



POWERING

YOUR WORLD, ANYTIME, ANYWHERE

ANNUAL REPORT 2023

ABOUT THE COVER

Empowered by decades of unyielding trust from our customers, Atlas Battery remains resolute to 'Powering Your World, Anytime, Anywhere' empowering individuals and communities to embrace their aspirations confidently through our expansive range of products, an unmatched distribution network, and unparalleled after-sales customer service. At the heart of our endeavors, we place our customers, valuing their needs and preferences above all else.

With a steadfast focus on innovation, Atlas Battery proudly introduces a diverse spectrum of energy storage solutions, including conventional batteries, hybrid batteries, maintenance-free batteries, and deep cycle batteries. These cutting-edge technologies not only meet but exceed the ever-evolving demands of our valued customers.

Together, we embark on this transformative journey, connecting hearts and minds, illuminating possibilities, and energizing a sustainable future. From remote corners to bustling cities, from the ordinary to the extraordinary, Atlas Battery stands with you every step of the way, collectively powering your world, anytime, anywhere.



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Operating Structure, Ownership & Relationship with Group Companies

ABOUT THE COMPANY

Atlas Battery Limited (the Company) was incorporated as a public limited company on October 19, 1966 and its shares are quoted on Pakistan Stock Exchange Limited. The Company is engaged in manufacturing and sale of automotive, motorcycle and energy storage batteries, and their allied products. The registered office and manufacturing facilities are located at D-181, Central Avenue, S.I.T.E., Karachi with branches at Karachi, Lahore, Multan, Islamabad, Faisalabad, Sahiwal, Peshawar, Sukkur and Rahim Yar Khan. The Company is a constituent entity of Atlas Group.

The Company signed a technical collaboration agreement with Japan Storage Battery Co. Ltd., Japan in 1969 (now known as GS Yuasa Corporation) for production and sale of Japanese quality batteries in Pakistan. The Company started production in 1969 with the genesis of the brand “AGS” – “A” for Atlas and “GS” for Genzo Shimadzu (the founder of Japan Storage Battery Co. Ltd., Japan).

The Company is proud of its successful journey of development and manufacturing a diversified range of products for more than five decades. The product range varies from conventional batteries to innovative low-maintenance hybrid, maintenance free and deep cycle batteries. Today, AGS is the nation’s preferred choice not only for automobiles and motorcycles but also for gensets, construction equipment, uninterrupted power supply (UPS) equipment and solar panels. Our extensive battery knowledge, vast experience and state-of-the-art manufacturing facility enable us to consistently meet the customers’ demand. The Company’s continued focus on HSE, unmatched after sales service and Japanese technology, is the true reflection of its tagline... بات بھ کوالٹی کی

ABOUT THE GROUP

The foundation of Atlas Group was laid down by our late Chairman, Mr. Yusuf H. Shirazi in 1962 when Shirazi Investments (Private) Limited was formed with a capital of half a million rupees. The Atlas motto coined by him, ‘Organization Development through Self-development’, has been the mantra of success for Atlas since inception.

Today Atlas is a diversified group dealing in manufacturing, power generation, trading and financial services. The Group embodies the spirit of development as it endeavors to fuel the growth of Pakistan’s economy through its diversified presence and specifically through 4 companies listed on the Pakistan Stock Exchange Limited. Atlas shareholders’ equity stands at over US\$ 2 billion, assets at over US\$ 2.5 billion and annual sales approaching US\$ 3 billion.

Atlas with its focus on development, has firmly established as the technology and knowledge leader in Pakistan. The Group has harmonized professional management and institutionalized the Group shareholding to build businesses that last generation after generation. Atlas is driven by the ambition of making Pakistan self-sufficient and prosperous. Atlas plays a leading role as a responsible corporate citizen promoting professional education, contributing to health facilities, helping law enforcement agencies and improving the standard of life.

Group Shareholding

The following is the details of shareholdings by group companies:



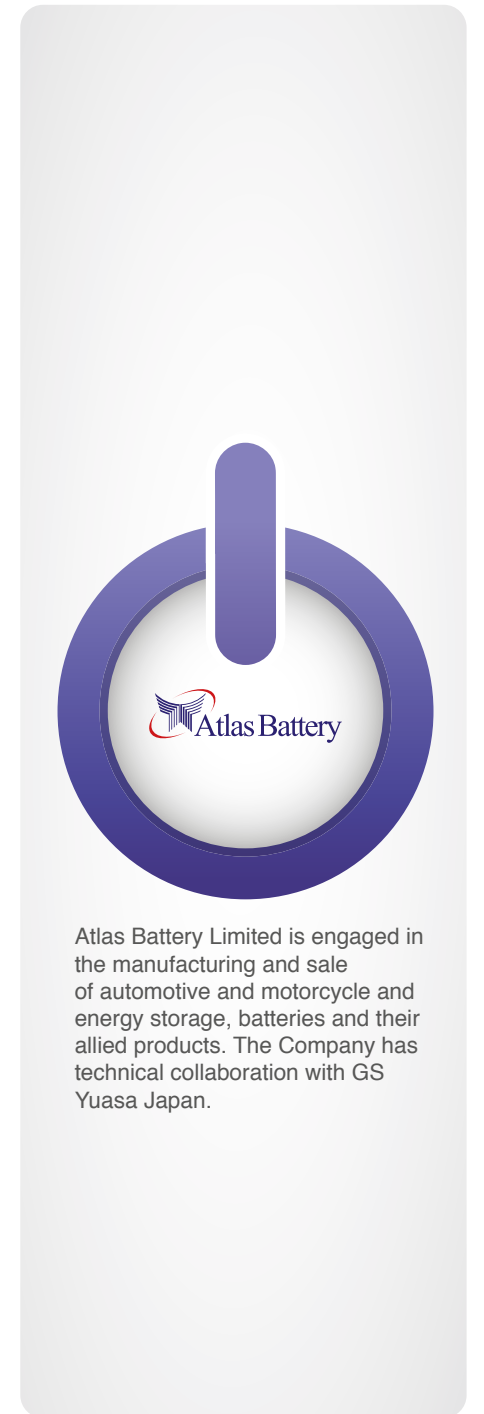
Shirazi Investments (Private) Limited [SIL] was incorporated in 1962 and is the holding company of Atlas Group. SIL holds 58.86% of the shares of Atlas Battery Limited. Besides being holding company of Atlas Group, it is engaged in the businesses of real estate, warehousing and investments in capital markets.



Atlas Foundation was incorporated in 1986 as not for profit organization. The Foundation has played its role in promoting professional education, contributing to health facilities, helping law enforcement agencies and improving the quality of life. Atlas Foundation holds 1.84% shares of Atlas Battery Limited.



Atlas Insurance Limited is engaged in general insurance and takaful business. The company was founded by Sir Muhammad Iqbal in 1934 and was acquired by Atlas Group in 1980. Atlas Insurance holds 1.74% shares of Atlas Battery Limited.



Atlas Battery Limited is engaged in the manufacturing and sale of automotive and motorcycle and energy storage, batteries and their allied products. The Company has technical collaboration with GS Yuasa Japan.



Vision

A leading innovative organization, manufacturing and marketing superior quality automotive, motorcycle and industrial batteries for domestic and international market.

Mission

Ensuring customer satisfaction through the highest degree of quality and service with innovation and dynamic management while meeting stakeholders' expectations and serving as a model corporate citizen.

Core Values

QUALITY

To deliver quality products that exceed customer expectations.

EXCELLENCE

We continuously pursue operational efficiencies and process improvements.

MERITOCRACY

To recruit on merit; reward and recognise performance.

INTEGRITY

To embrace and promote strong ethical and moral principles.

TRANSPERENCY

To promote a culture of openness of communication, coordination and collaboration with internal and external stakeholders.

SAFETY

Committed to providing a safe working environment for our associates.

Quality, Health, Safety and Environment (QHSE) Policy

Atlas Battery Limited (the Company) fosters superior technologies and innovations through strict compliance of its Quality Management System to meet the needs and expectations of its customers.

The Company recognizes its responsibilities for the Health, Safety and Environment (HSE) of its associates and assets. The ultimate objective of the management is to promote good health, high level of safety and mitigate environmental issues related to the business activities.

International Certifications - ISO Integrated Management System

All business functions / relevant processes and systems of the Company have been designed, improved and aligned as per guidelines of the following international standards:

| Standard | Description | Certified By | Certified Since |
|-----------|--|----------------|-----------------|
| ISO 9001 | Quality Management System | Bureau Veritas | 2000 |
| ISO 14001 | Environment Management System | Bureau Veritas | 2018 |
| ISO 45001 | Occupation Health & Safety Management System | Bureau Veritas | 2021 |
| ISO 50001 | Energy Management System | Bureau Veritas | 2020 |

The above systems provide us the means to regulate, validate and trace all processes associated with product, research, design manufacturing, logistics, sale and after sale services.



Principal Business Activities

Industry

The Company is engaged in manufacturing and marketing of automotive, motorcycle and industrial batteries for domestic and international market and falls in the category of automobiles parts and accessories industry.

Markets

The Company serves various segments including Original Equipment Manufacturers (OEMs), domestic appliances, industrial equipment and replacement market through nationwide dealership network. Major usage of batteries includes vehicles, motorcycles, heavy vehicles including tractors, buses and energy backup solution such as UPS (Uninterrupted Power Supply equipment), Solar Panels and Gensets etc.

Products and their Applications

The Company is specialized in manufacturing of automotive, motorcycle and industrial batteries. The Company's products are mainly categorized in light, medium and heavy batteries for automotive, motorcycle batteries, energy storage batteries and distilled water. The detailed application of product types and their applications are enlisted in "Other Information" section of this report.

International Certification

| Standard | Description | Certified By | Certified Since |
|-----------|--|----------------|-----------------|
| ISO 9001 | Quality Management System | Bureau Veritas | 2000 |
| ISO 14001 | Environment Management System | Bureau Veritas | 2018 |
| ISO 45001 | Occupation Health & Safety Management System | Bureau Veritas | 2021 |
| ISO 50001 | Energy Management System | Bureau Veritas | 2020 |

Brands

The Company sells its products under the following brand names:

- Atlas
- AGS

GEOGRAPHICAL PRESENCE

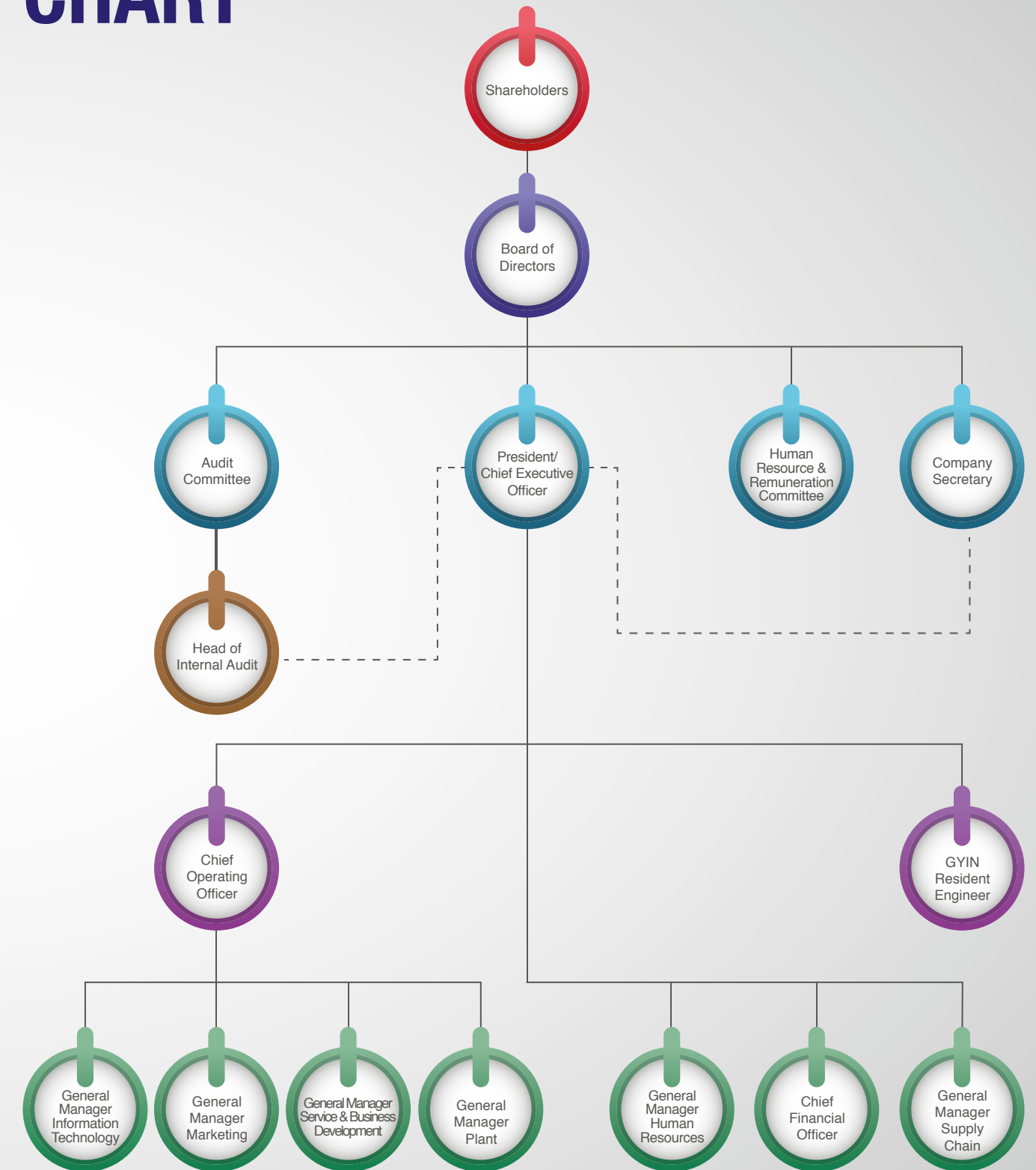


DEALERSHIP NETWORK

The Company has presence throughout the country with regional offices, extensive dealership network and service centers at all strategic locations.

There are 315 dealers and their network profile is available on our website www.abl.atlas.pk

ORGANIZATION CHART



— Administrative Reporting - - - Functional Reporting

COMPANY INFORMATION

Board of Directors

Aamir H. Shirazi
Chairman

Bashir Makki
Director

Fahd K. Chinoy
Director

Mehreen Amin
Director

Sanaullah Qureshi
Director

Toru Furuya
Director

Ali H. Shirazi
President / Chief Executive

Faizan Raza Nayani
Company Secretary

Audit Committee

Sanaullah Qureshi
Chairman

Bashir Makki
Member

Fahd K. Chinoy
Member

Faiz Ullah Ghazi
Secretary &
Head of Internal Audit

Human Resource and Remuneration Committee

Mehreen Amin
Chairperson

Ali H. Shirazi
Member

Bashir Makki
Member

Ahmar Waheed
Secretary

Management Committee

Ali H. Shirazi
President / Chief Executive

Mansoor Jamil Khan
Chief Operating Officer

Ahmar Waheed
General Manager Human Resources

Iftikhar ul Islam
General Manager Marketing

Muhammad Asher Ahmad
General Manager
Information Technology

Muhammad Rafi
General Manager Service &
Business Development

Rizwan Ahmed
Chief Financial Officer

Sheikh Adeel-ur-Rehman
General Manager Supply Chain

Tehseen Raza
General Manager Plant

Auditors

ShineWing Hameed Chaudhri & Co.
Chartered Accountants

Legal Advisors

Mohsin Tayebaly & Co.

Tax Advisors

EY Ford Rhodes
Chartered Accountants

Bankers

Allied Bank Limited
Askari Bank Limited
Bank Alfalah Limited
Faysal Bank Limited
Habib Bank Limited
Habib Metropolitan Bank Limited
Meezan Bank Limited
National Bank of Pakistan
Soneri Bank Limited
United Bank Limited

Share Registrar

Hameed Majeed Associates (Pvt) Limited
Karachi Chambers, Hasrat Mohani Road, Karachi
Tel: (021) 32424826 & 32469573
Fax: (021) 32424835
E-mail: shares@hmaconsultants.com.pk

Registered Office & Factory

D-181, Central Avenue, S.I.T.E.,
Karachi-75730
UAN: 111-247-225
Fax: (021) 32564703

Karachi Sales Office

4-C, Khayaban-e-Tanzeem,
Tauheed Commercial, Phase V,
D.H.A., Karachi
Tel: (021) 35877911-15
Fax: (021) 35877916

Karachi Service Center

PPI Building,
Near Sindh Secretariat,
Karachi
Tel: (021) 32636057 & 32626478

Sukkur Sales Office and Service Center

Pak Memon
Cooperative Housing Society,
Opposite Government
Wheat Godown,
Shikarpur Bypass, Sukkur
Tel: (071) 5806124-26

Lahore Sales Office

Plaza No. 68/1,
XX-DHA Lahore Cantt.,
Phase 3, D.H.A., Lahore
Tel: (042) 37186388-91

Lahore Service Center

U-STORE-3, Moaza Maraka,
Multan Road, Lahore

Faisalabad Sales Office and Service Center

54 Chenab Market,
Madina Town, Faisalabad
Tel: (041) 8713127

Multan Sales Office

Azmat Wasti Road,
Chowk Dera Adda, Multan-60000
Tel: (061) 4548017

Multan Service Center

Plot No. 109-110,
Multan Industrial Estate,
Phase II, Multan
Tel: (061) 6538715-8

Peshawar Sales Office and Service Center

First Floor, Zeenat Plaza,
G.T. Road, Peshawar
Tel: (091) 2262485

Islamabad Sales Office

Ground Floor, Plot No. 784/785,
Islamabad Corporate Center,
Golra Road, Islamabad
Tel: (051) 5495638 & 5495788

Rawalpindi Service Center

New Naralla Market,
Shop No. 3, IJP Road,
Near Metro Bus Station, Rawalpindi
Tel: (051) 4856515

Rahim Yar Khan Sales Office

Makhdoom Altaf Road,
West Sadiq, Canal Bank,
Near City School, Rahim Yar Khan
Tel: (068) 5883415-7 & (068) 5888068

Sahiwal Sales Office and Service Center

Plot No. 449-1, Ice Factory,
Main G.T. Road,
Near Pakpattan Chowk, Sahiwal
Tel: (040) 4400445 & 4400545

Company Website

www.abl.atlas.pk

Email Address

abl@abl.atlas.pk



STRATEGIC OBJECTIVES

The Company is determined to follow its key strategic objectives and gauge the performance against parameters laid down by the Company. They are regularly monitored and will remain relevant in measuring ongoing progress.

| Objectives | Nature | Strategy | Resource Allocation Plan | KPIs | Actual Results |
|--|--------------------|--|---|---|--|
| To provide highest level of satisfaction to our customers and value for their money. | Short to long term | <ul style="list-style-type: none"> Deploying state-of-the-art manufacturing facilities with latest technology for enhanced quality Providing expeditious after sales services and claim settlements Train associates, consumers and dealers | <ul style="list-style-type: none"> Intellectual Capital Social & Relationships Capital | <ul style="list-style-type: none"> Claim Settlement Period Warranty Claim Expense Market share Value growth | <ul style="list-style-type: none"> Total of 970 training sessions during the year provided to dealers and OEMs. |
| To expand sales of the Company in all segments | Short to long term | <ul style="list-style-type: none"> Market penetration through expansion in dealership network Providing quality after sales services Maintaining international product quality standards Promoting Brand Equity | All Capitals | <ul style="list-style-type: none"> Sales and profitability Market share | <ul style="list-style-type: none"> Achieved sales of Rs.41.8 billion, higher by 67.2% Achieved profitability of Rs.2,201 million, up by 219.3% |
| To be committed to good corporate citizenship and compliance with laws and regulations | Short to long term | <ul style="list-style-type: none"> Deployment of strong internal control framework Hiring of team of qualified and experienced staff to ensure compliance with laws | <ul style="list-style-type: none"> Human Capital Intellectual Capital Financial Capital | <ul style="list-style-type: none"> Number of compliances Reporting Awards | <ul style="list-style-type: none"> No non-compliances were reported during the year 16th Employers' Federation of Pakistan best practices award on Occupational, Safety and Health |
| To ensure workplace health and safety. | Short to long term | <ul style="list-style-type: none"> Creating healthy work environment complying with all SOPs and best practices | <ul style="list-style-type: none"> Human Capital Manufactured Capital Financial Capital Social and Relationship Capital | <ul style="list-style-type: none"> Number of accidents Employee turnover and feedback on surveys | <ul style="list-style-type: none"> No major accidents took place |

| Objectives | Nature | Strategy | Resource Allocation Plan | KPIs | Actual Results |
|--|--------------------|---|--|--|--|
| <p>To recruit and retain the best people and provide adequate training.</p> <p>To recognize that Leadership, Empowerment and Accountability are essential for corporate success.</p> | Short to long term | <ul style="list-style-type: none"> · Hiring staff on merit basis · Training and education · Succession planning of potential associates · Job rotation and career development · Encourage ideas from bottom to top | <ul style="list-style-type: none"> · Human Capital · Financial Capital | <ul style="list-style-type: none"> · Man days of training · Number of successors | <ul style="list-style-type: none"> · Altogether 341 and 133 associates benefited from internal trainings and external training / conferences, respectively during the year. |
| To ensure optimum cost levels | Short to long term | <ul style="list-style-type: none"> · Cost efficiencies through effective resourcing · Process innovations for reduction in wastages and rejections · Energy Efficient Measures | <ul style="list-style-type: none"> · Manufactured Capital · Human Capital · Financial Capital | <ul style="list-style-type: none"> · Reduction in wastages · Use of Renewable Energy · Water recycling for resource savings | <ul style="list-style-type: none"> · Solar capacity upto 400 KW. · Increased use of recycled water |

Relationship between Company's Results and Management's Objectives

The management has set objectives after detailed analysis and consideration which includes numerous factors such as market conditions, economic affairs of local and international markets, prevailing industry norms, operations, available resources, financial capacity, liquidity, historical experiences and customer demand.

The Company focuses on superior quality, product innovation, HSE improvement and initiatives for highest level of customer satisfaction.

Significant changes in Management Objectives and Strategies

There have been no significant changes in objectives and strategies of the Company as compared to previous year.

BUSINESS MODEL

The Company is guided by sustainability framework which is a product of Atlas Group's fundamental business doctrine "The Atlas Way" which comprises of the principles of "ATLAS CULTURE" and "ATLAS SYSTEMS"

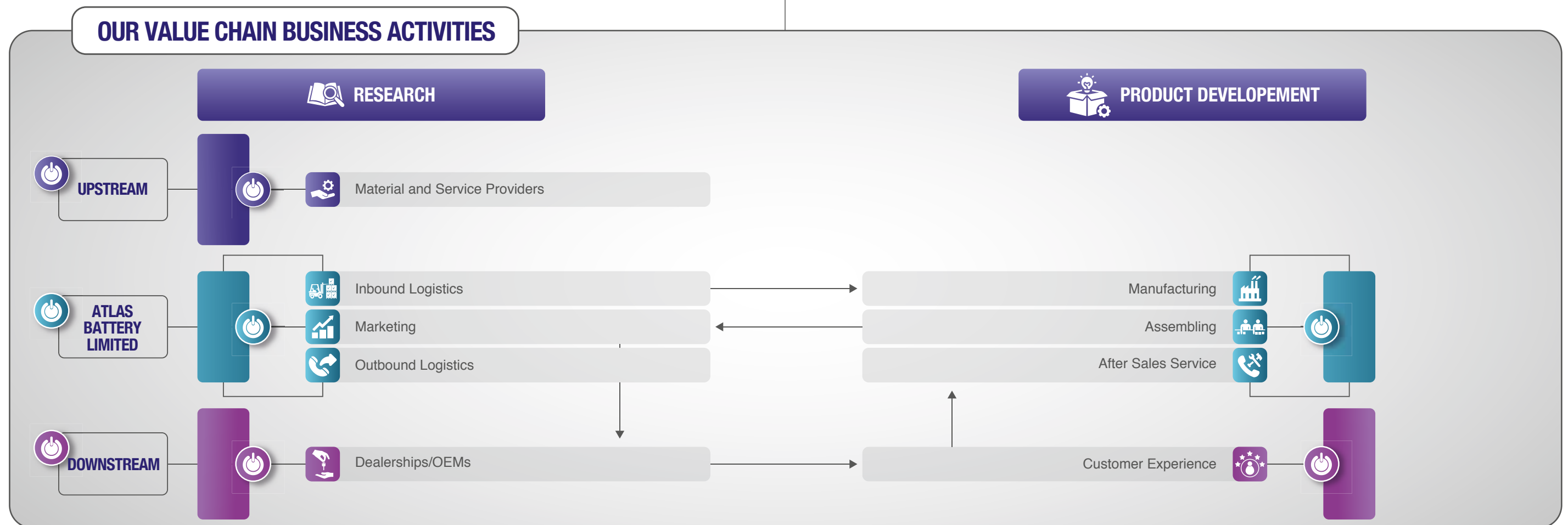
ATLAS CULTURE

- Corporate Governance
- Respect, Recognition and Reward (3Rs)
- Value of time
- Recruitment and career advancement based on integrity, merit, experience and skills
- Education and training of staff and descendants
- Self-reliance
- Leading by example
- Humility and excellence
- Living with one's means, saving for the future and donating for good cause
- To be happy and healthy

ATLAS SYSTEMS

- Management by Objectives (MBO) to align activities towards agreed Company goals
- Implementing 7S vision (Strategy, Structure, System, Style, Staff, Skills and Shared Values) for the Company
- Inducting and retaining competent and skilled staff – right man for the right job
- Using BCG model for strategic direction
- Creating value through implementation of internal controls (SOPs and policy manuals)
- Management development to produce performers, organization builders and strategists
- Active participation in management meetings for continuous performance improvement
- Ensuring accuracy and control performance improvement
- Ensuring accuracy and control of information / data through efficient MIS
- Judicious sharing of profitability between employee bonuses, dividend payout and profit retention

HOW WE CREATE VALUE FOR OUR STAKEHOLDERS



OUR CAPITALS INPUT

Financial
Stable Financial Position

Intellectual
Partnership with GS Yuasa
Atlas Way
Technical Expertise
Brand Equity
Diversified Product Mix

Human
Strong Corporate Governance
Highly Proficient Workforce

Manufactured
Advanced Manufacturing Facility
ERP & MIS

Social and Relationship
Brand Loyalty
Relationship with Customers,
Suppliers, Communities and
other Stake holders

Natural
Material
Renewable And Non Renewable
Energy

VALUE CREATED IN 2023 OUTCOMES

Customers
Satisfied Customers | Millions

Investors
Returns to Investors | Sustainable
Return On Equity | 30.4%
Dividend Payout Ratio | 51.7%

Employees
Workforce | Highly Motivated
Training attended | 474 associates
Wealth Distributed | 5.1%

Partners
Wealth Distributed | 68.4%
Collaboration with vendors to
provide quality products to our
valued customers.

Communities
Uplifting standards of
communities through
various initiatives

**Governing Bodies and
Regulations**
Wealth Distributed | 19.9%
Contribute towards growth
of Pakistan through direct
and indirect taxes.



SEAMLESS SOLUTIONS, ENDLESS POSSIBILITIES

AGS offers a wide range of energy storage solutions, empowering individuals and businesses to thrive in various conditions, from bustling cities to remote locations, without compromising on performance.



Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (“AGM”) of the shareholders of Atlas Battery Limited (“the Company”) will be held at 9:30 a.m. on Friday, September 29, 2023 at 2nd Floor, Federation House, Sharae Firdousi, Clifton, Karachi, and / or online through Zoom to transact the following business:

Ordinary Business:

1. To confirm Minutes of Extraordinary General Meeting held on May 19, 2023.
2. To receive, consider and adopt the Audited Annual Financial Statements of the Company for the year ended June 30, 2023 together with the Chairman’s Review, Directors’ and Auditors’ Reports, thereon.

As required under section 223(7) of the Companies Act 2017, Financial Statements of the Company has been uploaded on the website of the Company, which can be downloaded from the following link / QR code:

<https://www.abl.atlas.pk/financial-reports/>



3. To consider and approve the payment of final cash dividend at the rate of 100% (Rs.10.00 per share) for the year ended June 30, 2023 as recommended by the Board of Directors. This is in addition to 225% (Rs.22.50 per share) interim cash dividend already paid.
4. To appoint auditors and fix their remuneration for the year ending June 30, 2024. The present auditors M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.

Special Business:

5. To consider and approve increase in authorized capital and subsequent amendment in the Memorandum and Articles of Association of the Company, as recommended by the Board of Directors.

