



Imperial Limited

Annual Report 2021



Imperial Limited



Contents

Corporate Information	02
Vision & Mission Statement	03
Notice of the Annual General Meeting	04
Chairman's Review	07
Directors' Report to the Members	08
Statement of Compliance with Code of Corporate Governance	10
Independent Auditors' Review Report of Imperial Limited Review Report on Statement of Compliance contained in Listed Companies (Code of corporate Governance) Regulations, 2019...	11
Independent Auditors' Review Report to the members of Imperial Limited Report on the Audit of the Financial Statements	12
Statement of Financial Position.....	15
Statement of Profit or Loss	16
Statement of Comprehensive Income.....	17
Statement of Cash Flows.....	18
Statement of Changes in Equity	19
Notes to the Financial Statements	20
Financial Highlights	44
Pattern of Shareholding	45
ڈائریکٹرز رپورٹ	48
Form of Proxy	49
پراکسی فارم	51



Imperial Limited

Corporate Information

Board of Directors	Mr. Waqar Ibn Zahoor Bandey Mr. Naveed M. Sheikh Mr. Ibrahim Naveed Sheikh Mr. Muhammad Tariq Mr. Shahzad Ullah Khan Mr. Najam Faiz Mrs. Fakhra Chaudhry	- Chairman - Director/CEO - Director - Director - Director - Director - Director
Audit Committee	Mr. Najam Faiz Mr. Muhammad Tariq Mr. Shahzad Ullah Khan	- Chairman - Member - Member
HR & Remuneration Committee	Mr. Shahzad Ullah Khan Mr. Ibrahim Naveed Sheikh Mrs. Fakhra Chaudhry	- Chairman - Member - Member
Chief Financial Officer	Miss. Hina Mustafa	
Head of Internal Audit	Mr. Adnan Ahmad	
Company Secretary	Mr. Mubashhar Asif	
Financial Institutions	BankIslami Pakistan Limited Dubai Islamic Bank Pakistan Limited Silk Bank Limited Soneri Bank Limited	
Auditors	Tariq Abdul Ghani Maqbool & Co. Chartered Accountants	
Legal Advisors	Ms. Aniqua Sheikh Advocate	
Registered Office	M. Ismail Aiwan - e - Science Building, 205 Ferozepur Road Lahore-54600 Ph # + 92 (042) 3575-8970 + 92 (042) 3575-1308 Fax # + 92 (042) 3576-3247	
Shares Registrar	Hameed Majeed Associates (Pvt) Limited H.M. House, 7-Bank Square, Lahore. Ph # + 92 (042) 3723-5081-2 Fax # + 92 (042) 3735-8817	
Production Facilities	Karmanwala, Tehsil Phalia Distt. Mandi Bahauddin Ph # + 92 (546) 541-151/54 Fax # + 92 (546) 541-162	



Vision Statement

To exploit our company's potential by diversifying into the entire range of financial and consumer products

Mission Statement

To exceed our customers' expectations in quality and delivery on one hand and maximize profit for the stakeholders of our company on the other hand by continuous cost reduction through identifying and deploying latest technologies in process and monitoring control systems



Notice of Annual General Meeting

Notice is hereby given that the 15th Annual General Meeting of the shareholders of Imperial Limited will be held on Friday the January 28, 2022, at 10:00 a.m. at Registered Office of the Company situated at Ismail Aiwana-e-Science Building, 205 Ferozepur Road, Lahore to transact the following business:

Ordinary Business

1. To confirm the minutes of last Annual General Meeting held on January 28, 2021.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended September 30, 2021 together with the Directors' and Auditors' Reports thereon.
3. To appoint Auditors for the financial year 2021-2022 and to fix their remuneration.

Special Business

4. To consider and approve the proposal regarding sale of freehold land, buildings on freehold land, plant and machinery and other assets of the Company located at Karmanwala, Tehsil Phalia, District Mandi Bahauddin by passing following resolution(s) as ordinary resolution(s) with or without any modification, addition or deletion in terms of Section 183(3)(a) of the Companies Act, 2017:

RESOLVED that the consent of shareholders be and is hereby accorded to the disposal and sale of Company's assets located at Karmanwala, Tehsil Phalia, District Mandi Bahauddin comprised of Freehold Land, Buildings on Freehold Land, Plant and Machinery, Furniture & Fixture, Equipment and other assets ("the Assets").

RESOLVED FURTHER that, as part and parcel of the foregoing consent, Board of Directors be and are hereby authorized and empowered for the Assets Sale. The Board may delegate its powers to Chief Executive Officer (CEO) or any other person on such terms and conditions they deem fit, to act on behalf of the Company in doing and performing all acts, matters, things and deeds to implement and/or give effect to the asset sale and the transaction contemplated by it, which shall include, but not be limited to:

- a) conducting negotiations, obtaining quotations etc, with interested parties in such manner and on such terms and conditions as are in the best interest of the Company and its shareholders and which secure the best available market price for the assets;
- b) selling the Assets to any individual, firm / partnership, bank or private / public limited company or organization or to any other person and, for that purpose, negotiating with financial institution for vacation of lien/charges against assets if any, entering into agreement to sell, sale deed or any other agreement with the buyer(s) or any other person, receiving of sale consideration, executing, preparing and signing any sale deed, conveyance deed and/or transfer documents in favor of the buyer(s) or another person to effect the asset sale in favor of the buyer(s) or any other person by representing the same before all parties & authorities concerned and admitting execution thereof;
- c) representing before the Sub-Registrar or any other Competent Authority and getting any sale deed or other documents registered and collecting consideration amount in respect of the Assets sale, and
- d) generally performing and executing in respect of the assets all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the Assets sale.

FURTHER RESOLVED that the Company be and is hereby authorized to take all actions incidental or ancillary thereto with regard to Assets sale.

FURTHER RESOLVED that the Board be and is hereby empowered to agree upon modification in these resolutions that may be directed / required by the SECP without the need of any other further approval of the shareholders.

FURTHER RESOLVED that certified copies of this resolution as present form or modified by CEO/Company Secretary be communicated to the concerned authorities and shall remain in force until notice in writing to the contrary be given.

5. Any other business with permission of the Chair.

The statement under Section 134(3) of the Companies Act, 2017 pertaining to Special Business is annexed with this Notice.

By Order of the Board of Directors

Company Secretary

Lahore
January 07, 2022

Notes:

1. In light of threat posed by Covid-19 and under the instructions of Securities and Exchange Commission of Pakistan (SECP) facility of online meeting through Zoom Platform is also available for shareholders to attend/participate in Annual General Meeting to avoid the public gathering to protect the health of valued shareholders' and their well-being. To attend the General Meeting through video link, members and proxies are requested to register their particulars such as Name, CNIC Number, Folio/CDC Account Number, Cell Number and eMail Address by sending an e-mail at cs@imperiallimited.co at earliest but not later than 48 hours before the Meeting time with legible copy of valid CNIC/Passport.

The video link and login credentials will be shared with the shareholders whose e-mails, containing all the requested particulars, are received in time as mentioned above. The shareholders are also encouraged to send their comments / suggestions, related to the agenda items of the General Meeting on the above-mentioned e-mail address.
2. The Share Transfer Books of the Company will remain closed from January 21, 2022 to January 28, 2022 (both days inclusive). Physical transfers / CDS Transaction IDs received at the Company's Share Registrar, M/s. Hameed Majeed Associates (Private) Limited, H.M. House, 7-Bank Square, Lahore, at the close of business on January 20, 2022 will be considered in time to determine voting rights of the shareholders for attending the meeting.
3. A member eligible to attend, speak and vote at meeting may appoint another member as his/her proxy to attend and vote on his/her behalf. The proxy, in order to be effective, must be properly filled in and received at the Company's Registered Office not later than 48 hours before the scheduled time of meeting.
4. The Shareholders are requested to have their Folio/Account details (Participant ID and Sub-account) and original CNIC for identification purpose, readily available with them, at the time of meeting. In case of a Corporate entity, Resolution of the Board of Directors or Power of Attorney with specimen signatures of the nominee should be produced.
5. Members can exercise their right to demand a poll subject to provisions of section 143, 144 and 145 of the Companies Act, 2017 and the applicable clauses of the "Companies (Postal Ballot) Regulations, 2018".
6. The Annual Financial Statements are being transmitted to Shareholders through DVD and also have been placed at website of the Company at www.imperiallimited.co. However, the company shall send printed copy of its Financial Statements to desirous Shareholders within a week of such request. Shareholders desirous to receive the Financial Statements through eMail are requested to send written consent to Company for the purpose.
7. In future, all dividend payments shall be paid through banks (ePayment Mechanism), therefore, shareholders are requested to provide Bank Account details (IBAN) to update the record.
8. In compliance of directions of SECP through its letter number CSD/ED/MISC/2016-639-640 dated March 26, 2021 and the provisions of Section 72 of the Companies Act, 2017, the Shareholders having physical shareholding are requested to open sub-account with any of the broker or Investor account directly with CDC to place their physical shares into scrip-less form. This will facilitate them in many ways including safe custody and sale of shares, at any time they want, as the trading of physical shares is not permitted as per existing regulations of the stock exchange.
9. Shareholders are advised to:
 - a) Send valid copy of CNIC/NICOP and/or any other required Government issued Identification; as applicable, if not provided earlier to our Share Registrar.
 - b) Notify any change of address immediately, if any.

Statement Under Section 134(3) Of The Companies Act, 2017

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on January 28, 2022.

Item No. 4 Of The Agenda, Sale Of Assets

Pursuant to the approval of the Shareholders of the Company in the 10th Annual General Meeting held on January 31, 2017, assets of Mian Chanu Unit of the Company were disposed off during the year ended 30 September 2017. The management of the Company is actively pursuing sale of its Remaining Assets. Any resolution passed under section 183(3) of the Companies Act, 2017 if not implemented within one year from the date of passing stands lapsed, hence, the Board of Directors has approved the disposal of Remaining Assets (the Phalia Unit) subject to approval of the Company's Shareholders in the forthcoming Annual General Meeting. The information required under SRO 423(1)/2018 dated April 03, 2018 is as follows:



Detail Of Assets To Be Sold

All Values in Pak. Rupees in '000

Description of Assets	Cost as at 30-09-2021	Book Value as at 30-09-2021 (without surplus on revaluation)	Revalued Amount / Fair Value / Current Market Value
Land 138 Acres 02 Kanals and 16 Marlas * Situated at (Industrial) Karmanwala, Tehsil Phalia District Mandi Bahauddin	173,577	173,577	1,287,156
Building*	791,400	493,124	2,640,714
Plant & Machinery*	2,146,247	1,496,107	5,276,552
Furniture, fixture and equipment	37,947	17,291	-
Stores, spares & loose tools	259,630	220,685	-

* Phalia Sugar Unit of the Company was acquired in the Financial Year 2007-2008.

The assets are revalued as of September 30, 2021.

The Proposed Manner Of Disposal

Tender (Advertisement) in newspapers.

Reason For The Disposal Of Assets

In line with object clause of the Company, management has decided to dispose the assets pertain to sugar manufacture facility coupled with other certain factors which have led to the decision by the Directors of the Company to dispose of the prescribed assets.

As aforesaid, in view of overcapacity in sugar sector, sugar cane procurement issues, volatility in sugar prices, lack of good returns from ethanol, management has decided to dispose of the Assets.

Utilization Of Sale Proceeds

A sum of Rs. 2,779.923 Million was placed with financial institutions, after paying of various liabilities; Financial Institutions: Rs. 1,143.185 Million, Sponsors' Loan: Rs. 566.732 Million and Trade Creditors and other Payables: Rs. 711.53 Million, including Cane Growers. At present, there is no outstanding liability to any Bank or Financial Institution as of report date. The Company is debt free other than trade payables to its unsecured creditors (Trade Creditors). Fund utilization plan has been duly approved by the Shareholders of the Company in its Extra-Ordinary General Meeting held on August 20, 2020.

Benefits Expected To Accrue To The Shareholders

In addition to present placement of funds, proceeds from disposal of the Assets under reference will be invested/placed with financial institutions/capital market in accordance with principle line of business and in other business venture attracting the reasonable earnings to generate the maximum revenues and to maximize the wealth of Shareholders of the Company.

Future Business Plan

The Company is in the process of disposing its Remaining Assets comprised of a composite sugar manufacturing facility situated at Phalia, District Mandi Bahauddin, as per the resolution passed by the Shareholders of the Company in its Annual General Meeting.

Funds presently available in the Company have been deployed with various Financial Instruments/Mutual Funds and are being used for its Hydroponics Project for which in December 2021 Letter of Credit has been opened and consignment is expected to be reached at site in February end this year. Proceeds from the sale of Remaining Assets shall be deployed; together with the existing funds; in accordance with the Object Clause of the Company and other businesses permitted by Memorandum of Association of the Company.

Availability Of Relevant Documents

The documents pertaining to foregoing special business are available for inspection at the registered office of the Company on any working day upto January 28, 2022 during business hours and also at the time of General Meeting.

No Directors or Chief Executive of the Company or their relatives have any interest in the proposed special business except in their capacities as Directors/Chief Executive/Shareholders.



Imperial Limited

Chairman's Review

I am pleased to report the performance of the Board of Directors. The Board consists of competent and efficient Members having immense experience in various business sectors and has been constituted in accordance with the provisions of Listed Companies (Code of Corporate Governance) Regulations, 2019.

