, the said amendments made through the Finance Act 2006 are void ab initio. Subsequently, the Commissioner Inland Revenue (Peshawar) filed review petition in the Honorable Supreme Court of Pakistan against the said decision in case of another company, which is pending adjudication.

In June 30, 2018 the Government of Punjab issued Companies Profits (Workers' Participation) (Amendment) Ordinance 2018 and accordingly the Company made contribution to WPPF for the year ended June 30, 2018. During year ended June 30, 2019 this Ordinance expired and no further enactment was made by the Government of Punjab till October 1, 2021. After enactment of Companies Profits (Workers' Participation) Amendment Act, 2021 on October 1, 2021 Company has created provision of WPPF for the year ended June 30, 2022 and paid the same to the Fund as well.

During the year ended June 30, 2022 the Company received a notice from the Ministry of Overseas Pakistanis and Human Resource Development, Workers Welfare Fund (the Ministry) to deposit the left-over amount of WPPF from 2016 onward to WWF. The Company rejected the stance of Ministry through its response and the issue remains undecided. In case the liability materializes, the cumulative principal amount of WPPF for the year ended June 30, 2016 upto the year ended June 30, 2021 would amount to Rs. 5,362 million (2024: Rs. 5,362 million). If it is established that the scheme is applicable to the Company and the Company is liable to pay contribution to the Workers' Welfare Fund, then these amounts would be recoverable from CPPA-G as a pass-through item under the provisions of PPA.

- (ii) During the year ended June 30, 2022 NEPRA issued a letter to the Company seeking explanation in respect of the extension of its PPA for a period of 485 days in lieu of settlement of the liquidated damages dispute between the Company and the Power Purchaser by invoking the terms of the PPA under Other Force Majeure Events (OFME). The Company submitted the explanation to NEPRA that extension of the PPA was within the terms of the PPA and there was no violation of NEPRA regulations.

During the year ended June 30, 2023 NEPRA issued a show cause notice dated July 21, 2022 to the Company alleging prima facie violation of Regulation 6(2) of NEPRA Interim Power Procurement (Procedures and Standards) Regulations, 2005 in respect of the extension of the Company's PPA for 485 days. Being aggrieved, the Company filed an appeal, against the show cause notice before the NEPRA Appellate Tribunal in accordance with NEPRA Regulations and also simultaneously filed stay with the Honorable Lahore High Court, which was granted. The Appellate Tribunal through its decision dated April 13, 2023 held that the impugned order dated July 21, 2022 is set-aside and the case was remanded back to NEPRA for denovo proceedings. Accordingly, a hearing was conducted by NEPRA on August 22, 2023 and since then the matter is pending.

The Management and the legal advisor of the Company believe that there are meritorious grounds available to defend the notice issued by NEPRA.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

- (iii) Sui Northern Gas Pipelines Limited (SNGPL) has raised claims of late payment surcharge amounting to Rs. 2,252 million (2024: Rs. 2,250 million) out of which an amount of Rs. 782 million (2024: Rs. 780 million) has been disputed by the Company on the grounds that these claims are not as per the underlying agreements.

The Company had provided bank guarantees in favour of Sui Northern Gas Pipelines Limited (SNGPL) on account of payment of dues against gas sales etc., amounting to Rs. 2,500 million in prior years, which was due to expire on June 09, 2023. SNGPL issued encashment notice for the bank guarantee on June 07, 2023 for recovery of outstanding late payment surcharge balances. Subsequently, the Company obtained stay order from the Civil Court against the said encashment notice based on the premise that late payment surcharge is disputed and is not covered in the said bank guarantee. The stay was vacated by Civil Court on December 02, 2023. Aggrieved by the decision the Company filed stay application with Honourable Lahore High Court which has been granted and still valid. Subsequent to the year end, the Company entered into negotiation with SNGPL for restoration of gas supplies for COD and a Settlement Agreement was executed between the Company and SNGPL on August 21, 2025. Under this agreement, the Company made a payment of Rs. 1,360 million and the remaining disputed amount was referred to expert proceedings for decision. Additionally, under the agreement, the Company issued a new irrevocable and unconditional bank guarantee of Rs. 891.92 million through National Bank of Pakistan in favour of SNGPL, valid until August 21, 2026. The guarantee is specifically tied to the outcome of expert proceedings under the terms of the Settlement Agreement. However, SNGPL has not yet revoked the encashment notice dated June 07, 2023 for the original bank guarantee.

The management and the legal advisor of the Company believe that there are meritorious grounds available to defend the foregoing case. Consequently, no provision has been recorded in these financial statements.

- (iv) Subsequent to the year ended June 30, 2025 the Company received an invoice from SNGPL amounting to Rs. 4,084 million in respect of RLNG notified sales price actualization for the period April 2015 to June 2022. The Company has disputed the invoice and returned it to SNGPL on the grounds that the PPA, under which the RLNG charges for the said period were governed, has expired and, accordingly, the Company is not liable to pay any such amount. Management is of the view that, even if the amount is considered payable, the Company would be entitled to recover the said amount from CPPA-G as part of fuel cost reimbursement, and the Company shall only bear the differential between the amount of this invoice and the reimbursement recoverable from CPPA-G.

The Management of the Company believes that there are meritorious grounds available to defend the foregoing case. Consequently, no provision has been recorded in these financial statements

## 10.2 Commitments

- (i) Contracts for capital expenditure are Rs. 2 million (2024: Nil).
- (ii) Letters of credit other than for capital expenditure are Nil (2024: Rs. 6 million).
- (iii) Contracts for car ijara are Rs. 27 million (2024: Rs. 51 million).

	2025	2024
	(Rupees in thousand)	
Not later than one year	15,121	16,607
Later than one year and not later than five years	11,809	34,744
	26,930	51,351

- (iv) Based on Power Purchaser's forecast of electricity generation during expired PPA term, the Company placed orders to Pakistan State Oil for purchase of fuel stock in June 2022 for the delivery in July 2022. Out of these orders, around 40,000 MT of furnace oil is available with PSO. Depending upon the requirement, the fuel will be purchased from PSO and its cost will be passed on to the Power Purchaser in line with the applicable agreement.

## 11 Property, plant and equipment

	Freehold land	Buildings on freehold land	Plant and machinery	Gas turbine blading	Auxiliary plant and machinery	Office equipment	Fixtures and fittings	Vehicles	Total
(Rupees in thousand)									
Net carrying value basis									
Year ended June 30, 2025									
Opening net book value (NBV)	100,773	-	1,775,679	-	19,658	-	-	32,936	1,929,046
Additions (at cost)	53,456	-	-	-	-	3,296	-	-	56,752
Transfers from leased assets at NBV	-	-	-	-	-	-	-	-	-
Disposals / adjustments (at NBV)	-	-	-	-	-	-	-	-	-
Depreciation charge	-	-	-	-	-	(3,296)	-	-	(3,296)
Asset held for sale (NBV)	-	-	(164,115)	-	(83)	-	-	-	(164,198)
Closing net book value (NBV)	154,229	-	1,611,564	-	19,575	-	-	32,936	1,818,304
Gross carrying value basis									
As at June 30, 2025									
Cost	154,229	894,051	32,231,273	8,352,291	425,259	173,576	17,830	170,919	42,419,428
Accumulated depreciation	-	(894,051)	(30,619,709)	(8,352,291)	(405,684)	(173,576)	(17,830)	(137,983)	(40,601,124)
Net book value (NBV)	154,229	-	1,611,564	-	19,575	-	-	32,936	1,818,304
Depreciation rate % per annum	-	4	4	10-100	20	20-100	20	25	
Net carrying value basis									
Year ended June 30, 2024									
Opening net book value (NBV)	100,773	-	1,775,679	-	19,658	-	-	35,134	1,931,244
Additions (at cost)	-	-	-	2,574	-	3,109	-	-	5,683
Transfers from leased assets at NBV	-	-	-	-	-	-	-	-	-
Disposals / adjustments (at NBV)	-	-	-	-	-	-	-	(2,198)	(2,198)
Depreciation charge	-	-	-	(2,574)	-	(3,109)	-	-	(5,683)
Closing net book value (NBV)	100,773	-	1,775,679	-	19,658	-	-	32,936	1,929,046
Gross carrying value basis									
As at June 30, 2024									
Cost	100,773	894,051	35,513,576	9,097,997	427,321	174,239	17,830	170,919	46,396,706
Accumulated depreciation	-	(894,051)	(33,737,897)	(9,097,997)	(407,663)	(174,239)	(17,830)	(137,983)	(44,467,660)
Net book value (NBV)	100,773	-	1,775,679	-	19,658	-	-	32,936	1,929,046
Depreciation rate % per annum	-	4	4	10-100	20	20-100	20	25	

The cost of fully depreciated assets which are still in use as at June 30, 2025 is Rs. 49,592 million (2024: Rs. 46,296 million).