In order to give effect to the aforesaid, if thought fit, pass with or without modification(s) the following resolutions as Special Resolution:

- 5.1 RESOLVED “that the authorized capital of the Company be and is hereby increased from Rs.500,000,000/- (Rupees five hundred million only) to Rs.1,500,000,000/- (Rupees one billion five hundred million only) by creation of 100,000,000 (one hundred million) new ordinary shares of Rs.10/- each.”
- 5.2 FURTHER RESOLVED “that the Memorandum and Articles of Association of the Company be and are hereby altered by substituting the figures and words of Rs.500,000,000/- (Rupees five hundred million only) divided into 50,000,000 (fifty million) ordinary shares of Rs.10/- each appearing in Clause 5 of the Memorandum of Association and Article 8 of the Articles of Association with the words and figures of Rs.1,500,000,000/- (Rupees one billion five hundred million only) divided into 150,000,000 (one hundred fifty million) ordinary shares of Rs.10/- each.”
- 5.3 FURTHER RESOLVED “that the ordinary shares when issued shall carry equal voting rights and rank pari passu with the existing ordinary shares of the Company in all respect / matters in conformity with the provisions of the Companies Act, 2017.”
- 5.4 FURTHER RESOLVED “that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions.”
6. To consider and approve amendment in Article 132 of the Articles of Association of the Company, as recommended by the Board of Directors.

In order to give effect to the aforesaid, if thought fit, pass with or without modification(s) the following resolutions as Special Resolution:

- 6.1 RESOLVED “that the Article 132 of the Articles of Association of the Company be amended to read as under:

132. When in their opinion the profits of the Company permit, the Directors may declare interim dividend as well as fully paid bonus shares.

In lieu of;

132. When in their opinion the profits of the Company permit, the Directors may declare interim dividend".

6.2 FURTHER RESOLVED "that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions."

7. To consider and approve circulation / dissemination of Annual Audited Financial Statements through QR enabled code and weblink as recommended by the Board of Directors.

In order to give effect to the aforesaid, if thought fit, pass with or without modification(s) the following resolutions as Special Resolution:

7.1 RESOLVED "that pursuant to compliance of S.R.O. 389(I)/2023 dated March 21, 2023, the Company may circulate the annual balance sheet, profit and loss account, auditors' report and directors' report etc. ("annual audited financial statements") to its members through QR enabled code and weblink instead of transmitting the same through CD / DVD / USB."

7.2 FURTHER RESOLVED "that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions."

A statement under Section 134(3) of the Companies Act, 2017 pertaining to the Special Business referred to above is annexed to this Notice of Meeting.

Other Business:

8. To transact any other business with the permission of the Chair.

BY ORDER OF THE BOARD

Faizan Raza Nayani
Company Secretary

Karachi: September 08, 2023

NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from September 15, 2023 to September 29, 2023 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. Hameed Majeed Associates (Private) Limited, Karachi Chambers, Hasrat Mohani Road, Karachi before the close of business on September 14, 2023 will be considered in time for determination of entitlement of shareholders to cash dividend and to attend and vote at the meeting.

2. Participation in General Meeting

A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote on his / her behalf. In case of a corporate entity, being a member, may appoint as its proxy any of its officials or any other person, through Board Resolution / Power of Attorney.

The instrument appointing proxy must be received at the Registered Office of the Company or at the office of our Share Registrar or through email at investor.relations@abl.atlas.pk not less than 48 hours before the time of the meeting. A proxy form is attached in the last portion of the Annual Report.

3. Guidelines to the General Meeting for CDC Account Holders

CDC Account Holders will have to follow the guidelines below as laid down in Circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan:

For Attending the Meeting

- a) In case of individual, the account holder or sub-account holder whose securities and their registration details are up-loaded as per the CDC Regulations, shall authenticate his / her identity by showing his / her original Computerized National Identity Card ("CNIC") or original passport at the time of attending the general meeting.
- b) In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature and attested copy of valid CNIC of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

For Appointing Proxies

- a) In case of individual, the account holder or sub-account holder whose securities and their registration details are up-loaded as per the CDC Regulations, shall submit the proxy form as per above requirement.
- b) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- c) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- d) The proxy shall produce his / her original CNIC or original passport at the time of the meeting.
- e) In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature and an attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.

4. Change of Address

Members are requested to immediately inform the Company's Share Registrar of any change in their mailing address.

5. Submission of Computerized National Identity Card (CNIC) or National Tax Number (NTN) or Passport

The shareholders are informed that as per Sub Clause 9 (i) of Regulation 4 of Companies (Distribution of Dividends) Regulations, 2017 the identification of the registered shareholder or its authorized person should be made available with the Company. Therefore, it is requested that shareholders must provide copy of their valid CNIC (in case of individual) or NTN (in case of other than individual) or Passport (in case of foreign individual) along with their folio number by mail or email to the Company Secretary or Share Registrar, unless it has been provided earlier.

6. E-Dividend

As per Section 242 of the Companies Act, 2017 it is mandatory for the public listed companies to pay cash dividend to its shareholders only through electronic mode, directly into bank account designated by the entitled shareholders. Therefore, all shareholders are requested to provide their valid bank account details (if it is not provided earlier) in the "Dividend Mandate Form", attached in the last portion of this report at the earliest. Shareholders maintaining shareholding under Central Depository System (CDS) are advised to submit their bank mandate information directly to the relevant participant / CDC Investor Account Service.

7. Zakat Declaration (CZ-50)

Zakat will be deducted from the dividends at source at the rate of 2.5% of the paid-up value of the share (Rs.10 each) and will be deposited within the prescribed period with the relevant authority as per the prescribed regulations. In case of claiming exemption, Zakat Declaration CZ-50 Form under Zakat and Ushr Ordinance, 1980 and Rule 4 of Zakat (Deduction and Refund) Rules, 1981 shall be submitted to the Company Secretary / Share Registrar. The shareholders must write Atlas Battery Limited's name and their respective Folio Number or CDS Account Number on Zakat Declarations.

8. Unclaimed Dividend

As per Section 244 of the Companies Act, 2017 any dividend and / or share certificate which are remained unclaimed or unpaid for a period of three years from the date these have become due and payable, the Company shall be liable to deposit those unclaimed / unpaid amounts with the Federal Government as per the directives to be issued by SECP from time to time.

9. Withholding Income Tax on Dividend

The latest Active Taxpayers List (ATL) available at Federal Board of Revenue (FBR) website would be considered to determine the status of filer or non-filer and tax will be deducted accordingly at the prescribed rates. All shareholders are advised to take necessary action for inclusion of their names in ATL, to avoid higher rate of tax deduction. To claim exemption of withholding income tax on dividend amount, valid exemption certificate is required to be submitted to the Company Secretary / Share Registrar before book closure. Further, in respect of joint shareholders, their shareholding will be treated as equal for tax deduction purposes unless ratio / share (if any) is intimated by the shareholder to the Company Secretary / Share Registrar before book closure.

10. Annual Audited Accounts through E-mail / CD / DVD / USB

Pursuant to the SECP Notification vide SRO 470(1)/2016 dated May 31, 2016, the Company in the Extra Ordinary General Meeting held on May 19, 2017, obtained the approval of the shareholders to circulate the annual audited accounts through electronic medium, i.e. through CD / DVD / USB at their registered address instead of transmitting hard copies. Accordingly, the Company has sent its Annual Report 2023 in the form of CD. Financial statements have also been placed on Company's website.

Shareholders may request the Company Secretary or Share Registrar of the Company for transmitting the hard copy of annual audited accounts by filing a 'Standard Request Form' available on Company's website and the same will be provided at his / her registered address, free of cost, within one week of receipt of request.

Members are also hereby informed that pursuant to SECP Notification vide SRO 787(1)/2014 dated September 8, 2014, and under Section 223(6) of the Companies Act, 2017 circulation of Audited Financial Statements and Notice of Annual General Meeting has been allowed in electronic format through email.

In compliance with the above requirements, soft copies of the Annual Report 2023 are being emailed to those members who opted to receive such communication via email. Other members who wish to receive the Annual Report 2023 via email may file an application as per the form provided on the Company's website in compliance with the subject SRO.

Members are also hereby informed that pursuant to SECP Notification vide S.R.O. 389 (I)/2023 dated March 21, 2023 circulation of Audited Financial Statements has been allowed through QR enabled code, and weblink and considering technological advancements and old technology becoming obsolete, the circulation of annual financial statements through CD / DVD / USB may be discontinued from next year.

11. Participation through video conferencing facility

The shareholders, can now participate in the AGM proceedings via video link also. Those members who are willing to attend and participate in the AGM via video link are requested to register themselves by sending an email along with following particulars and valid copy of both sides of Computerized National Identity Card (CNIC) at investor.relations@abl.atlas.pk with subject of 'Registration for AGM' not less than 48 hours before the time of the meeting:

| Name of Shareholder | CNIC No. | Folio No. / CDC Account No. | Cell No. | Email Address |
|---------------------|----------|-----------------------------|----------|---------------|
| | | | | |

Members who will be registered, after necessary verification as per the above requirement, will be provided a password protected video link by the Company via email. The said link will remain open from 9:20 a.m. on the date of AGM till the end of the meeting.

12. E-Voting

Members can exercise their right to poll subject to meeting the requirement of Section 143 to 145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018 ("the Regulations").

The members are hereby notified that pursuant to the Regulations amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan (“SECP”), SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of the Company will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business as per the following procedures:

- **Procedure for E-Voting:**

- a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC, cell numbers and e-mail addresses available in the register of members of the Company by the close of business of September 14, 2023.
- b) The web address and login details will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- c) Identity of the members intending to cast vote through E-Voting shall be authenticated through electronic signature or authentication for login.
- d) E-Voting lines will start from 9:00 a.m. on September 26, 2023 and shall close at 5:00 p.m. on September 28, 2023. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

- **Procedure for Voting Through Postal Ballot:**

The members shall ensure that duly filled and signed ballot paper, along with copy of CNIC, should reach the Chairman of the meeting through post with the address of office of the Company / Share Registrar or through email at investor.relations@abl.atlas.pk, by close of business on September 28, 2023. The signature on the ballot paper shall match the signature on CNIC.

For the convenience of members, ballot paper is attached in the last portion of this report and the same is also available on Company’s website at www.abl.atlas.pk for download.

13. Deposit of Physical Shares in CDC Accounts

As per Section 72 of the Companies Act, 2017 every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the SECP, within a period not exceeding four years from the commencement of the Companies Act, 2017 i.e. May 31, 2017.

In order to comply with the directives, the physical shareholders are once again requested to convert their shares into book-entry form by opening CDC sub-account with any of the brokers or investors account directly with CDC to place their physical shares into scrip less form.

For any query / information, the investors may contact the Company / Share Registrar at the following:

| Company’s Registered Office | Share Registrar |
|--|--|
| D-181, Central Avenue, S.I.T.E., Karachi-75730 | M/s. Hameed Majeed Associates (Private) Limited, |
| UAN: 111-247-225 | Karachi Chambers, Hasrat Mohani Road, Karachi. |
| Fax: (021) 32564703 | Tel: (021) 32424826 & 32469573 |
| | Fax: (021) 32424835 |

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

This statement is annexed to the Notice of the Annual General Meeting of Atlas Battery Limited to be held on September 29, 2023 at which certain special business is to be transacted. The purpose of this statement is to set forth the material facts concerning such special business.

ITEM NO. 5 OF THE AGENDA

The current authorized capital of the Company is Rs.500,000,000/- (Rupees five hundred million only) divided into 50,000,000 (fifty million) ordinary shares of Rs.10/- each.

In order to cater for increase in paid up share capital in future, the Board of Directors has recommended that the authorized capital be increased from Rs.500,000,000/- to Rs.1,500,000,000/- by creation of additional 100,000,000 ordinary shares of Rs.10/- each. The proposed increase in the authorized capital of the Company will also necessitate amendments in Clause 5 of the Memorandum of Association and Article 8 of the Articles of Association of the Company to reflect the increase in authorized capital of the Company. For this purpose, a special resolution is required to be considered and approved in this meeting.

| Memorandum of Association | | |
|---------------------------|--|---|
| Clause No. | Existing Clause | Proposed Amendment |
| 5 | The Share Capital of the Company is raised to Rs. 500.0 million divided into 50.0 million shares of Rs. 10/- each. The Company shall have power to increase or reduce the share capital. The original, increased or reduced share capital may be divided into several classes, and may be issued with any preferential, deferred, qualified or special rights, privileges and conditions, or with such qualification as regards preference, dividend, return of capital, voting or other special incidents and be held on such terms as may be attached thereto; such rights shall not be alterable otherwise than pursuant to the provisions of the Company's Articles of Association for the time being. | The Share Capital of the Company is raised to Rs.1,500 million divided into 150 million shares of Rs.10/- each. The Company shall have power to increase or reduce the share capital. The original, increased or reduced share capital may be divided into several classes, and may be issued with any preferential, deferred, qualified or special rights, privileges and conditions, or with such qualification as regards preference, dividend, return of capital, voting or other special incidents and be held on such terms as may be attached thereto; such rights shall not be alterable otherwise than pursuant to the provisions of the Company's Articles of Association for the time being. |

| Articles of Association | | |
|-------------------------|--|---|
| Articles No. | Existing Article | Proposed Amendment |
| 8 | The Share Capital of the Company is raised to Rs. 500.0 million divided into 50.0 million shares of Rs. 10/- each. | The Share Capital of the Company is raised to Rs.1,500 million divided into 150 million shares of Rs.10/- each. |

ITEM NO. 6 OF THE AGENDA

In order to empower the Board of Directors of the Company to issue fully paid interim bonus shares, as and when required, the following amendment in the Articles of Association is proposed:

| Article No. | Existing Article | Proposed Amendment |
|-------------|--|---|
| 132 | When in their opinion the profits of the Company permit, the Directors may declare interim dividend. | When in their opinion the profits of the Company permit, the Directors may declare interim dividend as well as fully paid bonus shares. |

ITEM NO. 7 OF THE AGENDA

The Board of Directors has recommended to the members of the Company that SECP has notified through S.R.O. 389 (I)/2023 dated March 21, 2023, whereby subject to the approval of shareholders in the general meeting, the listed companies have been allowed to circulate the annual balance sheet and profit and loss account, auditor's report and directors' report, etc. ("annual audited financial statements") to its members through QR enabled code and weblink and considering technological advancements and old technology becoming obsolete, the circulation of annual financial statements through CD / DVD / USB may be discontinued from next year. Accordingly, approval is hereby sought from shareholders to comply with the requirements of the said SRO.

The Directors are not interested in these businesses except as shareholders of the Company. Further, the Board of Directors hereby confirm that the proposed amendments in the Memorandum of Association and Articles of Association are in line with the applicable laws and regulatory framework.

Information for Shareholders

Company's Registered Office

D-181, Central Avenue, S.I.T.E., Karachi-75730

UAN: 111-247-225

Fax: (021) 32564703

Share Registrar

M/s. Hameed Majeed Associates (Private) Limited

Karachi Chambers, Hasrat Mohani Road, Karachi.

Tel: (021) 32424826 & 32469573

Fax: (021) 32424835

Listing on Stock Exchange

Atlas Battery Limited is listed on Pakistan Stock Exchange Limited (PSX).

Listing Fee

The annual listing fee for the financial year 2023-24 has been paid within the prescribed time limit.

Stock Symbol

The stock symbol for dealing in equity shares of Atlas Battery Limited at PSX is 'ATBA'.

Statutory Compliance

During the year, the Company has complied with all applicable provisions, filed all returns / forms and furnished all the relevant particulars as required under the Companies Act, 2017 and allied rules, the Securities and Exchange Commission of Pakistan (SECP) regulations and the listing requirements.

Dividend Announcement

The Board of Directors has recommended a final cash dividend @ 100% (Rs.10.00 per share) for the year ended

June 30, 2023 subject to approval by shareholders of the Company at the forthcoming Annual General Meeting. This is in addition to 225% (Rs.22.50 per share) interim cash dividend already paid by the Company, taking the total cash distribution for the year to 325% (Rs.32.50 per share).

Share Transfer System

Physical share transfers received by the Company's Share Registrar are registered within 15 days from the date of receipt, provided the documents are completed in all respects.

Book Closure Dates

The Register of Members and Share Transfer Books of the Company will remain closed from September 15, 2023 to September 29, 2023 (both days inclusive).

Annual General Meetings

Pursuant to Section 132 of the Companies Act, 2017 Company holds a General Meeting of shareholders at least once a year. Every shareholder has a right to attend the General Meeting. The notice of such meeting is sent to all shareholders at least 21 days before the meeting and also advertised in at least one English and one Urdu newspaper having nationwide circulation.

Proxies

Pursuant to Section 137 of the Companies Act, 2017 and according to the Memorandum and Articles of Association of the Company, every shareholder of the Company who is entitled to attend and vote at a general meeting of the Company can appoint another member as his / her proxy to attend and vote on his / her behalf. Every notice calling a general meeting of the Company contains a statement that a shareholder entitled to attend and vote is entitled to appoint a proxy, who ought to be a member of the Company.

The instrument appointing a proxy (duly signed by the shareholder appointing that proxy) should be submitted at the registered office of the Company not less than 48 hours before the meeting.

Financial Calendar

The Company's financial year starts on July 01 and ends on June 30 of subsequent year.

Financial results will be announced as per the following tentative schedule:

| | |
|---------------------------------------|------------------------------|
| Annual General Meeting | Last week of September, 2023 |
| 1st quarter ending September 30, 2023 | Last week of October, 2023 |
| Half year ending December 31, 2023 | Last week of February, 2024 |
| 3rd quarter ending March 31, 2024 | Last week of April, 2024 |
| Year ending June 30, 2024 | Last week of August, 2024 |

Website

Updated information about the Company can be accessed at www.abl.atlas.pk. The website contains latest financial results of the Company together with Company's profile and product range, etc.

Capital Structure

The paid-up capital of the Company stands at Rs.350.2 million represented by 35.02 million shares of Rs.10/- each. The balance sheet footing stands at Rs.19.9 billion and net worth of Rs.7.3 billion.

The Company is a subsidiary of Shirazi Investments (Private) Limited which holds 58.86% shareholding. Another major shareholder of the Company is GS Yuasa International Limited – Japan who holds 15.00% shareholding.

Adequacy of the Capital Structure

The capital structure is adequate for the foreseeable future. In case of any inadequacy identified, the Company has sufficient avenues, such as issuance of right shares and / or obtaining term financing.

Shares held by Directors / Sponsors / Executives

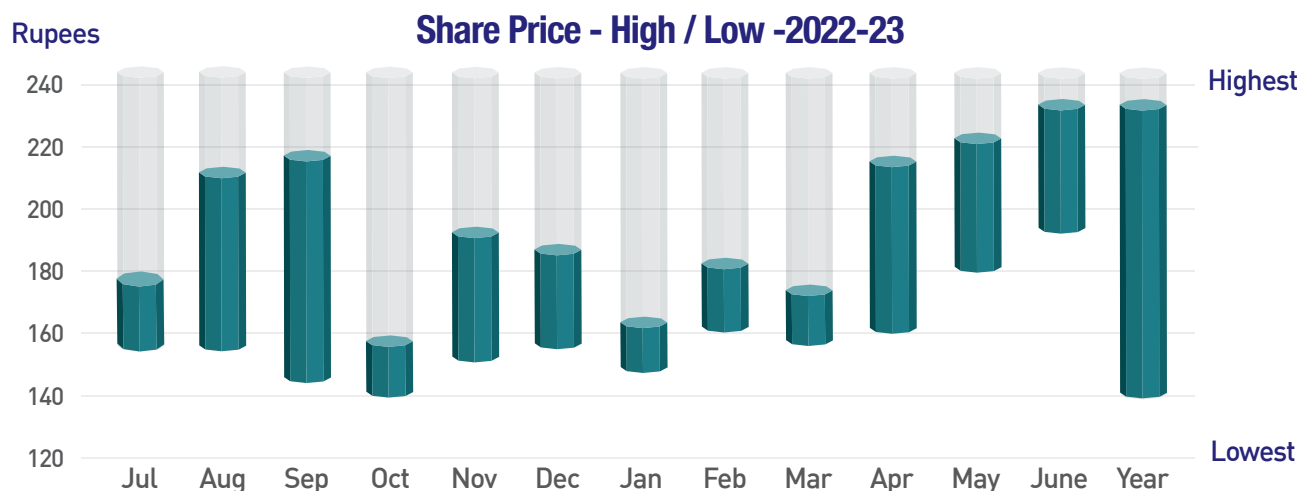
Details of shares held by Directors / Sponsors / Executives are given in Pattern of Shareholding.

Market Capitalization, Share Price and Volume Data

During the year, the highest share price of the Company recorded at Pakistan Stock Exchange (PSX) was Rs.236 on June 09, 2023. The market capitalization at that instant was Rs.8.26 billion.

The following table shows the monthly high, low and closing share prices of the Company and the volume of shares traded on PSX during the financial year ended June 30, 2023.

| Months | Highest (Rs.) | Lowest (Rs.) | Closing (Rs.) | No. of Shares Traded | Market Capitalization in Value * (Rs. in bln) |
|--------|---------------|--------------|---------------|----------------------|---|
| Jul | 180.50 | 155.00 | 159.26 | 388,400 | 5.06 |
| Aug | 214.00 | 155.25 | 210.67 | 672,900 | 5.99 |
| Sep | 219.49 | 145.00 | 146.65 | 501,900 | 7.69 |
| Oct | 160.00 | 140.00 | 153.91 | 315,500 | 5.60 |
| Nov | 195.00 | 152.00 | 186.83 | 1,051,300 | 6.83 |
| Dec | 189.00 | 156.00 | 163.07 | 340,300 | 6.62 |
| Jan | 166.38 | 148.00 | 165.23 | 174,000 | 5.83 |
| Feb | 184.80 | 161.00 | 162.15 | 536,500 | 6.47 |
| Mar | 176.40 | 157.02 | 162.36 | 296,400 | 6.18 |
| Apr | 217.98 | 160.57 | 211.06 | 596,600 | 7.63 |
| May | 225.00 | 180.50 | 201.46 | 674,000 | 7.88 |
| June | 236.00 | 193.05 | 204.39 | 724,500 | 8.26 |
| Year | 236.00 | 140.00 | 204.39 | 6,272,300 | 8.26 |



Statement of Value Addition

Year ended June 30

Wealth Generated:

Sales including Sales Tax
Other Income

| 2023 | | 2022 | |
|-------------------|--------------|-------------------|--------------|
| (Rs. in '000) | % age | (Rs. in '000) | % age |
| 49,943,275 | 99.9 | 29,839,989 | 99.9 |
| 72,346 | 0.1 | 34,747 | 0.1 |
| 50,015,621 | 100.0 | 29,874,736 | 100.0 |

Wealth distributed:

Cost of Material & Services

| | | | |
|------------|------|------------|------|
| 34,247,238 | 68.4 | 21,229,740 | 71.1 |
|------------|------|------------|------|

To Employees

Salaries & other related costs

| | | | |
|-----------|-----|-----------|-----|
| 2,534,932 | 5.1 | 1,677,299 | 5.6 |
|-----------|-----|-----------|-----|

To Government

Taxes
Workers' Profit Participation Fund
Workers' Welfare Fund

| | | | |
|------------------|-------------|------------------|-------------|
| 9,653,580 | 19.3 | 5,373,390 | 18.0 |
| 198,765 | 0.4 | 61,190 | 0.2 |
| 78,421 | 0.2 | 24,950 | 0.1 |
| 9,930,766 | 19.9 | 5,459,530 | 18.3 |

To Providers of Capital

Dividend to Shareholders
Finance Cost

| | | | |
|------------------|------------|----------------|------------|
| 1,138,053 | 2.3 | 350,170 | 1.2 |
| 552,066 | 1.1 | 389,439 | 1.3 |
| 1,690,119 | 3.4 | 739,609 | 2.5 |

To Society

Donation

| | | | |
|--------|-----|--------|---|
| 71,377 | 0.1 | 11,950 | - |
|--------|-----|--------|---|

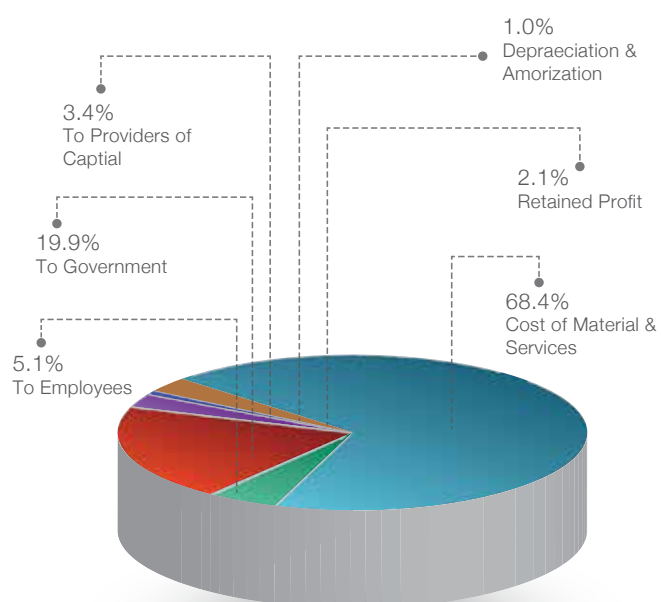
Retained in the Business

For replacement of Fixed Assets:
Depreciation & Amortization
To provide for Growth: Retained Profit

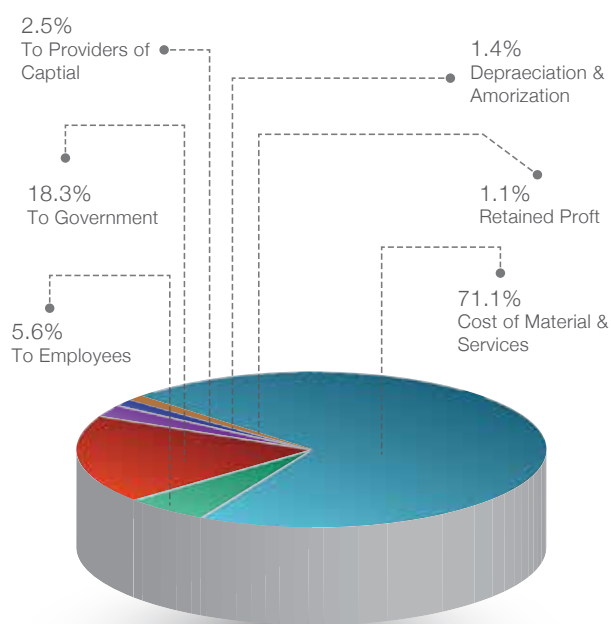
| | | | |
|-----------|-----|---------|-----|
| 478,000 | 1.0 | 417,341 | 1.4 |
| 1,063,189 | 2.1 | 339,267 | 1.1 |
| 1,541,189 | 3.1 | 756,608 | 2.5 |

| | | | |
|-------------------|--------------|-------------------|--------------|
| 50,015,621 | 100.0 | 29,874,736 | 100.0 |
|-------------------|--------------|-------------------|--------------|

2023



2022



Pattern of Shareholding

AS AT JUNE 30, 2023

| NO. OF SHAREHOLDERS | HAVING SHARES | | SHARES HELD | PERCENTAGE |
|---------------------|---------------|------------|-------------------|----------------|
| | FROM | TO | | |
| 795 | 1 | 100 | 24,585 | 0.07% |
| 759 | 101 | 500 | 202,175 | 0.59% |
| 352 | 501 | 1,000 | 266,618 | 0.76% |
| 564 | 1,001 | 5,000 | 1,263,787 | 3.61% |
| 104 | 5,001 | 10,000 | 697,686 | 1.99% |
| 36 | 10,001 | 15,000 | 440,019 | 1.26% |
| 14 | 15,001 | 20,000 | 241,159 | 0.69% |
| 16 | 20,001 | 25,000 | 364,793 | 1.04% |
| 7 | 25,001 | 30,000 | 195,824 | 0.56% |
| 3 | 30,001 | 35,000 | 96,037 | 0.27% |
| 4 | 35,001 | 40,000 | 155,421 | 0.44% |
| 1 | 40,001 | 45,000 | 44,712 | 0.13% |
| 1 | 45,001 | 50,000 | 47,000 | 0.13% |
| 1 | 55,001 | 60,000 | 58,072 | 0.17% |
| 5 | 60,001 | 65,000 | 317,507 | 0.91% |
| 1 | 65,001 | 70,000 | 65,650 | 0.19% |
| 1 | 70,001 | 75,000 | 70,575 | 0.20% |
| 2 | 75,001 | 80,000 | 155,781 | 0.44% |
| 1 | 85,001 | 90,000 | 86,637 | 0.25% |
| 3 | 100,001 | 105,000 | 303,887 | 0.87% |
| 1 | 125,001 | 130,000 | 125,192 | 0.36% |
| 1 | 160,001 | 165,000 | 163,518 | 0.47% |
| 1 | 195,001 | 200,000 | 197,828 | 0.56% |
| 2 | 215,001 | 220,000 | 435,775 | 1.24% |
| 1 | 480,001 | 485,000 | 484,137 | 1.38% |
| 1 | 610,001 | 615,000 | 610,632 | 1.74% |
| 1 | 640,001 | 645,000 | 643,742 | 1.84% |
| 1 | 655,001 | 660,000 | 655,111 | 1.87% |
| 1 | 735,001 | 740,000 | 739,191 | 2.11% |
| 1 | 5,250,001 | 5,255,000 | 5,252,516 | 15.00% |
| 1 | 20,610,001 | 20,615,000 | 20,611,466 | 58.86% |
| 2,682 | | | 35,017,033 | 100.00% |

The slabs representing nil holding have been omitted.

| Categories of Shareholders | Number of Shareholders | Number of Shares held | Percentage of Shares held |
|--|------------------------|-----------------------|---------------------------|
| Directors, Chief Executive and their spouse and minor children | 7 | 1,443 | 0.00% |
| Associated companies, undertakings & related parties (Note 1) | 4 | 27,118,356 | 77.44% |
| NIT and ICP | 5 | 3,375 | 0.01% |
| Banks, DFIs & NBFCs | 1 | 4,543 | 0.01% |
| Insurance Companies | 2 | 38,042 | 0.11% |
| Modarabas and Mutual Funds | 6 | 116,744 | 0.33% |
| Public Sector Companies & Corporations | 1 | 484,137 | 1.38% |
| General Public | | | |
| Local | 2,634 | 6,492,897 | 18.54% |
| Foreign | - | - | - |
| Others: | | | |
| Joint Stock Companies | 20 | 750,493 | 2.14% |
| Trustees Al-Bader Welfare Trust | 1 | 7,002 | 0.02% |
| Trustee of Iftikhar Shirazi Family Trust | 1 | 1 | - |
| | 2,682 | 35,017,033 | 100.00% |

Note:

1. Following shareholders are shown under Associated Companies category:

| | | |
|--|-------------------|---------------|
| Atlas Foundation | 643,742 | 1.84% |
| Atlas Insurance Limited | 610,632 | 1.74% |
| GS Yuasa International Limited - Japan | 5,252,516 | 15.00% |
| Shirazi Investments (Private) Limited | 20,611,466 | 58.86% |
| | 27,118,356 | 77.44% |

Pattern of Shareholding

AS AT JUNE 30, 2023

Information required under the Code of Corporate Governance

| Categories of Shareholders | Number of Shareholders | Number of Shares held | Percentage of Shares held |
|--|------------------------|-----------------------|---------------------------|
| Directors, Chief Executive and their spouse and minor children | | | |
| Mr. Aamir H. Shirazi | 1 | 1 | - |
| Mr. Ali H. Shirazi | 1 | 1 | - |
| Mr. Bashir Makki | 1 | 1 | - |
| Mr. Fahd Kamal Chinoy | 1 | 1,437 | - |
| Ms. Mehreen Amin | 1 | 1 | - |
| Mr. Sanauallah Qureshi | 1 | 1 | - |
| Mr. Toru Furuya | 1 | 1 | - |
| | 7 | 1,443 | 0.00% |
| Associated Companies, Undertakings and Related Parties | | | |
| Atlas Foundation | 1 | 643,742 | 1.84% |
| Atlas Insurance Limited | 1 | 610,632 | 1.74% |
| GS Yuasa International Limited - Japan | 1 | 5,252,516 | 15.00% |
| Shirazi Investments (Private) Limited | 1 | 20,611,466 | 58.86% |
| | 4 | 27,118,356 | 77.44% |
| NIT and ICP | | | |
| Investment Corporation of Pakistan | 4 | 3,080 | 0.01% |
| IDBL - (ICP Unit) | 1 | 295 | - |
| | 5 | 3,375 | 0.01% |
| Banks, Development Finance Institutions, Non-Banking Finance Companies, Insurance Companies and Modarabas | | | |
| | 3 | 42,585 | 0.12% |
| Mutual Funds | | | |
| | 6 | 116,744 | 0.33% |
| Public Sector Companies & Corporations | | | |
| State Life Insurance Coporation of Pakistan | 1 | 484,137 | 1.38% |
| General Public | | | |
| | 2,634 | 6,492,897 | 18.56% |
| Others | | | |
| | 22 | 757,496 | 2.16% |
| | <u>2,682</u> | <u>35,017,033</u> | <u>100.00%</u> |
| Shareholders holding 10% or more voting interest | | | |
| GS Yuasa International Limited - Japan | 1 | 5,252,516 | 15.00% |
| Shirazi Investments (Private) Limited | 1 | 20,611,466 | 58.86% |

BOARD OF DIRECTORS



Mr. Aamir H. Shirazi
Chairman

Mr. Aamir H. Shirazi is the President of Atlas Group. He graduated from the Claremont McKenna College and attended the OPM from the Harvard Business School. He has over 37 years of corporate management experience. He has to his credit, work experience in Honda – America. Besides working at various positions in Atlas Group, he has also served as the Chief Executive of Atlas Honda Limited for eleven years.