The Board is responsible for managing Company affairs, formulate and approve significant policies and strategies. Other than acknowledging responsibility for Corporate and Financial Reporting Framework, the Board is committed to good Corporate Governance. There are two Committees of the Board (Audit Committee and Human Resource & Remuneration Committee) which is comprised of qualified persons having relevant competencies. These Committees performed in line with the Terms of Reference assigned to them.

The Board of Directors also monitored the Compliance with best Corporate Practices and Governance, encouraging diversity and ethical behavior and development of skills to attain advancement and excellence. The Board is also well aware of its Corporate Social Responsibility especially towards Education, Health Safety and Environment. I am very much satisfied with the efforts of each Board Member towards Corporate Social Responsibility and each Member remains motivated to further extend it.

The overall performance of the Board on basis of approved criteria was satisfactory.

Waqar Iqbal Zahoor Bandey
Chairman

Lahore
January 07, 2022



DIRECTORS' REPORT TO THE MEMBERS

The Directors of your Company are pleased to present the Annual Report for the year ended **September 30, 2021** along-with Financial Statements and Auditors' Report thereon and welcome you at the forthcoming Annual General Meeting.

Financial Performance

Your Company earned Revenue of Rs. 233.129 Million (2020: Rs. 367.897 Million) during the year under review against placement of funds with various financial institutions. Operating Profit after Administrative and Other Operating Expenses comes to Rs. 135,358 Million (2020: Rs. 238.989 Million). Net Profit after Taxation for the year comes to Rs. 74.430 Million (2020: Rs. 163.775 Million). Earnings per share for the year stood at Rs. 0.75 (2020: Rs. 1.65).

Utilization Of Sale Proceeds

Sale proceeds of the Mian Chanu Sugar unit were utilized to pay various liabilities (Financial Institutions: Rs. 1,143.185 Million, Sponsors' Loan: Rs. 566.732 Million and Trade Creditors and other Payables: Rs. 711.531 Million, including Cane Growers) amounting to Rs. 2,421.448 Million. An amount of Rs. 2,779.923 Million (inclusive of Mark-up) has been placed with various financial institutions/mutual funds.

Future Outlook & Business Plan Implementation

The Company is rigorously pursuing disposal of its Remaining Assets; i.e. Composite Sugar Manufacturing Facility situated at Phalia, District Mandi Bahauddin, as per the resolution passed by the Shareholders of the Company in its 14th Annual General Meeting. The disposal is taking a little longer than initially projected due to various reasons; including but not limited to the Global and Domestic Macro-Economic conditions coupled with stress in the Sector in the result of different measures by Government. Reduced economic activities due to the Corona Pandemic have also contributed to the slow response from potential buyers. Despite of all we are hopeful that the sale transaction for Remaining Assets will be materialized in a possible minimum time.

Funds presently available with the Company have been deployed in various Financial Instruments (Commercial Banks, Micro Finance Banks and Mutual Funds), Investment Property and Hydroponics project. Proceeds from the sale of Remaining Assets shall be deployed; together with the existing funds; in accordance with the Object Clause of the Company and other businesses permitted by Memorandum of Association of the Company.

Dividend

The Directors of the Company have not recommended any dividend for the year due to meager earnings and planned it in future.

Environment, Health and Safety

The Company maintains safe working conditions in order to protect the health and safety of employees and public at large.

Corporate Social Responsibility

Social welfare and community service are integral consideration of the Company. We pride ourselves for being an equal opportunity employer. Your company is running initiatives through donating to the institutions engaged in providing education, health services to needy people and working for community building.

Board Of Directors

The composition of Board has been made in accordance with Listed Companies (Code of Corporate Governance) Regulations, 2019 more specifically narrated in the "Statement of Compliance" annexed with this annual Report. A Board Member (Malik Sohail Ahmed) ceased to hold the office of Director due to his death and the vacancy was filled up by the Board in due course of time. This year, five meetings of the Board of Directors, four meetings of the Audit Committee and one meeting of Human Resource & Remuneration (HRR) Committee were held. Attendance in the meetings by each director was as under:

Director Name	Board of Directors	Audit Committee	HRR Committee
Mr. Naveed Mughis Sheikh	04	-	-
Mr. Waqar Ibn Zahoar Bandey	05	-	-
Malik Sohail Ahmed	03*	-	-
Mr. Najam Faiz	04	04	-
Mr. Muhammad Tariq	05	04	-
Mr. Shahzad Ullah Khan	03	03	01
Mrs. Fakhra Chaudhry	05	-	01
Mr. Ibrahim Naveed Sheikh	02*	-	01

*Meetings attended during the Directorship tenure. Leaves of Absence were granted to Members who have not attended the meetings.

Directors' Remuneration

The company has a formal remuneration policy for its directors (Executive/Non-Executive) duly approved by Board of Directors. The policy has been designed as a component of HR strategy and both are required to support overall business strategy. The board believes that policy is appropriate and effective in its ability to attract and retain the best executives and directors to run and manage the company as well as to create congruence between directors, executives and shareholders. Complete disclosure regarding payment to Directors is annexed at Note 30 to the Financial Statements for the year ended September 30, 2021.

Board Evaluation

Pursuant to Listed Companies (Code of Corporate Governance) Regulations, 2019, the Board of Directors approved comprehensive mechanism for evaluation of Board's own performance and its Committees. The terms of reference have been advised to Human Resource and Remuneration Committee for this purpose.

Chairman's Review

The Board has considered the Chairman's review to the Members and has also been annexed to the Annual Report.



Imperial Limited

Statement Of Compliance

Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 duly reviewed by the Auditors is attached with Annual Report.

Pattern Of Shareholding

The pattern of shareholding as required under section 227(2)(f) of the Companies Act, 2017 is annexed.

External Auditor

The present auditors Tariq Abdul Ghani Maqbool & Company, Chartered Accountants, will retire at the Annual General Meeting. On recommendation of Audit Committee, Board of Directors has proposed their reappointment for the ensuing year.

The auditors conveyed that the Audit firm has enrolled with Audit Oversight Board and also have been assigned satisfactory rating under the Quality Control Review Program of the Institute of Chartered Accountants of Pakistan and the firm is fully compliant with code of ethics issued by the International Federation of Accountants (IFAC). Further they are not rendering any related services to the company. The auditors have also confirmed that neither the firm nor any of their partners, their spouses and minor children at any time during the year held or traded in the shares of the company except disclosed in the attached shareholding information.

Web Presence

Annual and periodic financial statements of the Company are also available on www.imperiallimited.co.

Corporate And Financial Reporting Framework

As required by the Listed Companies (Code of Corporate Governance) Regulations 2019 and Companies Act 2017 Directors are pleased to report that:

1. The financial statements prepared by the management of the Company present fairly its state of affairs, the results of its operations, cash flows and changes in equity.
2. Proper books of accounts have been maintained by the Company.
3. Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
4. The International Financial Reporting Standards, as applicable in Pakistan have been followed in preparation of financial statements and departures there from, if any, has been adequately disclosed and explained.
5. The system of internal control is sound in design and has been effectively implemented and monitored.
6. There are no material uncertainties that may cast significant doubt about the company's ability to continue as a going concern.
7. There has been no material departure from the best practices of Corporate Governance.
8. Key operating and financial data for the last six years is annexed in summarized form.
9. There are no statutory payments on account of taxes, duties, levies and charges that are outstanding as on September 30, 2021 except for those disclosed in the financial statements.
10. The company operates a gratuity scheme for all employees.
11. All material information, as described in the Code is disseminated to Stock Exchange and Securities and Exchange Commission of Pakistan in a timely fashion.
12. The company has complied with requirements as stipulated in Code in respect of related party transactions.
13. The Directors are aware of their fiduciary responsibilities and in-house orientation course was arranged for management.

Post Balance Sheet Events

No material changes and commitments affecting the financial position of the Company have occurred from October 01, 2021 till the date of this report except opening of Letter of Credit for Hydroponic Project.

Acknowledgement

We would like to place on record our deep appreciation for the efforts of the executives, officers and other staff members for their hard work, cooperation and sincerity to the company. The management is quite confident that these relations and cooperation will continue in the coming years.

For and on behalf of the Board


Waqar Ibn Zahoor Bandey
Chairman

Lahore
January 07, 2022


Naveed M. Sheikh
Chief Executive Officer



Imperial Limited

Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019

Name of Company: **IMPERIAL LIMITED**
Year ending: **September 30, 2021**

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

- 1) The total number of Directors are 7 as per the following:
 - a. Male: 06
 - b. Female: 01
- 2) The composition of board is as follows:

Independent Directors	1. Mr. Najam Faiz 2. Mr. Shahzad ullah Khan
Non-Executive Director:	1. Mr. Muhammad Tariq 2. Mr. Waqar Ibn Zahoor Bandey 3. Mr. Ibrahim Naveed Sheikh
Executive Director:	1. Mr. Naveed M. Sheikh 2. Mrs. Fakhra Chaudhry

- 3) The directors have confirmed that none of them is serving as a director in 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 Act and these Regulations.
- 7) The meetings of the Board were presided by the Chairman. The Board has complied with the requirements of Act and Regulations with respect to frequency, recording and circulating Minutes of Meeting of Board.
- 8) The Board of Directors has a formal policy and transparent procedures for remuneration of Directors in accordance with the Act and these Regulations.
- 9) Five Board Members have completed the Directors' Training Program. The Board will be compliant with the requirements of DTP within prescribed schedule.
- 10) The Board has approved appointments of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment at respective dates of appointment(s) and complied with relevant requirements. During the year CFO and the Acting Head of Internal Audit was appointed under the approvals of Board.
- 11) Chief Financial Officer and Chief Executive Officer duly endorsed the Financial Statements prior to approval of Board.
- 12) The board has formed committees comprising of members given below:
 - a) Audit Committee
 - i) Mr. Najam Faiz Chairman
 - ii) Mr. Shahzad ullah Khan Member
 - iii) Mr. Muhammad Tariq Member
 - b) HR and Remuneration Committee
 - i) Mr. Shahzad ullah Khan Chairman
 - ii) Mr. Ibrahim Naveed Sheikh Member
 - iii) Mrs. Fakhra Chaudhry Member
- 13) The terms of reference of the aforesaid committees have been formed, documented and advised to the committees for compliance.
- 14) The frequency of meetings (quarterly/half yearly/yearly) of the committee were as per following:
 - a) Audit Committee: Quarterly during the year
 - b) HR and Remuneration Committee: Once during the year
- 15) The Board has set up an effective Internal Audit function, the members of Internal Audit team are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
- 16) The Statutory Auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review Program of the ICAP and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC), guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Director of Company.
- 17) The Statutory Auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the Auditors have confirmed that they have observed IFAC guidelines in this regard.
- 18) We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.

For and on behalf of the Board


Waqar Ibn Zahoor Bandey
Chairman

Lahore January 07, 2022



Imperial Limited

**Independent Auditors' Review Report of Imperial Limited
Review Report on 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 **Imperial Limited** (the Company) for the year ended 30 September 2021 in accordance with the requirements of regulation 40 of the Regulations.

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

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

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. 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

Dated: 07, January 2022
Lahore

Tariq Abdul Ghani Maqbool
Tariq Abdul Ghani Maqbool & Co.
Chartered Accountants



Independent Auditors' Report To the members of Imperial Limited Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of **Imperial Limited** (the Company), which comprise the statement of financial position as at 30 September 2021, 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 a summary of significant accounting policies and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, 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 30 September 2021 and of the loss, the comprehensive loss, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. 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 are the Key Audit Matters:

1.	Recognition of deferred tax asset relating to un-used business losses and unabsorbed depreciation losses to the extent of available/expected profits in foreseeable future
	(Refer to note 9.1 to the financial statements) Significant judgment is required in determining provisions for deferred tax as well as assessment of provision for un-certain tax positions. Based on management's plan for disposal of assets of Phalia Unit of the Company, management is of the view that whole amount of un-absorbed tax depreciation and unused business losses (tax) of the Company as at 30th September 2021 shall not be utilized by the Company in the foreseeable future. Thus, deferred tax asset relating to unused business losses and unabsorbed depreciation losses has only been recognized, to the extent of expected profits in foreseeable future from disposal of assets of Phalia Unit of the company. Due to its significance to the financial statements, combined with the judgment and estimation required to determine its value, the evaluation of deferred tax asset is considered to be a key audit matter.
	Our audit procedures included the following: - We evaluated the design and implementation of controls in respect of the recognition of recoverability of deferred tax assets. - We discussed with management the adequate implementation of Company's policies and controls regarding deferred tax, as well as the reporting of uncertain tax position - We examined the procedures in place for deferred tax calculations for completeness and valuation; and audited the related tax computations and estimates in the light of our knowledge of the tax circumstances. Our work was conducted with our tax specialist - We considered the management's assessment of the validity and the adequacy of provision for uncertain tax positions, evaluating the basis of assessment and reviewing the relevant correspondence and legal advice where available. - In respect of deferred tax assets and liabilities, we assessed the appropriateness of management's assumptions and estimates, including the likelihood of generating sufficient future taxable income to support deferred tax assets for the utilization of tax losses carried forward as disclosed in note No. 9.1 to the financial statements. - We validated the appropriateness and completeness of the related disclosures in the note No. 9.1 of the financial statements. Based on the procedures performed above, we obtained sufficient audit evidence to corroborate management's estimates regarding deferred tax balances and provisions for uncertain tax positions.