	Note	2025 (Rupees in thousand)	2024
11.1 The depreciation charge for the year has been allocated as follows:			
Cost of sales	23	-	-
Plant maintenance and preservation costs	24	3,296	5,683
Administrative expenses	25	-	-
		3,296	5,683

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 11.2 Disposal of property, plant and equipment of book value exceeding Rs. 500,000

2025

Particulars of assets	Sold to	Cost	Accumulated depreciation (Rupees in thousand)	Book value	Sale proceeds	Gain / (Loss)	Mode of disposal
Assets with book value greater than Rs. 0.5 million			Nil				
Other assets with book value less than Rs. 0.5 million							
Various		3,959	(3,959)	-	2,431	2,431	Company Policy
		3,959	(3,959)	-	2,431	2,431	

2024

Particulars of assets	Sold to	Cost	Accumulated depreciation (Rupees in thousand)	Book value	Sale proceeds	Gain / (Loss)	Mode of disposal
Assets with book value greater than Rs. 0.5 million							
Honda Civic	Mr. Amjad Hayee	2,921	(2,337)	584	584	-	Company Policy
Other assets with book value less than Rs. 0.5 million							
Various		8,286	(6,672)	1,614	1,614	-	Company Policy
		11,207	(9,009)	2,198	2,198	-	

2025

2024

(Area in kanals)

11.3	Description	Location	2025	2024
	Plant site	Kot Addu, District Muzaffargarh, Pakistan	3,081	3,081
	Corporate office	Lahore, Pakistan	2	2
	Land (Plot)	Islamabad, Pakistan	1	1

	Note	2025 (Rupees in thousand)	2024	
12	Deferred taxation			
	The asset / (liability) for deferred taxation comprises of timing differences relating to:			
	Taxable temporary difference			
	Unrealized true-up income	(68,455)	(68,455)	
	Unrealized interest income on late payment to CPPA-G	(653,562)	(3,921,735)	
	Unrealized gain on mutual funds	-	(13,632)	
	Accelerated tax depreciation	(112,199)	(8,771)	
	Deductible temporary difference			
	Provision for store obsolescence	683,366	683,366	
	Provision for NRV against fuel stock	715,240	674,310	
	Provision for doubtful debts	240,894	240,894	
	Provision for other staff benefits	23,783	22,453	
	Unrealized exchange loss on trade payables	12,706	8,057	
	Unrealized loss on mutual funds	26,608	-	
	Alternate corporate tax	-	318,225	
	Tax loss for the year	593,260	819,543	
	Realized capital loss on sale of investments	-	145,039	
	12.1	1,461,641	(1,100,706)	
12.1	Movement in deferred taxation			
	Opening balance	(1,100,706)	(2,100,017)	
	Charged to statement of profit or loss	2,562,347	952,314	
	Charged to other comprehensive income	-	46,997	
	Closing balance	1,461,641	(1,100,706)	
13	Staff retirement benefits – Pension			
	Pension asset	13.1	401,902	280,566
13.1	Pension			
	The amounts recognised in the balance sheet are as follows:			
	Fair value of plan assets	3,197,044	2,795,521	
	Present value of defined benefit obligation	(2,795,142)	(2,514,955)	
	Net Assets at June 30	401,902	280,566	
	The movement in the net assets is as follows:			
	Asset as at July 1	280,566	1,011,912	
	Income charged to statement of profit or loss	18,542	410,914	
	Excess contribution paid back to the Company	-	(1,000,000)	
	Remeasurement gain / (loss) recognised in other comprehensive income	102,794	(142,260)	
	Assets at June 30	401,902	280,566	



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	2025	2024
	(Rupees in thousand)	
The movement in the present value of defined benefit obligation is as follows:		
Present value of defined benefit obligation as at July 1	2,514,955	2,696,625
Current service cost / (income)	20,090	(258,404)
Interest cost for the year	359,138	421,730
Benefits paid during the year	(246,017)	(763,527)
Loss due to change in financial assumptions	310,299	197,206
(Gain) / Loss due to change in experience adjustments	(163,323)	221,325
Present value of defined benefit obligation as at June 30	2,795,142	2,514,955
The movement in fair value of plan assets is as follows:		
Fair value as at July 1	2,795,521	3,708,537
Expected return on plan assets	397,770	574,240
Excess contribution paid back to the Company	-	(1,000,000)
Benefits paid during the year	(246,017)	(763,527)
Remeasurement gain on plan assets	249,770	276,271
Fair value as at June 30	3,197,044	2,795,521

	2025	2024
Plan assets are comprised of following:		
Mutual funds	59%	42%
Interest bearing instruments	39%	48%
Equity instruments	1%	7%
Other	1%	3%
	100%	100%

The present value of defined benefit obligation, the fair value of plan assets and the surplus or (deficit) of pension fund is as follows:

	2025	2024	2023	2022	2021
	(Rupees in thousand)				
As at June 30					
Fair value of plan assets	3,197,044	2,795,521	3,708,537	3,767,734	3,846,875
Present value of defined benefit obligations	(2,795,142)	(2,514,955)	(2,696,625)	(3,045,774)	(3,411,859)
Surplus / (Deficit)	401,902	280,566	1,011,912	721,960	435,016
Experience adjustment on obligation - (gain) / loss	(163,323)	221,325	44,908	204,219	(130,178)
Experience adjustment on plan assets - gain / (loss)	249,770	276,271	(30,303)	(270,602)	293,633

	2025	2024
	(Rupees in thousand)	
Year end sensitivity analysis on present value of defined benefit obligation:		
Discount rate + 0.50%	2,696,349	2,427,536
Discount rate - 0.50%	2,925,119	2,608,578
Increase in salary level + 0.50%	2,823,475	2,519,791
Increase in salary level - 0.50%	2,789,867	2,510,236
Increase in pension + 0.50%	2,916,082	2,598,575
Increase in pension - 0.50%	2,704,249	2,436,596
Maturity profile of the defined benefit obligation		
1. Weighted average duration of the benefit (Years)	7.07	6.95
2. Distribution of timing of benefit payments (time in years)		
1	249,938	186,042
2	262,710	266,845
3	266,505	284,694
4	309,309	300,952
5	368,972	344,530
6 to 10	1,673,892	1,910,111

### 13.2 Funding

The pension plan is fully funded by the Company. The funding requirements are based on the pension fund's actuarial measurement framework set out in the funding policies of the plan. The funding is based on a separate actuarial valuation for funding purposes for which the assumptions may differ from the assumptions used in determining defined benefit liability. Employees are not required to contribute to the plan.

### 13.3 Expected future Contribution

Expected future contributions for the year ending June 30, 2026 is Nil since the Company has already contributed more than required funds.

### 13.4 The sensitivity analysis is prepared using same computation model and assumptions as used to determine defined benefit obligation based on Projected Credit Unit Method.

### 13.5 Risk Exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Interest rate risk - The present value of the defined benefit plan is calculated using a discount rate determined by reference to the market yields at the end of the reporting period on high quality corporate bonds, or where there is no deep market in such bonds, by reference to market yields on government bonds. Currencies and terms of bond yields used must be consistent with the currency and estimated term of the post-employment benefit obligations being discounted. A decrease in bond interest rates will increase the liability, and vice versa.

Salary rate risk - The present value of the defined benefit plan is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the liability, and vice versa.

Pension rate risk - The present value of the defined benefit plan is calculated after taking into account the future pension growth of plan participants. As such, an increase in the pension growth rate of the plan participants will increase the liability, and vice versa.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

Withdrawal rate risk – The present value of the defined benefit plan is calculated by reference to the best estimate of the withdrawal rate / attrition rate of plan participants. As such, an increase in the withdrawal rate may increase/decrease the liability, and vice versa, depending on the age-service distribution of the exiting employees.

Mortality rate risk – The present value of the defined benefit plan is calculated by reference to the best estimate of the mortality of plan participants during employment. An improvement in the mortality rates of the participants may increase the liability.