He is currently Chairman of Honda Atlas Cars (Pakistan) Limited, Atlas Honda, Atlas Battery, Atlas Engineering, and Atlas Autos. He serves on the Boards of Shirazi Investments (Group Holding Company), Shirazi Trading and Murree Brewery Company Limited. He is a member of the Board of Governors of Lahore University of Management Science and member Syndicate, University of Engineering & Technology, Lahore. He was appointed as a Professional Director on the Board of Lahore Stock Exchange for two consecutive terms by the Securities & Exchange Commission of Pakistan.

He has been serving the Honorary Consul General of Japan in Lahore and is the Patron-in-Chief of Pakistan Japan Cultural Association, Lahore.



Mr. Bashir Makki
Director

Mr. Bashir Makki is an MBA from IBA, Karachi and has over 40 years of diverse corporate management experience. He formerly worked with ICI Pakistan Limited for 22 years, which also included 2 years of secondment with ICI Malaysia Holdings, where he was actively involved in commercial and financial audits of ICI companies based in the Asia Pacific region.

He served in Atlas group for more than 17 years and was Director Group HR & HSE and a member of the Group Executive Committee. He is now operating a management consultancy firm, which specializes primarily in offering HR related services to corporate clients. He also serves on the Boards of Atlas Autos (Private) Limited, Atlas Power Limited and Shirazi Trading Company (Private) Limited.

He has also attended executive development programs at Harvard Business School, U.S.A. and Ashridge College in the U.K and is a 'Certified Director' from the Pakistan Institute of Corporate Governance.



Mr. Fahd K. Chinoy
Director

Mr. Fahd K. Chinoy holds a MBA from INSEAD (France) and a Bachelor of Arts in Economics and Political Science from the University of Pennsylvania, USA. He is currently CEO of Pakistan Cables Limited.

He has previously served in the banking industry, having worked with TD Securities in New York and Toronto as an Associate in various departments including Loan Syndications and Corporate Banking.

He serves on the Board of Directors of Atlas Battery Limited, MCB Arif Habib Savings and Investments Limited and the Amir Sultan Chinoy Foundation. He is also on the Board of Advisors for NOWPDP and is the President of the Board of Governors for Pakistan Society for Training & Development (PSTD). He is a 'Certified Director' from the Pakistan Institute of Corporate Governance and has previously served on the Board of Focus Humanitarian Assistance Pakistan.



Ms. Mehreen Amin
Director

Ms. Mehreen Amin has over 30 years of both local and international work experience in the areas of I.T., and Human Resource and Administration. She has worked in different related capacities in G.D. Searle U.K, Shell Pakistan Limited, Reckitt Benckiser Pakistan, ABN Amro Pakistan and Faysal Bank Pakistan. She has been the member on the Board of Governors of Pakistan Society of Training and Development, Member Executive Council of Indus Valley School of Art and Architecture and member on the Board of Pakistan Society of Human Resource Management. She is a 'Certified Director' from the Pakistan Institute of Corporate Governance.



Mr. Sanaullah Qureshi
Director

Mr. Sanaullah Qureshi is qualified as a Chartered Accountant from Scotland and joined ICI Pakistan Limited in 1962. He worked in different capacities as General Manager and Director in-charge of Finance, Human Resources and various other businesses of ICI. He retired as the Deputy Chairman of ICI in 1993. Mr. Qureshi joined as CEO of Forbes Forbes Campbell & Co. Limited, an old established Group dealing in shipping, trading and manufacturing. He retired from Forbes in 1995 and has since worked in advisory capacity with Captain-PQ Chemicals Industries Limited. He is the former President of Management Association of Pakistan and the Chairman of Gillette Pakistan Limited. He previously held directorship in Linde Pakistan Limited (formerly known as BOC Pakistan Limited), Faysal Bank Limited, SSGCL, Atlas Bank Limited, MYK Associates (Private) Limited and Atlas Honda Limited.



Mr. Toru Furuya
Director

Mr. Toru Furuya specializes in Chemistry and has a career working at battery design, quality assurance and quality control departments in Japan. He has also experience working at PT. Trimitra Baterai Prakasa (TBP), one of the affiliate companies of GS Yuasa International Limited in Indonesia. He is a 'Certified Director' from the University of Lahore.



Mr. Ali H. Shirazi
President / Chief Executive

Mr. Ali H. Shirazi graduated with a BA from Yale University, U.S.A. in 2000 and thereafter completed his Masters in Law from Bristol University, U.K. in 2005. He has worked with the Bank of Tokyo-Mitsubishi in New York as well as American Honda in Torrance, California. He is Group Director Financial Services and President / Chief Executive of Atlas Battery Limited. He is on the Board of Atlas Asset Management Limited, Atlas Insurance Limited, National Management Foundation (sponsoring body of LUMS), National Foods Limited, Cherat Packaging Limited, Pakistan Cables Limited and Pakistan Society for Training and Development. Previously, he has also served on the Board of National Clearing Company of Pakistan Limited (NCCPL).

He is a 'Certified Director' from the Pakistan Institute of Corporate Governance and in 2018 completed the Owner / President Management Program (OPM) from Harvard Business School.

JOURNEY OF SUCCESS



- 1966** Incorporation of the Company
- 1968** Public floatation of shares
- 1969** Technical collaboration with Japan Storage Battery Co. Ltd., Japan
- 1969** Automotive batteries production started
- 1974** Motorcycle batteries production started
- 1979** Nominated for KSE Top 25 Companies
- 1981** Nominated for KSE Top 25 Companies
- 1984** Plant expansion
- 1986** Introduced polypropylene batteries
- 1988** Joint Venture established with Japan Storage Battery Co. Ltd., Japan with 10% equity injection
- 1990** Joint Venture was strengthened with Japan Storage Battery Co. Ltd., Japan with further 5% equity injection
- 1994** PSI Certification (Quality) for automotive batteries
- 1996** Export of motorcycle batteries
- 1998** Export of automotive batteries
- 1998** PSI Certification (Quality) for motorcycle batteries
- 1999** 2nd plant expansion with automatic assembly line
- 2000** ISO – 9002 Certification
- 2000** Best Presented Annual Report Awards – ICAP and ICMAP
- 2001** Best Presented Annual Report Awards – ICAP and ICMAP
- 2003** ISO – 9001 – 2000 E
- 2006** World Quality Commitment – Paris 2006 Gold

- 2008** Awarded Brand of the Year Award by the Prime Minister of Pakistan for being No. 1 in Consumer Preference
- 2009** Crossed the one million production milestone in automotive batteries segment
- 2011** Won the Karachi Stock Exchange (KSE) Top 25 Companies Award (2007-08 and 2008-09)
- 2012** Won the Karachi Stock Exchange (KSE) Top 25 Companies Award (2009-10) for the third year consecutively
- 2012** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2013** Won the Karachi Stock Exchange (KSE) Top 25 Companies Award (2010-11) for the fourth year consecutively
- 2013** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2013** First battery manufacturer to launch company branded distilled water
- 2014** Won the Karachi Stock Exchange (KSE) Top 25 Companies Award (2011-12) for the fifth year consecutively
- 2015** ISO – 9001:2008 certification on quality management system
- 2015** Won the Karachi Stock Exchange (KSE) Top 25 Companies Award (2012-13) for the sixth year consecutively



- 2015** First battery manufacturer to launch "Hybrid" battery under the brand name "Atlas"
- 2016** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2016** Most popular brand in Pakistan declared by PakWheels.com
- 2017** Company announced six months free warranty for conventional automotive batteries and one year for hybrid batteries
- 2017** Won the Pakistan Stock Exchange (PSX) Top 25 Companies Award (2013-14 and 2014-15) for the seventh and eighth year consecutively
- 2017** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2017** Best Corporate Report Awards (2015) – ICAP and ICMAP
- 2017** ISO – 9001:2015 Certification on Quality Management System
- 2018** Joint 1st Position – Best Corporate Report Awards (2016) – ICAP and ICMAP
- 2018** Won the Pakistan Stock Exchange (PSX) Top 25 Companies Award (2015-16) for the ninth year consecutively
- 2018** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2018** ISO 14001:2015 Certification on Environment Management System

- 2018** OHSAS 18001:2007 Certification on Occupational Health & Safety Management System
- 2018** Best Corporate Report Awards (2017) – ICAP and ICMAP
- 2019** Won the Pakistan Stock Exchange (PSX) Top 25 Companies Award (2016-17) for the tenth year consecutively
- 2019** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2020** ISO 50001:2011 Certification on Energy Management System
- 2020** Awarded the “Corporate Excellence Certificate” by the Management Association of Pakistan (MAP)
- 2020** Best Corporate Report Awards – Certificate of Merit (2019) – ICAP and ICMAP
- 2021** 17th Annual Environment Excellence Award 2020 – NFEH (National Forum for Environment and Health)
- 2021** 15th Employers’ Federation of Pakistan Best Practices Award on Occupational, Safety and Health
- 2021** 8th Employer of the Year Award 2020 Medium National Companies Emerald Category by Employers’ Federation of Pakistan
- 2021** Best Corporate Report Awards (2020) – ICAP and ICMAP
- 2022** 16th Employers’ Federation of Pakistan Best Practices Award on Occupational, Safety and Health
- 2023** 9th Employer of the Year Award 2021 – Medium National Companies Emerald Category by Employers’ Federation of Pakista

Major Events during the Year

August 2022

- Annual Sales and Marketing Conference 2021-22 was held on August 20, 2022 at Karachi.



- Meeting of Board of Directors was held on August 29, 2022 to consider and approve the audited annual accounts for the year ended June 30, 2022 and cash dividend at Rs.12.50/- per share i.e. 125% and stock dividend @ 25% for the year ended June 30, 2022.

September 2022

- Meeting of Board of Directors was held on September 13, 2022 to discuss the Company's short term and medium term strategic direction.
- Annual General Meeting was held on September 29, 2022 where audited annual financial statements, cash dividend at Rs.12.50/- per share i.e. 125% and stock dividend @ 25% for the year ended June 30, 2022 were approved by the shareholders.

October 2022

- Meeting of Board of Directors was held on October 28, 2022 to consider and approve the quarterly accounts for the quarter ended September 30, 2022.
- Corporate Briefing Session was held on October 24, 2022 via Zoom to brief the investors / analyst about the Company's financial performance for the year ended June 30, 2022.
- Received 9th Employer of the Year Award.



November 2022

- Team consisting of Business Development and Technical department staff visited Dubai from November 21 to 24, 2022 to represent the Company at Automechanika 2023.



January 2023

- Half yearly sales conference 2022-23 was held on January 10, 2023 in Islamabad.



February 2023

- Meeting of Board of Directors was held on February 17, 2023 to consider and approve the half yearly accounts for the half year ended December 31, 2022.

April 2023

- Meeting of Board of Directors was held on April 26, 2023 to consider and approve the quarterly accounts for the period ended March 31, 2023.

May 2023

- Meeting of Board of Directors was held on May 30, 2023 to get the approval from shareholders for the proposed enhancement in the authorized share capital.
- Extraordinary General Meeting was held on May 19, 2023 for Election of Directors.
- Team consisting of Business Development and Quality department staff visited Nigeria from May 16 to 18, 2023 to represent the Company at West Africa Auto Show.



June 2023

- Meeting of Board of Directors was held on June 24, 2023 to consider and approve the Annual Budget for financial year 2023-24.

Media Gallery

Advertisement

Social Media

- Mobile app TVC was launched on all digital platforms such as Facebook, Youtube, Instagram etc.
- New Jingle on mobile app was launched on various radio channels including FM 89, 107.4 and 105.

Radio & Print Media Activities

- Various advertisement activities of the Company's products were aired through print media and radio.



Sponsorships and Live Programs

- Atlas Battery outshone all the other exhibitors at the 12th edition of the SOLAR PAKISTAN 2023, held at Lahore Expo from March 10 to 12, 2023.



- Brand activation and free check-up activity conducted during road shows all across the country.

Model Shops

- The Company built 42 model shops throughout the country with a view to standardize dealerships. CEO honored the inauguration ceremony of various model shops.



Consumer Awareness Program

- Various training and preventive maintenance programs held throughout the year. These programs were attended by large number of dealers, retailers, technicians of OEMs and end users.





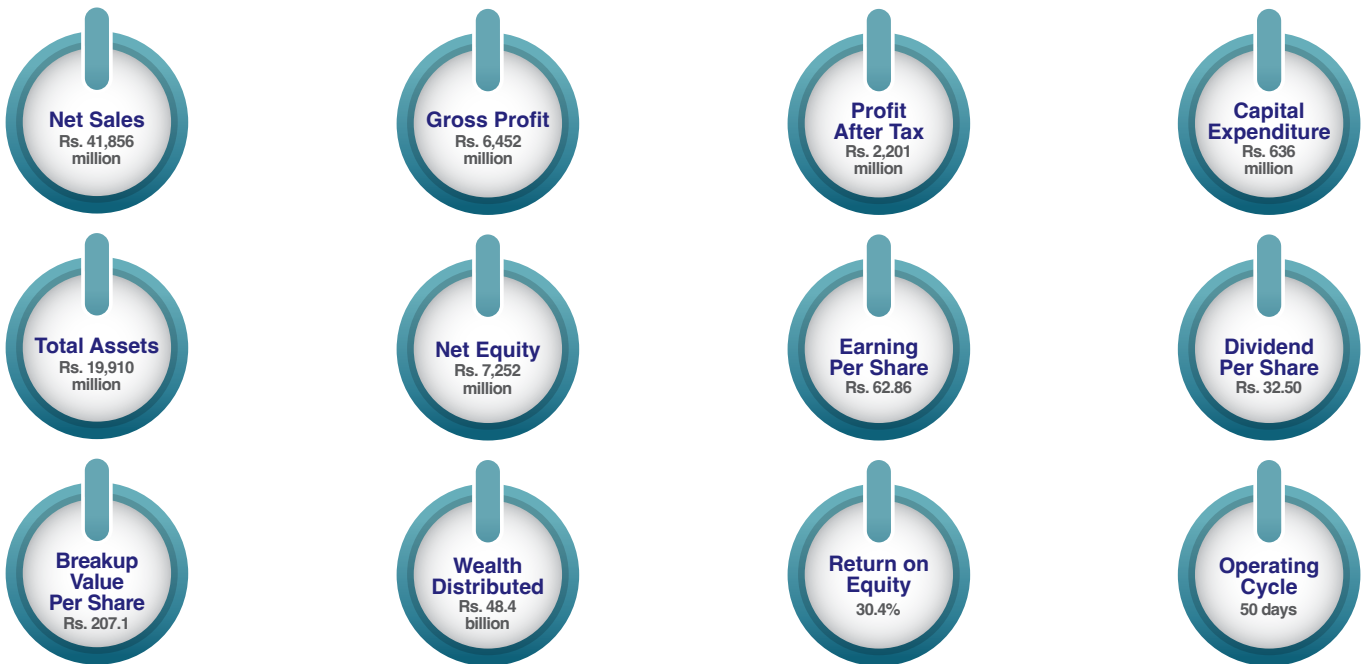
REVOLUTIONIZING MOBILITY: EMPOWERING EVERY JOURNEY ON WHEELS

AGS batteries stand as a symbol of unmatched performance and reliability. Designed with precision engineering and cutting-edge technology, they ensure seamless and dependable power supply for a wide range of light and medium-sized vehicles, from daily commutes to thrilling adventures.



Key Financial & Non-Financial Performance Measures

Financial Capital



Manufactured Capital



Intellectual Capital



Social and Relationship Capital



Human Capital



Methods & Assumptions Used in Compiling the Indicators

Key performance indicators demonstrate, how effectively a Company is achieving its business objectives. The management regularly analyses its market positioning, competitors and general market conditions while compiling its indicators. The management analyses sales, gross profit, profit after tax and earnings per share on regular basis to gauge its performance. These are basic indicators of Company's financial performance and profitability. Dividend identifies the amount allocated out of profit for paying cash dividends to shareholders.

Changes in the Indicators

There were no significant changes in the financial and non-financial indicators as compared to previous years.

Explanation of Changes in Performance over the Period

Changes in performance against prior years; including the analysis of financial statements and the vertical and horizontal analysis of statement of financial position, statement of profit or loss and statement of cash flows have been appropriately explained in the relevant sections of this report.

Financial Highlights

| | | | | |
|---|--------|--------|--------|---|
| Sales | 41,856 | 25,029 | 67.2% | + |
| Gross Profit | 6,452 | 2,721 | 137.1% | + |
| Operating Profit | 4,250 | 1,527 | 178.3% | + |
| Profit Before Tax | 3,698 | 1,138 | 225.1% | + |
| Profit After Tax | 2,201 | 689 | 219.3% | + |
| Earnings Per Share - Basic & Diluted (Rupees) | 62.86 | 19.69 | 219.3% | + |
| Shareholders' Equity | 7,252 | 6,194 | 17.1% | + |
| Book Value Per Share (Rupees) | 207 | 221 | -6.3% | - |
| Property, Plant & Equipment | 4,592 | 4,349 | 5.6% | + |

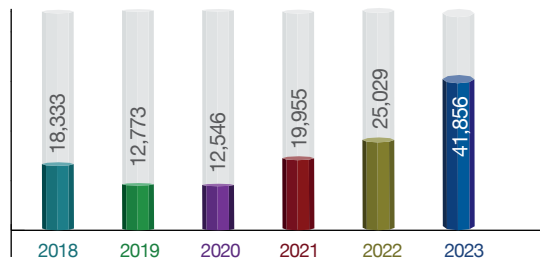
---- Rupees in Million ----

| 2023 | 2022 | % | + / - |
|--------|--------|--------|-------|
| 41,856 | 25,029 | 67.2% | + |
| 6,452 | 2,721 | 137.1% | + |
| 4,250 | 1,527 | 178.3% | + |
| 3,698 | 1,138 | 225.1% | + |
| 2,201 | 689 | 219.3% | + |
| 62.86 | 19.69 | 219.3% | + |
| 7,252 | 6,194 | 17.1% | + |
| 207 | 221 | -6.3% | - |
| 4,592 | 4,349 | 5.6% | + |

Business Growth

Sales Revenue
(Rs. in Million)

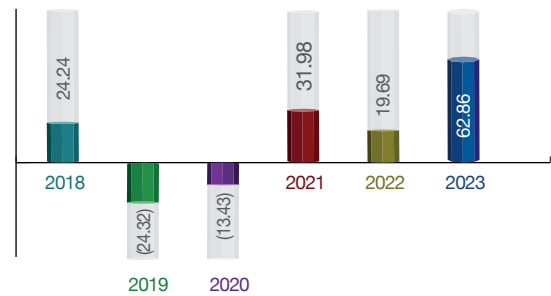
CAGR 18%



Shareholder Value Accretion

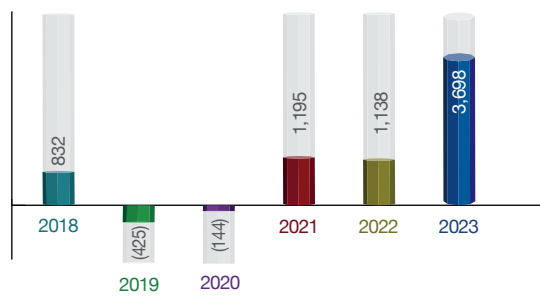
Earnings Per Share
(Rupees)

CAGR 21.0%



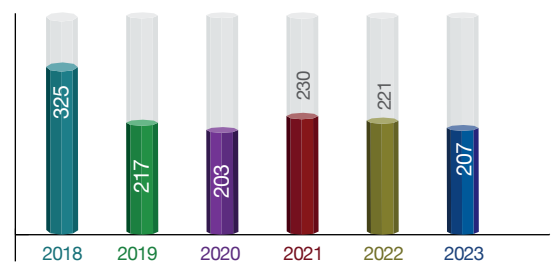
Profit before Tax
(Rs. in Million)

CAGR 34.8%



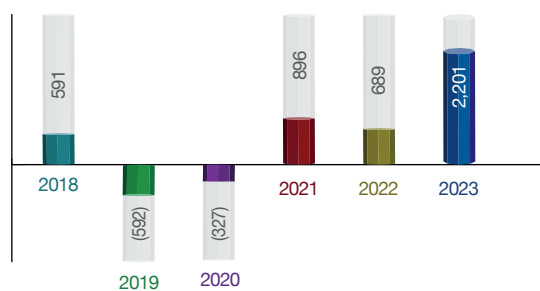
Book Value Per Share
(Rupees)

CAGR -8.6%



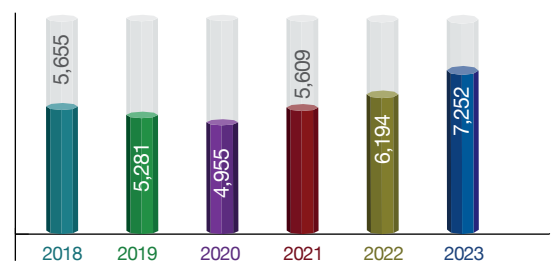
Profit after Tax
(Rs. in Million)

CAGR 30.1%



Shareholders' Equity
(Rs. in Million)

CAGR 5.1%



Analysis of Financial Statements

Statement of Financial Position

(Rupees in '000)

| Particulars | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 |
|---|-------------------|-------------------|------------------|------------------|------------------|-------------------|
| Assets | | | | | | |
| Non Current Assets | | | | | | |
| Property, plant and equipment | 4,591,636 | 4,349,246 | 3,952,397 | 4,139,386 | 3,924,958 | 3,591,257 |
| Intangible assets | 2,742 | 5,670 | 3,929 | - | 160 | 1,002 |
| Investments | - | - | - | - | - | - |
| Long term loans | 3,269 | 2,636 | 1,897 | 2,049 | 1,289 | 1,759 |
| Long term deposits | 29,338 | 23,338 | 20,388 | 18,683 | 20,281 | 20,401 |
| Total non current assets | 4,626,985 | 4,380,890 | 3,978,611 | 4,160,118 | 3,946,688 | 3,614,419 |
| Current Assets | | | | | | |
| Stores, spares and loose tools | 322,968 | 307,914 | 259,332 | 215,326 | 225,331 | 218,914 |
| Stock-in-trade | 10,324,114 | 4,621,550 | 3,912,393 | 1,999,313 | 1,760,092 | 2,689,010 |
| Trade debts | 2,391,345 | 850,036 | 1,092,145 | 692,998 | 1,096,449 | 1,754,311 |
| Loans and advances | 37,501 | 17,895 | 19,970 | 8,647 | 4,887 | 13,835 |
| Deposits and prepayments | 648,299 | 58,834 | 39,779 | 9,861 | 24,400 | 16,890 |
| Investments | 266,654 | 207,150 | 146,364 | 138,268 | 127,055 | 861,921 |
| Accrued mark-up | - | - | 302 | - | - | - |
| Other receivables | 2,721 | 2,460 | 2,983 | 2,446 | 8,399 | 6,685 |
| Sales tax receivable - net | 192,141 | - | 29,674 | - | - | 31,739 |
| Taxation - net | 277,805 | 128,810 | 209,017 | 567,622 | 594,968 | 547,349 |
| Cash and bank balances | 819,782 | 222,325 | 189,113 | 45,507 | 423,649 | 381,180 |
| Total current assets | 15,283,330 | 6,416,974 | 5,901,072 | 3,679,988 | 4,265,230 | 6,521,834 |
| Total Assets | 19,910,315 | 10,797,864 | 9,879,683 | 7,840,106 | 8,211,918 | 10,136,253 |
| Equity and Liabilities | | | | | | |
| Share Capital and Reserves | | | | | | |
| Share capital | 350,170 | 280,136 | 243,597 | 243,597 | 243,597 | 173,998 |
| General reserve | 5,037,500 | 5,037,500 | 5,037,500 | 5,037,500 | 5,037,500 | 4,697,500 |
| Accumulated profit / (loss) | 1,275,481 | 287,061 | (261,198) | (915,479) | (589,274) | 589,307 |
| | 6,663,151 | 5,604,697 | 5,019,899 | 4,365,618 | 4,691,823 | 5,460,805 |
| Surplus on revaluation of leasehold land | 589,186 | 589,186 | 589,186 | 589,186 | 589,186 | 193,886 |
| Total equity | 7,252,337 | 6,193,883 | 5,609,085 | 4,954,804 | 5,281,009 | 5,654,691 |
| Non Current Liabilities | | | | | | |
| Lease liabilities | 407,468 | 343,275 | 319,547 | 358,677 | - | - |
| Long term borrowings | 893,275 | 224,516 | 411,652 | 551,405 | - | - |
| Deferred income - government grant | 23,273 | 29,482 | 11,724 | 6,181 | - | - |
| Staff retirement benefits | 108,587 | 91,625 | 83,047 | 69,515 | 69,345 | 72,813 |
| Deferred taxation | 201,430 | 193,687 | 215,492 | 237,131 | 246,580 | 251,028 |
| | 1,634,033 | 882,585 | 1,041,462 | 1,222,909 | 315,925 | 323,841 |
| Current Liabilities | | | | | | |
| Trade and other payables | 5,959,674 | 2,652,728 | 1,692,228 | 1,195,743 | 1,037,880 | 1,643,053 |
| Sales tax payable - net | - | 74,423 | - | 175,968 | 87,717 | - |
| Accrued mark-up | 168,668 | 59,654 | 16,119 | 34,891 | 43,385 | 20,259 |
| Current portion of lease liabilities | 67,022 | 50,530 | 39,130 | 30,151 | - | - |
| Current maturity of long term borrowings | 171,725 | 216,633 | 308,252 | 106,506 | - | - |
| Current portion of deferred income - government grant | 6,209 | 7,151 | 13,623 | 11,931 | - | - |
| Short term borrowings | 4,371,424 | 568,366 | 1,083,666 | 71,297 | 1,408,152 | 2,459,687 |
| Dividend payable | 221,862 | 51,155 | 36,539 | - | - | - |
| Unclaimed dividend | 57,361 | 40,756 | 39,579 | 35,906 | 37,850 | 34,722 |
| Total current liabilities | 11,023,945 | 3,721,396 | 3,229,136 | 1,662,393 | 2,614,984 | 4,157,721 |
| Total Equity and Liabilities | 19,910,315 | 10,797,864 | 9,879,683 | 7,840,106 | 8,211,918 | 10,136,253 |