Sr. No.	Key audit matters	
2.	Addition in Investment Property (IAS-40)	
	(Refer to note 13 to the financial statements) The company has made significant capital expenditure in land amounting to Rs. 189.59 million during the year. We identified capitalization / classification of land purchased during the year as key audit matter, because of the risk that amounts being capitalized / classified may not meet the capitalization / classification criteria with related implications on the financial statements.	Our audit procedures included the following: - Inquiry from management regarding feasibility of new business plan and their intention regarding the intended use of the land. - Understanding the design and implementation of management controls over capitalization, and performing test of control over authorization of capital expenditure and accuracy of its recording in the system - Test on sample basis, the costs incurred on projects with supporting documents and contracts. - Verify supporting documents for the correct date of capitalization. - Checking the title documents of assets, ensuring that they are in the name of the Company. - Assessing the nature of costs incurred for capital projects for appropriateness, on sample basis, amount recorded with underlying documentation and considering that the expenditure meets the criteria for capitalization as per the applicable accounting standards.

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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



Imperial Limited

- 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) No Zakat was deductible at source under the Zakat and Usher Ordinance, 1980 (XVIII of 1980).

The engagement partner on the audit resulting in this independent auditors' report is Shahid Mehmood.

Dated: 07 January 2022
Lahore

Tariq Abdul Ghani Maqbool
Tariq Abdul Ghani Maqbool & Co.
Chartered Accountants



Imperial Limited

STATEMENT OF FINANCIAL POSITION

As at September 30, 2021

	Note	2021 (Rupees in '000')	2020
EQUITY AND LIABILITIES			
Share Capital And Reserves			
Authorized share capital			
100,000,000 (2020: 100,000,000)			
ordinary shares of Rupees 10 each		1,000,000	1,000,000
Issued, subscribed and paid-up share capital	7	990,200	990,200
Surplus on revaluation of property, plant and equipment			
- net of deferred tax	8	5,528,996	5,528,996
Unappropriated profit		3,550,537	3,476,107
		10,069,733	9,995,303
LIABILITIES			
Non-Current Liabilities			
Deferred liabilities	9	1,833,959	1,831,144
Current Liabilities			
Trade and other payables	10	559,563	602,412
Contingencies and commitments	11	-	-
		12,463,255	12,428,859
ASSETS			
Non-Current Assets			
Property, plant and equipment	12	131,503	101,169
Investment Property	13	189,594	-
Current Assets			
Stores, spares and loose tools	14	214,195	220,685
Trade debts	15	-	463
Loan and advances	16	148,441	172,985
Trade deposits and other receivables	17	42,315	73,199
Short term investments	18	56,442	50,111
Tax refunds due from government	19	161,028	136,247
Cash and bank balances	20	2,779,923	2,934,186
		3,402,344	3,587,876
Non current assets held for sale	21	8,739,814	8,739,814
		12,463,255	12,428,859

The annexed notes from 1 to 40 form an integral part of these financial statements.

Chief Executive Officer

Director

Chief Financial Officer



Imperial Limited

STATEMENT OF PROFIT OR LOSS

For the year ended September 30, 2021

	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
Profit or loss - continuing operations :			
Income from Investment	22	233,129	367,897
Gross profit		<u>233,129</u>	<u>367,897</u>
Administrative expenses	23	(102,366)	(97,711)
		<u>130,763</u>	<u>270,186</u>
Other operating expenses	24	(43,330)	(35,000)
Other operating income	25	47,925	3,803
Profit / (Loss) from operations		<u>135,358</u>	<u>238,989</u>
Finance cost	26	(58)	(29)
Profit / (Loss) before taxation		<u>135,300</u>	<u>238,960</u>
Taxation	27	(14,362)	(36,220)
Profit / (Loss) after taxation- continuing operations		<u>120,938</u>	<u>202,740</u>
Profit / (Loss) after taxation- discontinued operations	28	<u>(46,508)</u>	<u>(38,965)</u>
Profit / (Loss) after taxation		<u><u>74,430</u></u>	<u><u>163,775</u></u>
Earning / (Loss) per share - basic and diluted (Rupees)	29	<u><u>0.75</u></u>	<u><u>1.65</u></u>

The annexed notes from 1 to 40 form an integral part of these financial statements.

Chief Executive Officer

Director

Chief Financial Officer



Imperial Limited

STATEMENT OF COMPREHENSIVE INCOME

For the year ended September 30, 2021

	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
Profit for the year - continued operations		120,938	202,740
Loss for the year - discontinued operations		(46,508)	(38,965)
Other comprehensive income		-	2,243
Total comprehensive Income / (loss) for the year		74,430	166,018

The annexed notes from 1 to 40 form an integral part of these financial statements.

Chief Executive Officer

Director

Chief Financial Officer



Imperial Limited

STATEMENT OF CASH FLOWS

For the year ended September 30, 2021

CASH FLOWS FROM OPERATING ACTIVITIES

Profit before taxation

Adjustments for:

Finance cost

Depreciation of property, plant and equipment

Provision for staff retirement benefits - gratuity

(Gain)/ loss on sale of operating fixed assets

Operating profit / (loss) before working capital changes

Changes in working capital:

(Increase) /decrease in current assets:

Stores, spares and loose tools

Trade debts

Loan and advances

Trade deposits and other receivables

Increase / (decrease) in current liabilities:

Trade and other payables

Net working capital changes

Finance cost paid

Staff retirement benefits - gratuity paid

Income tax paid

Net cash used in operating activities-continuing operations

Net cash used in operating activities-discontinued operations

CASH FLOWS FROM INVESTING ACTIVITIES

Fixed capital expenditure

Land Purchased (classified as Investment property)

Capital Work in Process

Sale proceeds from sale of property, plant and equipment

Investment in mutual funds

Net cash generated from investing activities-continuing operations

Net cash generated from investing activities-discontinued operations

CASH FLOWS FROM FINANCING ACTIVITIES

Long term finances

Net cash (used in) / generated from financing activities-continuing operations

Net cash used in financing activities - discontinued Operations

Net (decrease) / increase in cash and cash equivalents

Cash and cash equivalents at the beginning of the year

Cash and cash equivalents at the end of the year

The annexed notes from 1 to 40 form an integral part of these financial statements.

Chief Executive Officer

Director

Chief Financial Officer

	2021	2020
Note	(Rupees in '000')	(Rupees in '000')
	135,300	238,960
	58	29
	11,668	10,527
	4,683	4,376
	(3,907)	(776)
	12,502	14,156
	147,802	253,116
	6,490	25,963
	463	116
	24,544	17,877
	30,884	(53,673)
	62,381	(9,717)
	(42,849)	(41,553)
	19,532	(51,270)
	(58)	(29)
	(1,868)	(2,285)
	(39,143)	(47,427)
	(41,069)	(49,741)
	126,265	152,105
31.10	(46,508)	(38,965)
	(47,248)	(94,934)
	(189,594)	-
	(2,500)	-
	11,653	2,186
	(6,331)	(50,111)
	(234,020)	(142,859)
31.20	-	-
	-	-
	-	-
31.30	-	-
	(154,263)	(29,719)
	2,934,186	2,963,905
20	2,779,923	2,934,186



Imperial Limited

STATEMENT OF CHANGES IN EQUITY

For the year ended September 30, 2021

	Ordinary Share Capital	Revaluation surplus on property, plant and equipment	Unappropriated profit / (loss)	Total
	(Rupees in '000')			
Balance as at October 01, 2019	990,200	5,528,996	3,310,089	9,829,285
Total comprehensive income:				
Profit for the year ended September 30, 2020	-	-	163,775	163,775
Other comprehensive Income	-	-	2,243	2,243
	-	-	166,018	166,018
Balance as at September 30, 2020	990,200	5,528,996	3,476,107	9,995,303
Total comprehensive income:				
Profit for the year ended September 30, 2021	-	-	74,430	74,430
Other comprehensive Income	-	-	-	-
	-	-	74,430	74,430
Balance as at September 30, 2021	990,200	5,528,996	3,550,537	10,069,733

The annexed notes from 1 to 40 form an integral part of these financial statements.

Chief Executive Officer

Director

Chief Financial Officer



NOTES TO THE FINANCIAL STATEMENTS

For the year ended September 30, 2021

1 LEGAL STATUS AND NATURE OF BUSINESS

Imperial Limited ("the Company") was incorporated in Pakistan on May 09, 2007 under the Companies Ordinance, 1984 (Now Companies Act, 2017). The shares of the Company are quoted on Pakistan Stock Exchange Limited. The Company's registered office is situated at Ismail Aiwana-e-Science building, 205 Ferozepur road, Lahore.

The principle line of business is to carry on the business of buying, selling, holding or otherwise acquiring or investing the capital of the company in any sort of financial instruments but not to act as an investment / brokerage company.

Previously, the Company in its Annual General Meeting resolved to dispose of its land, building and plant and machinery related to sugar and distillery sector. Whole of the land, building and plant and machinery located at Mian Channu was disposed of on August 21, 2017, whereas assets and ethanol manufacturing facilities located at Tehsil Phalia, District Mandi Bahaudin are held for sale.

2 BASIS OF PREPARATION

2.1 Statement of compliance

These financial statements have been prepared in accordance with the accounting and reporting requirements 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 ; and
- Provisions of and directives issued under the Companies Act, 2017.

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

The other amendments to published standards and interpretations that were mandatory for the Company's financial year ended September 30, 2021 are considered not to be relevant or to have any significant effect on the Company's financial reporting and therefore not disclosed in these financial statements.

2.2 Standards, interpretations and amendments to published approved accounting standards

The following amendments to existing standards have been published that are applicable to the company's financial statements covering annual periods, beginning on or after the following dates:

- Standards, amendments to published standards and interpretations effective in current year

The Company has adopted the following revised standards and amendments of IFRSs which became effective for the current year:

- IAS 1 Preparation of financial statements- Amendments regarding the definition of material.
- IAS 8 Accounting policies, change in accounting estimates and errors-Amendments regarding the definition of material.
- IFRS 16 Leases-Amendments to provide lessees with an exemption from assessing whether a COVID-19 related rent concession is a lease modification
- IFRS 3 Business combinations - Amendments to clarify the definition of a business.
- IFRS 9 Financial instruments- Amendments regarding pre-replacement issues in the context of the IBOR reform.
- IFRS 7 Financial instruments: Disclosures -Amendments regarding pre-replacement issues in the context of the IBOR reform.
- IAS 41 Agriculture - Amendments resulting from annual improvements to IFRS standards 2018-2020 (taxation in fair value measurements).

Improvements to Accounting Standards Issued by the IASB (2015-2017 cycle)

- IFRS 3 Business Combinations - Previously held interests in a joint operations
- IFRS 11 Joints Arrangements - Previously held interests in a joint operations
- IAS 12 Income taxes - Income tax consequences of payments on financial instruments classified as equity
- IAS 23 Borrowing Costs - Borrowing cost eligible for capitalisation

The adoption of the above improvements to accounting standards and interpretations are not likely to have an impact on the Company's financial statements.

- Standards, interpretations and amendments to existing standards that are not yet effective

The following amendments and interpretations to existing standards have been published and are mandatory for accounting periods beginning on or after their respective effective dates.

Standard or Interpretation		Effective Date (Annual periods beginning on or after)
IFRS 3	Business Combinations; Definitions of a Business (Amendments)	January 01, 2022
IFRS 3	Business Combinations; Reference to the Conceptual Framework (Amendments)	January 01, 2022
IFRS 9 / IAS 39 / IFRS 7	Financial Instruments, Financial Instruments: Recognition and Measurement & Financial Instruments: Disclosures; Interest rate Benchmark Reform (amendments)	January 01, 2021
IFRS 10 / IAS 28	Consolidated Financial Statements & Investments in Associates and joint Ventures; Sale or Contribution of Assets between an investor and its associate or joint venture (Amendments)	Not Yet Finalized
IAS 1 / IAS 8	Presentation of financial statements & Accounting Policies Change in Accounting Estimates and Errors: Definition of Material (Amendments)	January 01, 2023
IAS 1	Preparation of Financial Statements; Classification of liabilities as Current or Non Current (Amendments)	January 01, 2023
IAS 16	Property Plant and Equipment; Proceeds before Intended Use (Amendments)	January 01, 2022
IAS 37	Provisions, Contingent Liabilities and Contingent Assets; Onerous Contracts- Cost of fulfilling Contract.	January 01, 2022

The IASB has issued an exposure draft proposing to defer the effective date of the Amendments to IAS 1 to January 01, 2023.

Improvements to Accounting standards Issued by the IASB (2018-2020 cycle)

IFRS 9	Financial Instruments - Fees in the '10 Percent' test for depreciation of financial liabilities
IAS 41	Agriculture - Taxation in fair value measurement

The above standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements except for the increased disclosures in certain cases.

The IASB has also issued the revised Conceptual Framework for the Financial Reporting (the Conceptual Framework) in March 2018 which is effective for annual periods beginning on or after January 01, 2020 for preparers of financial statements who develop accounting policies based on the Conceptual Framework. The revised Conceptual Framework is not a standard, and none of the concepts override those in any standard or any requirements in a standard. The purpose of the Conceptual Framework is to assist IASB in developing standards, to help preparers develop consistent accounting policies if there is no applicable standard in place and to assist all parties to understand and interpret the standards.