	Note	2025 (Rupees in thousand)	2024
<b>13.6</b>	<b>Defined benefit obligation recognised during the year</b>		
	Income recognised in statement of profit or loss	18,542	410,913
	Gain / (Loss) recognised in other comprehensive income	102,794	(142,260)
<b>14</b>	<b>Stores and spares</b>		
	Stores and spares	5,694,482	5,705,914
	Provision for store obsolescence	14.1 14.2	(1,752,220) 3,953,694
<b>14.1</b>	<b>Provision for store obsolescence</b>		
	Opening balance as at July 1	1,752,220	1,752,220
	Stores written off against provision	-	-
	Closing balance as at June 30	1,752,220	1,752,220

**14.2** Stores and spares include items which may result in fixed capital expenditure but are not distinguishable.

	Note	2025 (Rupees in thousand)	2024
<b>15</b>	<b>Stock-in-trade</b>		
	Furnace oil	9,007,539	10,865,909
	Provision for net realizable value (NRV) against furnace oil	15.1	(1,729,000)
		7,173,589	9,136,909
	Diesel	496,540	647,364
	Coal	39,363	52,198
		7,709,492	9,836,471
<b>15.1</b>	<b>Provision for net realizable value (NRV) against furnace oil</b>		
	Opening balance as at July 1	1,729,000	-
	Provision for the year	400,000	1,729,000
	Write off against provision	(295,050)	-
	Closing balance as at June 30	15.1.1	1,833,950

**15.1.1** The provision for Net Realizable Value (NRV) is recorded based on the applicable fuel costs determined in line with the rate at which the Company expects to be reimbursed under the Tripartite Power Purchase Agreement (TPPA) as at the reporting date, which corresponds to the PSO-notified rate for the relevant period.

	Note	2025 (Rupees in thousand)	2024
<b>16 Trade debts</b>			
Trade debts	16.1	2,499,261	11,483,749
Provision for doubtful debts	16.2	(617,677)	(617,677)
		1,881,584	10,866,072

- 16.1** Trade debts represent an overdue amount of Rs. 2,499 million (2024: Rs. 8,291 million) receivable from CPPA-G, which is a related party of the Company. Amount disputed by the Power Purchaser is Rs. 2,499 million (2024: Rs. 2,465 million), out of which Rs. 618 million (2024: Rs. 618 million) is considered doubtful and the provision has been recorded accordingly. The Company has not recorded provision in respect of the remaining amount, as there are adequate grounds to defend the claim for such invoices. The maximum aggregate amount outstanding during the period was Rs. 11,484 million (2024: Rs. 27,701 million).

The trade debts are Pakistani rupee denominated and secured by a guarantee from the Government of Pakistan under the Facilitation Agreement. These are in the normal course of business and are interest free, however, a late payment surcharge of SBP discount rate plus 4 percent per annum is charged in case the amounts are not paid within due dates (25~30 days from invoice date) as prescribed in the PPA i.e. default by CPPA-G in timely payment.

Aging analysis of trade debts is given in note 39.1(b).

	Note	2025 (Rupees in thousand)	2024
<b>16.2 Provision for doubtful debts</b>			
Opening balance as at July 1		617,677	459,742
Provision for the year		-	157,935
Closing balance as at June 30		617,677	617,677
<b>17 Contract Asset</b>			
Receivable from CPPA-G in respect of fuel cost reimbursement	17.1	1,563,320	-
Provision for doubtful contract assets		-	-
		1,563,320	-

- 17.1** This represents the reimbursement of fuel cost receivable from CPPA-G in respect of electricity generated by the Company during the month of June 2025, prior to the Commercial Operations Date (COD) under the TPPA. In accordance with Clause 8.7 of the TPPA, for any generation before the effective date that is defined as the day immediately following the issuance of Capacity and Heat Rate Test Certificates, the Power Purchaser is obligated to pay only the fuel cost component. The Company does not have an unconditional right to consideration for this amount since the TPPA was not effective as at the reporting date. Accordingly, this amount has been classified as a contract asset.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	2025	2024
	(Rupees in thousand)	
<b>17.2 Contract Asset</b>		
Opening balance as at July 1	-	-
Revenue recognised during the year	1,563,320	-
Transferred to trade debts	-	-
Closing balance as at June 30	1,563,320	-

## 18 Investments at fair value

		2025		2024	
		Cost	Carrying Value	Cost	Carrying Value
		(Rupees in thousand)			
	Note				
Fair value through profit or loss					
Mutual Funds	18.1	40,618,989	41,071,844	44,368,373	47,425,903
	18.1.2	40,618,989	41,071,844	44,368,373	47,425,903

18.1 The details of investment in mutual funds are as follows:

		2025		2024	
		Number of Units	Fair Value	Number of Units	Fair Value
	Note	(In thousand)	(Rupees in thousand)	(In thousand)	(Rupees in thousand)
Fixed Rate / Return Funds	18.1.1	2,115,784	39,970,805	1,985,735	45,856,872
Income Funds		-	-	106,203	1,063,574
Money Market Funds		20,445	1,101,039	50,504	505,457
	18.1.2	2,136,229	41,071,844	2,142,442	47,425,903

18.1.1 Included in these are Investments amounting to Rs. 13,453 million (2024: Rs. 14,897 million) in Shariah-compliant Fixed Rate / Return funds.

18.1.2 These investments are made in various mutual funds, as disclosed in note 39.1 (b).

## 18.2 Movement in Investments at fair value

	Debt Securities		Mutual Funds	
	2025	2024	2025	2024
	(Rupees in thousand)			
Opening fair value as at 1 July	-	50,101,538	47,425,903	-
Purchases during the year - net of transfers	-	-	14,658,158	49,995,044
Disposal of investments - net of transfers	-	(50,916,720)	(27,853,088)	(6,003,969)
Fair value gain during the year	-	815,182	6,775,057	79,774
Dividend Income reinvested	-	-	65,814	3,355,054
Closing Fair Value as at June 30	-	-	41,071,844	47,425,903

	Note	2025 (Rupees in thousand)	2024
<b>19</b>	<b>Loans, advances, deposits, prepayments and other receivables</b>		
Advances to suppliers – considered good	19.1	108,050	12,123
Sales tax claims recoverable from Government		3,745,050	3,557,162
Prepayments		5,179	317,012
Receivable from Workers’ Profit Participation Fund Trust	19.2	–	28,040
Security deposits	19.3	1,815	2,251
Other receivables		5,423	10,347
		<b>3,865,517</b>	<b>3,926,935</b>

**19.1** This includes cash margins deducted by the Bank against guarantees issued in favor of Sui Northern Gas Pipeline Limited for the supply of gas to the Company’s residential colony, and K-Electric Limited for the Solar power projects.

	Note	2025 (Rupees in thousand)	2024
<b>19.2</b>	<b>Movement in Workers’ Profit Participation</b>		
Fund is as follows:			
Opening balance	8.4	–	(965)
Provision made during the year		–	(276,960)
		–	(277,925)
Payment made during the year		–	305,965
Closing balance		–	28,040

**19.3** All the security deposits are non-interest bearing.

	Note	2025 (Rupees in thousand)	2024
<b>20</b>	<b>Cash and bank balances</b>		
At banks on:			
– Current accounts – conventional		181,201	179,617
– Current accounts – islamic		1,282	2,750
– Savings accounts	20.1	1,184,848	2,601,829
		<b>1,367,331</b>	<b>2,784,196</b>
In hand			
– Cash		79	96
		<b>1,367,410</b>	<b>2,784,292</b>

**20.1** The balances in savings accounts are placed under markup arrangements and bear mark up of 11 percent (2024: 20.50 percent) per annum.

	Note	2025 (Rupees in thousand)	2024
<b>21</b>	<b>Assets classified as held for sale</b>		
Gas Turbines (GT – III & GT – IV)	21.1	164,198	–
		<b>164,198</b>	<b>–</b>



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

- 21.1 On May 14, 2025 the Board of Directors of the Company approved the sale of Lot-1 assets, comprising Gas Turbines GT-III and GT-IV along with related auxiliaries. These assets were classified as 'held for sale' as they were available for immediate sale in their existing condition, and management considered the sale to be highly probable based on the initiation of a formal disposal process and issuance of the Extraordinary General Meeting (EGM) notice prior to year-end. Shareholder approval for the transaction was subsequently obtained in an EGM held on July 15, 2025 for a total consideration of Rs. 800 million, subject to regulatory approvals.