Analysis of Financial Statements

Statement of Financial Position

| Particulars | Vertical Analysis | | | | | | Horizontal Analysis | | | | |
|---|----------------------|--------------|--------------|--------------|--------------|--------------|----------------------|-------------|-------------|--------------|---------------|
| | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 | 2023 / 2022 | 2022 / 2021 | 2021 / 2020 | 2020 / 2019 | 2019 / 2018 |
| | -----Percentage----- | | | | | | -----Percentage----- | | | | |
| Assets | | | | | | | | | | | |
| Non Current Assets | | | | | | | | | | | |
| Property, plant and equipment | 23.1 | 40.3 | 40.0 | 52.8 | 47.8 | 35.4 | 5.6 | 10.0 | (4.5) | 5.5 | 9.3 |
| Intangible assets | - | 0.1 | - | - | - | - | (51.6) | 44.3 | 100.0 | (100.0) | (84.0) |
| Investments | - | - | - | - | - | - | - | - | - | - | - |
| Long term loans | - | - | - | - | - | - | 24.0 | 39.0 | (7.4) | 59.0 | (26.7) |
| Long term deposits | 0.1 | 0.2 | 0.2 | 0.2 | 0.2 | 0.2 | 25.7 | 14.5 | 9.1 | (7.9) | (0.6) |
| Total non current assets | 23.2 | 40.6 | 40.2 | 53.0 | 48.0 | 35.6 | 5.6 | 10.1 | (4.4) | 5.4 | 9.2 |
| Current Assets | | | | | | | | | | | |
| Stores, spares and loose tools | 1.6 | 2.9 | 2.6 | 2.7 | 2.7 | 2.2 | 4.9 | 18.7 | 20.4 | (4.4) | 2.9 |
| Stock-in-trade | 51.9 | 42.8 | 39.6 | 25.5 | 21.4 | 26.5 | 123.4 | 18.1 | 95.7 | 13.6 | (34.5) |
| Trade debts | 12.0 | 7.9 | 11.1 | 8.8 | 13.4 | 17.3 | 181.3 | (22.2) | 57.6 | (36.8) | (37.5) |
| Loans and advances | 0.2 | 0.2 | 0.2 | 0.1 | 0.1 | 0.1 | 109.6 | (10.4) | 130.9 | 76.9 | (64.7) |
| Deposits and prepayments | 3.3 | 0.5 | 0.4 | 0.1 | 0.3 | 0.2 | 1,001.9 | 47.9 | 303.4 | (59.6) | 44.5 |
| Investments | 1.3 | 1.9 | 1.5 | 1.8 | 1.5 | 8.5 | 28.7 | 41.5 | 5.9 | 8.8 | (85.3) |
| Accrued mark-up | - | - | - | - | - | - | - | (100.0) | 100.0 | - | - |
| Other receivables | - | - | - | - | 0.1 | 0.1 | 10.6 | (17.5) | 22.0 | (70.9) | 25.6 |
| Sales tax receivable - net | 1.0 | - | 0.3 | - | - | 0.3 | 100.0 | (100.0) | 100.0 | - | (100.0) |
| Taxation - net | 1.4 | 1.2 | 2.1 | 7.2 | 7.2 | 5.4 | 115.7 | (38.4) | (63.2) | (4.6) | 8.7 |
| Cash and bank balances | 4.1 | 2.0 | 2.0 | 0.8 | 5.3 | 3.8 | 268.7 | 17.6 | 315.6 | (89.3) | 11.1 |
| Total current assets | 76.8 | 59.4 | 59.8 | 47.0 | 52.0 | 64.4 | 138.2 | 8.7 | 60.4 | (13.7) | (34.6) |
| Total Assets | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 84.4 | 9.3 | 26.0 | (4.5) | (19.0) |
| Equity and Liabilities | | | | | | | | | | | |
| Share Capital and Reserves | | | | | | | | | | | |
| Share capital | 1.8 | 2.6 | 2.5 | 3.1 | 3.0 | 1.7 | 25.0 | 15.0 | - | - | 40.0 |
| General reserve | 25.3 | 46.7 | 51.0 | 64.3 | 61.3 | 46.3 | - | - | - | - | 7.2 |
| Accumulated profit / (loss) | 6.4 | 2.7 | (2.6) | (11.7) | (7.2) | 5.8 | 344.3 | 209.9 | 71.5 | (55.4) | (200.0) |
| | 33.5 | 52.0 | 50.9 | 55.7 | 57.1 | 53.8 | 18.9 | 11.6 | 15.0 | (7.0) | (14.1) |
| Surplus on revaluation of leasehold land | 3.0 | 5.5 | 6.0 | 7.5 | 7.2 | 1.9 | - | - | - | - | 203.9 |
| Total equity | 36.5 | 57.5 | 56.9 | 63.2 | 64.3 | 55.7 | 17.1 | 10.4 | 13.2 | (6.2) | (6.6) |
| Non Current Liabilities | | | | | | | | | | | |
| Lease liabilities | 2.0 | 3.2 | 3.2 | 4.6 | - | - | 18.7 | 7.4 | (10.9) | 100.0 | - |
| Long term borrowings | 4.5 | 2.1 | 4.2 | 7.0 | - | - | 297.9 | (45.5) | (25.3) | 100.0 | - |
| Deferred income - government grant | 0.1 | 0.3 | 0.1 | 0.1 | - | - | (21.1) | 151.5 | 89.7 | 100.0 | - |
| Staff retirement benefits | 0.5 | 0.8 | 0.8 | 0.9 | 0.8 | 0.7 | 18.5 | 10.3 | 19.5 | 0.2 | (4.8) |
| Deferred taxation | 1.0 | 1.8 | 2.2 | 3.0 | 3.0 | 2.5 | 4.0 | (10.1) | (9.1) | (3.8) | (1.8) |
| | 8.1 | 8.2 | 10.5 | 15.6 | 3.8 | 3.2 | 85.1 | (15.3) | (14.8) | 287.1 | (2.4) |
| Current Liabilities | | | | | | | | | | | |
| Trade and other payables | 30.0 | 24.2 | 17.0 | 15.2 | 12.7 | 16.3 | 124.7 | 56.8 | 41.5 | 15.2 | (36.8) |
| Sales tax payable - net | - | 0.7 | - | 2.2 | 1.1 | - | (100.0) | 100.0 | (100.0) | 100.6 | 100.0 |
| Accrued mark-up | 0.8 | 0.6 | 0.2 | 0.4 | 0.5 | 0.2 | 182.7 | 270.1 | (53.8) | (19.6) | 114.2 |
| Current portion of lease liabilities | 0.3 | 0.5 | 0.4 | 0.4 | - | - | 32.6 | 29.1 | 29.8 | 100.0 | - |
| Current maturity of long term borrowings | 0.9 | 2.0 | 3.1 | 1.4 | - | - | (20.7) | (29.7) | 189.4 | 100.0 | - |
| Current portion of deferred income - government grant | - | 0.1 | 0.1 | 0.2 | - | - | (13.2) | (47.5) | 14.2 | 100.0 | - |
| Short term borrowings | 22.0 | 5.3 | 11.0 | 0.9 | 17.1 | 24.3 | 669.1 | (47.6) | 1,419.9 | (94.9) | (42.8) |
| Dividend payable | 1.1 | 0.5 | 0.4 | - | - | - | 333.7 | 40.0 | 100.0 | - | - |
| Unclaimed dividend | 0.3 | 0.4 | 0.4 | 0.5 | 0.5 | 0.3 | 40.7 | 3.0 | 10.2 | (5.1) | 9.0 |
| Total current liabilities | 55.4 | 34.3 | 32.6 | 21.2 | 31.9 | 41.1 | 196.2 | 15.2 | 94.2 | (36.4) | (37.1) |
| Total Equity and Liabilities | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 84.4 | 9.3 | 26.0 | (4.5) | (19.0) |

Comments on Six Years' Statement of Financial Position

Property, Plant and Equipment

Property, plant and equipment have witnessed an increase over prior year due to investment in production facilities and infrastructure to support growing demand of the batteries. Major capital expenditure incurred during the year was for enhancement of productivity and improvement of plant efficiency.

Stock-in-trade

The increasing trend in stock-in-trade is in line with increase in cost of goods sold. This year the inventory is high due to escalation in sale prices.

Investments

Considering the capital market conditions, the investments are not made except to the extent where required.

Taxation

The trend in net taxation balance shows the Company's deteriorating profitability along with losses leading the Company to turnover tax till 2020, however, after that the taxation charge is on normal taxable business income.

Long term loans

Long term loan (Diminishing Musharka) of Rs. 1,063 million was obtained during 2022-23 to meet financial obligations for capital expenditures and balance sheet reprofiling. The Company availed Temporary Economic Refinance Facility (TERF) from State Bank of Pakistan amounting to Rs. 74 million. During the year, principal repayments were made amounting to Rs. 446 million.

Trade and other payables

The increase in trade and other payables over last year mainly comprise of trade creditors and accrued liabilities which are part of normal course of business.

Short term borrowings

Short term borrowings during last 6 years are in line with working capital requirement.

Analysis of Financial Statements

Statement of Profit and Loss

(Rupees in '000)

| Particulars | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 |
|---------------------------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Sales | 41,855,868 | 25,029,244 | 19,955,087 | 12,546,152 | 12,773,113 | 18,332,861 |
| Cost of sales | (35,403,444) | (22,308,266) | (17,673,951) | (11,667,365) | (12,506,602) | (16,330,483) |
| Gross profit | 6,452,424 | 2,720,978 | 2,281,136 | 878,787 | 266,511 | 2,002,378 |
| Distribution cost | (1,396,427) | (806,068) | (651,508) | (487,020) | (598,645) | (721,325) |
| Administrative expenses | (498,565) | (303,686) | (256,665) | (181,626) | (221,352) | (245,055) |
| Other income | 72,346 | 34,747 | 50,722 | 32,601 | 385,464 | 73,988 |
| Other expenses | (379,596) | (118,870) | (90,225) | (38,261) | (43,546) | (160,045) |
| Profit / (loss) from operations | 4,250,182 | 1,527,101 | 1,333,460 | 204,481 | (211,568) | 949,941 |
| Finance cost | (552,066) | (389,439) | (138,416) | (348,496) | (213,222) | (117,845) |
| Profit / (loss) before tax | 3,698,116 | 1,137,662 | 1,195,044 | (144,015) | (424,790) | 832,096 |
| Taxation | (1,496,874) | (448,225) | (299,070) | (183,084) | (167,673) | (241,502) |
| Profit / (loss) after tax | 2,201,242 | 689,437 | 895,974 | (327,099) | (592,463) | 590,594 |

| Particulars | Vertical Analysis | | | | | | Horizontal Analysis | | | | |
|---------------------------------|----------------------|--------|--------|--------|--------|--------|----------------------|-------------|-------------|-------------|-------------|
| | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 | 2023 / 2022 | 2022 / 2021 | 2021 / 2020 | 2020 / 2019 | 2019 / 2018 |
| | -----Percentage----- | | | | | | -----Percentage----- | | | | |
| Sales | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 67.2 | 25.4 | 59.1 | (1.8) | (30.3) |
| Cost of sales | (84.6) | (89.1) | (88.6) | (93.0) | (97.9) | (89.1) | 58.7 | 26.2 | 51.5 | (6.7) | (23.4) |
| Gross profit | 15.4 | 10.9 | 11.4 | 7.0 | 2.1 | 10.9 | 137.1 | 19.3 | 159.6 | 229.7 | (86.7) |
| Distribution cost | (3.3) | (3.2) | (3.3) | (3.9) | (4.7) | (3.9) | 73.2 | 23.7 | 33.8 | (18.6) | (17.0) |
| Administrative expenses | (1.2) | (1.2) | (1.3) | (1.4) | (1.7) | (1.3) | 64.2 | 18.3 | 41.3 | (17.9) | (9.7) |
| Other income | 0.2 | 0.1 | 0.3 | 0.3 | 3.0 | 0.4 | 108.2 | (31.5) | 55.6 | (91.5) | 421.0 |
| Other expenses | (0.9) | (0.5) | (0.5) | (0.3) | (0.3) | (0.9) | 219.3 | 31.7 | 135.8 | (12.1) | (72.8) |
| Profit / (loss) from operations | 10.2 | 6.1 | 6.6 | 1.7 | (1.6) | 5.2 | 178.3 | 14.5 | 552.1 | 196.7 | (122.3) |
| Finance cost | (1.3) | (1.6) | (0.7) | (2.8) | (1.7) | (0.6) | 41.8 | 181.4 | (60.3) | 63.4 | 80.9 |
| Profit / (loss) before tax | 8.9 | 4.5 | 5.9 | (1.1) | (3.3) | 4.6 | 225.1 | (4.8) | 929.8 | 66.1 | (151.1) |
| Taxation | (3.6) | (1.8) | (1.5) | (1.5) | (1.3) | (1.3) | 234.0 | 49.9 | 63.4 | 9.2 | (30.6) |
| Profit / (loss) after tax | 5.3 | 2.7 | 4.4 | (2.6) | (4.6) | 3.3 | 219.3 | (23.1) | 373.9 | 44.8 | (200.3) |

Comments on Six Years' Statement of Profit and Loss

Sales

Sales have witnessed a cumulative average increase of 18.0% in the last 6 years as the demand for heavy and medium sized batteries for UPS, solar and generators have started to gain momentum after a decline witnessed during 2018-19 and 2019-20.

Cost of Sales

Cost of sales remained almost consistent except for 2018-19 and 2019-20. The fluctuation in international commodity prices results in variation of slight increase and decrease in cost of sales specially during pandemic. However, in current financial year, cost pressures in raw material prices were observed. Further, volume benefit resulted in better absorption of fixed overheads as compared to last year.

Gross Profit

Current year's gross profit margin increased to 15.4% as against last year's 10.9% mainly due to mixture of volumetric growth and price increase.

Distribution Cost and Administrative Expenses

Distribution cost and administrative expenses remained under control and have been consistent with the proportion to the sales during last six years.

Finance Cost

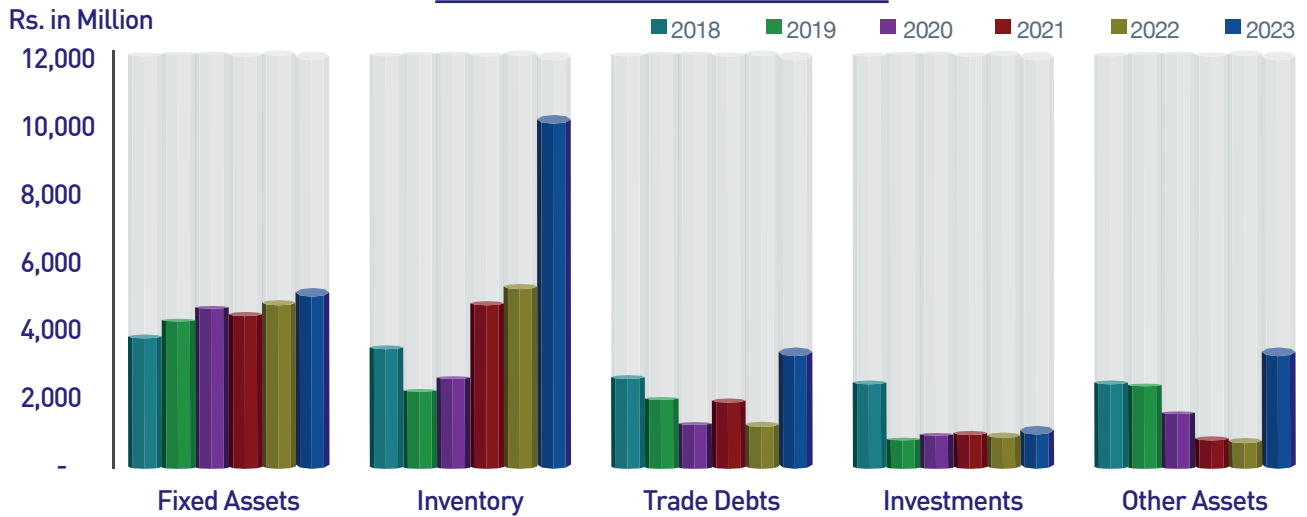
Finance cost is directly correlated to borrowings. During the current year, increase in markup rates besides higher financing requirements has led to significant increase in finance costs.

Profit After Taxation

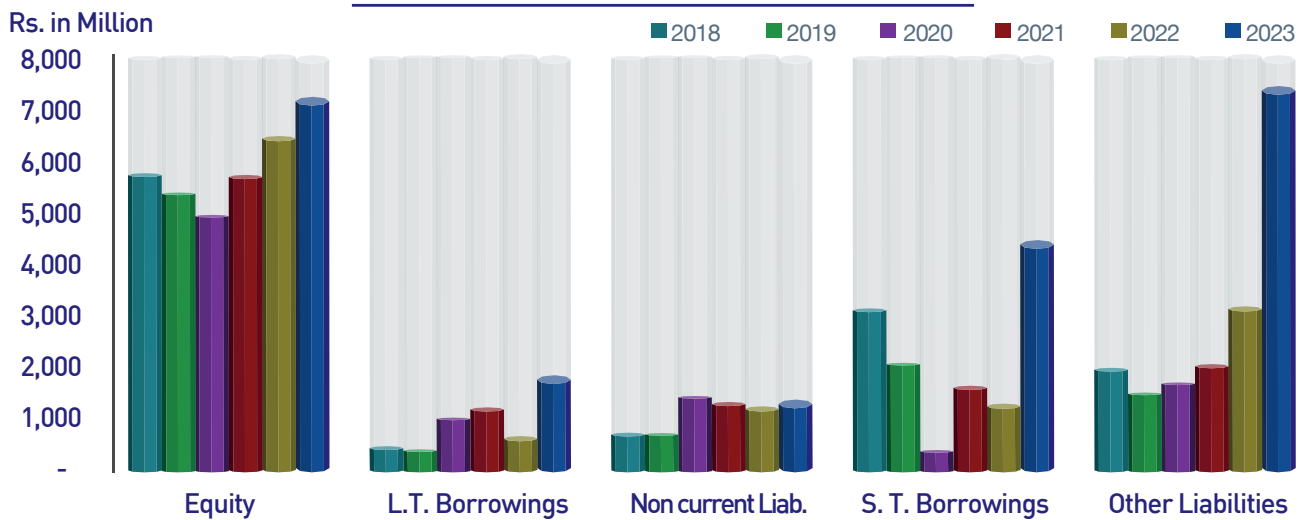
Despite of increased finance costs, surge in raw material prices and imposition of super tax the profit after tax is increased as compare to last year due to increase in sales.

Analysis of Financial Statements

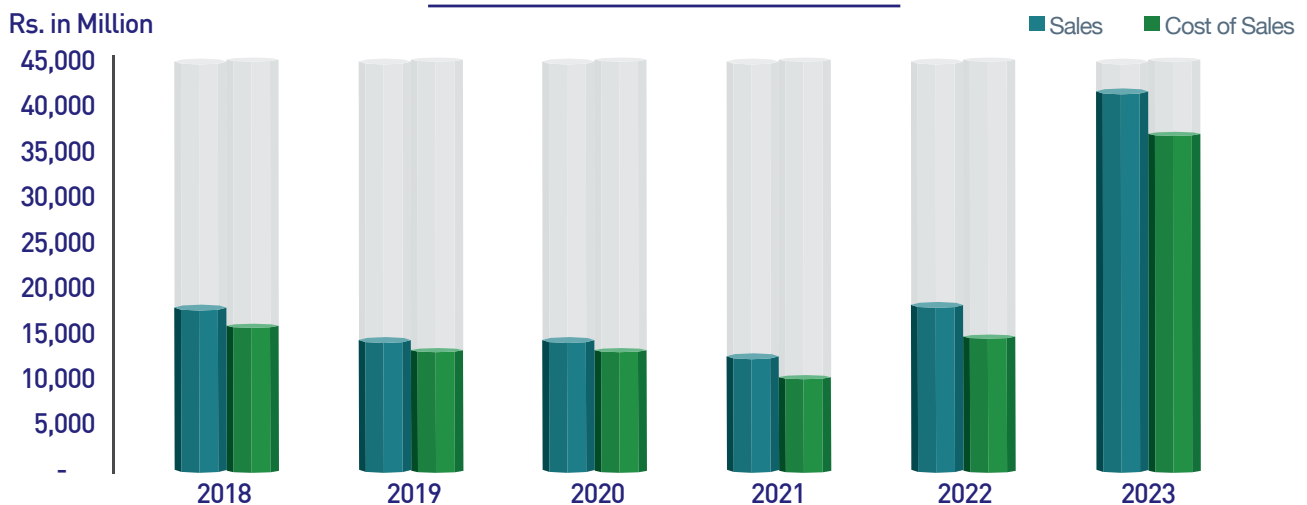
Balance Sheet Analysis (Assets)



Balance Sheet Analysis (Equity & Liabilities)



Sales and Cost of Sales Analysis



Analysis of Financial Statements

Statement of Cash Flows

(Rupees in '000)

| Particulars | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 |
|--|-------------|-----------|-----------|-----------|-------------|-------------|
| Cash flow from: | | | | | | |
| - operating activities | (2,159,674) | 1,777,558 | (452,660) | 519,380 | 437,193 | (1,458,876) |
| - investing activities | (600,561) | (781,537) | (200,192) | (159,104) | 827,681 | 848,334 |
| - financing activities | 3,357,692 | (962,809) | 796,458 | (738,418) | (1,222,405) | 976,849 |
| Increase / (decrease) in cash & cash equivalents | 597,457 | 33,212 | 143,606 | (378,142) | 42,469 | 366,307 |

| Particulars | 2023 | Vertical Analysis | | | | | 2023 / 2022 | Horizontal Analysis | | | | |
|--|---------|----------------------|---------|---------|-----------|---------|-------------|----------------------|-------------|-------------|-------------|--|
| | | 2022 | 2021 | 2020 | 2019 | 2018 | | 2022 / 2021 | 2021 / 2020 | 2020 / 2019 | 2019 / 2018 | |
| | | -----Percentage----- | | | | | | -----Percentage----- | | | | |
| Cash flow from: | | | | | | | | | | | | |
| - operating activities | (361.5) | 5,352.2 | (315.2) | (137.4) | 1,029.4 | (398.3) | (221.5) | 492.7 | (187.2) | 18.8 | 130.0 | |
| - investing activities | (100.5) | (2,353.2) | (139.4) | 42.1 | 1,948.9 | 231.6 | 23.2 | (290.4) | (25.8) | (119.2) | (2.4) | |
| - financing activities | 562.0 | (2,899.0) | 554.6 | 195.3 | (2,878.3) | 266.7 | 448.7 | (220.9) | 207.9 | 39.6 | (225.1) | |
| Increase / (decrease) in cash & cash equivalents | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 1,698.9 | (76.9) | 138.0 | (990.4) | (88.4) | |

Free Cash Flows

(Rupees in '000)

| Particulars | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 |
|-------------------------------|-------------|-----------|-------------|-----------|-----------|-------------|
| Profit / (loss) before tax | 3,698,116 | 1,137,662 | 1,195,044 | (144,015) | (424,790) | 832,096 |
| Adjustment for non-cash items | 1,012,272 | 797,649 | 527,270 | 732,754 | 202,363 | 445,730 |
| Working capital changes | (6,870,062) | (157,753) | (2,174,974) | (69,359) | 659,620 | (2,736,702) |
| | (2,159,674) | 1,777,558 | (452,660) | 519,380 | 437,193 | (1,458,876) |
| Less: Capital expenditure | (618,713) | (754,887) | (233,438) | (207,885) | (636,972) | (774,584) |
| Free cash flows | (2,778,387) | 1,022,671 | (686,098) | 311,495 | (199,779) | (2,233,460) |

Direct Cash Flow Statement

| Particulars | 2023 | 2022 |
|---|--------------|--------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Cash receipts from customers | 48,176,303 | 30,274,762 |
| Less: Cash paid to: | | |
| Suppliers / service providers and employees | (39,664,052) | (23,010,631) |
| Workers funds | (278,719) | (90,038) |
| Sales tax paid | (8,353,971) | (4,706,648) |
| Finance cost paid | (384,767) | (292,780) |
| Income taxes paid / (receipt) | (1,635,099) | (386,882) |
| Retirement benefits | (19,854) | (6,839) |
| Loans, deposits and other income - net | 485 | (3,386) |
| | (50,335,977) | (28,497,204) |
| Net cash generated from / (used in) operating activities | (2,159,674) | 1,777,558 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Fixed capital expenditures | (618,713) | (754,887) |
| Proceeds from sale of operating fixed assets | 39,528 | 19,750 |
| Additions in intangible assets | (889) | (4,125) |
| Payment for investments | (460,799) | (61,823) |
| Proceeds from sale of investments | 403,833 | 432 |
| Dividend received | 36,479 | 19,116 |
| Net cash generated from / (used in) investing activities | (600,561) | (781,537) |
| Net cash generated / (used) before financing activities | (2,760,235) | 996,021 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Lease rentals paid | (111,325) | (98,394) |
| Long term borrowings obtained | 1,062,500 | 81,568 |
| Long term borrowings paid | (445,800) | (349,037) |
| Short term borrowings - net | 3,803,058 | (515,300) |
| Dividend paid | (950,741) | (81,646) |
| Net cash generated from / (used in) financing activities | 3,357,692 | (962,809) |
| Net increase / (decrease) in cash and cash equivalents | 597,457 | 33,212 |
| Cash and cash equivalents - at beginning of the period | 222,325 | 189,113 |
| Cash and cash equivalents - at end of the period | 819,782 | 222,325 |

Liquidity Management and Cash Flow Strategy

Liquidity and Cash Flow Analysis

An increase of Rs.597 million was witnessed in cash generated from various activities of the Company as compared to net increase of Rs.33 million during last year. Brief analysis of cash flows for the year is presented below:

Operating Activities

The net cash flow used in operations stood at Rs.2,160 million as against Rs.1,778 million generated last year. This deviation was mainly due to increase in stock-in-trade & trade debts, partially off-set by increase in trade & other payables.

Investing Activities

The cash flows used in investing activities was Rs.601 million as compared to Rs.782 million during last year. This is mainly attributable to the capital expenditure incurred during the year.

Financing Activities

During the year, the Company obtained long term loans of Rs.1,063 million and repaid loan tranches amounting to Rs.446 million. The Company also paid dividend of Rs.951 million during the year. Further, the Company obtained net short term borrowings of Rs.3,803 million to cater working capital requirement.

Liquidity Management and Financing Arrangements

The day to day treasury function is dealt with skilled and experienced staff managing Company's needs of financing, working capital adequacy and investments portfolio. The brief objectives of the team are:

- Manage all aspects of in-house investment portfolios including recommending investment policies.
- Identify strategies to drive additional value from surplus cash.
- Assist in identifying measures to evaluate credit quality, impact on finance costs and collateral requirements.
- Evaluate opportunities to manage or generate value from collections and analyze Company expenditure and spending patterns.
- Identify alternative funding sources.
- Forecast daily cash requirements and execute daily financing decisions.
- Prepare and monitor Company's various cash flow forecasts and perform financial modeling.
- Utilize low cost financing line primarily and save finance cost, as much as possible.

Working capital and long term funding requirements are met through borrowings from reputable banks.

Short term running finance stood at Rs.4,371 million at year end as compared to previous year's Rs.568 million. Letters of credit lines up to Rs.2,250 million are available against lien on shipping documents. Long term loans stood at Rs.1,094 million at year end as compared to Rs.478 million during previous year.

Strategy to Overcome Liquidity Problem

The Company has short term running finance arrangements up to Rs.7.1 billion in case of liquidity needs. Long term loans have also been obtained to balance the borrowing mix. A combination of multiple measures are taken to manage liquidity which include inventory turnover, debtors turnover, creditors turnover, etc.