In addition to the above, the following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

Standard or Interpretation	Effective Date (Annual periods beginning on or after)
IFRS 1 - First time adoption of IFRSs	July 01, 2009
IFRS 17 - Insurance contracts	January 01, 2022

The Company expects that above new standards will not have any material impact on the Company's financial statements in the period of initial application.

3 BASIS OF MEASUREMENT

These financial statements have been prepared under the historical cost convention except for certain items of property, plant and equipment that are stated at revalued amounts, employee benefits at present value. In these financial statements, except for the amounts reflected in the cash flow statement, all transactions have been accounted for on accrual basis.



4 ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with approved accounting standards requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and related assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. The estimates and related assumptions are reviewed on an ongoing basis. Accounting estimates are revised in the period in which such revisions are made and in any future periods affected.

Significant management estimates in these financial statements relate to the useful life of property, plant and equipment, provisions for staff retirement benefits, doubtful receivables, slow moving inventory and taxation. However, the management believes that the change in outcome of estimates would not have a material effect on the amounts disclosed in the financial statements.

Judgment made by management in the application of approved standards that have significant effect on the financial statements and estimates with a risk of material adjustment in subsequent year are as follows:

4.1 Depreciation method, rates and useful lives of property, plant and equipment

The management of the Company reassesses useful lives, depreciation method, and rates for each item of property, plant and equipment annually by considering expected pattern of economic benefits that the Company expects to derive from those items.

4.2 Fair value of financial instruments having no active market

Fair value of financial instruments having no active market is determined using discounted cash flow analysis after incorporating all factors that market participants would consider in setting a price and using inputs that reasonably represent market expectations and measures of the risk-return factors inherent in the financial instruments.

4.3 Taxation

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

4.4 Provisions

Provisions are based on best estimate of the expenditure required to settle the present obligation at the reporting date, that is, the amount that the Company would rationally pay to settle the obligation at the reporting date or to transfer it to a third party.

4.5 Revaluation of property, plant and equipment

Revaluation of property, plant and equipment is carried out by independent professional valuer. Revalued amounts of non-depreciable items are determined by reference to local market values and that of depreciable items are determined by reference to present market and depreciated replacement values.

4.6 Stores, spares and loose tools and stock-in-trade

The Company estimates the net realizable values of its stores, spares and loose tools and stock-in-trade to assess any diminution in the respective carrying values.

4.7 Staff retirement benefit obligations

The present values of these obligations depend on a number of factors that are determined on actuarial basis, using a number of assumptions. Any change in these assumptions will impact the carrying amounts of these obligations. The underlying assumptions and the present value of these obligations are disclosed in notes 6.2 and 9.3 respectively.

5 PRESENTATION AND FUNCTIONAL CURRENCY

These financial statements are presented in Pak Rupees, which is the Company's functional and presentation currency.

6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

6.1 Tangible fixed assets and depreciation

a) Owned

Property, plant and equipment except freehold land, building on freehold land and plant and machinery are stated at cost less accumulated depreciation and impairment loss, if any. Freehold land is stated at revalued amount less any identified impairment loss, building on freehold land and plant and machinery are stated at revalued amounts less accumulated depreciation and impairment losses, if any. Increases in the carrying amount arising on revaluation of operating fixed assets are credited to surplus on revaluation of operating fixed assets. Decreases that offset previous increases of the same assets are charged against this surplus, all other decreases are charged to income. Each year the difference between depreciation based on revalued carrying amount of the asset (the depreciation charged to the income) and depreciation based on the assets' original cost is transferred from surplus on revaluation of operating fixed assets to retained earnings. All transfers to/from surplus on revaluation of operating fixed assets are net of applicable deferred income tax.

Residual value and the useful life of assets are reviewed annually at each financial year end and adjusted if impact on depreciation is significant.

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

b) Depreciation

Depreciation on property, plant and equipment (except freehold land) is charged to statement of profit or loss by applying the reducing balance method so as to write off the cost/depreciable amount of the assets over their estimated useful lives at the rates specified in note No. 12 to the financial statements. Depreciation on additions is charged from the month in which the asset was available for use up to the month prior to disposal. The residual values, depreciation method and useful lives of property, plant and equipment are reviewed by the management, at each financial year-end and adjusted if appropriate.

c) De-recognition

An item of property, plant and equipment is de-recognized upon disposal or when no future economic benefits are expected from its use. Disposal of an asset is recognized when significant risk and rewards, incidental to the ownership of an asset, have been transferred to the buyer. Gains and losses on disposal of assets are taken to the statement of profit or loss, and the related surplus on revaluation of property, plant and equipment, if any, is transferred directly to retained earnings/unappropriated profits.

d) Surplus on revaluation

Surplus on revaluation of revalued assets is credited to the surplus on revaluation account. Revaluation is carried out with sufficient regularity to ensure that the carrying amount of assets does not differ materially from the fair value. To the extent of the incremental depreciation charged on the revalued assets, the related surplus on revaluation of property, plant and equipment (net of deferred taxation, if any) is transferred directly to retained earnings/unappropriated profits.

6.2 Staff Retirement Benefits

Defined Benefit Plan

The Company operates an un-funded gratuity scheme covering all employees whose period of services with the Company is more than one year. Provision is made annually to cover the liability under the scheme. The Company pays a lump-sum gratuity to members on leaving the Company after completion of one year of continuous service. The benefit is calculated as follows:

Last drawn gross salary x Number of completed years of services

Six or more months of service in excess of completed years of services is counted as one complete year. However, less than six month of services is ignored.

During the year, the company assessed its liabilities under the gratuity scheme through actuarial valuation under IAS-19 (Employee Benefits). As per actuarial valuation carried out as at December 21, 2020 and Company has a policy to make the actuarial valuation after two years.



Amounts arising as a result of 'Premeasurement', representing the actuarial gains and losses are recognised in the Statement of Financial Position immediately, with a charge or credit to 'Other Comprehensive Income' in the periods in which they occur.

The following significant assumptions were used:

	2021	2020
Discount factor used	9.75%	9.75%
Expected rate of eligible salary increase in future years	8.75%	8.75%
Actuarial valuation method	Project Unit Credit Method	

6.3 Trade and other payables

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

6.4 Dividend and appropriation to reserves

Dividend and appropriation to reserve are recognized in the financial statements in the period in which they are approved by the shareholders and therefore, they are accounted for as non-adjusting post financial position statement event.

6.5 Taxation

Current and prior years:

Provision for current taxation is based on applicable current rates of taxation after taking into account tax credits and rebates available, if any, under the provisions of Income Tax Ordinance, 2001. The tax charge also includes adjustments, where necessary, relating to prior years which arise from assessments finalized during the year.

Deferred Tax:

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

Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profit shall be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized. Income subject to final tax regime is also considered in accordance with the requirements of Technical Release - 27 of Institute of Chartered Accountants of Pakistan.

Deferred tax is calculated at the rates that are expected to apply to the period when the differences reverse based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is charged or credited in the statement of profit or loss, except in the case of items credited or charged to equity in which case it is included in equity.

6.6 Stores, spare parts and loose tools

Stores, spares and loose tools are stated at lower of cost and net realizable value. The cost of inventory is based on weighted average cost. Items-in-transit are stated at cost accumulated up to reporting date. The Company reviews the carrying amount of stores, spares and loose tools on a regular basis and provision is made for obsolescence, if any. Impairment is also made for slow moving items identified as surplus to the requirements of the Company.

6.7 Investment Property

Property held to earn rentals and/or for capital appreciation is classified as investment property. Investment properties are initially measured at cost, including transaction cost. Subsequent to initial recognition, investment properties are stated at fair value, which effect market conditions at reporting date. Gains and losses arising from the change in fair value of properties are included in profit and loss in the year in which they arise. Fair values are determined based on an annual evaluation performed by an independent valuator.

6.8 Impairment

The carrying amounts of the Company's assets are reviewed at each reporting date to identify circumstances indicating occurrence of impairment loss or reversal of previous impairment losses. If any such indication exists, the recoverable amount of such assets are estimated and impairment losses or reversal of impairment losses are recognized in the profit or loss statement. Reversal of impairment loss is restricted to the original cost of asset.

6.9 Trade debts and other receivables

Trade debts and other receivables are recognized initially at original invoice amount which is the fair value of trade debts and other receivables and subsequently measured at amortized cost less provision for impairment, if any. A provision for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Trade debts and other receivables considered irrecoverable are written off.

6.10 Cash and cash equivalents

Cash and cash equivalents are carried in the financial position statement at cost. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand and cash with banks in current and saving accounts.

6.11 Foreign currency transactions

Foreign currency transactions are translated into Pak Rupees at exchange rates prevailing on the date of transaction. Assets and liabilities in foreign currencies are translated at the rates of exchange prevailing at the reporting date. Exchange gains and losses are included in income currently.

6.12 Revenue recognition

Revenue is recognized to the extent that it is probable that economic benefits will flow to the Company and the amount of the revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable and is reduced for allowances such as taxes, duties, commissions, sales returns and discounts. Revenue from different sources is recognized on the following basis:

- Revenue from sales of goods is recognized when goods are dispatched and invoiced to customers.
- Interest income on deposits with banks and other financial assets is recognized on accrual basis.
- Dividend income is recognized when the Company's right to receive dividend has been established.

6.13 Financial instruments

Recognition

A financial instrument is recognized when the Company becomes a party to the contractual provisions of the instrument.

a) Financial assets

(i) Initial Measurement

The Company classifies its financial assets in to following three categories:

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

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

(ii) Subsequent Measurement

Debt Investments at FVOCI:

These assets are subsequently measured at fair value. Interest / markup income calculated using the effective interest rate method, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss. Other net gains and losses are recognized in statement of comprehensive income. On de-recognition, gains and losses accumulated in statement of comprehensive income are reclassified to the statement of profit or loss.



Equity Investments at FVOCI:

These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in statement of comprehensive income and are never reclassified to the statement of profit or loss.

Financial assets at FVTPL:

These assets are subsequently measured at fair value. Net gains and losses, including any interest / markup or dividend income, are recognized in statement of profit or loss.

Financial assets measured at amortized cost :

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

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

b) Financial liabilities

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

Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in the statement of profit or loss. Any gain or loss on de-recognition is also recognized in the statement of profit or loss.

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

c) Offsetting of financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount is reported in the statement of financial position if the Company has a legally enforceable right to set-off the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

d) Regular way purchases or sales of financial assets

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention on the market place. Regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

e) Derivatives

Derivative instruments held by the Company comprise of future and forward contracts in the capital and money markets. These are stated at fair value at the date of statement of financial position. The fair value of the derivatives is equivalent to the unrealised gain or loss from marking the derivatives using prevailing market rates at the date of statement of financial position. The unrealised gains are included in other assets while unrealised losses are included in other liabilities in the statement of financial position. The corresponding gains and losses are included in the statement of profit or loss.

6.14 Offsetting of financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount is reported in the statement of financial position if the Company has a legally enforceable right to set-off the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

6.15 Contingencies and commitments

Capital commitments and contingencies, unless those are actual liabilities are not incorporated in the financial statements.



6.16 Provisions

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

6.17 Related party transactions and transfer pricing

Transactions with related parties are based on the transfer pricing policy that all transactions between the Company and the related party of the Company are at arm's length prices using the comparable uncontrolled price method except in circumstances where it is in the interest of the Company not to do so.

6.18 Related parties

Directors and key management personnel.

6.19 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as deduction, net of tax, from the proceeds.

6.20 Earnings per share (EPS)

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS is calculated by adjusting basic EPS by the weighted average number of ordinary shares that would be issued on conversion of all dilutive potential ordinary shares into ordinary shares and post-tax effect of changes in profit or loss attributable to ordinary shareholders of the Company that would result from conversion of all dilutive potential ordinary shares into ordinary shares.

7 ISSUED, SUBSCRIBED AND PAID UP CAPITAL	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
64,020,000 (2020: 64,020,000) ordinary shares of Rupees 10/- each fully paid in cash		640,200	640,200
35,000,000 (2020: 35,000,000) ordinary shares of Rupees 10/- each fully paid for consideration other than cash		350,000	350,000
		990,200	990,200

- Fully paid ordinary shares, which have a par value of Rs. 10/-, carry one vote per share and carry right to dividends.

- There are no rights, preferences and restrictions attached to any class of shares including restrictions on the distribution of the dividends and the repayment of capital.

- There are no shares reserved for issue under options and contracts for the sale of shares.

8 SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT- NET OF TAX	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
Land-Free hold:			
Opening balance		1,119,361	1,119,361
Transfer to retained earnings		-	-
Revaluation surplus on disposal		-	-
Closing balance		1,119,361	1,119,361
Building on free hold land:			
Opening balance		2,492,063	2,492,063
Transfer to retained earnings		-	-
Revaluation surplus on disposal		-	-
Closing balance		2,492,063	2,492,063
Balance carried forward		3,611,424	3,611,424



	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
Balance brought forward		3,611,424	3,611,424
Plant, machinery and equipment:			
Opening balance		3,718,691	3,718,691
Transfer to retained earnings		-	-
Revaluation surplus on disposal		-	-
Closing balance		3,718,691	3,718,691
Total Gross surplus - closing balance		7,330,115	7,330,115
Opening Balance - Deferred tax	9.1	1,801,119	1,801,119
Addition during the year		-	-
Less: Revaluation surplus on disposal		-	-
Closing balance		1,801,119	1,801,119
Net surplus - closing balance		5,528,996	5,528,996

8.1 Property, plant and equipment has been revalued as at September 30, 2016. The valuation has been carried out by M/S Anderson Consulting (Private) Limited, included in the list of approved valuers of Pakistan Banks Association, on the basis of market and depreciated replacement value.