The Gas Turbines were measured at the lower of their carrying amount and fair value less costs to sell at the time of reclassification. As the fair value determined based on the successful bid price exceeded the carrying amount, no impairment was recorded in the statement of profit or loss. The fair value measurement was classified as Level 1 under the fair value hierarchy disclosed in Note 39.2.

Management expects to complete the sale of the Gas Turbines within six months of the reporting date, subject to regulatory approvals. No impairment loss has been recognised on reclassification as the assets were fully depreciated and carried at their residual value. The assets are not part of a disposal group.

	Note	2025 (Rupees in thousand)	2024
<b>22</b>	<b>Revenue from contract with customer</b>		
Energy purchase price	22.2	1,563,320	-
Sales tax	22.3	-	-
Net energy purchase price		1,563,320	-
		1,563,320	-
<b>22.1</b>	<b>The Company's net revenue disaggregated by pattern of revenue recognition is as follows:</b>		
Revenue recognised at a point in time – Energy Purchase Price		1,563,320	-
		1,563,320	-

- 22.2 As disclosed in note 2.2, the Company signed TPPA with CPPA-G and NGC on June 3, 2025 and electricity was delivered under clause 8.7 of the TPPA during the month of June 2025. Revenue represents the amount recoverable from CPPA-G in respect of reimbursement of fuel cost component for this generation. However, since the COD has not yet been achieved as at the reporting date, the amount has not been invoiced to CPPA-G. Accordingly, the same has been disclosed as a contract asset, and will be invoiced once COD is achieved and the TPPA becomes effective.

- 22.3 No output sales tax has been booked on the Energy Purchase Price, as the Company has not issued an invoice for the related generation due to the pending COD declaration as at the reporting date. The output sales tax will be charged once the invoice is raised to CPPA-G.

	Note	2025 (Rupees in thousand)	2024
<b>23</b>	<b>Cost of sales</b>		
Fuel cost		1,743,835	-
Salaries, wages and benefits	23.1	121,972	-
Electricity import for self consumption	23.2	59,838	-
Plant maintenance		12,468	-
Repair and renewals		23,600	-
Plant insurance		39,764	-
	23.3 & 23.4	2,001,477	-

	2025	2024
	(Rupees in thousand)	
<b>23.1 Salaries, wages and benefits</b>		
Salaries, wages and benefits include following in respect of retirement benefits;		
<b>Pension</b>		
Service cost	1,674	-
Net interest (income) for the year	(3,219)	-
	(1,545)	-
<b>Medical</b>		
Service cost	236	-
Net interest cost for the year	1,226	-
	1,462	-
<b>Free electricity</b>		
Service cost	391	-
Net interest cost for the year	2,096	-
	2,487	-
<b>Other long term benefits</b>		
Provision for leave encashment	287	-
Provision for lump sum payment	1,026	-
	1,313	-

In addition to above, salaries, wages and benefits also include an amount of Rs. 2 million (2024: Nil) in respect of provident fund contribution by the Company.

**23.2** This includes amounts recovered from residents of the Company's facility in respect of electricity charges amounting to Rs. 2 million (2024: Nil).

**23.3** Cost of sales include an amount of Rs. 9 million (2024: Nil) for stores and spares consumed.

**23.4** As disclosed in note 2.2, during the year ended June 30, 2025 the Tri-Partite Power Purchase Agreement (TPPA) was signed on June 3, 2025. Subsequent to the signing, the Company generated electricity during June 2025 on the request of the National Power Control Centre (NPCC). Although the Commercial Operations Date (COD) has not been achieved as at the reporting date, the related expenses for this generation activity have been recorded under Cost of Sales, in line with the Company's performance obligation to deliver electricity.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	Note	2025 (Rupees in thousand)	2024
<b>24 Plant maintenance and preservation costs</b>			
Salaries, wages and benefits	24.1	856,621	922,886
Electricity import for self consumption	24.2	474,269	538,401
Plant maintenance		40,423	30,567
Repair and renewals		727	55,982
Plant insurance		499,044	656,815
Depreciation on property, plant and equipment	11.1	3,296	5,683
Provision for net realizable value (NRV) against fuel stock		400,000	1,729,000
Voluntary Severance Scheme		-	222,345
	24.3 & 24.4	2,274,380	4,161,679
<b>24.1 Salaries, wages and benefits</b>			
Salaries, wages and benefits include following in respect of retirement benefits;			
<b>Pension</b>			
Service cost / (income)		18,416	(258,403)
Net interest income for the year		(35,413)	(152,510)
		(16,997)	(410,913)
<b>Medical</b>			
Service cost		2,597	24,808
Net interest cost for the year		13,486	32,164
		16,083	56,972
<b>Free electricity</b>			
Service cost		4,302	20,801
Net interest cost for the year		23,051	79,032
		27,353	99,833
<b>Other long term benefits</b>			
Provision for leave encashment		3,152	2,170
Provision for lump sum payment		11,280	36,643
		14,432	38,813

In addition to above, salaries, wages and benefits also include Rs. 20 million (2024: Rs. 38 million) in respect of provident fund contribution by the Company.

**24.2** This includes amounts recovered from residents of the Company's facility in respect of electricity charges amounting to Rs. 14 million (2024: Rs. 19 million).

**24.3** Plant preservation costs include Rs. 14 million (2024: Rs. 18 million) for stores and spares consumed.

**24.4** These costs were incurred to keep the plant in preservation mode, ensuring its readiness in case electricity offtake was demanded by the Power Purchaser. For the eleven months prior to signing the TPPA, there was no offtake of electricity. Accordingly, the costs were recorded under Plant Maintenance and Preservation Cost, including the cost of running the switchyard and grid facility operated at the special request of the Ministry of Energy.

	Note	2025 (Rupees in thousand)	2024
<b>25</b>	<b>Administrative expenses</b>		
Motor vehicles running		66,292	101,431
Legal and professional charges		92,738	77,852
Repairs and maintenance		58,316	68,651
Travelling		71,217	29,396
Provision for doubtful debts		-	157,935
Colony running cost		49,945	57,769
Computer charges		31,471	28,768
Printing, stationery and periodicals		19,841	15,452
Regulatory fee		34,912	54,533
Education fee		30,439	27,244
Training expenses		622	-
Postage, telephone and telex		13,900	11,918
Rent, rates and taxes		73,021	2,560
Auditors' remuneration	25.1	13,092	10,632
Advance written off		23	-
Other expenses		100,638	66,682
		<b>656,467</b>	<b>710,823</b>
<b>25.1</b>	<b>Auditors' remuneration</b>		
The charges for auditors' remuneration include the following:			
Statutory audit		6,672	5,777
Half yearly review		2,414	2,195
Workers' Profit Participation Fund audit, Employees Provident and Pension Fund audit, special reports and certificates		2,420	1,544
Out of pocket expenses		1,586	1,116
		<b>13,092</b>	<b>10,632</b>
<b>26</b>	<b>Other operating expenses</b>		
Workers' Welfare Fund		223,956	110,784
Workers' Profit Participation Fund		169,425	276,960
Project cost	26.1	55,022	50,857
Exchange loss		12,539	-
		<b>460,942</b>	<b>438,601</b>
<b>26.1</b>	As explained in note 2.2, the Company is exploring opportunities for diversification of its operations in brownfield / greenfield projects especially in renewable energy sector, this represents costs incurred in respect of these projects.		

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	Note	2025 (Rupees in thousand)	2024
<b>27 Other income</b>			
<b>Income from financial assets</b>			
Income on bank deposits – conventional		177,667	283,735
Income from mutual funds	27.1	6,840,871	3,681,801
Interest on PIBs – conventional		–	3,105,123
Profit on Sukuks – shariah compliant		–	3,489,627
Fair value gain on PIBs – conventional		–	627,656
Fair value gain on Sukuks – shariah compliant		–	187,526
Exchange gain		–	20,752
Interest on late payment – CPPA-G	27.2	12,954	3,052,593
		7,031,492	14,448,813
<b>Income from non-financial assets</b>			
Unclaimed balances written back		419	41,709
Gain on disposal of property, plant and equipment		2,431	43
Scrap sales		3,617	108,208
House rent recovery		5,154	8,710
Others		30,322	22,575
		41,943	181,245
		7,073,435	14,630,058
<b>27.1 Income from mutual funds</b>			
Dividend income		65,814	3,602,027
Unrealised (loss) / gain on fair valuation		(106,433)	67,575
Capital gain on redemption		6,881,490	12,199
	27.1.1	6,840,871	3,681,801

**27.1.1** Included in this is income from shariah-compliant mutual funds amounting to Rs. 2,217 million (2024: Rs. 1,279 million).