Debt Payments

The Company has currently short term running finance of Rs.4,371 million and long term loan of Rs.1,094 million. The short term running finance is hypothecated against stocks and receivables and these are settled through daily routine operations. The long term loan is hypothecated against plant and machinery. The interest is paid as and when due.

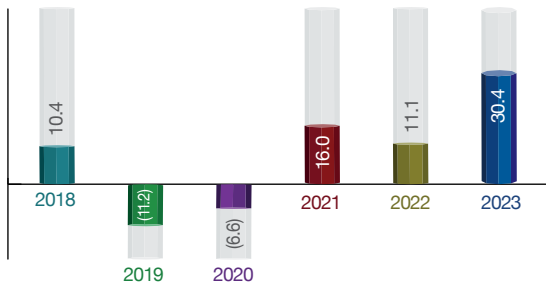
There was no default in payment of debts during the year.

Financial Ratios

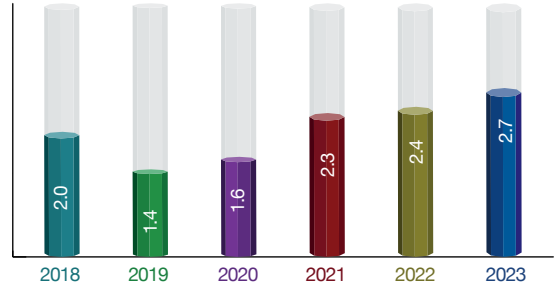
| Particulars | | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 |
|---|------------------|-------|-------|-------|----------|---------|---------|
| Profitability Ratios | | | | | | | |
| Gross profit | (%) | 15.4 | 10.9 | 11.4 | 7.0 | 2.1 | 10.9 |
| Profit before tax | (%) | 8.9 | 4.5 | 5.9 | (1.1) | (3.3) | 4.6 |
| Profit after tax | (%) | 5.3 | 2.7 | 4.4 | (2.6) | (4.6) | 3.3 |
| Return on capital employed | (%) | 47.8 | 21.6 | 20.1 | 3.3 | (3.8) | 15.9 |
| Earnings before interest, tax, depreciation & amortization (EBITDA) | (Rs. in million) | 4,728 | 1,944 | 1,733 | 572 | 106 | 1,245 |
| EBITDA Margin | (%) | 11.3 | 7.8 | 8.7 | 4.6 | 0.8 | 6.8 |
| Operating leverage | (%) | 265.2 | 57.1 | 934.9 | 11,067.3 | 403.2 | (819.0) |
| Shareholders' funds | (%) | 36.4 | 57.4 | 56.8 | 63.2 | 64.3 | 55.8 |
| Return on shareholders' funds | (%) | 30.4 | 11.1 | 16.0 | (6.6) | (11.2) | 10.4 |
| Return to Shareholders | | | | | | | |
| Return on equity - before tax | (%) | 51.0 | 18.4 | 21.3 | (2.9) | (8.0) | 14.7 |
| Return on equity - after tax | (%) | 30.4 | 11.1 | 16.0 | (6.6) | (11.2) | 10.4 |
| Return on assets | (%) | 11.1 | 6.4 | 9.1 | (4.2) | (7.2) | 5.8 |
| Earnings per share (basic) | (Rs.) | 62.86 | 24.61 | 36.78 | (13.43) | (24.32) | 33.94 |
| Earnings per share (diluted) | (Rs.) | 62.86 | 19.69 | 31.98 | (13.43) | (24.32) | 24.24 |
| Price earning ratio | (Times) | 3.3 | 7.0 | 8.6 | (12.5) | (3.9) | 12.1 |
| Price to book ratio | (Times) | 1.0 | 0.8 | 1.4 | 0.8 | 0.4 | 1.3 |
| Market price - at year end | (Rs.) | 204.4 | 171.9 | 315.9 | 168.1 | 96.1 | 410.0 |
| Market price - highest during the year | (Rs.) | 236.0 | 422.0 | 320.0 | 194.8 | 495.0 | 890.0 |
| Market price - lowest during the year | (Rs.) | 140.0 | 150.1 | 168.5 | 68.4 | 61.9 | 370.0 |
| Break-up value per share / Net assets per share: | | | | | | | |
| - without surplus on revaluation | (Rs.) | 190.3 | 200.1 | 206.1 | 179.2 | 192.6 | 313.8 |
| - with surplus on revaluation | (Rs.) | 207.1 | 221.1 | 230.3 | 203.4 | 216.8 | 325.0 |
| Dividend | | | | | | | |
| Cash dividend | (%) | 325.0 | 125.0 | 140.0 | - | - | 100.0 |
| Stock dividend | (%) | - | 25.0 | 15.0 | - | - | 40.0 |
| Cash & stock dividend | (%) | 325.0 | 150.0 | 155.0 | - | - | 140.0 |
| Dividend yield | (%) | 15.9 | 8.7 | 4.9 | - | - | 3.4 |
| Dividend cover | (Times) | 1.9 | 1.6 | 2.4 | - | - | 2.4 |
| Dividend pay out | (%) | 51.7 | 60.9 | 42.1 | - | - | 41.2 |
| Plough back ratio | (%) | 48.3 | 39.1 | 57.9 | - | - | 58.8 |
| Dividend yield (cash) | (%) | 15.9 | 7.3 | 4.4 | - | - | 2.4 |
| Dividend cover (cash) | (Times) | 1.9 | 2.0 | 2.6 | - | - | 3.4 |
| Dividend pay out (cash) | (%) | 51.7 | 50.8 | 38.1 | - | - | 29.5 |
| Plough back ratio (cash) | (%) | 48.3 | 49.2 | 61.9 | - | - | 70.5 |
| Asset Utilization | | | | | | | |
| Total assets turnover | (Times) | 2.7 | 2.4 | 2.3 | 1.6 | 1.4 | 2.0 |
| Fixed assets turnover | (Times) | 9.4 | 6.0 | 4.9 | 3.1 | 3.4 | 5.4 |
| Inventory turnover | (Times) | 4.5 | 4.9 | 5.5 | 5.6 | 5.1 | 6.8 |
| Trade debts turnover | (Times) | 25.8 | 25.8 | 22.4 | 14.0 | 9.0 | 17.3 |
| Trade creditors turnover | (Times) | 8.2 | 10.3 | 12.2 | 10.4 | 9.3 | 11.1 |
| Capital employed turnover | (Times) | 5.2 | 3.6 | 3.1 | 2.1 | 2.2 | 3.1 |
| Operating Cycle | | | | | | | |
| Inventory holding period | (No. of Days) | 80 | 74 | 66 | 66 | 71 | 54 |
| Trade debts collection period | (No. of Days) | 14 | 14 | 16 | 26 | 41 | 21 |
| Trade creditors payment period | (No. of Days) | (44) | (36) | (30) | (35) | (39) | (33) |
| Operating cycle | (No. of Days) | 50 | 52 | 52 | 57 | 73 | 42 |
| Liquidity / Leverage | | | | | | | |
| Current ratio | (Times) | 1.4 | 1.7 | 1.8 | 2.2 | 1.6 | 1.6 |
| Quick ratio | (Times) | 0.4 | 0.4 | 0.5 | 0.9 | 0.9 | 0.9 |
| Cash to current liabilities | (Times) | 0.1 | 0.1 | 0.1 | 0.0 | 0.2 | 0.1 |
| Cash flow from operations to sales | (%) | (5.2) | 7.1 | (2.3) | 4.1 | 3.4 | (8.0) |
| Cash flow to capital expenditures | (Times) | (3.5) | 2.4 | (1.9) | 2.5 | 0.7 | (1.9) |
| Cash flow coverage ratio | (Times) | (0.4) | 1.7 | (0.2) | 0.7 | 0.3 | (0.6) |
| Weighted average cost of debt (pre-tax) | (%) | 21.7 | 7.0 | 6.1 | 5.9 | - | - |
| Financial leverage ratio | (Times) | 0.8 | 0.2 | 0.3 | 0.2 | 0.3 | 0.4 |
| Long term debt to equity (book value) | (Times) | 0.2 | 0.1 | 0.1 | 0.1 | - | - |
| Long term debt to equity (market value) | (Times) | 0.2 | 0.1 | 0.1 | 0.2 | - | - |
| Total liabilities to equity | (Times) | 1.7 | 0.7 | 0.8 | 0.6 | 0.6 | 0.8 |
| Interest coverage ratio | (Times) | 7.7 | 3.9 | 9.6 | 0.6 | (1.0) | 8.1 |
| Others | | | | | | | |
| Spare inventory as % of assets cost | (%) | 0.7 | 1.4 | 1.4 | 1.4 | 1.5 | 1.1 |
| Maintenance cost as % of operating expenses | (%) | 0.5 | 0.4 | 1.9 | 0.5 | 0.8 | 0.6 |

Six Years Analysis of Financial Ratios

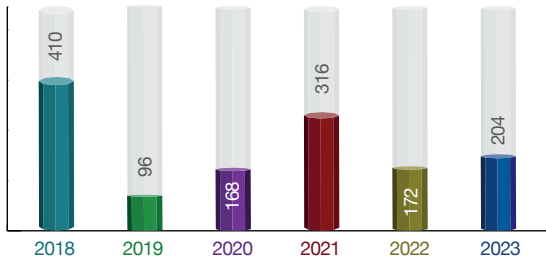
Return on equity (after tax)
(Percentage)



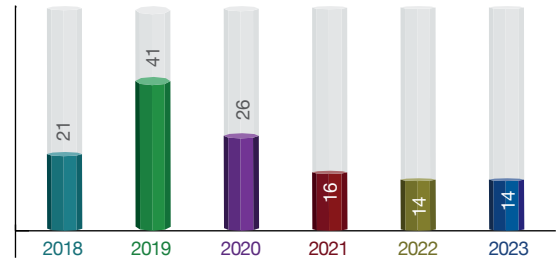
Total assets turnover
(Times)



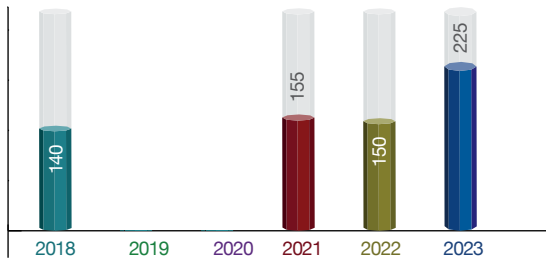
Market Price (at year end)
(Rupees)



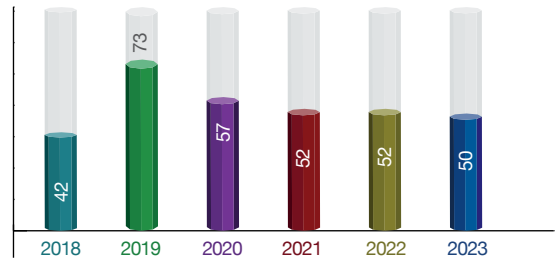
Trade debtors period
(No. of Days)



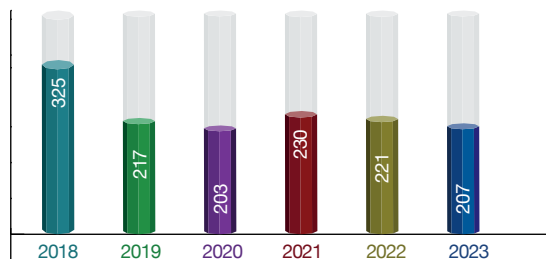
Cash & stock dividends
(Percentage)



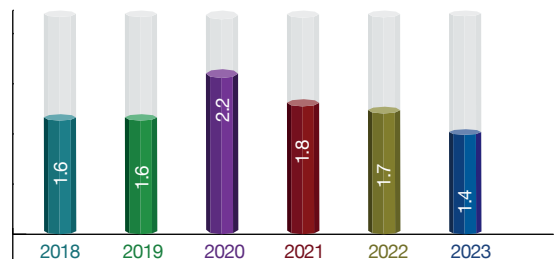
Operating cycle
(No. of Days)



Break-up value per share
(with surplus) (Rupees)



Current ratio
(Times)



Comments on Financial Ratios

Profitability

Gross profit as a percentage of revenue stands at 15.4% as compared to 10.9% last year. Increase in gross profit margin was mainly due to increase in sales and cost control measures. Company earned profit after tax of Rs.2,201 million as compared to profit after tax of Rs.689 million last year.

Return to Shareholders and Dividend

The earnings per share stood at Rs.62.86 per share as compared to Rs. 19.69 per share last year. Likewise, company's break-up value per share stood at Rs.207.1 at year end as compared to Rs.221.1 of last year.

Operating cycle

Operating cycle is slightly improved over the last year with working capital management.

Liquidity / Leverage

The liquidity ratios are slightly down over the years. However, this year current ratio decreased due to increase in stock-in-trade, trade debts, trade creditors and borrowings. There is no significant change in prospects and performance measures over prior period.

Forward Looking Statement

Analysis on Last Fiscal Year's Forward Looking Disclosures

The demand for batteries surged due to transition towards renewable energy sources like solar and wind power which has created a need for energy storage solutions for individuals and businesses. In particular, heavy and medium sized batteries witnessed significant growth due to hot weather conditions, lack of electricity transmission and preference for cost efficient renewable energy alternatives.

Future Prospects

The steep devaluation of the Pakistani rupee, the pressures of high inflation, import constraints and the rising discount rate all made FY-23 very challenging. Strategies to reduce imports, monetary policy tightening and decreased purchasing power will continue to restrain the performance of the automotive industry. Surge in lead prices coupled with political instability will also aggravate supply chain bottlenecks.

Keeping in view the current socio-economic situation and persistent energy shortages along with hike in energy tariffs, the demand for your Company's products will sustain. Atlas Battery Limited is well aligned to take advantage of the situation and despite rising cost pressures, is hopeful of maintaining market share along with ensuring reasonable margins. Smart capex allocated for HSE, production process, information technology and engineering & development will continue to enhance business efficiency. This will also help improve technology and development of new products. The improvement in human resource capabilities through regular trainings and skills enhancement programs are planned for next year. The Company will continue to focus on productivity and efficiency while meeting customers' demand for superior quality by following the principles of "The Atlas Way".

Business Rationale of Major Capital Expenditures during the year and for those planned for next year

Major capital expenditure and projects during the year included HSE, increase in productivity, safety & environment improvement and effluent water treatment plant / recycling plant. These all were in line with Company's strategic objectives of upgrading HSE up to international standards, product innovation and enhanced productivity. The Company realizes the significance of continuous investment and innovation for delivering sustainable value to its shareholders. The Company will continue to invest for improvement in productivity, HSE and maximize utility savings.

Source of Information and Assumptions Used for Projections / Forecasts

The projections and forecasts are based on a comprehensive analysis of historical trends, current conditions, expected future developments, and other pertinent factors that are considered relevant and suitable for the given conditions.

Furthermore, macroeconomic indicators are carefully considered to incorporate external factors that are beyond the control of the Company when developing its plan. Additionally, sensitivity analysis is conducted to evaluate the potential impact of changes in assumptions on the Company's financial performance.

Significant Plans and Decisions

The prime focus is on implementing strategic measures to improve ergonomic conditions, conserve energy, de-bottleneck the Processes, and introducing new innovative products including the 7 AH battery.

There is no significant change in prospects and performance measures over prior period.

Segmental Review of Business

Market Segment

The Company serves various segments including Original Equipment Manufacturers (OEMs), domestic appliances, industrial equipment and replacement market through a wide range of dealers' network. The list of our major OEM customers is placed at the end of this report.

Battery industry in Pakistan is divided into two major segments; organized and un-organized sectors. The organized sector is meeting about 90% of the market demand; rest is being met by the un-organized sector and imports.

Operating Segment

On the basis of its internal reporting structure, the Company considers itself to be a single reportable segment.

Seasonality of Business

The Company's principal business is to sell batteries to urban and rural markets. Apart for electricity shortage, demand from rural market is based upon various crop seasons while demand from urban markets is non-seasonal. The seasonality is managed through credit sales, inventory management and supply chain planning keeping our products available according to the customers' demand. A seasonal slowdown in demand is usually observed in the winter as demand of heavy batteries slows down.

Share Price Sensitivity Analysis

The share price is positively correlated with Company's financial performance. The factors that influence the Company's performance can also be reasonably expected to impact its share price. Following are the few factors prevailing in current business environment that management considers to be sensitive to the Company's performance and which may affect its share price.

Demand for Automobiles



Agriculture is the backbone of our country's economy. Almost 62% of the country's population is based in rural areas and is linked with agriculture for their livelihood. A large customer base of motorcycle and heavy vehicles is available in rural areas. Therefore, the Company's performance is strongly linked with the performance of agriculture sector.

All the industrial sector serves Pakistan's economy with a sizeable base. In turn, the demand of heavy machineries and vehicles increases the demand of batteries.

Demand for Alternative Energy



Power shortages are directly linked with usage of alternatives such as generators and UPS. Further, use of renewable sources i.e. solar power panels etc. may lead to increase usage of batteries.

Political Stability



Unstable political climate coupled with the law and order situation disrupts business processes, transportation facilities and supply chain of the Company.

Plant Operations



Stable plant operations allow for higher production and lower per unit cost and wastage. Disruptions in production, including by way of Act of God, may negatively impact financial performance and share prices.

Economic Trends



The events surrounding a specific industry or company make investors watch various economic indicators and general trends that signal changes in the economy. International oil prices put significant impacts on commodities market, thus prices of raw materials are correlated therewith.

Interest Rates



Change in interest rates by SBP directly affects investor's decisions correlatively share price.

Exchange Rate Fluctuations



The Company is involved in imports of plant, machinery and raw materials and is exposed to foreign currencies exchange rate fluctuations. The depreciation in Pak Rupee affects the performance of Company which is partially countered by cost controls measures taken by the Company and partially by increase product pricing in the market.

Material Prices



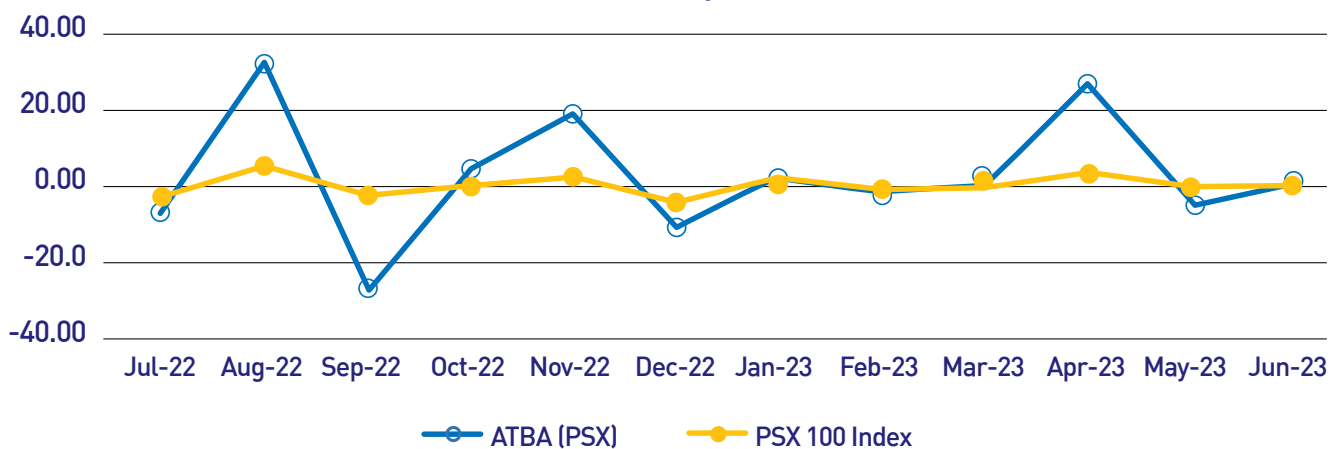
Lead, polypropylene, polymion paper etc. are the major raw materials major proportion of the total cost incurred by the Company every year. Therefore, variation in the material prices directly affects the gross profit of the Company which in turn may affect the share price.

Investor Sentiment



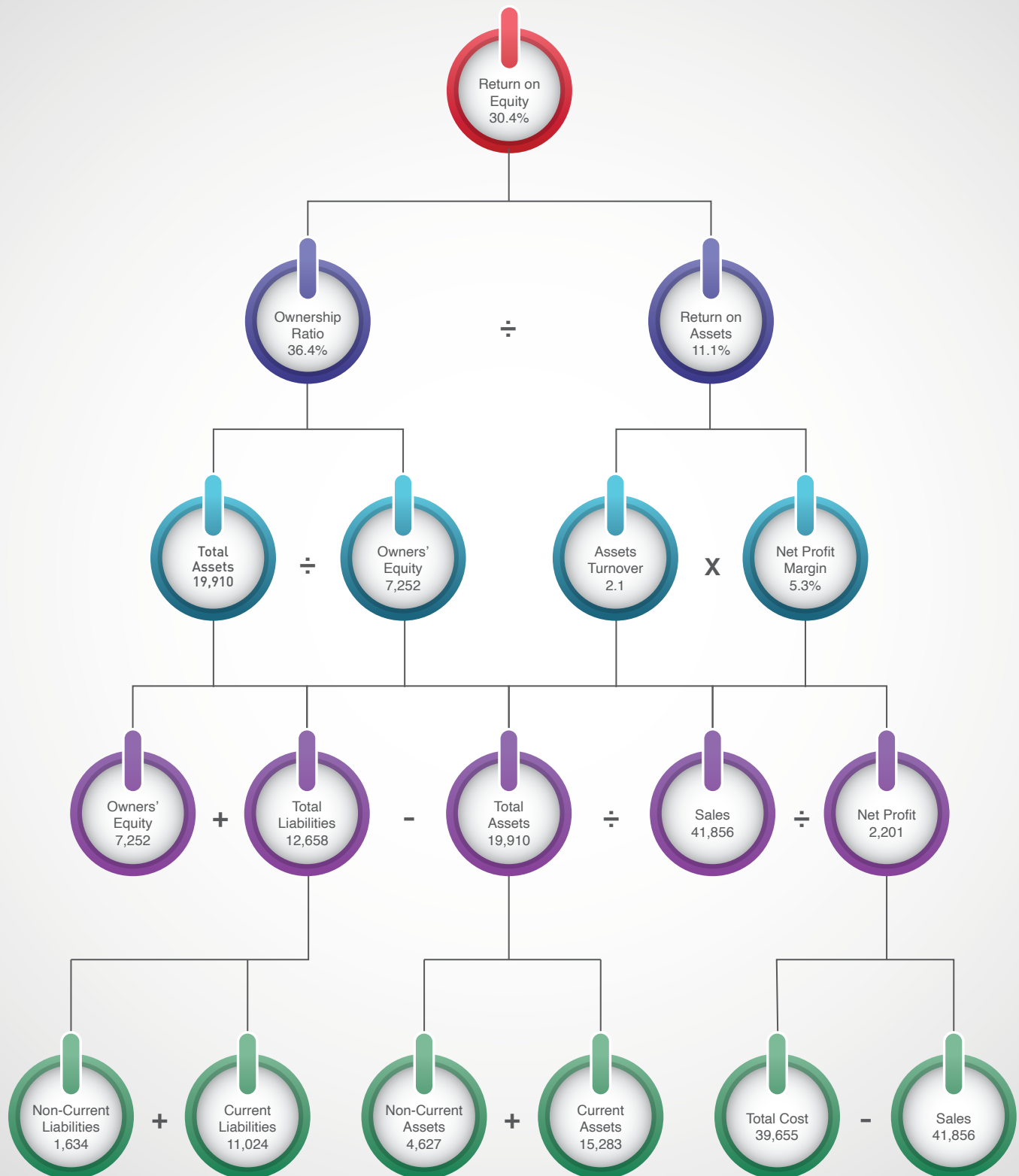
Investor sentiment or confidence can cause the market to go up or down, which can cause stock prices to rise or fall. The general direction which may be bullish or bearish may affect the value of a stock.

Sensitivity Index



DUPONT ANALYSIS

Rupees in Million

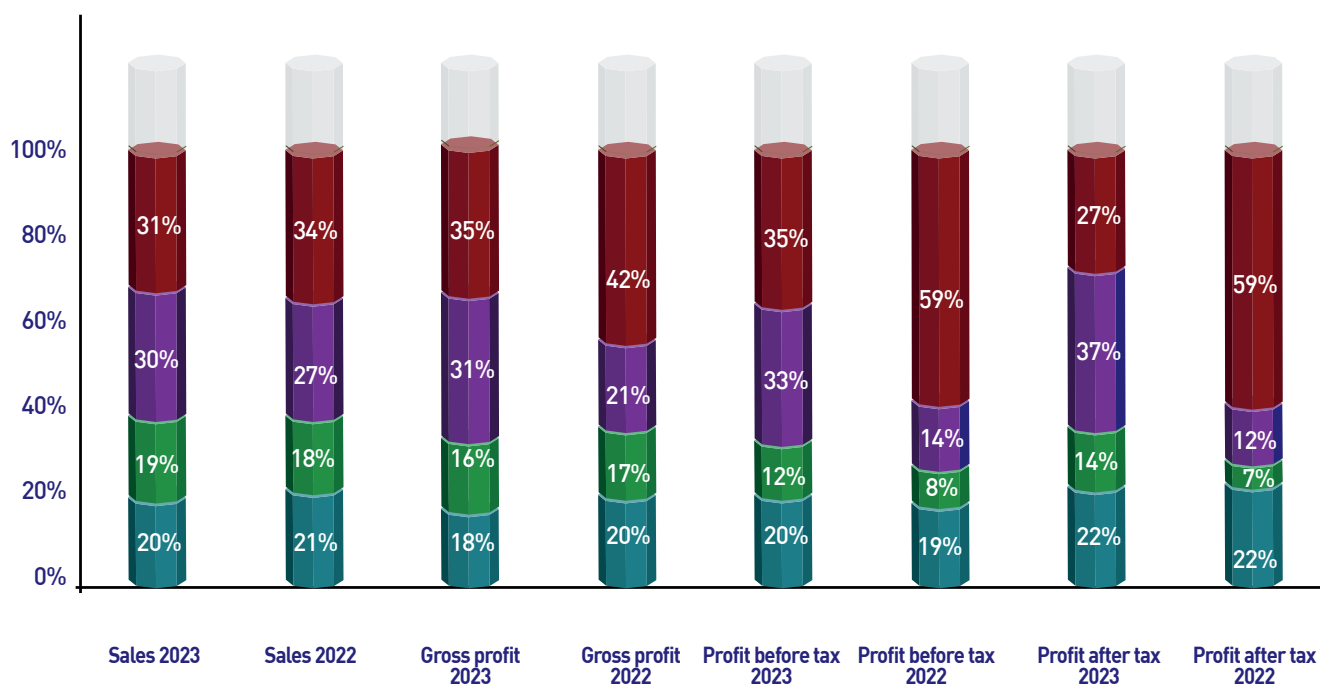


Quarterly Performance Analysis

| Particulars | 2023 | | | | | 2023 / 2022 | | | | |
|-------------------------------------|--------------------------|-------------|--------------|--------------|--------------|---------------------------|----------|----------|----------|-------|
| | 1st Qtr. | 2nd Qtr. | 3rd Qtr. | 4th Qtr. | Total | 1st Qtr. | 2nd Qtr. | 3rd Qtr. | 4th Qtr. | Total |
| | -----Rupees in '000----- | | | | | ----- (Percentage %)----- | | | | |
| Sales | 8,396,411 | 7,982,502 | 12,596,813 | 12,880,142 | 41,855,868 | 58.6 | 75.6 | 89.3 | 50.9 | 67.2 |
| Cost of sales | (7,216,495) | (6,962,678) | (10,623,861) | (10,600,410) | (35,403,444) | 51.8 | 71.0 | 75.0 | 43.0 | 58.7 |
| Gross profit | 1,179,916 | 1,019,824 | 1,972,952 | 2,279,732 | 6,452,424 | 118.4 | 114.6 | 237.8 | 103.3 | 137.1 |
| Distribution cost | (252,107) | (297,786) | (331,963) | (514,571) | (1,396,427) | 45.9 | 54.6 | 70.8 | 108.9 | 73.2 |
| Administrative expenses | (93,037) | (106,539) | (121,804) | (177,185) | (498,565) | 29.6 | 44.2 | 81.5 | 94.9 | 64.2 |
| Other income | 18,160 | 18,391 | 13,731 | 22,064 | 72,346 | 209.3 | 76.3 | 94.3 | 93.9 | 108.2 |
| Other expenses | (62,240) | (32,162) | (188,231) | (96,963) | (379,596) | 51.6 | 57.6 | 1,077.5 | 134.1 | 219.3 |
| Profit from operations | 790,692 | 601,728 | 1,344,685 | 1,513,077 | 4,250,182 | 203.5 | 202.8 | 328.8 | 100.6 | 178.3 |
| Finance cost | (57,496) | (153,836) | (120,627) | (220,107) | (552,066) | 34.4 | 45.0 | (21.9) | 155.6 | 41.8 |
| Profit before tax | 733,196 | 447,892 | 1,224,058 | 1,292,970 | 3,698,116 | 236.7 | 383.7 | 668.9 | 93.5 | 225.1 |
| Taxation | (243,501) | (146,768) | (403,721) | (702,884) | (1,496,874) | 282.7 | 252.6 | 452.5 | 160.4 | 234.0 |
| Profit after tax | 489,695 | 301,124 | 820,337 | 590,086 | 2,201,242 | 217.7 | 490.8 | 852.4 | 48.2 | 219.3 |
| Basic earnings per share - (Rupees) | 13.98 | 8.60 | 23.43 | 16.85 | 62.86 | | | | | |
| Profitability Ratios (%) | | | | | | | | | | |
| Gross profit | 14.1 | 12.8 | 15.7 | 17.7 | 15.4 | | | | | |
| Profit before tax | 8.7 | 5.6 | 9.7 | 10.0 | 8.9 | | | | | |
| Profit after tax | 5.8 | 3.8 | 6.5 | 4.6 | 5.3 | | | | | |

Quarterly Performance Analysis

■ 1st Qtr. ■ 2nd Qtr. ■ 3rd Qtr. ■ 4th Qtr.