	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
9 DEFERRED LIABILITIES			
Deferred taxation	9.1	1,801,119	1,801,119
Staff retirement benefits	9.3	32,840	30,025
		1,833,959	1,831,144

9.1 Deferred taxation

Deferred taxation comprises of the following:

Deferred tax liability on taxable temporary differences in respect of the following:

- Accelerated tax depreciation allowance	7,996	(1,385)
- Depreciation allowance-disposal group	180,049	180,049
- Surplus on revaluation of assets	1,801,119	1,801,119
	1,989,164	1,979,783

Deferred tax asset on deductible temporary differences in respect of the following:

Provision for staff retirement benefits	(9,524)	(8,707)
Provision for doubtful debts and advances	(14,313)	(6,106)
Provision for store spares and loose tools	(13,176)	(11,294)
- Business losses	(53,193)	(83,406)
- Unabsorbed depreciation	(602,679)	(602,679)
	(692,885)	(712,192)

Deferred tax liability	1,296,279	1,267,591
Net deferred tax asset not recognised	504,840	533,528
	1,801,119	1,801,119

9.2 Net deferred tax asset has been recognized for all temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Deferred tax asset amounting to Rs. 504.84 million (2020: Rs. 533.52 million) has not been recognized due to uncertainty of taxable profits in foreseeable future.

	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
9.3 Staff retirement benefits			
Statement of financial position liability			
Opening balance		30,025	30,176
Amount recognized during the year		4,683	4,376
		34,708	34,552
Benefits paid during the year		(1,868)	(2,285)
Experience adjustment		-	(2,240)
Actuarial (gain) / loss		-	(2)
Closing balance		32,840	30,025



Imperial Limited

	2021	2020
Note	(Rupees in '000')	(Rupees in '000')
The amounts recognized in the statement of financial positions are as follows		
Present value of defined benefit obligation	18,752	14,070
Benefits due but not paid	14,088	15,955
	32,840	30,025
Charge for the defined benefit plan		
Current service cost	3,418	3,115
Past service cost	-	-
Interest cost	1,264	1,261
Charged to statement of profit or loss	4,682	4,376

Sensitivity analysis for actuarial assumptions

The calculation of defined benefit obligation is sensitive to assumptions set-out in note . The following table summarizes how the net defined benefit obligation at the end of the reporting year would have increased/ (decreased) as a result of change in respective assumptions.

	Change in assumptions	Increase Rupees	Decrease Rupees
Discount rate	1%	13,211	15,063
Increase in future salaries	1%	15,063	13,196

	2021	2020
Note	(Rupees in '000')	(Rupees in '000')
Expected mortality rate	SLIC 2001 - 2005 Setback 1 Year	SLIC 2001 - 2005 Setback 1 Year
Retirement assumptions	60 years	60 years

A change in expected remaining working lives of employees is not expected to have a material impact on the present value of defined benefit obligation. Accordingly, the sensitivity analysis for the same has not been carried out.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of defined benefit obligation as at the reporting date has been calculated using projected unit credit method, which is the same as that applied in calculating the defined benefit obligation to be recognized in these financial statements.

Risk factors

The defined benefit plan exposes the Company to the following actuarial risks:

Interest risk: The discount rate used in determination of present value of defined benefit obligation has been determined by reference to market yield at the reporting date on Pakistan Investment Bonds since there is no deep market in long term corporate bonds in Pakistan. An increase in market yield resulting in a higher discount rate will decrease in the defined benefit liability.

Longevity risk: The present value of defined benefit obligation is calculated by reference to the best estimate of the expected remaining working lives of the employees. An increase in the expected remaining working lives will increase the defined benefit obligation. However, the increase is not expected to be material.

Salary risk: The present value of defined benefit obligation is calculated by reference to future salaries of plan participants. An increase in salary of plan participants will increase the defined benefit obligation.

The average duration of the defined benefit obligation is 3 years.



10	TRADE AND OTHER PAYABLES	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
	Trade creditors		253,677	309,225
	Advances from customers		277,447	262,720
	Accrued liabilities		18,834	20,802
	Withholding tax payable		4,041	3,945
	Sales tax payable		441	431
	Security deposits		1,347	1,342
	Other payables		3,776	3,947
			559,563	602,412

11 CONTINGENCIES AND COMMITMENTS

- Guarantee issued by bank on behalf of the Company to the Director, Excise and Taxation, Karachi for Sindh Excise Duty on imports is Rs. 1.8 million (2020: 1.8 million). High Court dismissed the petitions but Supreme Court remanded bank the case and now ICA (Inter Court Appeal) has been re fixed after remanding back from Supreme Court. Next date of hearing is not fixed yet.
- A guarantee had been issued in favour of Sui Northern Gas Pipelines Limited (SNGPL) by bank on behalf of the Company for Rs. 45.4 million. Sui Northern Gas Pipelines Limited encashed Rs. 29.31 million out of the guarantee for alleged demand of arrears. The Company has filed case before OGRA vide complaint No. 458/15 against this alleged demand, which is still pending and not fixed for hearing yet. The management of the Company is hopeful for favourable outcome of the case. Next date of hearing is not fixed yet.
- The Deputy Commissioner Audit Unit-15, Zone III, LTU passed an order under section 121 of Income Tax Ordinance 2001 on September 26, 2017 for the tax year 2014 making certain additions under different heads of statement of profit or loss with a refund of Rs. 43,603,573/-. The Company has filed an appeal against the said order on October 25, 2017 for which the CIR (A) issued order in the favour of company on dated January 29, 2021, now the department has filed an appeal against the order of CIR (A) in the Appellate Tribunal and appeal is pending.
- The Company filed an appeal on October 30, 2018 before Commissioner Inland Revenue (A) against the order of Additional Commissioner Inland Revenue, Zone-III, LTU under section 122(5A) of Income Tax Ordinance 2001 dated October 18, 2018 for the tax year 2015 in which the demand amounting to Rs. 24,598,071/- was created. The CIR (A) issued order dated May 24, 2020 in which he granted relief against minimum tax u/s 113, rejected tax credit u/s 65B and set aside apportionment of expenses and previous tax year's adjustments. Now the Company filed an appeal before Appellate Tribunal and the favorable outcome is expected.
- Imperial sugar Limited purchased a property after paying full consideration of Rs. 100 million and the case was decreed in favour of Imperial Sugar. Imperial Sugar filed execution petition before court on which u/s 12(2) which was lastly heard on October 25, 2021 and then adjourned and has not been fixed again and hopefully case will be decided in favor of Imperial Limited.

12	PROPERTY, PLANT AND EQUIPMENT		2021 (Rupees in '000')	2020 (Rupees in '000')
	Capital work in process	12.1	2,500	-
	Operating fixed assets - owned	12.2	129,003	101,169
			131,503	101,169

12.1 This represents the expenditure incurred for the construction of boundary wall at Pindi Bhattia Site.

12.2 PROPERTY, PLANT AND EQUIPMENT

The following is a statement of operating fixed assets (tangible):

	Freehold land	Building on freehold land	Plant and machinery	Furniture, fixture and equipment	Owened vehicles	Total
Rupees '000'						
At September 30, 2019						
Cost/revalued amount	-	-	-	258	38,376	38,633
Accumulated depreciation	-	-	-	(6)	(20,456)	(20,462)
Net book value	-	-	-	252	17,920	18,171
At September 30, 2020						
Additions / adjustments						
Cost	51,745	-	-	-	43,189	94,934
Accumulated depreciation	-	-	-	-	-	-
	51,745	-	-	-	43,189	94,934
Disposal						
Cost	-	-	-	-	(2,104)	(2,104)
Accumulated depreciation	-	-	-	-	694	694
Net book value	-	-	-	-	(1,410)	(1,410)
Depreciation charge for the year (note 22.1)	-	-	-	(25)	(10,502)	(10,527)
Re-classified to non-current assets held for sale:						
Cost / revalued amount	-	-	-	-	-	-
Accumulated depreciation	-	-	-	-	-	-
	-	-	-	-	-	-
Net book value as at September 30, 2020	51,745	-	-	227	49,197	101,168
At September 30, 2021						
Additions/ Adjustments						
Cost	9,539	-	-	21	37,688	47,248
Accumulated depreciation	-	-	-	-	-	-
	9,539	-	-	21	37,688	47,248
Disposals (note 12.4)						
Cost	(3,050)	-	-	-	(8,942)	(11,992)
Depreciation	-	-	-	-	4,247	4,247
Net book value	(3,050)	-	-	-	(4,695)	(7,745)
Depreciation charge for the year	-	-	-	(23)	(11,645)	(11,668)
Re-classified to non-current assets held for sale:						
Cost / revalued amount	-	-	-	-	-	-
Accumulated depreciation	-	-	-	-	-	-
	-	-	-	-	-	-
Net book value as at September 30, 2021	58,234	-	-	225	70,545	129,003
	Freehold land	Building on freehold land	Plant and machinery	Furniture, fixture and equipment	Owened vehicles	Total
Rupees '000'						
At 30 September 2020						
Cost/revalued amount	51,745	-	-	258	79,461	131,464
Accumulated depreciation	-	-	-	(31)	(30,264)	(30,295)
Net book value	51,745	-	-	227	49,197	101,169
Annual rates (%) of depreciation 2020	-	5	5	10	20	
At 30 September 2021						
Cost/Revalued amount	58,234	-	-	279	108,207	166,720
Accumulated depreciation	-	-	-	(54)	(37,662)	(37,716)
Net book value	58,234	-	-	225	70,545	129,004
Annual rates (%) of depreciation 2021	-	5	5	10	20	

12.3 Depreciation charge for the year has been allocated as follows:

	2021 Rupees '000'	2020 Rupees '000'
Administrative expenses	11,668	10,527
Inoperative plant expenses	-	-
	11,668	10,527

12.4 DISPOSAL OF PROPERTY, PLANT AND EQUIPMENT

The following operating fixed assets with net book value exceeding in aggregate Rs. 500,000 were disposed off during the year:

Particulars	Cost	Accumulated Depreciation	Net Book Value	Sale Proceeds	Mode of disposal	Buyer name
Rupees '000'						
Honda Civic	2,893	1,511	1,383	4,200	Negotiation	Jalak Abdul Ghani
Rupees 2021	2,893	1,511	1,383	4,200		
Rupees 2020	1,733	347	1,386	1,875		



	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
13 INVESTMENT PROPERTY			
Opening balances		-	-
Addition during the year	13.1	189,594	-
		189,594	-
13.1 This includes land acquired for capital appreciation. Investment properties are initially valued at cost, including transaction costs, subsequently they will be stated at fair value.			
14 STORES, SPARES AND LOOSE TOOLS			
Stores		142,876	142,876
Spares		103,702	103,702
Loose tools		13,052	13,052
		259,630	259,630
Less: Provision for slow moving and obsolete stores, spares and loose tools		(45,435)	(38,945)
		214,195	220,685
14.1 There were no stores, spares and loose tools in transit as at September 30, 2021 (2020: Nil).			
15 TRADE DEBTS			
Unsecured - considered goods			
Local		8,802	8,802
Less: Write off during the Year		(578)	-
		8,224	8,802
Less: Provision for doubtful debts		(8,224)	(8,339)
		-	463
16 LOANS AND ADVANCES			
Advances - considered good	16.1	195,459	185,701
Less: Write off during the Year		(5,884)	-
		189,574	185,701
Less: Provision for doubtful advances		(41,133)	(12,716)
		148,441	172,985
16.1 It includes advances given to sugarcane growers of Rs. 5.778 million (2020: Rs. 5.778 million) and suppliers of Rs. 25.683 million (2020: Rs. 25.212 million) against which provision for loss allowance has been charged during the year. It also includes Rs. 100 million paid for purchase of property after obtaining Court's consent decree which is presently under execution with the same Court.			
17 TRADE DEPOSITS AND OTHER RECEIVABLE			
Security deposits		3,637	3,632
Interest Receivable		22,780	53,764
Other receivables		15,898	15,803
		42,315	73,199
18 SHORT TERM INVESTMENTS			
Investment in MCB Arif Habib Mutual Fund	18.1	50,152	-
Investment in National Bank of Pakistan	18.2	6,290	50,111
		56,442	50,111
18.1 This investment carries profit ranging from 8% to 8.25%.			
18.2 This investment pertains to NBP financial sector income fund and daily dividend fund, These carry profit margin ranging from 7.6% to 7.8% (2020: 11.5% to 13.5%) per annum approximately.			