**27.2** This represents a late payment surcharge of SBP discount rate plus 4 percent per annum charged in case the amounts due by the Power Purchaser are not paid within due dates (25~30 days from invoice date) as prescribed in the expired PPA i.e. default by CPPA-G in timely payment. This income is as per terms of the expired PPA and not Shariah-compliant.

	2025 (Rupees in thousand)	2024
<b>28 Finance cost</b>		
Interest and mark up including commitment charges on		
– finances under markup arrangements (Islamic finances) – secured	20,523	1,504,968
– finances under markup arrangements (conventional finances) – secured	191,159	2,241,260
– credit supplies of raw material	–	–
– car ljarah	34,011	30,875
Bank and other charges	2,671	2,666
	248,364	3,779,769

	Note	2025 (Rupees in thousand)	2024
29	Levy – final tax		
	Levy – final tax	17,818	1,619,428
	Super tax on levy – final tax	4,309	558,422
	29.1	22,127	2,177,850

29.1 This represents final tax applicable to the company under sections 5 and 5AA of Income Tax Ordinance, 2001, representing levy in terms of requirements of IFRIC 21 and IAS 37.

	Note	2025 (Rupees in thousand)	2024
30	Income tax		
	Current tax		
	- Current year	2,999,280	-
	- Prior year	-	32
	30.3	2,999,280	32
	Deferred tax	(2,562,347)	(952,314)
		436,933	(952,282)

		2025 % age	2024 % age
30.1	Tax charge reconciliation		
	Numerical reconciliation between the applicable tax rate and the average effective tax rate		
	Tax at applicable rate	29.00	29.00
	Super tax	10.00	10.00
	Impact of income subject to different tax rates	(30.98)	(65.28)
	Impact of change in tax rates	7.48	(1.70)
	Adjustment of Brought Forward Tax loss	(0.78)	-
	Others	(0.02)	(0.35)
	Average effective tax rate	14.70	(28.33)

		2025 (Rupees in thousand)	2024
30.2	Tax recognised directly in other comprehensive income		
	Defined benefit obligation	52,901	(46,997)
		52,901	(46,997)

30.3 This represents tax liability of the Company calculated under the relevant provisions of the Income Tax Ordinance, 2001.



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 30.4 Reconciliation between current tax and levy

Reconciliation of current tax charged as per tax laws for the year, with current tax recognised in profit or loss as follows:

	2025	2024
	(Rupees in thousand)	
Current tax liability for the year as per applicable laws	3,021,407	2,177,882
Less:		
Portion of current tax as per tax laws, representing income tax under IAS 12	2,999,280	32
Portion of current tax computed as per current tax Laws representing levy in terms of requirements of IAS 37/ IFRIC 21	22,127	2,177,850
	-	-

## 31 Remuneration of Chief Executive, Directors and Executives

31.1 The aggregate amount charged in the financial statements for the year for remuneration including certain benefits to the chief executive and executives of the Company is as follows:

Note	Chief Executive		Executives	
	2025	2024	2025	2024
	(Rupees in thousand)			
Managerial remuneration	29,675	68,681	279,123	351,304
Reimbursable expenses	2,275	6,800	35,060	51,983
Contribution to provident & pension funds and other retirement benefit plans	572	6,868	20,466	24,978
Leave passage	-	6,868	11,981	16,483
Other perquisites 31.1.1	1,788	5,717	16,725	21,845
	34,310	94,934	363,355	466,593
Number of persons (during the year)	2*	1	37	53

\* The aggregate amount charged in the financial statements for the year includes remuneration and certain benefits paid to two individuals who held the office of Chief Executive during the year: Mr. Aftab Mahmood Butt (until July 31, 2024) and Mr. Shahab Qader Khan (appointed on January 22, 2025).

31.1.1 This includes Company transport, education of children, club charges, house loan subsidy, security and utilities provided to the employees as per Company policy.

## 31.2 Remuneration to other directors

Aggregate amount charged in the financial statements for fee to 8 directors (2024: 7 directors) is Rs. 90 million (2024: Rs. 58 million) and Rs. 1.349 million (2024: Nil) against club memberships.

A company maintained vehicle is provided to the Chairman of the Board of Directors.

No other perquisite is provided to the directors.

## 32 Transactions with related parties

The related parties comprise associated undertakings, key management personnel, directors and post retirement benefit plans. The Company in the normal course of business carries out transactions with various related parties. Amounts due to / from related parties are shown under payables and receivables and remuneration of the key management personnel, including directors, is disclosed in note 31. Other significant transactions with related parties are as follows:

Relationship with the Company	Percentage of shareholding	Nature of transaction	2025 (Rupees in thousand)	2024
<b>i. Associated undertakings</b>				
CPPA-G	-	Sale of electricity	1,563,320	-
CPPA-G	-	Purchase of electricity	550,081	557,094
CPPA-G	-	Interest income on late payment	12,954	3,052,593
CPPA-G	-	Provision for doubtful debts	-	157,935
WAPDA	40.25%	Purchase of services	4,900	630
WAPDA	40.25%	Dividend paid	3,011,645	3,365,956
KAPCO Employees Empowerment Trust	5.48%	Dividend paid	410,146	458,398
Central Depository Company	-	Purchase of services	2,547	2,595
<b>ii. Post retirement benefit plans</b>				
KAPCO Employees provident fund trust	-	Contributions paid	22,207	35,830

Sale and purchase transactions with related parties are carried out on mutually agreed terms.

32.1 Following are the associated undertakings / companies and post retirement benefits plans along with basis of their relationship with the Company with whom the Company had entered into transactions during the current year;

Name of related parties	Direct shareholding	Relationship
WAPDA	40.25%	Associated undertaking
KAPCO Employees Empowerment Trust	5.48%	Common management
CPPA-G	-	Associated undertaking
Central Depository Company	-	Common directorship
Post retirement benefit plans:		
- KAPCO Employees provident fund trust	-	Post employment benefits plans

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

	Note	2025 MWh	2024 MWh
<b>33 Capacity and production</b>			
Annual generation capacity for blocks included in TPPA [based on 8,760 hours (2024: 8,760 hours)]	33.1	4,336,200	-
Annual generation capacity for blocks not included in TPPA [based on 8,760 hours (2024: 8,760 hours)]	33.2	5,229,864	11,756,064
Actual energy delivered from blocks included in TPPA		52,705	-

**33.1** During the year, electricity generation was carried out in accordance with the terms of the renewed Tripartite Power Purchase Agreement (TPPA), with energy uptake and delivery to the Power Purchaser based on the agreed dispatch requirements. The level of energy delivered by the plant depends on the load demanded by Power Purchaser and the plant's availability.

**33.2** As disclosed in Note 21, the assets related to GT III and GT IV have been classified by the Company as held for sale and, accordingly, the associated generation capacity has been excluded from operational reporting.

## **34 Rates of exchange**

Liabilities in foreign currencies as on June 30, 2025 have been translated into Rupees at USD 0.3520 (2024: USD 0.3587), EURO 0.3005 (2024: EURO 0.3351) and GBP 0.2566 (2024: GBP 0.2842) equal to Rs. 100.