EXTRAORDINARY BATTERIES FOR EXTRAORDINARY VEHICLES

AGS provides heavy vehicles the strength they need for diverse terrains and weather conditions to ensure a powerful driving force.



Chairman's Review

I am pleased to present the 57th Annual Report of your Company for the year ended June 30, 2023 together with the Auditors' Report.

The Economy

The country is experiencing severe challenges reflecting long-standing structural weaknesses. The macroeconomic imbalances, high inflation, domestic supply shocks and international economic slowdown led to a fall in GDP growth rate to 0.3% in FY-23 as compared to 6.1% of last year. To address the challenges and sustain macroeconomic stability, the authorities have recently reached a 9-month Staff Level Agreement (SBA) with IMF. However, the nation needs a long-term sustainable plan to meet its extensive financing needs in the years ahead.

On the external front, policy tightening, and adoption of stabilization strategies has yielded positive results. The current account deficit (CAD) has narrowed by 85.4% to USD 2.6 billion in FY-23. The improvement in CAD was mainly driven through the reduction in import bill from USD 72 billion to USD 52 billion. However, due to slowdown in global demand and an exchange rate peg, exports and workers' remittances declined by 14.1% and 13.6%, respectively. Despite positive development in CAD, foreign exchange reserves held by the Central Bank dipped below USD 5 billion for the first time in ten years. However, improvements are expected in the coming months with the receipt of bailout funds from IMF and substantial deposits from multilateral countries. The significant low level of forex reserves, put extra ordinary pressure on the local currency, which breached the 285 per USD level. Accordingly, to maintain macroeconomic stability and regulate aggregate demand, the Central Bank increased the benchmark interest rate to 22%, representing 825 bps increase since July 2022. On the fiscal front, due to the slowdown in economic activity, revenue collection remained short of target. PKR 7,000 billion was collected against the projection of PKR 7,600 billion. Going forward, in order to narrow the fiscal deficit, the Government has recently passed Finance Act, 2023 which has imposed further taxes on targeted segments and withdrawn certain tax credits. The PSX 100 index was also impacted by the ongoing economic challenges. However, it remained resilient and improved significantly to over 45,000 points in early July because of improving investor sentiment.

The agriculture sector recorded a growth of 1.6% in FY-23 as compared to 4.3% of last year. This is due to a heavy monsoon spell and floods which caused massive damage to the standing crops. To support the sector, the agriculture financial institutions disbursed PKR 1,222 billion as compared to PKR 958 billion last year. Further, with better input situation and water supply, Rabi crops performed better. This helped to improve farm incomes. As a result, demand for consumer durables remained stable in rural areas.

The Large-Scale Manufacturing (LSM) index contracted by 9.9% in FY-23. The sector's contraction is mainly due to import restrictions, rupee devaluation, higher financing costs, expensive energy, and local economic and political instability. Resultantly, most demand indicators including sales of cement, POL, automobiles, and textiles reflected a downward trend. However, the recent development under SBA with IMF ensuring unrestricted import movement and uplifting of foreign reserves will support industrial sector.

Review of Automobile Industry

The proliferation of risks, including the global economic slowdown, coupled with the SBP's restrictive policies such as high-interest rates, import restrictions, and the closure of LCs to correct the balance of payments and control inflation, has created headwinds for automotive sector. Sale of locally manufactured cars witnessed a decline of 58.7% in FY-23 to 96,812 units as against 234,180 units sold in FY-22. Similarly, the tractors segment witnessed a decrease of 47.5% to 30,942 units as against 58,947 units last year, while the sales of trucks and buses also decreased by 41.0% over last year. Sales of motorcycles and three wheelers (of assemblers, who are registered with PAMA) during FY-23 decreased by 34.9% with sales of 1,186,688 units as against 1,821,885 units during same period last year.

Battery Industry

The battery industry is correlated with the automotive sector and the power sector. Despite the downturn in the automotive sector, the industry witnessed healthy growth driven by country-wide power shortages, owing to which

the demand for heavy and medium sized batteries increased. Concurrently, a substantial increase was also witnessed in solar panels specially in off-grid areas which further augmented the demand for medium and small sized batteries.

Battery industry in Pakistan is divided into two major segments, organized and un-organized sectors. The organized sector is meeting about 90% of the market demand, rest is being met by the un-organized sector and imports. Your Company has a significant market share and is determined to increase it further by maintaining quality, introducing innovative products and providing meaningful after sales service.

Operating Results

During FY-23, your Company achieved sales of Rs.41.9 billion as compared to Rs.25.0 billion in FY- 22, up 67.2%. This increase was mainly due to demand of batteries in the replacement market in anticipation of energy shortage and solar demand. Cost of sales was registered at Rs.35.4 billion as compared to Rs.22.3 billion, up 58.7%, consistent with improvement in sales mix and volume. This resulted in gross profit of Rs.6,452 million as compared to Rs.2,721 million during last year, up 137.1%.

Operating expenses stood at Rs.1,895 million as compared to Rs.1,110 million, up 70.8%. The operating profit increased to Rs.4,250 million as compared to Rs.1,527 million of last year, up 178.3%. Finance cost increased to Rs.552 million from Rs.389 million owing to increase in mark-up rates and working capital requirement.

Profit before tax stood at Rs.3,698 million as compared to Rs.1,138 million last year, up 225.1%. After providing Rs.1,497 million for taxation (including Rs.388 million for super tax), the profit after tax stood at Rs.2,201 million as compared to Rs.689 million of last year, up 219.3%. Earnings per share stood at Rs.62.86 as compared to Rs.19.69 of last year.

Contribution to National Exchequer

Your Company contributed Rs.9.9 billion towards the National Exchequer on account of various government levies, taxes and import duties during the year under review. Payment of these taxes amounts to 23.7% of net sales value of the Company. The total contribution to the exchequer by Atlas Group Companies including your Company is Rs.61 billion. This makes Atlas Group one of the highest taxpayers in the country.

Future Prospects

The steep devaluation of the Pakistani rupee, the pressures of high inflation, import constraints and the rising discount rate all made FY-23 very challenging. Strategies to reduce imports, monetary policy tightening and decreased purchasing power will continue to restrain the performance of the automotive industry. Surge in lead prices coupled with political instability will also aggravate supply chain bottlenecks.

Keeping in view the current socio-economic situation and persistent energy shortages along with hike in energy tariffs, the demand for your Company's products will sustain. Your Company is well aligned to take advantage of the situation and despite rising cost pressures, is hopeful of maintaining market share along with ensuring reasonable margins. Smart capex allocated for HSE, production process, information technology and engineering & development will continue to enhance business efficiency.

Capitalizing on unmatched quality and after sales service, your Company will continue to strive for improved market penetration by exploring new territories and export markets. Curbing costs and maintaining high quality of product will remain the focus of your Company. For achieving these objectives, the "Atlas Way" will continue to remain the guiding principles of your Company's business philosophy.

کسبِ کمال کن کہ عزیزِ جہاں شوی

(Excel in your deeds to become everyone's favorite)

Change in Board of Directors

During the year, Mr. Azam Faruque retired from the Board of your Company in the month of May 2023 and Mr. Sanaullah Qureshi was elected as new member on the Board in the elections held in May 2023. We would like to place on record the valuable contributions made by Mr. Azam Faruque during his tenure as member of the Board. Moreover, Mr. Sanaullah Qureshi will bring vast experience and expertise in areas of Finance, Human Resource and Governance. We look forward to his invaluable contribution to the Board.

Acknowledgements

I take this opportunity to acknowledge and appreciate the devoted and sincere services of all associates and management staff of all cadres of the Company.

I would also like to thank our JV Partners GS Yuasa International Limited; Japan, Board of Directors, shareholders, bankers, vendors and customers for their continuous support and guidance. I also thank Mr. Ali H. Shirazi, President / Chief Executive of your Company and the management team for their dedication and commitment to achieve sustained growth year after year.



Amir H. Shirazi
Chairman

Karachi: August 28, 2023

Directors' Report

The Directors of the Company take pleasure in presenting the Directors' Report together with the Company's audited annual financial statements for the year ended June 30, 2023. The Directors' Report, prepared under Section 227 of the Companies Act, 2017 will be put forward to the members at the 57th Annual General Meeting of the Company to be held on September 29, 2023.

Operating Results

The operating results of the Company are summarized as follows:

| | 2023 | 2022 |
|-------------------------------|------------------------------|----------------|
| | ---Rupees in '000'--- | |
| Profit before tax | 3,698,116 | 1,137,662 |
| Less: Provision for taxation: | | |
| Current year | 1,486,165 | 469,132 |
| Prior year | (61) | (2,043) |
| Deferred | 10,770 | (18,864) |
| | 1,469,874 | 447,225 |
| Profit after taxation | <u>2,201,242</u> | <u>689,437</u> |

Dividends and Appropriations

The directors have recommended a final cash dividend of Rs.10.00 per share (2022: Rs.12.50 per share) and bonus shares at Nil (2022: 25%). Accordingly, the following appropriations have been made:

| | 2023 | 2022 |
|--|------------------------------|----------------|
| | ---Rupees in '000'--- | |
| Appropriations | | |
| Interim Cash Dividend @ 225% (2022: Nil%) | 787,883 | - |
| Final Cash Dividend @ 100% (2022: 125%) | 350,170 | 350,170 |
| Reserve for Issuance of Bonus Shares @ Nil (2022: 25%) | - | 70,034 |
| Total | <u>1,138,053</u> | <u>420,204</u> |

Earnings Per Share

The basic and diluted earnings per share after tax is Rs.62.86 (2022: Rs.19.69 per share).

Chairman's Review

The Chairman's review included in the Annual Report deals inter alia with the performance and effectiveness of the Board, performance of the Company for the year ended June 30, 2023 and future prospects. The Directors endorse the contents of the Chairman's review.

Board of Directors and its Committees

Board of Directors

The Board comprises of one executive, four non-executive directors and two independent directors.

Audit Committee

Audit Committee assists the Board of Directors in discharging their responsibilities in accordance with the Corporate Governance and Financial Reporting frame work.

The Committee consists of three members, all of whom are non-executive directors. The Chairman of the Committee is an independent director.

As required by the Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Code 2019"), Audit Committee also met with external auditors and Head of Internal Audit in the absence of management. Chief Executive

Officer (CEO) and Chief Financial Officer (CFO) attended all the four meetings held during the year, by invitation.

Human Resource and Remuneration Committee

Human Resource and Remuneration Committee also assists the Board of Directors in discharging their responsibilities with regard to devising and periodic reviews of human resource policies and practices within the Company. It also assists the Board in selection, evaluation, compensation and succession planning of key management personnel.

The Committee consists of three members, of whom one is executive and two are non-executive directors. The Chairman of the Committee is an independent director.

Meeting of the Board and its Committees

During the year, seven meetings of Board of Directors (BOD), four meetings of Audit Committee (AC) and one meeting of Human Resource and Remuneration Committee (HRRC) were held. The attendance of the Directors and the number of their directorship in listed companies, including Atlas Battery Limited, is as follows:

| Sr. No. | Name of Directors | Directorship | Status | Executive Director | Committee Members | | Attendance | | |
|---------|-----------------------|----------------|--------------------------------|--------------------|-------------------|------|------------|-----|------|
| | | | | | AC | HRRC | BOD | AC | HRRC |
| 1. | Mr. Aamir H. Shirazi | 4 | Re-elected w.e.f. May 21, 2023 | No | - | - | 7/7 | - | - |
| 2. | Mr. Azam Faruque | Not Applicable | Retired on May 20, 2023 | No | - | - | 4/5 | 4/4 | - |
| 3. | Mr. Bashir Makki | 1 | Re-elected w.e.f. May 21, 2023 | No | √ | √ | 7/7 | 4/4 | 1/1 |
| 4. | Mr. Fahd K. Chinoy | 3 | Re-elected w.e.f. May 21, 2023 | No | √ | - | 6/7 | 4/4 | - |
| 5. | Ms. Mehreen Amin | 1 | Re-elected w.e.f. May 21, 2023 | No | - | √ | 7/7 | - | 1/1 |
| 6. | Mr. Sanaullah Qureshi | 1 | Elected on May 21, 2023 | No | √ | - | 2/2 | - | - |
| 7. | Mr. Toru Furuya | 1 | Re-elected w.e.f. May 21, 2023 | No | - | - | 7/7 | - | - |
| 8. | Mr. Ali H. Shirazi | 5 | Re-elected w.e.f. May 21, 2023 | Yes | - | √ | 7/7 | - | 1/1 |

On May 20, 2023 the existing Directors stood retired and offered themselves for re-election except for Mr. Azam Faruque. The Directors were re-elected in Extraordinary General Meeting (EOGM) held on May 19, 2023 for a period of next three years commencing from May 21, 2023. Mr. Sanaullah Qureshi also got elected in said EOGM for a period of next three years commencing from May 21, 2023. The Board places on record its appreciation for the valuable contribution made by the outgoing Director and welcomes the new Director.

Directors' Training Program

Five directors are certified Directors whereas two directors meet the criteria of exemption under clause 19(2) of the Code 2019 and are accordingly exempted from directors' training program. Details are as follows:

| Sr. No. | Name of Directors | Institution | Year |
|---------|-----------------------|--|----------------|
| 1. | Mr. Aamir H. Shirazi | Exempt | Not Applicable |
| 2. | Mr. Bashir Makki | Pakistan Institute of Corporate Governance | 2014-15 |
| 3. | Mr. Fahd K. Chinoy | Pakistan Institute of Corporate Governance | 2017-18 |
| 4. | Ms. Mehreen Amin | Pakistan Institute of Corporate Governance | 2020-21 |
| 5. | Mr. Sanaullah Qureshi | Exempt | Not Applicable |
| 6. | Mr. Toru Furuya | University of Lahore | 2015-16 |
| 7. | Mr. Ali H. Shirazi | Pakistan Institute of Corporate Governance | 2013-14 |

Board's Performance Review

The evaluation of Board's role of oversight and its effectiveness is a continual process which is appraised by the Board itself. A detailed Board Evaluation Questionnaire has been formulated which is circulated amongst directors for their feedback every year and compiled results are presented in the Board meeting for review and appropriate action, thereon. The key areas of evaluation are as under:

- Composition of the Board and its effectiveness;
- Structuring of Board's committees and their role;
- Vision / Mission planning and establishing a corporate environment;
- Access to the information and risk monitoring;
- Performance of duties and responsibilities;
- Relationship with the management;
- Role of the Chairman and assessment of own performance.

Statement of Directors' Responsibilities

The Directors confirm compliance with the Corporate and Financial Reporting framework of the Securities and Exchange Commission of Pakistan (SECP) and the Code 2019 for the following matters:

- The financial statements, prepared by the management of the Company, present its state of affairs including the results of its operations, cash flows and changes in equity, fairly.
- Proper books of accounts have been maintained by the Company.
- Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements.
- The system of internal control and mitigation of risk are sound in design and have been effectively implemented and monitored.
- There are no doubts upon the Company's ability to continue as going concern.
- There has been no material departure from the best practices of Corporate Governance, as detailed in the Code 2019.

The Corporate Governance Practices

The Board of Directors of the Company is committed to the principles of good Corporate Governance. This is promoted across the Company through senior management. The stakeholders expect that the Company is managed and supervised responsibly and proper internal controls and risk management policy and procedures are in place for efficient and effective operations of the Company, safeguarding of assets, compliance with laws and regulations and proper financial reporting in accordance with International Financial Reporting Standards.

Donation

The Company has a policy to donate 1% of its prior year's profit before tax to a charitable institution. During the year, Company has donated Rs.71.4 million to Atlas Foundation including Rs.60 million for educational purpose.

Contribution to National Exchequer

The Company contributed Rs.9.9 billion towards the National Exchequer on account of various government levies, taxes and import duties in the year under review. Payment of these taxes is 23.7% of net sales value of the Company.

Code of Conduct

The Company's Code of Conduct promotes guidelines on various ethical standards including issues such as conflicts of interests, employee rights, fraud, etc. The Code encourages honesty, integrity and openness in conduct of Company's operations. It contains guidelines for interactions with all stakeholders, including consumers, suppliers, shareholders and partners.

The Code is reviewed annually and any changes therein are approved by the Board. It is communicated to all associates and is available on the Company's website at www.abl.atlas.pk/code-of-conduct. The responsibility for day to day implementation and monitoring of Code is delegated to the senior management.

Management Committee

The Management Committee comprises of senior management headed by Chief Executive Officer (CEO), which ensures that a proper system is developed and implemented across the Company that enable swift and appropriate decision making. It acts in an advisory capacity to CEO at the operating level, providing recommendations relating to business and other corporate affairs. It is responsible for reviewing and forwarding long-term plans, capital and expense budget development and stewardship of business plans. The Committee is organized on a functional basis and meets monthly to review the performance of each function against set targets. CEO also ensures that all decisions and directions given by the Board are properly communicated and implemented.

Significant Features of Directors' Remuneration

The Board of Directors has approved a formal policy for remuneration of executive and non-executive directors depending upon their responsibility in affairs of the Company. The remuneration is commensurate with their level of responsibility and expertise needed to govern the Company successfully and to encourage value addition from them.

The Company does not pay any remuneration to directors except fees for attending the meetings of the Board and its committees. Remuneration of executive and non-executive directors is approved by the Board, as recommended by the Human Resource and Remuneration Committee. For information on remuneration of directors and CEO, please refer notes to the financial statements.

Employees' Retirement Benefits

The Company operates defined contribution plan for its permanent employees through either one of the following ways:

- a recognized provident fund; or
- voluntary pension schemes managed by Atlas Asset Management Limited, a related party, under the Voluntary Pension System Rules, 2005, viz. Atlas Pension Fund and Atlas Pension Islamic Fund.

All the newly appointed employees are offered voluntary pension scheme only. However, those employees who are provident fund trust members have the option to opt for either of two above mentioned defined contribution plans.

The Company also operates non-contributory gratuity fund scheme for its management employees.

The value of investment, based on their respective un-audited accounts as at June 30, 2023 is as follows:

| | Rupees in Million |
|------------------|-------------------|
| – Provident Fund | 128.6 |
| – Gratuity Fund | 124.5 |

Operating & Financial Data

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

Safeguarding of Records

The Company places due emphasis for storage and safe custody of its financial records. The Company is using Oracle ERP system for recording its financial information. Access to electronic documentation has been ensured through implementation of a comprehensive password protected authorization matrix. A record retention policy is also in place for proper documentation and their tracking.

Pattern of Shareholding

The pattern of shareholding as at June 30, 2023 is annexed.

The Directors, executives and their spouse and minor children have made no transactions of the Company's shares during the year, except those reported in pattern of shareholding.

Executives mean Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary and other executives (as defined by the Board).

Material Changes

There have been no material changes since June 30, 2023 to date of the report and the Company has not entered into any commitment during this period, which would have an adverse impact on the financial position of the Company.

Sustainability Report

Sustainability Report, an integral part of this annual report, besides highlighting various activities carried out by the Company, has also covered measures taken with regards to Health, Safety and Environment, and Corporate Social Responsibility.

Statement of Value Addition and Distribution, and Risk and Opportunity Report

The "Statement of Value Addition" and "Risk and Opportunity Report" are annexed to this report. Risk and Opportunity Report is duly endorsed by Board of Directors.

Statutory Auditor of the Company

The present Auditors, M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, retire and being eligible, offer themselves for re-appointment. The Audit Committee has recommended their re-appointment as Auditors of the Company and their remuneration for the year ending June 30, 2024. Subsequently, Board of Directors has recommended re-appointment as Auditors of the Company and their remuneration for the year ending June 30, 2024.

Communication

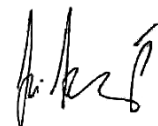
Annual, half yearly and quarterly reports are distributed amongst shareholders within the time specified in the Companies Act, 2017. The Company also has a web site, www.abl.atlas.pk containing up to date information on Company's activities, financial reports and notices / announcements.

For and on behalf of the
BOARD OF DIRECTORS



Sanaullah Qureshi
Director

For and on behalf of the
BOARD OF DIRECTORS



Ali H. Shirazi
President / Chief Executive

Karachi: August 28, 2023

سٹین ایٹلیٹی رپورٹ

سٹین ایٹلیٹی رپورٹ سالانہ رپورٹ کا حصہ ہے، کمپنی کی جانب سے کی جانے والی مختلف سرگرمیوں کو اجاگر کرنے کے علاوہ، صحت، تحفظ، ماحولیات اور کارپوریٹ سماجی ذمہ داریوں کے حوالے سے اٹھائے گئے اقدامات کا بھی احاطہ کیا گیا ہے۔

اسٹیٹمنٹ برائے ویلیو ایڈیشن اور ڈسٹری بیوشن اور خطرے سے بچاؤ پر رپورٹ

اس رپورٹ کے ساتھ اسٹیٹمنٹ آف ویلیو ایڈیشن اور خطرے سے بچاؤ کی رپورٹ منسلک ہے اور اسے بورڈ آف ڈائریکٹرز کی جانب سے تائید حاصل ہے۔

کمپنی کے قانونی آڈیٹرز

موجودہ آڈیٹرز، مسرز سائن ونگ جمید چوہدری اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس اپنے عہدے کی میعاد پوری کر چکے ہیں اور بر بنائے اہلیت 30 جون 2024 کو ختم ہونے والے سال کے لیے خود کو تفری کے لیے دوبارہ پیش کر رہے ہیں۔ کمپنی کی آڈٹ کمیٹی نے ان کی 30 جون 2024 کو مکمل ہونے والے سال کے لیے بطور کمیٹی آڈیٹرز دوبارہ تفری اور ان کے معاوضے کی تجویز دی ہے، بعد میں بورڈ آف ڈائریکٹرز نے ان کی 30 جون 2024 کو مکمل ہونے والے سال کے لیے بطور کمیٹی کے آڈیٹرز دوبارہ تفری اور ان کے معاوضے کی تجویز دی ہے۔

مواصلات

حصص داران سے روابط اور بات چیت کمپنی کی اولین ترجیح ہے کمپنیز ایکٹ 2017 میں واضح کردہ وقت کے مطابق انہیں سالانہ ششماہی اور سہ ماہی رپورٹس ارسال کی گئی ہیں۔ کمپنی کی اپنی ویب سائٹ www.abl.atlas.pk ہے۔ جہاں کمپنی کی تمام سرگرمیاں، مالیاتی گوشوارے اور نوٹس/اعلانات وغیرہ موجود ہیں۔

بورڈ آف ڈائریکٹرز کے لیے اور جانب سے

بورڈ آف ڈائریکٹرز کے لیے اور جانب سے

علی انجم شیرازی
پریذیڈنٹ / چیف ایگزیکٹو

ثناء اللہ قریشی
ڈائریکٹر

کراچی: 28 اگست 2023

انتظامی کمیٹی

انتظامی کمیٹی سینئر منتظمین پر مشتمل ہے جس کے سربراہ چیف ایگزیکٹو ہیں جو اس بات کو یقینی بناتے ہیں کہ بہترین اور ہموار فیصلہ سازی کو ممکن بنانے کے لیے کمیٹی میں باقاعدہ نظام بنایا جائے اور اسے لاگو کیا جائے۔ یہ آپریٹنگ سطح پر چیف ایگزیکٹو کے لیے مشاورت کا کام انجام دیتے ہوئے کاروباری امور اور دیگر کارپوریٹ افیئرز میں سفارشات مہیا کرتی ہے۔ یہ طویل المدت منصوبہ بندی کا جائزہ لینے، کمپنیل اور اخراجات کی بجٹ سازی اور کاروباری امور کی قیادت سمجھاتی ہے۔ یہ کمیٹی انجام دیے جانے والے امور کی مناسبت سے تشکیل دی جاتی ہیں اور ہر ماہ منعقدہ اجلاس میں مقرر کردہ اہداف سے کارکردگی کا جائزہ لیتی ہے۔ چیف ایگزیکٹو بھی اس بات کو یقینی بناتے ہیں کہ بورڈ کی جانب سے دیئے جانے والے تمام فیصلے اور ہدایات مناسب طریقے سے مطلع کیے جائیں اور ان پر عملدرآمد ہو۔

ڈائریکٹرز کے معاوضے کی اہم خصوصیات

بورڈ آف ڈائریکٹرز نے کمیٹی کے معاملات میں ان کی ذمہ داری کے لحاظ سے ایگزیکٹو اور نان ایگزیکٹو ڈائریکٹرز کے معاوضے کے لیے ایک پالیسی کی منظوری دی ہے۔ یہ معاوضہ ان کی ذمہ داریوں اور مہارت کے مطابق ہے جو کامیابی کے ساتھ کمیٹی کی قیادت اور ان سے کمیٹی کی قدر میں اضافے کی حوصلہ افزائی کے لیے درکار ہے۔

کمیٹی بورڈ اور اس کی کمیٹیوں کے اجلاسوں میں شرکت کی فیس کے علاوہ کوئی معاوضہ ادا نہیں کرتی، ایگزیکٹو اور نان ایگزیکٹو ڈائریکٹرز کے معاوضے کی منظوری بورڈ کے ذریعے دی جاتی ہے جیسا کہ انسانی وسائل اور معاوضہ کمیٹی نے تجویز کی ہے۔ ڈائریکٹرز اور سی ای او کے معاوضے کی معلومات کے لیے براہ کرم مالیاتی گوشواروں کے نوٹس کا جائزہ لیں۔

ملازمین کو سبکدوشی پر ملنے والے فوائد

کمیٹی اپنے ملازمین کے لیے مندرجہ ذیل میں سے کسی ایک طریقے کے مطابق واضح کردہ شرائط داری کا پلان پیش کرتی ہے۔

• تسلیم شدہ پرووڈنٹ فنڈ یا

• رضا کارانہ پنشن سسٹم تو اعد 2005 یعنی ٹلس پنشن فنڈ اور ٹلس پنشن اسلامک فنڈ کے تحت رضا کارانہ پنشن اسکیمیں جو کہ ٹلس ایسیٹ مینجمنٹ لمیٹڈ (متعلقہ پارٹی) کے زیر انتظام ہیں۔

تمام نئے آنے والے ملازمین کو صرف رضا کارانہ پنشن اسکیم کی پیش کش کی جاتی ہے۔ تاہم ایسے ملازمین جنہیں پرووڈنٹ فنڈ کا اختیار بھی حاصل ہے انہیں اختیار حاصل ہے کہ وہ مندرجہ بالا میں بیان کردہ کسی بھی اسکیم کا حصہ بن سکتے ہیں۔

کمیٹی اپنے مینجمنٹ ملازمین کے لیے نان کنٹریبوٹری گریجویٹ فنڈ اسکیم بھی پیش کرتی ہے۔

انویسٹمنٹ کی مالیت غیر پڑتال شدہ اکاؤنٹس کی بنیاد پر مورخہ 30 جون 2023 تک مندرجہ ذیل ہے۔

| تفصیلات | روپے بلین میں |
|-------------|---------------|
| پرووڈنٹ فنڈ | 128.6 |
| گریجویٹ فنڈ | 124.5 |

آپریٹنگ اور مالیاتی ڈیٹا

گزشتہ چھ سالوں کا آپریٹنگ اور مالیاتی ڈیٹا اور کمیٹی کے کلیدی تناسب اس رپورٹ کے ساتھ منسلک ہیں۔

کمیٹی ریکارڈز کی حفاظت

کمیٹی اپنے مالیاتی ریکارڈز کی اسٹوریج اور محفوظ بنانے پر بہت توجہ مرکوز رکھتی ہے۔ کمیٹی مالیاتی معلومات کو محفوظ رکھنے کے لیے اور بیکل ای آر پی سسٹم استعمال کر رہی ہے۔ الیکٹرونک دستاویزات تک رسائی کے لیے جامع نظام تشکیل دیا گیا ہے جس تک رسائی کے لیے خفیہ ہندسے درکار ہیں۔ ریکارڈ کو برقرار رکھنے کے لیے پالیسی تشکیل دی گئی ہے تاکہ دستاویزات کی حفاظت اور دوبارہ رسائی کو یقینی بنایا جاسکے۔