Imperial Limited

		2021	2020
	Note	(Rupees in '000')	(Rupees in '000')
19 TAX REFUND DUE FROM GOVERNMENT	19.1	173,786	170,246
19.1 Tax refund due from government			
Opening balance		136,247	125,040
Add: Tax deducted during the year		37,539	45,206
		<u>173,786</u>	<u>170,246</u>
Prior year Adjustment		2,337	-
Less: Tax refunded / adjusted during the year		(15,095)	(33,999)
		<u>161,028</u>	<u>136,247</u>
20 CASH AND BANK BALANCES			
Cash in hand		-	-
Cash with banks:			
- Current accounts		2,456	1,795
- Saving accounts	20.1	2,576,020	1,530,937
- Term Deposit Receipts	20.2	201,447	1,401,454
		<u>2,779,923</u>	<u>2,934,186</u>
		<u>2,779,923</u>	<u>2,934,186</u>
20.1	These carry profit ranging from 6.8% to 8.75% (2020: 6.75% to 13.25%) per annum approximately.		
20.2	These represent term deposits with microfinancebanks having maturity period upto one year and carry profit 10.71% per annum.		
21 NON-CURRENT ASSETS - HELD FOR SALE			
Freehold land	21.1	1,106,448	1,106,448
Building on freehold land	21.2	2,478,950	2,478,950
Plant and machinery	21.3	5,137,125	5,137,125
Furniture, fixture and equipment	21.4	17,291	17,291
		<u>8,739,814</u>	<u>8,739,814</u>
21.1 Freehold land			
Opening Balance		1,106,448	1,106,448
Transferred from operating fixed assets	12	-	-
Less: Carrying amount of freehold land disposed off		-	-
Less: Impairment charged during the year		-	-
		<u>1,106,448</u>	<u>1,106,448</u>
Gain / (Loss) on disposal of non-current assets held for sale			
Sale proceeds		-	-
Less: Carrying amount of freehold land disposed off		-	-
Loss on disposal		<u>-</u>	<u>-</u>
21.2 Buildings on freehold land			
Opening Balance		2,478,950	2,478,950
Transferred from operating fixed assets	12	-	-
Less: Carrying amount of building disposed off		-	-
Less: Impairment charged during the year		-	-
		<u>2,478,950</u>	<u>2,478,950</u>
Gain / (Loss) on disposal of non-current assets held for sale			
Sale proceeds		-	-
Less: Carrying amount of building disposed off		-	-
Gain on disposal		<u>-</u>	<u>-</u>



	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
21.3 Plant and machinery			
Opening Balance		5,137,125	5,137,125
Transferred from operating fixed assets	12	-	-
Less: Carrying amount of plant and machinery disposed off		-	-
Less: Impairment charged during the year		-	-
		<u>5,137,125</u>	<u>5,137,125</u>
Gain / (Loss) on disposal of non-current assets held for sale			
Sale proceeds		-	-
Less: Carrying amount of plant and machinery disposed off		-	-
Loss on disposal		<u>-</u>	<u>-</u>
21.4 Furniture, fixture and equipment			
Opening Balance		17,291	17,291
Transferred from operating fixed assets	12	-	-
Less: Carrying value of furniture, fixture and equipment disposed off		-	-
Net carrying value		<u>17,291</u>	<u>17,291</u>

- 21.5** The shareholders of the company resolved in Annual General Meeting, held on January 31 2017, to dispose off land, building and plant and machinery along with all other assets installed and stores spares and loose tools. These non-current assets have been classified as held for sale at lower of their carrying amount or fair value less costs to sell in accordance with the requirements of International Financial Reporting Standard 5 (IFRS 5) "Non-current Assets Held for Sale and Discontinued Operations".

Management is committed to selling the asset and actively looking for a buyer. One unit situated at Mian Channu has already been disposed off, where as sale, of unit at tehsil Phalia, district Mandi Bahauddin could not be completed within one year. The delay was caused by circumstances / events beyond the Company's control. The company has already taken necessary actions and is committed to sell the non-currents assets. Further, the non current asset is being actively marketed at reasonable price.

- 21.6** Assets held for sale have been revalued as at September 30, 2021. The valuation has been carried out by an independent valuers M/S Anderson Consulting (Private) Limited, included in the list of approved valuers of Pakistan Banks Association. The value determined by the valuator is sufficient to cover the carrying amount of non-current assets held for sale.

21.7 Particulars of immovable assets of the Company are as follows:

Location	Addresses	Usage of immovable property	Total Area (Sq. ft.)	Covered Area (Sq. ft.)
Mandi Bahauddin	Karmanwala, Tehsil Phalia, Mandi Bahauddin	Held for sale	6,026,526	960,078

Due to facts disclosed in note No. 1 to these financial statements, operating assets of Imperial Limited have been classified as held for sale.

22 MARKUP/RETURN/INTEREST EARNED

Profit on bank deposits	200,741	300,960
Accrued interest income on bank deposits	12,930	-
Accrued interest income on term deposit receipts	9,850	53,764
Dividend Income on investment in mutual funds	9,608	13,173
	<u>233,129</u>	<u>367,897</u>



Imperial Limited

		2021	2020
	Note	(Rupees in '000')	(Rupees in '000')
23 ADMINISTRATIVE EXPENSES			
Salaries, wages and other benefits		51,748	54,523
Fee and subscription		2,235	2,826
Vehicle running and maintenance		5,440	4,998
Legal and professional charges		64	354
Rent, rates and taxes		106	100
Travelling and conveyance		11,952	5,878
Postage, telephone and telegram		1,550	1,626
Utilities expenses		2,794	1,761
Entertainment		463	606
Insurance		3,584	1,282
Repair and maintenance		3,466	3,290
Printing and stationery		583	416
Charity and donations	23.1	3,767	5,558
Auditors' remuneration	23.2	1,284	1,176
Advertisement and publicity		-	254
Depreciation	12.30	11,668	10,527
Other expenses		1,662	2,536
		102,366	97,711
23.1	Donation to the following organisation is equal to or exceeds Rs. 0.5 million:		
	Note	2021 (Rupees in '000')	2020 (Rupees in '000')
Akhawat		-	500
- No director or his / her spouse has any interest in the donees' fund.			
23.2 Auditors' remuneration			
Statutory audit		1,025	932
Half yearly review		210	200
Out of pocket expenses		48	44
		1,284	1,176
24 OTHER OPERATING EXPENSES			
Provision for slow moving and obsolete store, spares - and loose tools		6,491	25,963
Provision for doubtful debts and advances		28,509	9,037
Bad Debts		6,463	-
Miscellaneous Expense		1,867	-
		43,330	35,000
25 OTHER OPERATING INCOME			
Liabilities written back		39,449	2,019
Provisions written back		208	-
Gain on sale of operating fixed assets		3,907	776
Miscellaneous income		4,361	1,008
		47,925	3,803
26 FINANCE COST			
Financial charges on:			
- Finances		-	-
Bank charges, commission and excise duty		58	29
		58	29



		2021	2020
	Note	(Rupees in '000')	(Rupees in '000')
27 TAXATION			
Current tax:			
- For the year		16,699	36,220
- Prior year		(2,337)	-
Deferred tax:		-	-
		14,362	36,220

27.1 Income tax return has been filed to the income tax authorities up to tax year 2021 under the provisions of the Income Tax Ordinance, 2001.

27.2 Deferred taxation has been provided using income tax rate applicable to tax year 2022 under the provisions of Income Tax Ordinance, 2001 to the extent of income of the Company chargeable under normal tax regime.

		2021	2020
	Note	(Rupees in '000')	(Rupees in '000')
28 PROFIT OR LOSS - DISCONTINUED OPERATIONS			
Sales - net		-	-
Cost of sales		-	-
Gross profit		-	-
Administrative expenses		-	-
Inoperative plant expenses	28.1	(46,508)	(38,965)
		(46,508)	(38,965)
Other operating expenses		-	-
Other operating income		-	-
Profit / (loss) from operations		(46,508)	(38,965)
Finance cost		-	-
Profit / (loss) before taxation		(46,508)	(38,965)
Taxation		-	-
Profit / (loss) after taxation- discontinued operations		(46,508)	(38,965)

28.1 Inoperative plant expenses

Salaries, wages and other benefits	14,227	14,208
Fuel and power	2,208	2,144
Fee and subscription	80	56
Legal and professional charges	2,642	2,765
Repair and maintenance	9,006	5,286
Plant running Expenses	15,946	10,076
Postage, telephone and telegram	55	191
Utilities expenses	1,074	1,434
Insurance	1,027	2,687
Other expenses	244	118
	46,508	38,965

29 EARNINGS PER SHARE

Basic and diluted earnings per share:

Profit after taxation	Rupees	74,430	163,775
Weighted average number of ordinary shares	Numbers	99,020	99,020
Earnings / (Loss) per share -Basic and diluted:			
Basic EPS	Rupees	0.75	1.65

Diluted earnings per share:

There is no dilutive effect on the basic earnings per share of the company because the company has no outstanding potential ordinary shares.

30 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

	CHIEF EXECUTIVE		DIRECTOR		EXECUTIVES	
	2021	2020	2021	2020	2021	2020
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
	('000')	('000')	('000')	('000')	('000')	('000')
Managerial remuneration	11,455	15,545	865	1,964	8,041	12,424
Medical allowance	1,145	1,555	87	196	754	1,242
	12,600	17,100	952	2,160	8,795	13,666
Number of persons	1	1	1	1	3	7

30.1 In addition to the above, certain executives are also provided with Company maintained cars in accordance with their entitlements. There was no remuneration paid to Non Executive Directors and no fee was paid to any director for attending meetings of the board and its committees.



2021
(Rupees in '000')

2020
(Rupees in '000')

31 CASH FLOWS FROM DISCONTINUED OPERATIONS

31.1 Cash flows from operating activities - discontinued operations

Profit / (Loss) before taxation (46,508) (38,965)

Adjustments for non cash items

Finance cost	-	-
Profit on saving accounts	-	-
Depreciation of property, plant and equipment	-	-
Provision for staff retirement benefits - gratuity	-	-
Provisions written back	-	-
Impairment loss on assets held for sale	-	-
(Gain) on sale of operating fixed assets	-	-
	-	-

Operating profit / (loss) before working capital changes (46,508) (38,965)

Changes in working capital:

(Increase) /decrease in current assets:

Stores, spares and loose tools	-	-
Trade debts	-	-
Loan and advances	-	-
Trade deposits and other receivables	-	-
	-	-

Increase / (decrease) in current liabilities:

Trade and other payables	-	-
	-	-

Finance cost paid / settled	-	-
Staff retirement benefits - gratuity paid	-	-
Income tax (paid) / refunded / Adjusted	-	-
	-	-

Net cash used in operating activities (46,508) (38,965)

31.2 Cash flows from investing activities - discontinued operations

Fixed capital expenditure	-	-
Sale proceeds from sale of property, plant and equipment	-	-
Profit on saving accounts	-	-
Net cash generated from investing activities	-	-

31.3 Cash flows from financing activities - discontinued operations

Long term finances	-	-
Short term finances	-	-
Sponsors' loans (paid) / received	-	-
Net cash used in financing activities	-	-

32 TRANSACTIONS WITH RELATED PARTIES

The Company in the normal course of business carries out transactions with various related parties which comprise of associated undertakings, directors, key management personnel and post employment benefits plan. Remuneration of Chief Executive Officer is disclosed in note No. 30. There were no other transactions with related parties.

33 FINANCIAL INSTRUMENTS BY CATEGORY

Financial assets as per statement of financial position

	2021 (Rupees in '000')	2020 (Rupees in '000')
Trade debts	-	463
Loans and advances	148,441	172,985
Trade deposit and other receivables	42,315	73,199
Cash and Bank balances	2,779,923	2,934,186
	2,970,679	3,180,833

Financial liabilities as per statement of financial position

Trade and other payables	276,287	333,974
	276,287	333,974

33.1 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 the measurement date. Underlying the definition of fair value is the presumption that the Company is going concern and there is no intention or requirements to curtail materially the scale of its operation or to undertake a transaction on adverse terms.

The carrying values of all financial assets and liabilities reflected in the financial statements approximate their fair values.

33.1.1 Fair value hierarchy

Following are three levels in fair value hierarchy that reflects the significance of the inputs used in measurement of fair values of financial instruments.

Level 1: Quoted prices (unadjusted) in active market for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for asset or liability that are not based on observable market data (unobservable inputs).

The Company does not hold any instrument which could be included in Level 1, Level 2 and Level 3.

34 FINANCIAL INSTRUMENTS

34.1 Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on having cost effective funding as well as to manage financial risk to minimize earnings volatility and provide maximum return to shareholders.

Risk management is carried out by the Company's finance department under policies approved by the Board of Directors.

(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 the 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.

The Company is exposed to currency risk arising from various currency exposures, primarily with respect to the United States Dollar (USD). The Company's foreign exchange risk exposure is restricted to the amounts receivable / payable from / to foreign entities. However, there was no exposure to currency risk at the year end.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest rate risk arises from short term borrowings and interest bearing assets. Borrowings obtained at variable rates exposes the company to cash flow interest rate risk.

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

	2021 (Rupees in '000')	2020 (Rupees in '000')
Floating rate instrument		
Financial liabilities		
Long term loans	-	-
Financial assets		
Bank balances- saving accounts	2,576,020	1,530,937

**Cash flow sensitivity analysis for floating rate instruments**

If interest rate at the year end date, fluctuates by 1% higher / lower with all other variables held constant, profit after taxation for the year would have been Rs. 25,760 lower / higher (2020: 15,309 higher / lower), mainly as a result of higher / lower interest income / expense on floating rate borrowings and bank balances. This analysis is prepared assuming the amounts of liabilities outstanding at reporting dates were outstanding for the whole year.