	Note	2025 (Rupees in thousand)	2024
<b>35 Cash generated from operations</b>			
Profit before tax		2,972,998	3,361,336
Adjustments for:			
- Depreciation on property, plant and equipment	23, 24 & 25	3,296	5,683
- Gain on disposal of property, plant and equipment	27	(2,431)	(43)
- Income on PIBs and Sukuks	27	-	(6,594,750)
- Income from mutual funds	27	(6,840,871)	(3,681,801)
- Income on bank deposits	27	(177,667)	(283,735)
- Exchange loss	26	12,539	-
- Provision for doubtful debts	25	-	157,935
- Provision for net realizable value (NRV) against fuel stock	24	400,000	1,729,000
- Staff retirement benefits accrued	23 & 24	44,587	(215,295)
- Finance cost	28	248,364	3,779,769
- Unrealized gain on investments at fair value	27	-	(815,182)
- Provision for Workers' Profit Participation Fund	26	169,425	276,960
- Provision for Workers' Welfare Fund	26	223,956	110,784
- Final tax - levy	29	22,127	2,177,850
Profit before working capital changes		(2,923,677)	8,511
Effect on cash flow due to working capital changes:			
- Decrease/ (increase) in stores and spares		11,432	(26,219)
- Decrease in stock-in-trade		1,726,979	-
- Decrease in trade debts		8,984,488	15,587,378
- Increase in contract asset		(1,563,320)	-
- Decrease / (increase) in loans, advances, deposits, prepayments and other receivables		33,378	(150,883)
- Increase / (decrease) in trade and other payables		61,304	(768,967)
		9,254,261	14,641,309
		6,330,584	14,649,820

	Note	2025 (Rupees in thousand)	2024
36			
Cash and cash equivalents			
Cash and bank balances	20	1,367,410	2,784,292
Finances under mark up arrangements – secured	9	–	(9,944,193)
		1,367,410	(7,159,901)

### 37 Reconciliation of liabilities arising from financing activities

	July 1, 2024	Accruals / Dividend declared	Payments	June 30, 2025
	(Rupees in thousand)			
Unclaimed dividend	1,160,934	7,482,153	(7,401,929)	1,241,158
	July 1, 2023	Accruals / Dividend declared	Payments	June 30, 2024
	(Rupees in thousand)			
Unclaimed dividend	1,056,126	8,362,406	(8,257,598)	1,160,934

### 38 Earnings per share

#### 38.1 Basic earnings per share

		2025	2024
Profit for the year	Rupees in thousand	2,536,065	4,313,618
Weighted average number of ordinary shares	Numbers	880,253,228	880,253,228
Earnings per share	Rupees	2.88	4.90

#### 38.2 Diluted earnings per share

Diluted earnings per share has not been presented as the Company does not have any convertible instruments in issue as at June 30, 2025 and June 30, 2024 which would have any effect on the basic earnings per share.

### 39 Financial risk management

#### 39.1 Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, other price risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance.

Risk management is carried out by the Management in accordance with the Financial Risk Management Policy approved by the Board of Directors. This policy covers specific areas such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity. All treasury related transactions are carried out within the parameters of this policy.

#### (a) Market risk

#### (i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises mainly from future commercial transactions or receivables and payables that exist due to transactions in foreign currencies.

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

The Company is exposed to currency risk arising from various currency exposures, primarily with respect to the United States Dollar (USD), Great Britain Pound (GBP) and Euro. Currently, the Company's foreign exchange risk exposure is restricted to the amounts receivable / payable from / to the foreign entities. The Company's exposure to currency risk is as follows:

	2025	2024
Trade and other payables – USD	–	130
Trade and other payables – GBP	8,000	6,000
Trade and other payables – Euro	360,000	360,000

The following exchange rates were applied during the year:

	Average rate		Year-end spot rate	
	2025	2024	2025	2024
	(Rupees)			
USD 1	278.42	283.09	284.10	278.80
GBP 1	367.61	357.02	389.65	351.85
EUR 1	311.34	306.90	332.83	298.41

If the functional currency, at reporting date, had fluctuated by 5% against the USD, GBP and Euro with all other variables held constant, the impact on profit after taxation for the year would have been Rs. 3.7 million (2024: Rs. 3 million) respectively lower / higher, mainly as a result of exchange gains / losses on translation of foreign exchange denominated financial instruments. Currency risk sensitivity to foreign exchange movements has been calculated on a symmetric basis.

## (ii) Interest rate risk

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

The Company has no significant long-term interest-bearing assets. The Company's interest rate risk arises from short term financing. Borrowings obtained at variable rates expose the Company to cash flow interest rate risk.

At the reporting date, the interest rate profile of the Company's interest bearing financial instruments is:

	2025	2024
	(Rupees in thousand)	
<b>Financial assets</b>		
<b>Floating rate instruments</b>		
Bank balances – savings accounts	1,184,848	2,601,829
Investments at fair value	41,071,844	47,425,903
Trade debts – overdue other than late payment invoices	2,268,172	1,369,253
<b>Financial liabilities</b>		
<b>Floating rate instruments</b>		
Finances under mark-up arrangements – secured	–	9,944,193

#### Fair value 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 rate at the balance sheet date would not affect profit or loss of the Company.

#### Cash flow sensitivity analysis for variable rate instruments

If interest rates on late payments and finances under mark-up arrangement, at the year end date, fluctuate by 1% higher / lower with all other variables held constant, profit after taxation for the year would have been Rs. 14 million (2024: Rs. 102 million) higher / lower, mainly as a result of higher / lower interest expense on floating rate borrowings.

If interest rates on investments and late payments on trade debts, at the year end date, fluctuate by 1% higher / lower with all other variables held constant, profit after tax would have been Rs. 255 million (2024: Rs. 251 million) higher / lower, mainly as a result of higher / lower interest rate expense on floating rate.

#### (iii) Other price risk

Other price risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Company has short term investments in mutual fund that are carried at fair value through profit or loss ('FVPL'). Therefore, the Company is exposed to other price risk due to macroeconomic factors. As at June 30, 2025 if the market value of Company's investment in units held in mutual fund had been 1% higher / lower, with all other variables held constant, the impact would have been Rs. 273 million (2024: Rs. 379 million).

#### (b) Credit risk

Credit risk represents the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Company's credit risk is primarily attributable to its trade debts and its balances at banks. The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date is as follows:

	2025	2024
	(Rupees in thousand)	
Long term loans and deposits	5,904	7,752
Trade debts	1,881,584	10,866,072
Investments at fair value	41,071,844	47,425,903
Loans, advances, deposits, prepayments and other receivables		
Security deposits	1,815	2,251
Other receivables	5,361	10,285
Balances with banks	1,367,331	2,784,196
	44,333,839	61,096,459



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

The credit risk on liquid funds is limited because the counter parties are banks with reasonably high credit ratings. The Company believes that it is not exposed to major concentration of credit risk and the risk attributable to trade debts, Workers' Welfare Fund and Workers' Profit Participation Fund receivable from CPPA-G is mitigated by guarantee from the Government of Pakistan under the Facilitation Agreement. Aging analysis of trade receivable balances is as follows:

	2025	2024
	(Rupees in thousand)	
Not yet due	-	3,192,275
Due upto 90 days	-	267,728
Due past 90 to 180 days	-	1,247,752
Due past 181 to 365 days	195,577	2,994,528
Due past 365 days	2,303,684	3,781,466
	2,499,261	11,483,749
Provision for doubtful debts	(617,677)	(617,677)
	1,881,584	10,866,072

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

	Rating		Rating	2025	2024
	Short term	Long term	Agency	(Rupees in thousand)	
Trade Debts					
CPPA-G	Not Available			1,881,584	10,866,072
Investments at fair value *					
National Bank of Pakistan	A1+	AAA	PACRA	-	-
-NBP Fixed Term Munafa Plan IX	Not available	AA-(f)	PACRA	-	7,492,461
-NBP Fixed Term Munafa Plan XVA	Not available	Not available	PACRA	8,372,822	-
-ABL Fixed Rate Plan III	Not available	Not available	PACRA	-	6,419,935
-ABL Fixed Rate Plan XIX	Not available	Not available	PACRA	10,018,909	-
-ABL Fixed Rate Plan IV	Not available	Not available	PACRA	-	2,115,007
-AL Habib Cash Fund	Not available	AA+(f)	PACRA	100,101	-
-UBL Fixed Return Plan III (G)	Not available	Not available	VIS	-	5,351,800
-UBL Fixed Return Plan-II-AB - Class 'A'	Not available	Not available	VIS	9,126,243	-
-HBL Mehfooz Munafa Fund Plan I	Not available	Not available	VIS	-	5,367,407
-MCB Pakistan Fixed Return Plan XIX	Not available	Not available	PACRA	-	3,181,732
-Meezan Paidar Munafa Plan	Not available	Not available	PACRA	-	8,643,997
-Meezan Paidar Munafa Plan - XIV	Not available	Not available	PACRA	21,551	-
-Meezan Cash Fund	Not available	AA+(f)	PACRA	1,000,599	-
-Meezan Fixed Term Fund - MPM XXI	Not available	Not available	PACRA	6,500,000	-
-Alfalalah Stable Return Plan 4	Not available	Not available	VIS	-	3,121,755
-Alfalalah Stable Return Plan XXI	Not available	Not available	VIS	2,960,085	-
-Faysal Islamic Mehdood Muddat Plan I	Not available	Not available	VIS	2,971,195	3,131,454
-NBP Cash Plan II	Not available	Not available	VIS	-	1,063,091
-NBP Money Market Fund	Not available	AA(f)	PACRA	-	505,458
-JS Cash Fund	Not available	AA+(f)	PACRA	339	-
-MCB Alhamra Daily Dividend Fund	Not available	AA-(f)	PACRA	-	483
-JS Fixed Term Munafa Plan 4	Not available	Not available	PACRA	-	1,031,323
				41,071,844	47,425,903

\*In case where, ratings for mutual funds were not available, asset manager ratings for the Asset Management Companies have been presented.