شیئر ہولڈنگ کا پیٹرن

30 جون 2023 کے مطابق شیئر ہولڈنگ کا پیٹرن اس رپورٹ کے ساتھ منسلک ہے۔

اس سال کے دوران ڈائریکٹرز، ایگزیکٹو اور ان کے رفیق حیات اور نابالغ بچوں نے کمیٹی کے حصص میں کوئی لین دین نہیں کیا ہے۔ سوائے اس کے جو حصص داران کے پیٹرن میں درج ہیں۔ ایگزیکٹو سے مراد چیف ایگزیکٹو آفیسر، چیف آپریٹنگ آفیسر، چیف فنانس آفیسر، ہیڈ آف انٹرنل آڈٹ، کمیٹی سیکریٹری اور دیگر ایگزیکٹو شامل ہیں (بورڈ کی وضاحت کے مطابق)۔

مواد میں تبدیلی

30 جون 2023 سے اس رپورٹ کی تیاری تک مواد میں کسی قسم کی قابل ذکر تبدیلی نہیں کی گئی ہے اور اس مدت کے دوران کمیٹی نے کوئی معاہدہ نہیں کیا ہے۔ جس سے کمیٹی کی مالی حالت پر منفی اثرات مرتب ہو سکتے ہیں۔

بورڈ کی کارکردگی کا جائزہ

بورڈ کے کردار کی نگرانی اور اس کی موثریت کا اندازہ ایک مستقل عمل ہے، جس کی تشخیص خود بورڈ کی جانب سے کی جاتی ہے۔ بورڈ کی جانچ پڑتال کے بارے میں ایک تفصیلی سولنامہ مرتب کیا گیا ہے جو ہر سال ان کے تاثرات کے لیے ڈائریکٹرز کے درمیان گردش کیا جاتا ہے اور بعد ازاں مرتب شدہ نتائج بورڈ کے اجلاس میں، اس پر نظر ثانی اور مناسب کارروائی کے لیے پیش کیے جاتے ہیں۔ جانچ پڑتال کے اہم شعبے مندرجہ ذیل ہیں:

- (الف) بورڈ کی تشکیل اور اس کی موثریت
- (ب) بورڈ کمیٹیوں کی ضد و خال سازی اور ان کے کردار
- (ج) وژن / مشن کی منصوبہ بندی اور کارپوریٹ ماحول کی تشکیل
- (د) معلومات تک رسائی اور خطرے کا جائزہ
- (ه) فرائض اور ذمہ داریوں کی کارکردگی
- (ی) کمپنی کی انتظامیہ سے تعلقات
- (ے) چیئرمین کا کردار اور خود اپنی کارکردگی کا جائزہ

ڈائریکٹرز کی ذمہ داریوں کا بیان

ڈائریکٹرز کی جانب سے سیکورٹیز اینڈ ایکسچینج آف پاکستان اور کوڈ 2019 کے مطابق مندرجہ ذیل معاملات کے لیے کارپوریٹ اینڈ فنانشل رپورٹنگ فریم ورک کے بیان واضح کیے جا رہے ہیں۔

- (الف) کمپنی کی جانب سے تیار کردہ مالیاتی گوشوارے، اس کے معاملات کی حالت، آپریٹنگ نتائج، پیسے کے بہاؤ اور ایکویٹی میں تبدیلی کی نشاندہی کر رہے ہیں۔
- (ب) کمپنی کی جانب سے اکاؤنٹس کی کتب باقاعدہ درست انداز میں مرتب کی گئی ہے۔
- (ج) مالیاتی گوشوارے کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کا متواتر استعمال اور اکاؤنٹنگ کا تخمینہ معقول اور دانشمندانہ فیصلے کے مطابق کیا گیا ہے۔
- (د) مالیاتی گوشوارے کی تیاری میں ایسے بین الاقوامی فنانشل رپورٹنگ اسٹینڈرز کے استعمال کو یقینی بنایا گیا ہے، جو پاکستان میں لاگو کیے گئے ہیں۔
- (ه) اندرونی کنٹرول اور رسک مینجمنٹ کا نظام بہترین اور موثر انداز میں مرتب اور لاگو کرتے ہوئے اس کی مانیٹرنگ کی جاتی ہے۔
- (ی) کمپنی کی اہلیت بطور ایک جاری و ساری ادارے کے ہر قسم کے شکوک و شبہات سے بالاتر ہے۔
- (ے) جیسا کہ لسٹنگ ریگولیشنز 2019 میں وضاحت کی گئی ہے، کارپوریٹ گورننس کی اعلیٰ اقدار کو اپنانے میں کوئی کوتاہی نہیں کی گئی۔

کارپوریٹ گورننس کے طریقے

کمپنی کے بورڈ آف ڈائریکٹرز بہترین کارپوریٹ گورننس پر عمل پیرا ہونے کے لیے برعزم ہیں۔ ایسا یقینی بنانے کے لیے کمپنی کے اعلیٰ منتظمین سرگرم عمل ہیں۔ اسٹیک ہولڈرز اس بات کی توقع رکھتے ہیں کہ کمپنی کو مناسب نگرانی میں کامیابی کے ساتھ آگے بڑھایا جائے، اس سلسلے میں کمپنی کے امور کو چلانے کے لیے مستعد اور موثر اندرونی کنٹرول اور رسک مینجمنٹ پالیسیاں اپنائی جائیں، اثنا شدہ جات کی حفاظت کی جائے، قوانین اور ریگولیشنز کی تعمیل کی جائے اور بین الاقوامی مالیاتی رپورٹنگ اسٹینڈرز کے مطابق مالیاتی گوشوارے پیش کیے جائیں۔

عطیات

کمپنی کی پالیسی ہے کہ وہ اپنے گزشتہ سال کے قبل از ٹیکس منافع کا ایک فیصد حصہ خیراتی اداروں کو دیتی ہے۔ رواں سال کمپنی نے اٹلس فاؤنڈیشن کو 71.4 ملین روپے عطیہ کئے ہیں جس میں تعلیمی مقاصد کے لیے 60 ملین روپے شامل ہیں۔

قومی خزانے میں ادائیگی

کمپنی نے زیر جائزہ سال کے دوران حکومتی خزانے میں بطور محصولات اور دیگر درآمدی ڈیوٹیوں کی مدد میں 9.9 ملین روپے ادا کیے۔ یہ ٹیکس ادائیگی کمپنی کی فروخت کا 23.7 فیصد ہے۔

ضابطہ اخلاق

کمپنی کا ضابطہ اخلاق متعدد اخلاقی اقدار سے متعلق راہنما اصول واضح کرتا ہے جس میں مفادات کا تحفظ، ملازمین کے حقوق اور دھوکہ دہی سے تحفظ وغیرہ شامل ہیں۔ یہ ضابطہ کمپنی کے امور کی ادائیگی کے لیے دیانت داری، سالمیت اور کثرت کی حوصلہ افزائی کرتا ہے۔ یہ ضابطہ اخلاق اسٹیک ہولڈرز بشمول صارفین، سپلائرز، حصص داران اور شراکت داروں کے ساتھ تعلقات کے لیے راہنما اصول بھی واضح کرتا ہے۔ اس ضابطہ کا جائزہ ہر سال لیا جاتا ہے اور بورڈ کی منظوری سے تبدیلیاں کی جاتی ہیں۔ اس ضابطہ کے بارے میں تمام ایسوسی ایٹس کو آگاہ کیا جاتا ہے اور یہ کمپنی کی ویب سائٹ www.abl.atlas.pk/code-of-conduct پر بھی دستیاب ہے۔ اس ضابطے کے روزمرہ بنیادوں پر عمل درآمد اور جائزے کا عمل سنٹیئر مینجمنٹ کے سپرد ہے۔

لکھنؤ (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 ("دی کوڈ 2019") کی درکار ضروریات کے مطابق آڈٹ کمیٹی نے منجمنٹ کی غیر حاضری میں بیرونی آڈیٹرز اور ہیڈ آف انٹرنل آڈٹ سے ملاقات کی۔ چیف ایگزیکٹو آفیسر اور چیف فنانس آفیسر نے سال کے دوران منعقد چاروں اجلاسوں میں، مدعو کیے جانے پر شرکت کی۔

انسانی وسائل اور معاوضہ کمیٹی

انسانی وسائل اور معاوضہ کمیٹی میں انسانی وسائل سے متعلق پالیسیوں اور طریقہ کار کے متواتر جائزے اور اطلاق کے لیے اپنی ذمہ داریاں نبھاتے ہوئے بورڈ آف ڈائریکٹرز کی معاونت کرتی ہے۔ یہ کمیٹی کمپنی کے لیے سالانہ اہم انسانی وسائل کے انتخاب، جانچ، معاوضے اور اہم انتظامی منتظمین کی جانشینی کے لیے بورڈ کو معاونت فراہم کرتی ہے۔

کمیٹی تین ممبران پر مشتمل ہے جن میں سے ایک ایگزیکٹو ڈائریکٹر اور دو نان ایگزیکٹو ڈائریکٹرز ہیں جبکہ چیئر مین ایک خود مختار ڈائریکٹر ہے۔

بورڈ اور اس کی کمیٹیوں کا اجلاس

اس سال کے دوران بورڈ آف ڈائریکٹرز (BOD) کے سات اجلاس، آڈٹ کمیٹی (AC) کے چار اجلاس اور انسانی وسائل اور معاوضہ کمیٹی (HRRC) کا ایک اجلاس منعقد ہوا۔ ڈائریکٹرز کی حاضری اور تمام لسٹڈ کمپنیوں میں ان کی ڈائریکٹرز کی تعداد بشمول اٹلس بیٹری لمیٹڈ مندرجہ ذیل ہے:

| نمبر شمار | ڈائریکٹرز کے نام | ڈائریکٹرشپ | اسٹیٹس | کمیٹی کی رکنیت | | حاضری | | |
|-----------|----------------------|----------------|-------------------------------------|-------------------|----|-------|-----|-----|
| | | | | ایگزیکٹو ڈائریکٹر | AC | HRRC | BOD | AC |
| 1 | جناب عامر ایچ شیرازی | 4 | دوبارہ منتخب اطلاق 21 مئی 2023 | نہیں | - | - | 7/7 | - |
| 2 | جناب اعظم فاروق | Not applicable | ریٹائرڈ 20 مئی 2023 | نہیں | - | - | 4/5 | 4/4 |
| 3 | جناب بشیر علی | 1 | دوبارہ منتخب، اطلاق 21 مئی 2023 | نہیں | √ | √ | 7/7 | 4/4 |
| 4 | جناب فہد کے چنائے | 3 | دوبارہ منتخب، اطلاق 10 مارچ 2023 | نہیں | - | √ | 6/7 | 4/4 |
| 5 | محترمہ مہرین امین | 1 | دوبارہ منتخب، اطلاق 21 مئی 2023 | نہیں | √ | - | 7/7 | - |
| 6 | جناب ثناء اللہ قریشی | 1 | منتخب، اطلاق 21 مئی 2023 | نہیں | - | √ | 2/2 | - |
| 7 | جناب تور نورویا | 1 | دوبارہ منتخب، اطلاق 21 مئی 2023 | نہیں | - | - | 7/7 | - |
| 8 | جناب علی ایچ شیرازی | 5 | دوبارہ منتخب، اطلاق 21 مئی 2023 | ہاں | √ | - | 7/7 | - |

20 مئی 2023 کو موجودہ ڈائریکٹرز سبکدوش ہوئے اور جناب اعظم فاروق کے علاوہ دیگر نے خود کو انتخاب کے لیے پیش کیا۔ ڈائریکٹرز کا چناؤ 19 مئی 2023 کو منعقدہ کمیٹی کے غیر معمولی اجلاس عام میں آئندہ آنے والے تین سالوں کی مدت کے لیے ہوا۔ اس مدت کا آغاز 21 مئی 2023 سے ہے۔ جناب ثناء اللہ قریشی بھی اس غیر معمولی اجلاس عام میں آئندہ تین سالہ مدت کے لیے بطور ڈائریکٹر منتخب ہوئے ہیں۔ اس مدت کا آغاز 21 مئی 2023 سے ہے۔ بورڈ سبکدوش ہونے والے ڈائریکٹرز کی گراں قدر خدمات کو سراہتا ہے اور نئے ڈائریکٹرز کو خوش آمدید کہتا ہے۔

ڈائریکٹرز کے تربیتی پروگرام

پانچ ڈائریکٹرز پہلے ہی سند یافتہ ڈائریکٹرز ہیں جبکہ دو ڈائریکٹرز کو 2019 کی شق 19(2) کے تحت اتھنی کے معیار پر پورا اترتے ہیں اور اس کے مطابق ڈائریکٹرز کے تربیتی پروگرام سے مستثنیٰ ہے۔ جس کی تفصیلات درج ذیل ہیں:

| نمبر شمار | ڈائریکٹرز کے نام | ادارہ | سال |
|-----------|----------------------|---------------------------------------|---------|
| 1 | جناب عامر ایچ شیرازی | مستثنیٰ | N/A |
| 2 | جناب بشیر علی | پاکستان انسٹی ٹیوٹ آف کارپوریٹ گورننس | 2014-15 |
| 3 | جناب فہد کے چنائے | پاکستان انسٹی ٹیوٹ آف کارپوریٹ گورننس | 2017-18 |
| 4 | محترمہ مہرین امین | پاکستان انسٹی ٹیوٹ آف کارپوریٹ گورننس | 2020-21 |
| 5 | جناب ثناء اللہ قریشی | مستثنیٰ | N/A |
| 6 | جناب تور نورویا | یونیورسٹی آف لاہور | 2015-16 |
| 7 | جناب علی ایچ شیرازی | پاکستان انسٹی ٹیوٹ آف کارپوریٹ گورننس | 2013-14 |

ڈائریکٹرز کی رپورٹ

کمپنی کے ڈائریکٹرز نہایت مسرت کے ساتھ 30 جون 2023 کو ختم شدہ سال کے لیے ڈائریکٹرز رپورٹ، کمپنی کے پڑتال شدہ سالانہ اسٹیٹمنٹ کے ہمراہ پیش کر رہے ہیں۔ ڈائریکٹرز کی رپورٹ کمپنیز ایکٹ 2017 کے سیکشن 227 کے مطابق تیار کی گئی ہے جو کہ 29 ستمبر 2023 کو کمپنی کی 57 ویں سالانہ عام اجلاس میں اراکین کو پیش کی جائے گی۔

آپریٹنگ نتائج

کمپنی کے آپریٹنگ نتائج کی مختصر تفصیل مندرجہ ذیل ہے:

| 2022 | 2023 |
|-----------------------------|-----------|
| ----- (روپے '000 میں) ----- | |
| 1,137,662 | 3,698,116 |
| 469,132 | 1,486,165 |
| (2,043) | (61) |
| (18,864) | (10,770) |
| 447,225 | 1469,874 |
| 689,437 | 2,201,242 |

قبل از ٹیکس منافع

محصولات کے لیے فراہمی:

- موجودہ سال
- پچھلے سال
- موخر

بعد از ٹیکس منافع

ڈیویڈنڈز اور تصرفات

ڈائریکٹرز نے فی شیئر 10.00 روپے فائنل کیش ڈیویڈنڈ (2022: 12.50 روپے فی شیئر) کیش ڈیویڈنڈ اور بونس شیئرز بحساب NIL (2022: 25%) کی تجویز دی ہے۔ اسی طرح مندرجہ ذیل تصرفات بھی کی گئی ہیں۔

| 2022 | 2023 |
|-----------------------------|-----------|
| ----- (روپے '000 میں) ----- | |
| - | 787,883 |
| 350,170 | 350,170 |
| 70,034 | - |
| 420,204 | 1,138,053 |

تصرفات

عموری کیش ڈیویڈنڈ بحساب 225% (2022: NIL)

فائنل کیش ڈیویڈنڈ بحساب 100% (2022: 125%)

بونس شیئرز کے اجراء کے لیے ذخائر NIL (2022: 25%)

ٹوٹل

فی حصص آمدنی

بعد از ٹیکس بنیادی اور ڈیویڈنڈ آمدنی فی حصص 62.86 روپے (سال 2022: 19.69 روپے) فی حصص رہی۔

چیئر مین کا جائزہ

چیئر مین کا جائزہ سالانہ رپورٹ میں شامل ہے جو کہ 30 جون 2023 کو ختم شدہ سال میں کمپنی کی کارکردگی اور مستقبل کے امکانات کا احاطہ کرتا ہے۔

ڈائریکٹرز اس جائزے کی مندرجات کی توثیق کرتے ہیں۔

بورڈ آف ڈائریکٹرز اور اس کی کمیٹی

بورڈ آف ڈائریکٹرز

بورڈ میں ایک ایگزیکٹو ڈائریکٹر، چار نان ایگزیکٹو ڈائریکٹرز اور دو خود مختار ڈائریکٹرز شامل ہیں۔

آڈٹ کمیٹی

آڈٹ کمیٹی کا رپورٹ گورننس اور فنانشل رپورٹنگ فریم ورک کے مطابق اپنی ذمہ داریاں نبھاتے ہوئے بورڈ آف ڈائریکٹرز کو معاونت فراہم کرتی ہے۔

یہ کمیٹی تین ممبران پر مشتمل ہے، جو سب نان ایگزیکٹو ڈائریکٹرز ہیں۔ کمیٹی کا چیئر مین ایک خود مختار ڈائریکٹر ہے۔

اظہار تشکر

میں آپ کی کمپنی کے بورڈ آف ڈائریکٹرز کی ایما، پر تمام ایسوسی ایٹس اور ہر سطح کے مینجمنٹ اسٹاف کا شکریہ ادا کرنا چاہوں گا، جنہوں نے مستقل مزاجی، انتھک محنت اور لگن کے ساتھ اپنی ذمہ داریاں نبھائیں۔ میں اس موقع پر اپنے جوائنٹ ویچر پارٹنر GS Yuasa انٹرنیشنل لمیٹڈ جاپان، بورڈ آف ڈائریکٹرز، جھص یا فینگان، بینکار، فروخت کار (ویبڈز) اور صارفین کو ان کی مسلسل حمایت اور رہنمائی پر تہ دل سے شکریہ ادا کرتا ہوں۔ میں آپ کی کمپنی کے صدر اور چیف ایگزیکٹو آفیسر جناب علی ایچ شیرازی اور انتظامیہ کے تمام اراکین کا بھی دلجمعی اور محنت کے ساتھ کام کرنے پر شکریہ ادا کرتا ہوں۔



عامراتج شیرازی

چیئرمین

کراچی: 28 اگست 2023

پاکستان میں بیٹری کی صنعت کو دو بڑے حصوں، منظم اور غیر منظم شعبوں میں تقسیم کیا گیا ہے۔ منظم شعبہ مارکیٹ کی طلب کا تقریباً 90 فیصد حصہ پورا کر رہا ہے، باقی غیر منظم شعبہ اور درآمدات مل کر پورا کر رہے ہیں۔ آپ کی کمپنی مارکیٹ میں نمایاں شیئر رکھتی ہے اور معیار کو برقرار رکھنے، جدید مصنوعات متعارف کروانے اور بعد از فروخت سروس فراہم کر کے اس میں مزید بہتری کا عزم رکھتی ہے۔

آپریٹنگ نتائج

مالی سال 2023 کے دوران، آپ کی کمپنی نے 67.2 فیصد اضافے کے ساتھ مالی سال 2022 میں 25 بلین روپے کے مقابلے میں 41.9 بلین روپے کی فروخت حاصل کی ہے۔ یہ اضافہ بنیادی طور پر توانائی کی قلت اور شمسی توانائی کی طلب کے باعث متبادل مارکیٹ میں بیٹریوں کی طلب کی وجہ سے ہے۔ فروخت کی لاگت 22.3 بلین روپے کے مقابلے میں 35.4 بلین روپے درج کی گئی، جو کہ کیلکولس اور حجم میں بہتری کے ساتھ 58.7 فیصد زیادہ ہے۔ اس کے نتیجے میں 6,452 بلین روپے کا مجموعی منافع ہوا جو کہ گزشتہ سال کے دوران 2,721 بلین روپے کے مقابلے میں 137.1 فیصد زیادہ ہے۔

آپریٹنگ اخراجات 70.8 فیصد بڑھ کر 1,110 بلین روپے کے مقابلے میں 1,895 بلین روپے رہے۔ آپریٹنگ منافع گزشتہ سال کے 1,527 بلین روپے کے مقابلے میں 178.3 فیصد بڑھ کر 4,250 بلین روپے ہو گیا۔ سود کی شرح اور ورکنگ کپینٹل کی ضرورت میں اضافے کی وجہ سے مالیاتی لاگت 389 بلین روپے سے بڑھ کر 552 بلین روپے ہو گئی۔

قبل از ٹیکس منافع 3,698 بلین روپے رہا جو گزشتہ سال اسی مدت کے دوران 1,138 بلین روپے کے مقابلے میں 225.1 فیصد زیادہ ہے۔ ٹیکس کے لیے 1,497 بلین روپے فراہم کرنے کے بعد (جس میں سپرنٹیکس کے لیے 388 بلین روپے شامل ہیں)، بعد از ٹیکس منافع گزشتہ سال کے 689 بلین روپے کے مقابلے میں 219.3 فیصد سے بڑھ کر 2,201 بلین روپے رہا۔ فی شخص آمدنی 62.86 روپے رہی جو کہ گزشتہ سال فی شخص آمدنی 19.69 روپے تھی۔

قومی خزانے میں اضافے کے لیے کردار

آپ کی کمپنی نے متذکرہ سال کے دوران مختلف نوعیت کے سرکاری محصولات، ٹیکس اور درآمدی ڈیوٹیوں کی مدد میں قومی خزانے میں 9.9 بلین روپے کا اضافہ کیا۔ ان ٹیکس کی ادائیگی کمپنی کی خالص فروخت کا 23.7 فیصد ہے۔ ایٹس گروپ کمپنیز بشمول آپ کی کمپنی کی جانب سے قومی خزانے میں مجموعی طور پر جمع کردہ رقم 61 بلین روپے ہے جو ایٹس گروپ کو ملک کے سب سے زیادہ ٹیکس دہندگان میں سے ایک بنا دیتا ہے۔

مستقبل کے خدو خال

مالی سال 2023 میں پاکستانی روپے کی قدر میں شدید کمی، درآمدی رکاوٹیں، مہنگائی کے بڑھتے ہوئے دباؤ اور ڈسکاؤنٹ ریٹ میں اضافے کے ساتھ بدستور چیلنجنگ تھا۔ درآمدات کو کم کرنے کی حکمت عملی، مانیٹری پالیسی میں سختی اور قوت خرید میں کمی آٹوموٹیو انڈسٹری کی کارکردگی پر دباؤ بڑھاتی رہی۔ سیاسی عدم استحکام کے ساتھ لیڈ کی قیمتوں میں اضافہ سپلائی چین کی رکاوٹوں کو بھی بڑھائے گا۔

توانائی کے نرخوں میں اضافے کے ساتھ موجودہ سماجی و اقتصادی صورتحال اور توانائی کی مسلسل قلت کے پیش نظر آپ کی کمپنی کی مصنوعات کی مانگ برقرار رہے گی۔ آپ کی کمپنی صورتحال سے فائدہ اٹھانے کے لئے پوری طرح تیار ہے اور بڑھتی ہوئی لاگت کے دباؤ کے باوجود، مارکیٹ شیئر کو برقرار رکھنے کے لئے مناسب مارجن کے لیے پُر امید ہے۔ HSE، پیداواری عمل، انفارمیشن ٹیکنالوجی اور انجینئرنگ اینڈ ڈیولپمنٹ کے لیے مختص دانشمندانہ انویسٹمنٹ کاروبار کی کارکردگی کو بڑھاتا رہے گا۔

اعلیٰ معیار اور بعد از فروخت سروس سے مستفید ہوتے ہوئے آپ کی کمپنی نئے علاقوں اور برآمدی منڈیوں کی تلاش کے ذریعے مارکیٹ میں بہتر رسائی کے لیے کوششیں جاری رکھے گی۔ لاگت کو کم کرنے اور معیاری مصنوعات کو برقرار رکھنا آپ کی کمپنی کی توجہ کا مرکز رہے گا۔ ان مقاصد کے لیے "ایٹس وے" آپ کی کمپنی کے کاروباری فلسفے کے رہنما اصول بنے رہیں گے۔

بورڈ آف ڈائریکٹرز میں تبدیلی

رواں سال کے دوران، جناب اعظم فاروق مئی 2023 کے مہینے میں آپ کی کمپنی کے بورڈ سے سبکدوش ہوئے اور مئی 2023 میں ہونے والے انتخابات میں جناب ثناء اللہ قریشی بورڈ کے نئے رکن منتخب ہوئے۔ جناب اعظم فاروق نے بورڈ کے رکن کی حیثیت سے اپنے وقت میں گراماں قدر تعاون کیا۔ مزید یہ کہ جناب ثناء اللہ قریشی، ہیومن ریسورس اور گورننس کے شعبوں میں وسیع تجربہ اور مہارت لائیں گے۔ ہم بورڈ میں ان کی بہترین شراکت کے منتظر ہیں۔

چیسر مین کا جائزہ

میں نہایت مسرت کے ساتھ 30 جون 2023 کو ختم ہونے والے مالی سال کے لیے آپ کی کمپنی کی 57 ویں سالانہ رپورٹ مع آڈیٹرز رپورٹ پیش کر رہا ہوں۔

معیشت

دیرینہ ساختی کمزوریوں کے باعث ملک کو شدید کشمکش کا سامنا ہے۔ معاشی عدم توازن، بلند افراط زر، اندرون ملک سپلائی میں دشواری اور بین الاقوامی معاشی سست روی کے باعث مالی سال 2023 میں جی ڈی پی کی شرح نمو گزشتہ سال کے 6.1 فیصد کے مقابلے میں 0.3 فیصد تک گر گئی ہے۔ خطرات سے نمٹنے اور میکرو اکنامک استحکام کو برقرار رکھنے کے لیے، حکام نے حال ہی میں IMF کے ساتھ 9 ماہ کے اسٹاف لیول ایگریمنٹ (SBA) کا آغاز کیا ہے۔ تاہم، قوم کو آنے والے سالوں میں اپنی وسیع مالیاتی ضروریات کو پورا کرنے کے لیے ایک طویل المدتی پائیدار منصوبے کی ضرورت ہے۔

بیرونی محاز پر، پالیسی کے سخت اقدامات اور استحکام کی حکمت عملیوں کو اپنانے سے مثبت نتائج برآمد ہوئے ہیں۔ مالی سال 2023 کے دوران کرنٹ اکاؤنٹ خسارہ 85.4 فیصد کی کے ساتھ 2.6 بلین ڈالر رہ گیا۔ کرنٹ اکاؤنٹ خسارے میں بہتری، بنیادی طور پر درآمدی بل میں 72 بلین امریکی ڈالر سے 52 بلین امریکی ڈالر تک کم ہونے کے باعث پیش آئی۔ تاہم عالمی طلب میں کمی اور شرح مبادلہ (انٹرنیٹک اور اوپن مارکیٹ) میں فرق کی وجہ سے برآمدات اور ملازمین کی ترسیلات زر میں باالترتیب 14.1 فیصد اور 13.6 فیصد کی کمی واقع ہوئی ہے جبکہ کرنٹ اکاؤنٹ خسارے میں مثبت پیش رفت کے باوجود مرکزی بینک کے پاس موجود زر مبادلہ کے ذخائر س سالوں میں پہلی بار 5 بلین امریکی ڈالر کی سطح سے گر گئے ہیں۔ تاہم، آئندہ مہینوں میں IMF سے بیل آؤٹ فنڈز اور کثیر جہتی ممالک سے ذخائر کی کافی وصولی کے باعث بہتری کی توقع ہے۔ غیر ملکی زرمبادلہ کے ذخائر کی نمایاں کمی نے مقامی کرنسی پر غیر معمولی دباؤ ڈالا، جس نے امریکی ڈالر کو 285 کی عبوری سطح سے بھی بلند کر دیا اور اس کی بدولت میکرو اکنامک استحکام کو برقرار رکھنے اور مجموعی طلب کو منظم کرنے کے لیے، مرکزی بینک نے بیچ مارک شرح سود کو بڑھا کر 22 فیصد کر دیا جو جولائی 2022 کے بعد سے 825 بیسس پوائنٹس کے اضافے کی نشاندہی کرتا ہے۔ مالیاتی محاذ پر، اقتصادی سرگرمیوں میں سست روی کی وجہ سے محصولات کی وصولی ہدف سے کم رہی۔ 7,600 بلین روپے کے تخمینہ کے مقابلے میں 7,000 بلین روپے جمع کیے گئے۔ مزید برآں، مالیاتی خسارے کو کم کرنے کے لیے حکومت نے حال ہی میں فنانس ایکٹ، 2023 منظور کیا ہے جس میں ٹارگٹڈ طبقات پر مزید ٹیکس لگانے اور مخصوص ٹیکس کریڈٹس کو واپس لینے کی تجویز دی گئی ہے۔ IPSX-100 انڈیکس بھی جاری معاشی خطرات سے متاثر ہوا۔ تاہم اس میں مثبت پلگ دیکھنے میں آئی اور سرمایہ کاروں کے جذبات کو بہتر بنانے کی وجہ سے جولائی کے مہینے کے ابتداء میں ہی 45,000 پوائنٹس کو عبور کیا۔