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 reporting date would not affect profit or loss of the Company.

(iii) Other price risk

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

The Company is not exposed to equity securities price risk as its investment is in non-listed securities.

(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. The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

The maximum exposure to credit risk for trade debts, loans and receivables at the reporting date by type of parties was:

	2021 (Rupees in '000')	2020 (Rupees in '000')
Government institution	8,223	8,223
Private sector's companies	-	-
Others	182,533	238,424
	190,756	246,647

The aging of loans and receivables at the reporting date was:

Within one year	-	-
More than one year	190,756	246,647
	190,756	246,647

The Company monitors the credit quality of its financial assets with reference to historical performance of such assets and available external credit ratings. The carrying values of financial assets which have not impaired are as under:

	2021 (Rupees in '000')	2020 (Rupees in '000')
Trade debts	-	463
Loans and advances	148,441	172,985
Trade deposit and other receivables	42,315	73,199
	190,756	246,647



The credit quality of receivables can be assessed with reference to their historical performance with no or some defaults in recent history, however, no losses. The credit quality of Company's bank balances can be assessed with reference to external credit ratings as follows:

	Rating agency	Short term	Rating Long term
Faysal Bank Limited	PACRA	A-1+	AA
Summit Bank Limited	JCR-VIS		Suspended
Bank Alfalah Limited	PACRA	A-1+	AA+
BankIslami Pakistan Limited	PACRA	A-1	A+
The Bank of Khyber	JCR-VIS	A-1	A
National Bank of Pakistan	PACRA	A-1+	AAA
MCB Bank Limited	PACRA	A-1+	AAA
The Bank of Punjab	PACRA	A-1+	AA+
United Bank Limited	JCR-VIS	A-1+	AAA
Habib Bank Limited	JCR-VIS	A-1+	AAA
Soneri Bank Limited	PACRA	A-1+	AA-
Bank Al-Habib Limited	PACRA	A-1+	AAA
Habib Metropolitan Bank Limited	PACRA	A-1+	AA+
Silk Bank Limited	JCR-VIS	A-2	A-
The Bank of Khyber - TDR	PACRA	A-1	A
The Bank of Punjab - TDR	PACRA	-	AA

(c) Liquidity risk

Liquidity risk represents the risk that the company will encounter difficulties in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities. Due to growing nature of the business, the Company maintains flexibility in funding by maintaining committed credit lines available.

The table below analyses how management monitors net liquidity based on details of the remaining contractual maturities of financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

30 September 2021	Carrying Amount	Contractual cash flows	6 months or less	6 - 12 month	1 - 2 years	2 - 5 years	More than 5 years
(RUPEES '000')							
Non-derivative Financial Liabilities							
Trade and other payables	276,287	276,287	276,287	-	-	-	-
	<u>276,287</u>	<u>276,287</u>	<u>276,287</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
30 September 2020	Carrying Amount	Contractual cash flows	6 months or less	6 - 12 month	1 - 2 years	2 - 5 years	More than 5 years
(RUPEES '000')							
Non-derivative Financial Liabilities							
Trade and other payables	333,974	333,974	333,974	-	-	-	-
	<u>333,974</u>	<u>333,974</u>	<u>333,974</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

The contractual cash flows relating to above financial liabilities have been determined on the basis of interest rates/mark-up rates effective as at 30 September 2021/2020.



35 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, benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Company is not subject to any externally imposed capital requirements.

The Company manages its capital structure and makes adjustment to it in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares.

However, the Company can finance its operations through equity, loans and management of working capital with a view to maintaining an appropriate mix between various sources of finance to minimize risk. Net debt is calculated as total borrowings less cash and bank balances. Total capital employed includes 'total equity' as shown in the statement of financial position and 'net debt'. The gearing ratio as at September 30, 2021 and as at September 30, 2020 is as follows:

	2021 (Rupees in '000')	2020 (Rupees in '000')
Debt	-	-
Cash and bank balances	2,779,923	2,934,186
Net debt	(2,779,923)	(2,934,186)
Total equity	10,069,733	9,995,303
Total capital employed	7,289,810	7,061,117
Gearing ratio (%)	Nil	Nil

36 EMPLOYEES

Average number of employees during the year - factory
- others

2021 Number	2020 Number
50	51
63	57
113	108
50	50
68	58
118	108

Number of employees at the end of the year - factory
- others

37 SHARIAH SCREENING DISCLOSURE

	2021		2020	
	Conventional	Shariah Compliant	Conventional	Shariah Compliant
	(Rupees in '000')			
Loans and advances	-	148,441	-	172,985
Bank Balances	2,576,020	2,456	1,530,937	1,795
Short term borrowings	-	-	-	-
Mark-up for the year	-	-	-	-
Profit on bank deposits	200,741	-	300,960	-

38 AUTHORIZATION OF FINANCIAL STATEMENTS

These financial statements have been approved and authorized for issue by the Board of Directors of the Company on January 07, 2022.

39 NON ADJUSTING EVENTS AFTER THE REPORTING DATE

There were no non-adjusting events after the reporting date.

40 GENERAL

- Figures have been rounded off to the nearest thousand, unless otherwise stated.
- Comparative figures have been rearranged and reclassified, where necessary, for the purpose of better presentation and comparison.



Chief Executive Officer



Director



Chief Financial Officer



Imperial Limited

Financial Highlights

	2021	2020	2019	2018 (Restated)	2017 (Restated)	2016 (Restated)
	----- (Rupees in '000') -----					
Share capital	990,200	990,200	990,200	990,200	990,200	990,200
Sponsors' loans	-	-	-	-	566,732	332,330
Unappropriated profit	3,550,537	3,476,107	3,310,089	3,217,303	3,780,999	17,418
Surplus on revaluation of property, plant and equipment-net of deferred tax	5,528,996	5,528,996	5,528,996	5,466,889	5,466,889	9,075,042
Non current liabilities	1,833,959	1,831,144	1,831,295	1,829,625	1,907,013	3,358,271
Current liabilities	559,563	602,412	643,965	1,002,122	1,824,885	2,553,993
Non current assets	321,097	101,169	18,171	26,933	6,183	15,249,900
Current assets	12,142,158	12,327,690	12,286,374	12,479,206	14,530,535	1,077,354
Turnover	233,129	367,897	301,394	-	-	344,713
Gross profit	233,129	367,897	301,394	-	-	17,749
Profit/(Loss) from operations	135,358	238,989	229,100	(623,069)	(924,067)	(230,168)
Profit/(Loss) profit before taxation	88,792	199,995	186,618	(624,609)	(931,232)	(303,014)
Profit/(Loss) after taxation	74,430	163,775	154,893	(562,502)	(882,067)	(302,269)



Pattern of Shareholding

As at September 30, 2021

Number of Shareholders	Shareholdings		Total Number of Share Held	Percentage
	From	To		
398	1	100	14,748	0.01
556	101	500	151,356	0.15
251	501	1000	195,518	0.20
349	1001	5000	780,674	0.79
80	5001	10000	631,004	0.64
22	10001	15000	286,651	0.29
11	15001	20000	206,958	0.21
15	20001	25000	353,172	0.36
9	25001	30000	253,758	0.26
3	30001	35000	95,014	0.10
3	35001	40000	111,266	0.11
3	40001	45000	127,824	0.13
4	45001	50000	195,500	0.20
4	50001	55000	214,631	0.22
1	55001	60000	56,500	0.06
2	60001	65000	126,000	0.13
1	65001	70000	65,500	0.07
1	80001	85000	81,500	0.08
1	85001	90000	87,500	0.09
2	95001	100000	200,000	0.20
3	100001	105000	309,000	0.31
1	105001	110000	110,000	0.11
1	135001	140000	138,176	0.14
1	145001	150000	149,000	0.15
1	170001	175000	175,000	0.18
1	195001	200000	200,000	0.20
1	225001	230000	225,500	0.23
1	255001	260000	257,912	0.26
1	260001	265000	260,500	0.26
1	270001	275000	271,203	0.27
1	315001	320000	317,000	0.32
2	345001	350000	699,500	0.71
1	420001	425000	423,550	0.43
1	485001	490000	486,500	0.49
1	840001	845000	841,000	0.85
1	1435001	1440000	1,436,148	1.45
1	1850001	1855000	1,853,957	1.87
1	2370001	2375000	2,374,265	2.40
1	4965001	4970000	4,965,861	5.02
1	5865001	5870000	5,866,010	5.92
1	9215001	9220000	9,219,617	9.31
1	9475001	9480000	9,477,858	9.57
1	9710001	9715000	9,714,076	9.81
1	9800001	9805000	9,801,640	9.90
1	9880001	9885000	9,882,145	9.98
1	9890001	9895000	9,890,098	9.99
1	15435001	15440000	15,439,410	15.59
1,746			99,020,000	100.00



Categorical Pattern of Shareholding

As at September 30, 2021

Categories of Shareholders	Number of Shareholders	Number of Shares held	Percentage
Individuals	1,693	80,866,584	82.85
Financial Institutions / Modarabas / Pension Funds etc	15	64,362	0.0650
Joint Stock Companies	26	16,510,352	16.455
Insurance Companies	5	46,602	0.047
Modarabas	0	0	0
Mutual Funds	3	1,527,500	1.5426
Others	4	4,600	0.0046
Total	1,746	99,020,000	100

Pattern of Shareholding (Additional Information)

Under Code of Corporate Governance as at September 30, 2021

<u>Directors, CEO, and their spouses and minor children:</u>	<u>Shareholding</u>	<u>Percentage</u>
Mr. Waqar Ibn Zahoor Bandey	10,252	0.01
Mr. Naveed M. Sheikh	14,185,478	14.33
Mrs. Fakhra Chaudhry	1,000	0.00
Mr. Muhammad Tariq	1,000	0.00
Mr. Najam Faiz	1,000	0.00
Mr. Shahzad Ullah Khan	56,500	0.06
Mr. Ibrahim Naveed Sheikh	9,477,858	9.57
Mrs. Aasiya Naveed Sheikh	3,810,413	3.85
Executives	9,714,076	9.81
Associated Companies, Undertakings & related parties	-	-
Mutual Funds	1,527,500	1.54
Public Sector Companies & Corporation	-	-
Joint stock Companies	16,510,352	16.67
Banks, Finance Institutions, Modarabas and Pension Funds etc.	64,362	0.06
Insurance Companies	46,602	0.05
Others	4,600	0.00
General Public	43,609,007	44.04
Total	99,020,000	100.00
Shareholding 5% and More		
M/s Colony Textile Mills Limited	15,862,961	16.02
Mr. Naveed M. Sheikh	14,185,478	14.33
Ms. Noreen M. Sheikh	9,890,098	9.99
Ms. Izza Naveed Sheikh	9,882,145	9.98
Ms. Naila Imtiaz Sheikh	9,801,640	9.90
Ms. Eesha Naveed Sheikh	9,714,076	9.81
Mr. Ibrahim Naveed Sheikh	9,477,858	9.57
Ms. Aniqua M. Sheikh	5,866,010	5.92

During the year following transactions by the Directors have been executed:

<u>Name of Director/Person</u>	<u>No. of Shares</u>	<u>Nature of Transaction</u>
Mr. Naveed M. Sheikh	9,219,617	Gift in



Imperial Limited

بورڈ کی کارکردگی کی جانچ کاری

ڈائریکٹران نے اپنی اور ذیلی کمیٹیوں کی کارکردگی کی جانچ کاری پر کھنے کے لیے نظام واضح کیا ہوا ہے۔ جس کے لئے طریقہ اور شرائط و ضوابط انسانی وسائل کی کمیٹی کو واضح کئے گئے ہیں۔

چیئر مین کی جائزہ رپورٹ

بورڈ نے چیئر مین کی طرف سے جاری کردہ جائزہ رپورٹ پر غور و محض کیا ہے اور یہ سالانہ رپورٹ کے ساتھ منسلک ہے۔

تعمیلی بیان

کمپنی کے ڈائریکٹران کی طرف سے لسٹڈ کمپنیز کے کوڈ آف گورننس ریگولیشنز 2019 کے تحت تعمیلی بیان منسلک ہے۔

ملکیتی حصص کا نمونہ

ملکیتی حصص کا نمونہ برائے سال ختمہ 30 ستمبر 2021 لف ہے۔

بیرونی محاسبان

کمپنی کے بیرونی محاسب طارق عبدالغنی مقبول اینڈ کمپنی نے اپنی خدمات جاری رکھنے کی خواہش ظاہر کی ہے جس کی محاسبتی کمیٹی نے بھی تائید کی ہے۔ چنانچہ ڈائریکٹران نے انہیں دوبارہ تعینات کرنے کی منظوری دی ہے، جبکہ طارق عبدالغنی مقبول اینڈ کمپنی تعیناتی کے قانون میں موجود اہلیت پر پورا اترتے ہیں۔

ویب سائٹ کی دستیابی

کمپنی کے سالانہ اور وسط مدتی مالی حسابات کمپنی کی ویب سائٹ www.imperiallimited.co پر دستیاب ہیں۔

کارپوریٹ اور مالی حسابات پر گورننس کی صورتحال

کوڈ آف کارپوریٹ گورننس اوپینیز ایکٹ 2019 کے تحت ڈائریکٹران بخوشی مطلع کرتے ہیں کہ:

1. مالیاتی حسابات بشمول تمام رپورٹس واضح اور درست طریقے سے بنائے گئے ہیں
2. کمپنی نے مالیات کی کتابیں قانون کے مطابق بنائی ہوئی ہیں۔
3. حسابات کی پالیسیاں مناسب انداز میں لاگو کی گئی ہیں۔
4. بین الاقوامی قوانین مالیات جو کہ پاکستان میں لاگو ہیں پر عمل ہو رہا ہے۔
5. کمپنی کا اندرونی محاسبتی نظام مضبوط اور بہتر انداز میں کام کر رہا ہے۔
6. کمپنی کے کاروباری معاملات جاری رہنے میں کوئی غیر یقینی صورتحال یا شکوک و شبہات نہیں ہیں۔
7. کارپوریٹ گورننس پر اس کی روح کے مطابق عمل درآمد میں روگردانی نہیں ہوئی۔
8. پچھلے چھ سالوں کے کمپنی کے مالیاتی اعداد و شمار منسلک ہیں۔
9. حکومتی واجب الادا ادائیگیوں کی تفصیل زیر جائزہ مالی حسابات کے متعلقہ نوٹ میں واضح کر دی گئی ہیں۔
10. کمپنی اپنے ملازمین کے لئے گریجویٹ فنانسنگ پر عمل پیرا ہے۔
11. مادی و مالی معاملات کی تفصیلات شاک آپکھنچ اور ایس ای سی پی کو بروقت مہیا کی گئیں ہیں۔
12. کمپنی نے متعلقہ پارٹی سے جڑی ہوئی معاملت پر قوانین کے مطابق عمل کیا ہے۔
13. کمپنی کے ڈائریکٹران اپنے فرائض کی ادائیگی سے بخوبی واقف ہیں۔ انتظامیہ کے افراد کے لئے معلوماتی کورس کا اہتمام کیا گیا ہے۔

مالی حسابات کی تاریخ کے بعد کی مادی تبدیلیاں

مالیاتی حسابات کی تاریخ اور ڈائریکٹرز کی رپورٹ کی تاریخ کی درمیانی مدت میں کوئی مادی تبدیلی نہیں آئی ہے۔

اظہار تشکر

ہم ایگزیکٹوز، افسران اور دیگر عملے کے ارکان کی سخت محنت، تعاون اور مخلصانہ کوششوں کو سراہتے ہیں انتظامیہ اس بات کے لئے پُر اعتماد ہے کہ یہ تعلقات اور تائید آئندہ آنے والے سالوں میں بھی جاری رہے گی۔

نوید ایم شیخ
چیف ایگزیکٹو

بورڈ آف ڈائریکٹرز کی جانب سے

دقارابن ظہور بانڈ
چیئر مین

لاہور 07 جنوری 2022

ڈائریکٹرز رپورٹ

کمپنی کے ڈائریکٹرز کی جانب سے، میں آئندہ ہونے والے سالانہ عمومی اجلاس میں ہم آپ کو خوش آمدید کہتے ہیں اور سالانہ متنتج شدہ حسابات برائے سال ختمہ 30 ستمبر 2021ء بمعدہ محاسب کی رپورٹ پیش کرتا ہوں۔

مالیاتی کارکردگی

اس سال کمپنی کی آمدن مبلغ 233.129 ملین روپے ہے۔ جبکہ پچھلے سال یہ آمدن 367.897 ملین روپے تھی جو کہ مالیاتی اداروں کے ساتھ جمع کروائی گئی رقم پر آمدن ہے۔ انتظامی و دیگر اخراجات کے کل منافع بعد از ٹیکس مبلغ 74.430 ملین روپے ہے جبکہ پچھلے سال یہ منافع 163.775 ملین روپے تھا۔ اس سال نفع فی حصہ 0.75 روپے ہے۔ جبکہ پچھلے سال یہ منافع 1.65 روپے فی حصہ تھا۔ فروخت شدہ اثاثہ جات کی رقم کا استعمال

میاں چنوں میں واقع مل کی فروخت سے حاصل شدہ رقم میں سے مبلغ 2,421.448 ملین روپے بنکوں، ڈائریکٹران کا قرضہ اور دیگر قرض خواہان بشمول گئے کے کاشتکاروں کو ادا کئے گئے۔ جبکہ باقی ماندہ رقم مبلغ 2,779.923 ملین روپے بشمول منافع رقم مالیاتی اداروں میں جمع ہے۔ اس وقت کمپنی کے اثاثہ جات پر کسی قسم کا کوئی رہن نہیں ہے۔

کمپنی کا مستقبل اور کاروباری منصوبہ کا اطلاق

کمپنی اپنے تیرہویں اجلاس عام میں حصص داران کی طرف سے منظور کی گئی قرارداد کے تحت اپنے اثاثہ جات جو کہ چینی کی پیداواری سہولیات پر مشتمل پچالیہ منڈی بہاؤ الدین میں واقع ہیں کی فروخت میں تن وہی سے سرگرم ہے۔ ملکی اور بین الاقوامی معاشی صورتحال کی وجہ سے ہماری توقع کے برعکس اثاثہ جات کی فروخت میں کچھ دیر ہو رہی ہے۔ ملکی اور بین الاقوامی معاشی صورتحال کی وجہ سے کسی مکینہ خریداری کی طرف سے دلچسپی ظاہر نہیں ہوئی۔ ہم پر امید ہیں کہ مستقبل قریب میں فروخت کی کامیابی عمل مکمل ہو جائے گا۔

کمپنی کے پاس دستیاب رقم مختلف مالیاتی اداروں کے پاس جمع ہے۔ باقی ماندہ اثاثہ جات کی فروخت کی رقم بھی کمپنی کے میمورنڈم آف ایسوسی ایشن میں درج مقاصد کے مطابق مالیاتی اداروں میں اور کسی دوسرے قابل قدر کاروبار میں لگائی جائے گی۔ کمپنی اس وقت ہائیڈرو پوکس منصوبہ پر عمل پیرا ہونے کے لئے تحقیق اور ضروری مشینری درآمد کرنے کے عمل میں مصروف ہے۔

منافع مقدمہ

کمپنی نے سال رواں آمدن میں کمی کی وجہ سے حصص داران کے لئے کوئی عمومی منافع کا اعلان نہیں کیا۔ ڈائریکٹران کی طرف سے مستقبل میں اس پر غور و خوض کیا جائے گا۔

ماحول، صحت اور تحفظ

کمپنی اپنے ملازمین اور عوام الناس کی صحت کے حفاظتی اصولوں پر کاربند ہے۔

کارپوریٹ سماجی ذمہ داری

کمپنی اپنے کاروباری حلقوں میں تعلیم اور صحت عامہ کے شعبوں میں بہتری کے لئے مستعدی سے مواقع کو پورا کر رہی ہے۔ ہمیں ملازمت کے یکساں مواقع مہیا کرنے پر فخر ہے۔ آپ کی کمپنی ضرورت مند لوگوں کو تعلیم اور صحت کی عطیات / سہولیات مہیا کرتے ہوئے معاشرے میں بہتری میں کوشاں ہے۔

بورڈ آف ڈائریکٹرز

کمپنی کا بورڈ آف ڈائریکٹرز لسٹڈ کمپنیز کوڈ آف گورننس ریگولیشنز 2019 کی ترجیحات کے مطابق تشکیل شدہ ہے۔ جس کی تفصیل اس سالانہ رپورٹ میں کارپوریٹ گورننس کے تحت جاری بیان میں منسلک ہے۔

زیر جائزہ سال میں ڈائریکٹران کے پانچ اجلاس ہوئے تھے، جس میں جس میں ڈائریکٹران کی شمولیت اس طرح رہی۔

اجلاس میں حاضری

04

05

04

03

05

03

05

02

ڈائریکٹر کا نام

جناب نوید ایم شیخ

جناب وقار ابن ظہور بانڈے

جناب نجم فیض

جناب ملک سہیل احمد

جناب محمد طارق

جناب شہزاد اللہ خان

محترمہ فاخرہ چوہدری

محترم ابراہیم نوید شیخ

محاسنی کمیٹی کے سال میں چار اجلاس ہوئے، اس کے تمام ممبران تمام اجلاس میں شرکت کی مسوائے شہزاد اللہ خان کے جنہوں نے تین اجلاسوں میں شرکت کی۔

انسانی وسائل اور مرعانی کمیٹی کا سال میں ایک اجلاس ہوا، اس کے تمام ممبران نے اس میں شرکت کی۔

ڈائریکٹران کا معاوضہ

کمپنی کے ڈائریکٹران نے ایگزیکٹو اور نان ایگزیکٹو ڈائریکٹرز کے لئے معاوضہ جات کی پالیسی منظور کر رکھی ہے۔ یہ پالیسی انسانی وسائل کے اہم جزو کی حیثیت سے تیار کی گئی ہے جس کا مقصد کاروباری منصوبہ بندی کو سہولت کاری دینا ہے۔ بورڈ کو یقین ہے کہ یہ پالیسیاں ایگزیکٹو اور ڈائریکٹرز کو ان کے فرائض کی ادائیگی میں معاون ثابت ہونے کے ساتھ ایگزیکٹوز، ڈائریکٹرز اور حصص داران میں مربوط نظام کی ضامن ہیں۔ مکمل تفصیل مالی حسابات میں نوٹ نمبر 30 میں دستیاب ہے۔



Imperial Limited

FORM OF PROXY

I/We _____ of
_____ being member of **IMPERIAL LIMITED** and holder of _____ Ordinary shares as per Registered Folio / CDC Participant I.D. No. _____ hereby appoint Mr. / Mrs. / Miss. _____ of _____ or failing him / her Mr. / Mrs. / Miss. _____ of _____ who is also a member of the **IMPERIAL LIMITED** vide Registered Folio / CDC Participant I.D. No. _____ as my proxy to vote for me and on my behalf at the 15th Annual General Meeting of the Company to be held on Friday, January 28, 2022 at 10.00 a.m. and any adjournment thereof.

Signed this _____ day of **January 2022**.

Revenue Stamp
of Rs. Fifty

Signature
(As registered with the company)

Witness: 1

Signature _____

Name _____

Address _____

CNIC or _____

Passport # _____

Witness: 2

Signature _____

Name _____

Address _____

CNIC or _____

Passport # _____

NOTES:-

- This proxy form, duly completed and signed, must be received at the Registered Office of the company not less than 48 hours before the time of holding the Meeting.
- No person shall act as Proxy unless he/she himself/herself is a Shareholder of the Company except that a company may appoint a person as its representative who is not a shareholder.



Imperial Limited

امپیریل لمیٹڈ

تشکیل نیابت داری برائے سالانہ اجلاس عام

میں / ہم _____
 ساکن _____ امپیریل لمیٹڈ
 کا / کی / کے حصص دار ہوں / ہیں اور بموجب رجسٹرڈ کھاتہ نمبر یا مجوزہ سی ڈی سی کھاتہ نمبر کے تحت _____
 عمومی حصص کا / کی / کے مالک ہوں / ہیں۔ اپنی جگہ پر حق رائے دہی کے لیے _____
 رہائشی _____ اور بموجب رجسٹرڈ کھاتہ نمبر یا مجوزہ سی ڈی سی کھاتہ نمبر _____ کو یا اس کے نہ
 آنے کی صورت میں _____ رہائشی _____ اور بموجب رجسٹرڈ کھاتہ نمبر یا مجوزہ سی
 ڈی سی کھاتہ نمبر _____ کو جو کہ امپیریل لمیٹڈ کا / کی / کے حصہ
 دار ہے کو اپنی جگہ بروز جمعہ بتاریخ 28 جنوری 2022 بوقت صبح 10 بجے منعقد ہونے والے اجلاس عام یا کسی متبادل دن جو بھی
 ہوگا میں رائے دہندگی کے لئے نمائندہ مقرر کرتا / کرتی / کرتے ہوں / ہیں۔

یہ فارم _____ جنوری 2022 کو دستخط کیا گیا۔

پچاس روپے کی رسیدی ٹکٹ
 چسپاں کریں

دستخط۔

کمپنی کے ریکارڈ کے مطابق دستخط

گواہ نمبر: 2

گواہ نمبر: 1

_____ دستخط	_____ دستخط
_____ نام	_____ نام
_____ پتہ	_____ پتہ
_____ شناختی کارڈ نمبر یا	_____ شناختی کارڈ نمبر یا
_____ پاسپورٹ نمبر	_____ پاسپورٹ نمبر

نوٹ: 1۔ یہ مختار نامہ مکمل اور دستخط شدہ کمپنی کے رجسٹرڈ آفس کے پتے پر اجلاس کے شروع ہونے سے 48 گھنٹے پہلے پہنچ جانا چاہیئے۔

2۔ کوئی بھی فرد مختار نامہ اس وقت تک استعمال نہیں کر سکتا جب تک وہ کمپنی کا حصص دار نہ ہو۔ علاوہ اس کے کہ کوئی ایک کمپنی کسی فرد کو نمائندہ مقرر

کرے جو کمپنی کا حصص دار نہ ہو۔



Imperial Limited

M. Ismail Aiwan-e-Science Building
205-Ferozpur Road
Lahore - 54600 Pakistan
Tel: +92 (42) 3575-8970, 3575 1308
Fax: +92 (42) 3576 3247
E-mail: info@imperiallimited.co