	Rating Short term	Rating Long term	Rating Agency	2025 (Rupees in thousand)	2024
Cash and bank balances					
-National Bank of Pakistan	A1+	AAA	PACRA	27	27
-Habib Bank Limited	A1+	AAA	VIS	1,280,993	1,244,216
-MCB Bank Limited	A1+	AAA	PACRA	20	20
-Habib Metropolitan Bank Limited	A1+	AA+	PACRA	517	154
-Askari Bank Limited	A1+	AA+	PACRA	-	174
-Meezan Bank Limited	A1+	AAA	VIS	150	155
-Bank Al Habib	A1+	AAA	PACRA	2	2
-Standard Chartered Bank (Pakistan) Limited	A1+	AAA	PACRA	1,610	624
-Faysal Islamic Bank	A1+	AA	PACRA	2	2
-Bank Alfalah Limited	A1+	AAA	PACRA	1,109	2,396
-United Bank Limited	A-1+	AAA	VIS	82,901	1,536,426
				1,367,331	2,784,196

Due to the Company's long standing business relationships with these counterparties and after giving due consideration to their strong financial standing, management does not expect non-performance by these counter parties on their obligations to the Company. Accordingly, the credit risk is minimal.

(c) **Liquidity risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

The Company manages liquidity risk by maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. At June 30, 2025 the Company had borrowing limits available from financial institutions at Rs. 3,000 million (2024: Rs. 13,993 million) out of this the total unavailed amount is Nil (2024: Rs. 4,049 million) and Nil (2024: Rs. 2,784 million) in cash and bank balances. The Company follows an effective cash management and planning policy to ensure availability of funds and to take appropriate measures for new requirements.

The following are the contractual maturities of financial liabilities as at June 30, 2025:

	Carrying amount	Less than one year (Rupees in thousand)	One to five years	More than five years
Trade and other payables	5,652,642	5,652,642	-	-
Unclaimed dividend	1,241,158	1,241,158	-	-
	6,893,800	6,893,800	-	-

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

The following are the contractual maturities of financial liabilities as at June 30, 2024:

	Carrying amount	Less than one year (Rupees in thousand)	One to five years	More than five years
Finances under mark-up arrangements – secured	9,944,193	9,944,193	-	-
Trade and other payables	7,059,152	7,059,152	-	-
Unclaimed dividend	1,160,934	1,160,934	-	-
	18,164,279	18,164,279	-	-

## 39.2 Fair values of financial assets and liabilities

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 measurement date. Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms. The carrying values of all financial assets and liabilities reflected in these financial statements approximate their fair values. Fair value is determined on the basis of objective evidence at each reporting date.

Specific valuation techniques used to value financial instruments include:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following is categorization of assets which are disclosed at fair value as at June 30, 2025:

	Level 1	Level 2	Level 3	Total
	(Rupees in thousand)			
<b>Assets:</b>				
Investments at fair value	41,071,844	-	-	41,071,844

The following is categorization of assets which are disclosed at fair value as at June 30, 2024:

	Level 1	Level 2	Level 3	Total
	(Rupees in thousand)			
<b>Assets:</b>				
Investments at fair value	47,425,903	-	-	47,425,903

	2025	2024
	(Rupees in thousand)	
<b>39.3 Financial instruments by categories</b>		
Financial instruments at amortised cost include:		
Financial assets as per statement of financial position		
Long term loans and deposits	5,904	7,752
Trade debts	1,881,584	10,866,072
Loans, advances, deposits, prepayments and other receivables		
- Security deposits	1,815	2,251
- Other receivables	5,361	10,285
Cash and bank balances	1,367,331	2,784,196
	3,261,995	13,670,556
Financial liabilities as per statement of financial position		
Finances under mark-up arrangements - secured	-	9,944,193
Trade and other payables	5,652,642	7,059,152
Unclaimed dividend	1,241,158	1,160,934
	6,893,800	18,164,279

39.3.1 Financial assets at fair value have been shown under note 39.2.

#### 39.4 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders through repurchase of shares, issue new shares or sell assets to reduce debt. Consistent with others in the industry and the requirements of the lenders, the Company monitors the capital structure on the basis of gearing ratio.

This ratio is calculated as long term debt divided by total capital. Debt is calculated as total borrowings including current and non-current portion of long term borrowings, if any. Total capital is calculated as 'equity' shown in the balance sheet plus long term debt. The gearing ratios as at year ended June 30, 2025 and June 30, 2024 are as follows:

	2025	2024
	(Rupees in thousand)	
Total equity	57,098,085	61,961,431
Total debt	-	-
Total capital	57,098,085	61,961,431
	Percentage	
Gearing ratio	0%	0%

# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

## 40 Disclosure requirement for companies not engaged in Shariah non-permissible business activities

Following information has been disclosed as required under Part 1 Clause VII of the Fourth Schedule to the Companies Act, 2017 as amended via S.R.O. 1278 (I) / 2024 dated August 15, 2024:

Description	Explanation	Note	2025		2024	
			Conventional	Shariah Compliant	Conventional	Shariah Compliant
			(Rupees in thousand)			
Statement of Financial Position- Liability Side						
Financing obtained as per Islamic Mode as at June 30, 2025	Finances under mark-up arrangements - secured	9	-	-	4,956,195	4,987,998
Accrued finance cost as at June 30, 2025	Markup accrued	8	-	-	191,867	299,564
Statement of Financial Position- Asset Side						
Long Term and Short Term Shariah Compliant Investment						
Investment in Mutual Funds		18.1	27,618,414	13,453,430	30,959,872	14,897,000
Shariah Compliant Bank Deposits, Bank Balances and TDRs	Cash and bank balances	20	1,184,848	182,483	179,617	2,750
Statement of Comprehensive Income						
Revenue Earned from a Shariah Compliant Business Segment	Revenue from contract with customer	22	-	1,563,320	-	-
Late payments / Liquidated damages	Interest on late payment - CPPA-G	27.2	12,954	-	3,052,593	-
Gain or Loss or Dividend earned on Shariah Compliant Investments or share of profit from Shariah Compliant associates						
	Not Applicable		-	-	-	-
Profit earned from Shariah-compliant Bank Deposits,						
Bank Balances or TDRs						
	Income on bank deposits - conventional	27	177,667	-	283,735	-
	Interest on PIBs - conventional	27	-	-	3,105,123	-
	Profit on Sukuks - shariah compliant	27	-	-	-	3,489,627
Finance cost						
	Finances under markup arrangements	28	191,159	20,523	2,241,260	1,504,968
	Car ijarah	28	-	34,011	-	30,875
Income from financial assets						
	Fair value gain on PIBs - conventional	27	-	-	627,656	-
	Fair value gain on Sukuks - shariah compliant	27	-	-	-	187,526
	Income from mutual funds	27.1	2,127,457	4,713,414	1,279,000	2,402,801
	Exchange gain	27	-	-	-	20,752
Income from non-financial assets						
	Unclaimed balances written back	27	-	419	-	41,709
	Gain on disposal of property, plant and equipment	27	-	2,431	-	43
	Scrap sales	27	-	3,617	-	108,208
	House rent recovery	27	-	5,154	-	8,710
	Sundry income	27	-	30,322	-	22,575

#### 40.1 Relationship of the Company with Shariah-compliant financial institutions

Name of the Financial Institution	Relationship
<b>Banking Companies</b>	
National Bank of Pakistan	Bank Balance
Habib Bank Limited	Bank Balance
Al Baraka Bank (Pakistan) Limited	Bank Account
MCB Bank Limited	Bank Balance
The Bank of Punjab	Bank Account
Askari Bank Limited	Bank Balance
Dubai Islamic Bank Pakistan Limited	Bank Account
Meezan Bank Limited	Unfunded Facility & Bank Balance
Bank Al Habib Limited	Bank Balance
Standard Chartered Bank (Pakistan) Limited	Funded Facility & Bank Balance
Faysal Bank Limited	Bank Balance
Bank Alfalah Limited	Bank Balance
<b>Mutual Funds</b>	
Al Meezan Investment Management Limited	Investment in Mutual Fund
Faysal Asset Management Limited	Investment in Mutual Fund
MCB Investment Management Limited	Investment in Mutual Fund

	2025	2024
<b>41 Number of employees</b>		
Total number of employees at the end of the year are as follows:		
Regular	176	194
Contractual	5	5
	181	199
Average number of employees during the year are as follows:		
Regular	179	299
Contractual	6	21
	185	320



# NOTES TO THE FINANCIAL STATEMENTS

For the year ended June 30, 2025

42 Corresponding figures

Corresponding figures have been re-arranged, wherever necessary, for the purposes of comparison and improved presentation. However, no material reclassification made during the year.

43 General

These financial statements are presented in Pakistan Rupee (Rs/Rupees) which is the Company's functional currency. Amounts presented in the financial statements have been rounded off to the nearest of thousand of Pakistan Rs/ Rupees, unless otherwise stated.

44 Non-adjusting events after the balance sheet date

44.1 The Board of Directors of the Company have proposed a final dividend for the year ended June 30, 2025 of Rs. 2.50 (2024: Rs. 4.00) per share amounting to Rs. 2,201 million (2024: Rs. 3,521 million) at their meeting held on September 15, 2025 for approval of members at the Annual General Meeting to be held on October 24, 2025. These financial statements do not reflect this dividend payable.

44.2 There are no other significant events that have occurred subsequent to the reporting date, other than those mentioned elsewhere in these financial statements.

45 Date of authorisation for issue

These financial statements were authorised for issue on September 15, 2025 by the Board of Directors of the Company.



Shahab Qader Khan  
Chief Executive Officer



Zubair Aslam  
Chief Financial Officer (Acting)



Hafiz Mohammad Yousaf  
Director

# PROXY FORM

## 29<sup>th</sup> Annual General Meeting

I/We \_\_\_\_\_ of \_\_\_\_\_  
being a Member of Kot Addu Power Company Limited (the "Company") holding \_\_\_\_\_ shares hereby  
appoint \_\_\_\_\_ of \_\_\_\_\_ and in case of his / her absence \_\_\_\_\_  
of \_\_\_\_\_ who is also a Member of the Company, as my/our proxy to vote for me/us, and on my/our behalf  
at the 29<sup>th</sup> Annual General Meeting of the Company to be held on Friday, October 24, 2025 at 10:30 am at the Margala  
Hotel, M-2 Islamabad near Convention Centre 4400, Islamabad, Pakistan and any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Folio No.	CDC Account No.
	Participant I.D. Account No.

Witnesses:

1. Signature \_\_\_\_\_  
Name: \_\_\_\_\_  
CNIC: \_\_\_\_\_  
Address: \_\_\_\_\_

Revenue Stamp  
Rs 5/-

2. Signature \_\_\_\_\_  
Name: \_\_\_\_\_  
CNIC: \_\_\_\_\_  
Address: \_\_\_\_\_

\_\_\_\_\_  
The Signature should agree with the  
Specimen signature registered with  
the Company

Note:

1. This Proxy, duly completed, signed and witnessed, must be deposited at the offices of the Company's Registrar, THK Associates (Private) Limited, Plot No. 32-C, Jami Commercial Street 2, Phase-VII, DHA, Karachi 75400, Pakistan not later than forty-eight (48) hours before the time appointed for the Meeting.
2. No person shall act as proxy, if he is not a Member of the Company (except that a corporation may appoint a person who is not a Member).
3. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a Member with Company's Registrar, all such instruments or proxies shall be regarded invalid.
4. The Proxy shall produce his/her original CNIC or original passport at the time of Meeting.
5. Attested copy of CNIC or passport of the beneficial owners and the proxy shall be provided with the proxy form.
6. In case of a corporate entity, the Board of Directors Resolution/Power of Attorney with specimen signature of the nominee shall be submitted alongwith the Proxy (unless it has been provided earlier).





میں / ہم: \_\_\_\_\_ ساکن \_\_\_\_\_  
کوٹ ادو پاور کمپنی لمیٹڈ (فولیو نمبر / سی ڈی سی / اکاؤنٹ نمبر / شیئرز کا شمار) بذریعہ ہذا تقرر کرتا ہوں۔  
\_\_\_\_\_ ساکن \_\_\_\_\_ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر: \_\_\_\_\_ یا اس کی  
\_\_\_\_\_ ناکامی میں \_\_\_\_\_ ساکن \_\_\_\_\_  
\_\_\_\_\_ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر: \_\_\_\_\_ جو کہ میری / ہماری غیر موجودگی میں میرے / ہمارے پراکسی (نمائندے) کے طور پر کمپنی کی 29 ویں سالانہ  
اجلاس عام منعقدہ 24 اکتوبر 2025ء بروز جمعہ دن 10:30 بجے بمقام مارگلہ ہوٹل M-2 اسلام آباد نزد کنونشن سنٹر 4400 اسلام آباد پاکستان والی میٹنگ میں شرکت کرے گا  
اور میری ہماری جگہ ووٹ استعمال کرے گا۔

رپو نیو  
مہر

میں بطور گواہ اس \_\_\_\_\_ دن \_\_\_\_\_ 2025

دستخط منظور کنندہ: \_\_\_\_\_  
دستخط کمپنی کے پاس موجود نمونہ \_\_\_\_\_  
\_\_\_\_\_ کے دستخط کے مطابق ہونا چاہئے

گواہان:

1- دستخط \_\_\_\_\_ 2- دستخط \_\_\_\_\_  
نام \_\_\_\_\_ نام \_\_\_\_\_  
پتہ \_\_\_\_\_ پتہ \_\_\_\_\_  
شناختی کارڈ / پاسپورٹ نمبر \_\_\_\_\_ شناختی کارڈ / پاسپورٹ نمبر \_\_\_\_\_

ہدایت:

- 1- پراکسی کی تقرری کی یہ دستاویز مکمل کر کے اپنے اور گواہان کے دستخط کے ساتھ اجلاس کے انعقاد سے کم از کم 48 گھنٹے پہلے کمپنی کے رجسٹرار کے دفتر ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، پلاٹ نمبر C32 جامی کمرشل سٹریٹ 2، فیز 7، ڈی ایچ اے، کراچی پہنچ جانی چاہیے۔
- 2- کوئی بھی پراکسی کے طور پر کام / عمل نہیں کر سکتا اگر وہ کمپنی کا ممبر نہیں ہے۔ (ماسوائے اس کے کہ کارپوریشن کسی شخص کو مقرر کر سکتی ہے جو ممبر نہیں ہے)۔
- 3- اگر ایک ممبر کمپنی کے رجسٹرار کے پاس ایک سے زائد پراکسی مقرر کرتا ہے اور پراکسی کی ایک سے زائد دستاویز جمع کراتا ہے تو ایسی دستاویزات یا پراکسی کو غیر موثر تصور کیا جائے گا۔
- 4- پراکسی کو اجلاس کے وقت اپنا اصل قومی شناختی کارڈ یا اصل پاسپورٹ دکھانا ہوگا۔
- 5- سی ڈی سی شیئرز ہولڈرز اور ان کے نمائندگان سے التماس ہے کہ وہ اپنے کمپیوٹر انڈرڈ شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپی پراکسی فارم کے ساتھ جمع کروائیں۔
- 6- کارپوریٹ ادارہ کی صورت میں، بورڈ کی قرارداد / مختار نامہ یا دیگر اتھارٹی نمائندے (پراکسی) کے دستخط کے ساتھ کمپنی کو جمع کرانا ہوگا۔









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#### Power Plant:

Kot Addu Power Complex  
Kot Addu, District Muzaffargarh  
Punjab, Pakistan

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#### Corporate Office:

5 B/3, Gulberg III  
Lahore 54660, Pakistan

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#### Registered Office:

Office No. 309, 3rd Floor, Evacuee Trust Complex  
Agha Khan Road, F 5/1, Islamabad, Pakistan

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