مالی سال 2023 کے دوران، زراعت کے شعبے میں گزشتہ سال کے 4.3 فیصد کے مقابلے میں 1.6 فیصد اضافہ ریکارڈ کیا گیا۔ اس کی وجہ مومن سون کے شدید طوفان اور سیلاب نے کھڑی فصلوں کو بڑے پیمانے پر نقصان پہنچایا ہے۔ اس شعبے کو سہارا دینے کے لیے زرعی مالیاتی اداروں نے 1,222 بلین روپے تقسیم کیے جو کہ گزشتہ سال 958 بلین روپے تھے۔ مزید برآں، ان پٹ کی بہتر صورتحال اور پانی کی فراہمی کے ساتھ، ربیع کی فصلوں نے بہتر کارکردگی کا مظاہرہ کیا جس کے باعث زراعت کی آمدنی کو بہتر بنانے میں مدد ملی۔ اس کے نتیجے میں، دیہی علاقوں میں صارفین کی پائیدار ایشیا کی مانگ مستحکم رہی۔

مالی سال 2023 میں بڑے پیمانے پر مینوفیکچرنگ (LSM) انڈیکس میں 9.9 فیصد کی کمی واقع ہوئی ہے۔ اس شعبے کے پھیلاؤ میں کمی بنیادی طور پر درآمدی پابندیوں، روپے کی قدر میں کمی، زیادہ مالیاتی لاگت، مہنگی توانائی اور مقامی اقتصادی اور سیاسی عدم استحکام کی وجہ سے ہے۔ نتیجتاً، سیمنٹ، پی او ایل، آٹوموبائلز اور ٹیکسٹائل کی فروخت سمیت طلب کے زیادہ تر اشارے نچلی سطح کی نشاندہی کرتے ہیں۔ تاہم، IMF کے ساتھ SBA کے تحت حالیہ پیش رفت غیر محدود درآمدی نقل و حرکت اور غیر ملکی ذخائر میں اضافے کو یقینی بنانے سے صنعتی شعبے کو مدد ملے گی۔

آٹوموبائل انڈسٹری

عالمی اقتصادی سست روی سمیت دیگر خطرات نے اسٹیٹ بینک آف پاکستان (SBP) کی جانب سے مقرر کردہ پالیسیاں جیسا کہ بلند شرح سود، درآمدی پابندیاں اور ادائیگیوں کے توازن اور افراط زر کو کنٹرول کرنے کے لیے ایل سیز (LCs) کی بندش نے آٹوموبیل شعبے کے لیے مشکلات پیدا کر دی ہیں۔ مالی سال 2023 میں مقامی طور پر تیار کی جانے والی کاروں کی فروخت 58.7 فیصد کی کے ساتھ 96,812 یونٹس پر آگئی جبکہ مالی سال 2022 میں کاروں کی فروخت 234,180 یونٹس تھی۔ اسی طرح ٹریکٹرز کے شعبے میں 47.5 فیصد کی کے ساتھ 30,942 یونٹس رہی جو گزشتہ سال 58,947 یونٹس تھی۔ ٹرکوں اور بسوں کی فروخت میں بھی گزشتہ سال کے مقابلے میں 41 فیصد کمی واقع ہوئی۔ مالی سال 2023 کے دوران موٹر سائیکل اور تین پہیوں (آسمبلرز جو PAMA کے ساتھ رجسٹرڈ ہیں) کی فروخت میں 34.9 فیصد کمی واقع ہوئی جس میں 1,186,688 یونٹس کی فروخت ہوئی جو گزشتہ سال کی اسی مدت کے دوران 1,821,885 یونٹس تھی۔

بیٹری کی صنعت

بیٹری کی صنعت کا تعلق آٹوموبیل اور پاور کے شعبے سے ہے۔ آٹوموبیل میں مندری کے باوجود، ملک بھر میں بجلی کی قلت کے باعث اس صنعت نے پائیدار ترقی کا مشاہدہ کیا ہے جس کی وجہ سے بڑی اور درمیانے سائز کی بیٹریوں کی مانگ میں اضافہ ہوا۔ اسی کے ساتھ ساتھ بالخصوص آف گرڈ علاقوں میں سولر پینل کی طلب میں بھی زیادہ اضافہ دیکھا گیا جس نے درمیانی اور چھوٹی بیٹریوں کی مانگ میں مزید اضافہ کیا ہے۔

Code of Conduct

Standard of Conduct

Atlas Battery Limited conducts its operations with honesty, integrity and openness, and with respect for human rights and interests of the employees. It respects the legitimate interests of all those with whom it has relationships.

Complying with the Laws

Atlas Battery Limited is committed to comply with the laws and regulations of Pakistan.

Human Capital

Atlas Battery Limited is committed to create the working environment where there is mutual trust and respect and where everyone feels responsible for the performance and reputation of the Company.

It recruits, employs and promotes employees on the sole basis of the qualifications and abilities needed for the work to be performed.

It is committed to safe and healthy working conditions for all employees. We will not use any form of forced, compulsory or child labor.

It is committed to working with employees to develop and enhance each individual's skills and capabilities.

It respects the dignity of the individual and the right of employees to freedom of association.

It will maintain good communications with employees through company based information and consultation procedures.

Discrimination and Harassment

Atlas Battery Limited prohibits discrimination of employees and ensures equal opportunity for employment, compensation, development and advancement for all individuals. It prohibits harassment based on categories of race, color, religion, sex, national origin, age or disability.

It does not tolerate workplace violence including threats, threatening behaviour, harassment, intimidation, assaults or similar conduct.

It has a zero tolerance policy with respect to personal and / or sexual harassment. Personal / sexual harassment in any form is strictly prohibited and may become ground for immediate dismissal without notice or pay in lieu of notice.

Weapons and Drugs

Atlas Battery Limited does not allow any employee to carry firearms or other weapons, unless obtaining prior permission.

The employees must not distribute, possess or use illegal or unauthorized drugs or alcohol on any premises of Atlas Battery Limited or in connection with its business.

Consumers

Atlas Battery Limited is committed to providing branded products and services, which consistently offer value in terms of price and quality. Products and services will be accurately and properly labeled, advertised and communicated.

Shareholders

Atlas Battery Limited will conduct its operations in accordance with principles of good corporate governance. It will provide timely, regular and reliable information on its activities, structure, financial situation and performance to all the shareholders.

Trading in Own Shares

Atlas Battery Limited discourages employees and their families from trading in shares of the Company or advice others in trading of its shares. However, if any employee or his / her family intends to sell or buy or take any position in the shares of the Company, then he / she should notify in writing to the Company Secretary.

Business Partners

Atlas Battery Limited is committed to establishing mutually beneficial relations with its suppliers, customers and business partners.

In its business dealings, it expects its partners to adhere to business principles consistent with its own.

Community Involvement

Atlas Battery Limited strives to be a trusted corporate citizen and, as an integral part of society, to fulfill its responsibilities to the societies and communities in which it operates.

Public Activities

Atlas Battery Limited is encouraged to promote and defend its legitimate business interests.

It will co-operate with government and other organizations, both directly and through bodies such as trade associations, in the development of proposed legislation and other regulations, which may affect legitimate business interests.

It neither supports political parties nor contributes to the funds of groups whose activities are to promote party interests.

The Environment

Atlas Battery Limited is committed to making continuous improvements in the management of environmental impact and to the longer-term goal of developing a sustainable business. It will work in partnership with others to promote environmental care, increase understanding of environmental issues and disseminate good practice.

Health, Safety and Environment

Atlas Battery Limited strives to provide a safe, healthy and clean working environment. It also strives to prevent any wasteful use of natural resources (including water) and is committed to help in improving the environment. It tries to reduce, replace, recycle or regenerate articles consumed in its operations.

Innovation

Atlas Battery Limited makes innovations to meet consumer needs. It respects the concerns of consumers and of society. It works on the basis of sound research, applying high quality standards.

Competition

Atlas Battery Limited believes in fair competition and supports development of appropriate competition laws. Atlas Battery Limited and employees will conduct their operations in accordance with the principles of fair competition and all applicable regulations.

Business Integrity

Atlas Battery Limited does not give or receive, whether directly or indirectly, bribes or other improper advantages for business or financial gain. No employee may offer, give or receive any gift or payment, which is, or may be construed as being, a bribe. Any demand for, or offer of, a bribe must be rejected immediately and reported to management.

Its accounting records and supporting documents must accurately describe and reflect the nature of the underlying transactions. No undisclosed or unrecorded account, fund or asset will be established or maintained.

Conflicts of Interests

All Atlas Battery Limited employees are expected to avoid personal activities and financial interests, which could conflict with their responsibilities to the Company. They must not seek gain for themselves or others through misuse of their positions.

Company Resources

All the assets of Atlas Battery Limited (both tangible and intangible) shall be deployed for the purpose of conducting the business for which they are duly authorized for. None of these should be misused or diverted for any personal use or benefit.

Fraud, Theft or Illegal Activities

Atlas Battery Limited employees shall be alert and vigilant with respect to frauds, thefts or illegal activity committed within the office. If any such activity comes to their attention, they must immediately report the same to the Head of Human Resource or Head of Internal Audit.

It has set its priority not to become implicated, in any way, with individuals or firms involved in criminal and other associated activities and employees are expected to exercise maximum caution in this regard.

Books and Records

Atlas Battery Limited employees must act in good faith, not to misrepresent material facts in books and records or in any internal or external correspondence, memoranda or communication of any type, including telephone or electronic communications.

Its records should be maintained in such a way that they are in full compliance with all rules, laws and regulations. Adequate precautions should be taken to protect them from falling into wrong hands, which could harm its business interests. Access to electronic documentation has been ensured through implementation of a comprehensive password protected authorization matrix.

Confidentiality

Atlas Battery Limited employees come across a number of confidential information which may take many forms. They must take proper care of such information and ensure that it is not misused in any way which is detrimental to its business or used for own commercial benefit. Employees must exercise care to avoid disclosing non-public, internal, secret or proprietary information to unauthorized persons, either within or outside the Company during employment or afterwards.

Compliance – Monitoring – Reporting

Compliance with business principles is an essential element in business success. The Board of Directors of Atlas Battery Limited is responsible for ensuring that these principles are communicated to, and understood and observed by, all employees.

Day-to-day responsibility is delegated to the senior management. They are responsible for implementing these principles, if necessary, through more detailed guidance tailored to local needs.

Assurance of compliance is given and monitored each year. Compliance with the Code is subject to review by the Board supported by Audit Committee of the Board.

Any breach of the Code must be reported in accordance with the procedures specified by the management.

The Board of Atlas Battery Limited expects employees to bring to their attention, or to that of senior management, any breach or suspected breach of these principles.

Provision has been made for employees to be able to report in confidence and no employee will suffer as a consequence of doing so.

CEO's Message on Sustainability

I am pleased to present the 10th Sustainability Report of Atlas Battery Limited, reflecting our resolute commitment to Environmental, Social, and Governance (ESG) initiatives. This report demonstrates the Company's dedication to serving our country, community, and society at large through sustainable practices.

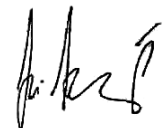
Amidst a constantly evolving economic and business environment, the Company actively promotes technology and sustainability-based innovations. We firmly believe that energy storage has a strong potential to reduce green-house gas emissions by efficiently storing electricity generated from both conventional and renewable energy sources.

Minimizing our environmental impact and conserving resources remains a top priority. We have substantially reduced water usage and carbon footprint by adopting water recycling and waste water treatment plants. Additionally, our 400 KW solar power installation generates eco-friendly renewable energy. The Company diligently implements an Energy Management System to ensure optimal energy usage..

During the year, the national economy remained under pressure on account of devastating floods, rupee devaluation, upward revision in energy prices and interest rates and rising inflation. Supply shortages of essential items and restrictions on imports further escalated domestic prices. Despite the challenging business environment, the Company remained unwavering in its commitment towards a sustainable future that ensures our continued success and positively impacts the world around us.

Finally, we would like to acknowledge our joint venture partner GS Yuasa Japan, employees, stakeholders, business partners and associates for their continued support in making 2022-23 a year of accomplishment.

Thank you for taking the time to review this report. We are pleased to share and welcome your feedback and involvement.



Ali H. Shirazi

President / Chief Executive

Karachi: August 28, 2023

SUSTAINABILITY

Sustainability Development Goals

At the United Nations General Assembly in September 2015, the Sustainable Development Goals (SDGs) were adopted for the purpose of establishing a sustainable society across the world through community development, environmental protection and inclusive economic growth. The timeline for these UN SDGs runs from 2016 until 2030. As a responsible corporate citizen, we aim to take account the relevant SDGs in how we run our business by prioritizing actions on the goals where our business activities can have the biggest impact.



| Goals | Description | Page No |
|---|---|---------|
| Good health and well-being | GOAL 3: Good Health and Well-being | 89 |
| Quality education | GOAL 4: Quality Education | 86,95 |
| Clean water and sanitation | GOAL 6: Clean Water and Sanitation | 84 |
| Affordable and clean energy | GOAL 7: Affordable and Clean Energy | 84 |
| Industry, innovation and infrastructure | GOAL 9: Industry, Innovation and Infrastructure | 90,91 |
| Sustainable cities and communities | GOAL 11: Sustainable Cities and Communities | 85 |
| Responsible consumption and production | GOAL 12: Responsible Consumption and Production | 83 |
| Climate action | GOAL 13: Climate Action | 84 |

APPROACH TO SUSTAINABILITY

The Company's framework is a product of the Atlas Group's fundamental business doctrine, the 'ATLAS WAY'. It comprises of the principles of 'ATLAS CULTURE' and 'ATLAS SYSTEMS'. These are a set of rules and procedures which have sustained the test of time and proved to be at the heart of the Company's success.

The principles of the 'ATLAS WAY' cover all departments, operations, activities and aspects of our business and provide ideal guidelines for their progressive development. It teaches us to pursue operational and financial results while maintaining environmental quality, workplace safety and social responsibility.

| ATLAS CULTURE | ATLAS SYSTEMS |
|---|---|
| <ul style="list-style-type: none"> • Corporate Governance • Respect, Recognition and Reward (3Rs) • Value of time • Recruitment and career advancement based on integrity, merit, experience and skills • Education and training of staff and descendants • Self-reliance • Leading by example • Humility and excellence • Living with one's means, saving for the future and donating for good cause • To be happy and healthy | <ul style="list-style-type: none"> • Management by Objectives (MBO) to align activities towards agreed Company goals • Implementing 7S vision (Strategy, Structure, System, Style, Staff, Skills and Shared Values) for the Company • Inducting and retaining competent and skilled staff – right man for the right job • Using BCG model for strategic direction • Creating value through implementation of internal controls (SOPs and policy manuals) • Management development to produce performers, organization builders and strategists • Active participation in management meetings for continuous performance improvement • Ensuring accuracy and control performance improvement • Ensuring accuracy and control of information / data through efficient MIS • Judicious sharing of profitability between employee bonuses, dividend payout and profit retention |

Environment

The Company has invested over the years to improve its operations in such a way to reduce negative impacts of its business activities on the environment by consuming less energy and fuel, produce less waste, recycling water, etc. The Company has successfully achieved certification of ISO 9001 – Quality Management System, ISO 14001 – Environment Management System, ISO 45001 – Occupation Health & Safety Management System and ISO 50001 – Energy Management System; all from Bureau Veritas.



Material

Procurement of raw materials, development of new formulae and applications with the aim of low impact on environment is done with intense research by Quality department and Supply Chain with the assistance of GS Yuasa, Japan.

Over the years, The Company has launched deep cycle battery with long back up time, ideally suitable for solar panels and UPS. The Company has launched open top and sealed maintenance free battery which has been made with calcium plates and PE envelop protection giving battery long life and protection. The Company has also launched SP Tall battery to cater heavy battery market. The Company also has Battery Tonic distilled battery water, with specific battery grade TDS to increase life of battery.



Energy saving measures and energy conservation



The Company strongly believes in environmental conservation and has therefore undertaken 400 KW solar panels which will reduce our carbon footprint and improve energy efficiency to reduce reliance on conventional electrical energy and result in cost savings. Dedicated electricity lines for uninterrupted supply of electricity have been installed which resulted in significant reduction of associated greenhouse gas emissions from generators. This has also contributed to improvement in environment.



The Company has installed LED lights at shop floors which have contributed in energy conservation. Extensive training and its related training materials are disseminated to associates encouraging them to conserve energy by switching off extra electrical appliances when not used and / or during breaks. The signboards around the factory premises have also been placed to emphasize associates energy conservation.

Water



The Company acknowledges the fact that water is an increasingly scarce and critical global resource. In turn, the associates are educated through periodic on job training and materials emphasizing to reduce water usage. The Company has installed a state of art, the GS Yuasa designed, Waste Water Treatment Plant (WWTP) in the factory premise.

The Company has also installed Water Recycling Plant (WRP) which comprises of Ultra Filtration Unit and Reverse Osmosis Unit. The Company uses WRP to convert output water of WWTP to process and recover waste water into usable water.



Air



The Company has taken various measures over the years for the reduction in air pollution and control air emissions which includes;

- Minimize use of gensets and alternate energy resources, thus reducing gas emissions to a sizeable portion.
- Plantation of trees outside the factory premises creating a green belt.
- Dust collectors.
- Spot cooling system.
- Dust scrubbers.
- Fresh air ventilation and circulation system.



Biodiversity



The factory is located in SITE industrial area, with high biodiversity value and has significant impact on nature. The Company makes continuous efforts to minimize the harmful impact of discharges and ensures safe disposal of emissions. Efforts for conservation of biodiversity are undertaken and initiatives are carried out. A green belt of approximately 35,570 square feet opposite the factory premises was developed and is being maintained by the Company.

Society



The Company plays an active role in contributing to the society by conducting different CSR activities with the aim to serve the society. During the year the Company has undertaken following CSR activities:

- Green belt restoration
- Road median plantation
- Road rehabilitation
- Nullah cleaning
- Road curbstone painting
- Flood relief activities



Compliance of Environmental Legislation

The Company is committed to comply with environmental legislations applicable to all of its Company's products and operations. It maintains a system which identifies prevailing and new applicable environmental legislation and includes them to the audit checklists of respective departments as a guideline and for periodic review.

The Company has obtained compliance certification of ISO 9001, ISO 14001, ISO 45001 and ISO 50001. This will enable the Company to stay ahead of its competitors in environmental compliance.

Further, the factory waste is disposed to the vendors with EPA approval and are compliant with relevant environment regulations.

Financial Health

Our main concentration is to bring the best quality batteries with high level of sustainability, effective manufacturing process and high operating efficiency. As we gain financial strength, we invest in future products, our people, our communities and society.

People and Industrial Relations

Human Capital

The “Atlas Culture” is the guiding principle for talent acquisition and its management at ABL, which emphasizes on integrity, merit, experience and skill-set as core competencies. We continuously invest in our associates, strengthen their technical capabilities, leadership skills and behavioral aspects to make our human capital a competitive advantage. Our optimum goal is to Recruit, Retain and Retire.

We show respect to our associates and treat them fairly by positively influencing their lives. We teach and encourage them to serve their Country and Company in the most ethical ways and become socially responsible citizens. We strongly believe that our associates are our competitive advantage and their motivation and development is the backbone of a sustainable and progressive Company.

The Company is actively engaged in acquiring talent by using different channels like social media, recruitment consultants and liaison with a prestigious academic institution of the country to reach out to talented individuals and dedicated professionals and bring quality human resources on board.

Succession Planning

The Company realizes the importance of succession planning and believes in development of potential talent to acquire future leadership roles. For this purpose, the Company develops successors for all key positions across the organization as part of succession planning. Individual Development Plans (IDPs) are prepared to indicate existing and required competencies, learning and development plans, performance expectation and career progression of each individual. This also contributes towards the retention of potential employees within the Company.

Based on the importance of succession planning activity, the Company reviews the whole process annually to keep it aligned with the ongoing changes in the business scenario.

Career & Organization Development

The Company acknowledges its high performers and in compliance of Atlas Group’s motto ‘Organizational Development through Self Development’ provides opportunities for personal and career growth. Identification of high performers is made through the Performance Review Process that is designed on the concept of Management By Objectives (MBOs). The process not only evaluate associates’ performance and leads to achievement of their pre-defined career paths, but also assures alignment of individual objectives with the overall objectives of the organization. It also fosters a corporate culture that encourages creativity and innovation among our associates

IT Integration with Human Resources

The Company has invested in an ERP system to move towards integration and digital transformation of various human resource functions to revolutionize with the digital world’s best practices, implementation of Oracle HCM Cloud which is in progress.

Trainings



Education and training of staff is the hallmark of the ‘Atlas Culture’. The development of associates’ competencies is achieved through various means such as on the job trainings, coaching and mentoring, in-house, external, and international trainings, and education programs. Financial support is also provided for higher education.

Trainings comprise both technical and soft skills. During the reporting year trainings on various topics were conducted including Leadership, Management Skills, Self-Management, Data Analytics, Information Security Management, Industrial Energy Management, Occupational Health and Safety, Supply Chain & Logistics, Labor Laws & Industrial Relations and The ‘Atlas Way’. Apart from this, the Company is part of a comprehensive program of Atlas Group with Institute of Business Administration (IBA) and Lahore University of Management Sciences (LUMS), where participants attend a diploma program in management excellence, with the objective to prepare young and potential leaders for the changing business environment and associated challenges.

Regarding technical trainings, Company associates participated in trainings related to areas of production, engineering, quality control, and in addition, various specialized departmental trainings including supply chain management, treasury, corporate affairs, taxation, etc. were also organized. Moreover, after COVID -19 associates’ training in AOTS Japan programs have been resumed and 4 associates have attended this program during the year. Altogether 341 personnel benefited from in-house trainings, while 133 personnel enhanced their skills set through external training programs.



Keeping in view the importance of continuous training and development of our associates, Company, has established a purpose-built in-house training center. Trainings are conducted by a pool of trained internal trainers, which include both classroom and practical training sessions at the shop floor. Human Resources division plays a vital role in the skills enhancement program of associates and promoting a learning culture.

Special emphasis is placed on frequent trainings and awareness sessions to develop and strengthen HSE culture at workplace, develop skills set of associates, well-being of associates by providing a safe and healthy work environment..

Employer Branding

In view of promoting employer branding, besides engineering students, the Company has a formal internship program for business management students who are placed in different divisions of the Company. Interns are required to work on real-life projects, hence contributing to their professional experience and exposure.

The Company also invites students from various institutions on industrial visits to the plant that provide them practical insights into the real working environment of the industry. A liaison has been maintained with the prestigious institutions so that they continue to develop professionals / talent who are not only competent but are also familiar with our organization's practices, systems and structure.

Employee Engagement

The Company's commitment to our core values of Respect, Recognition, and Reward is exemplified through the distribution of Long Service Awards to associates. Additionally, throughout the year, employee engagement activities like birthday celebrations at department level, cricket tournament, team's motivational dinners, marriage and childbirth gifts and farewell to retiring associates are frequently held.

Associates are also encouraged to engage and contribute to achieving operational excellence and adopting best practices in the areas of HSE, 5S, and general discipline. To acknowledge their contributions a prestigious "Quarterly



Award Ceremony" is held on the first day of each quarter. This ceremony serves as a platform to honor and appreciate the individuals and collective efforts that drive our organization's success.

The Company believes in keeping its associates well-informed, for this purpose a comprehensive quarterly HR e-Newsletter has been initiated. This publication serves as a valuable resource of internal communication, providing updates and insights into the Company's overall activities, ensuring that all associates remain informed and connected.

The company strongly believes that such activities not only contribute to the overall health and well-being of our associates, but they also foster team building, motivation, and engagement throughout the organization.

The Company actively encourages a healthy work-life balance and places a strict emphasis on adhering to designated working hours while discouraging late sittings. This approach has proven to be highly beneficial for the associates as it enables them to avoid unnecessary stress, allocate their attention appropriately, and safeguard their overall well-being.

Human Rights

Human rights of fellow workers and communities where we operate are respected and part of our business culture as stated in Atlas Culture; 'Humility and Excellence'. We focus on four areas across our activities where respect for human rights is particularly critical to the way we operate: labor conditions, communities, supply chains and security.

Workforce

The Company intends to remain an attractive employer of a diverse group of associates who feel sufficiently challenged to pursue their personal development. By creating job opportunities, sourcing from local suppliers and paying taxes, etc. it helps in building local economies. The Company plans to be a part of the community for decades to come with long term plan and vision.

The Company encourages its associates to strive for education and where possible assists associates to pursue education at all levels. The Company provides competitive remuneration packages and a conducive work environment, to increase the quality of work and job satisfaction resulting in long-term employability and synergy affecting the Company's performance. Following is service matrix, which indicates employee retention for longer service:

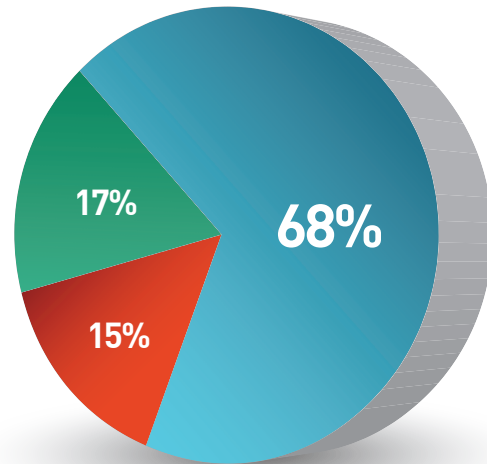
| 5 to 10 Years | 11 to 20 Years | 20 Years & Above |
|---------------|----------------|------------------|
| 136 (44%) | 42 (14%) | 30 (10%) |

Supporting Diversity and Equal Opportunities

A good mix of experienced and youthful associates is very essential to good human resources and ultimately Company's growth. The Company believes that workplace diversity fosters mutual respect amongst associates while working as teams that comprise co-workers with varied work styles. colleagues who represent different gender, religions, ethnic backgrounds, cultures and generations, a synergistic work environment becomes the norm. For Company, diversity and equal opportunities are more than just following the rules.

**Age-wise Diversity
As at June 30, 2023**

- Upto 30%
- 31 - 50
- 51 & above



Further, it has been a big challenge for the entire industry to attract women in numbers. The Atlas Group has a long-term ambition to increase the number of women in executive teams, while considering all other important diversity parameters.

Communication with Labor

The Company is committed to cultivating a work environment that upholds the principles of fairness and respect, where associates can perform their duties without fear of intimidation, reprisal, or harassment. We place great importance on safeguarding the rights of our associates to freely join unions and participate in collective bargaining, in accordance with the laws and regulations of the country.

Haji Facility

Every year, the Company sends one of its associates for Hajj through ballot and bears all expenses pertaining to this religious offering.

HSE Policy and Workplace Safety



The Company firmly believes that safety is of paramount importance and that all injuries are preventable and can be avoided through careful precautions. With this in mind, "zero incidents" target is set and all associates diligently work



towards achieving it. Thorough follow-ups and investigations of all incidents are conducted to assess and rectify root causes, which are reported to the organization's senior management on a regular basis. Furthermore, associates are trained and encouraged to report 'Near-Miss' events, which enables the organization to identify the underlying causes and proactively implement corrective measures to drive continuous improvement.

ABL is fully committed to the following principles:

- Safeguarding and continuously enhancing the safety, health, and security of associates at all times.
 - Equipping all associates and other interested parties with comprehensive information, training, and resources to enable them to effectively fulfill their HSE responsibilities.
 - Diligently implementing all necessary measures to prevent and mitigate hazards to the well-being of associates and the integrity of property.
 - Prioritizing environmental protection and pollution prevention through ongoing advancements in resource utilization and waste management strategies.
- Ensuring that all associates are well-versed with the Company's HSE policy and practices.

Administration

To ensure that our associates stay healthy, positive and contribute well to the achievement of organization's objectives, the Company has spacious canteen with all associated services. The dining hall of the canteen serves around 460 people at a time that includes serving breakfast, lunch, dinner and tea to all associates.

Centralized time management system and time machines are installed at factory, all regional and zonal offices.

We ensure statutory compliance as per applicable laws with HSE certifications.

First Aid Room

The Company has an in house First Aid Room to facilitate basic health care needs, and also for any emergency situation occurring at the factory premises. The in-house First Aid Room is operated by qualified paramedics, who are available for 24 hours, 7 days a week. An ambulance is also in service at factory premises to cater any emergency.

Workplace Ergonomics

The workplace ergonomics have been improved to reduce associates backbone injuries risk factor at the shop level by:

- . Introducing conveyor system; and
- . Introducing 'x' pallets and automatic lifting devices.



Technology and Innovation



The Company is well equipped with state of the art information technology infrastructure and is committed to staying up-to-date in technological advancements. The Company fully utilized its technological advancement enabling associates to work from home, where necessary. Most of the meetings were held virtually by getting assistance from video link facility.

State of the Art Information Technology Infrastructure

The Company is equipped with a state-of-the-art information technology infrastructure that caters to the expanding requirements of the business. This includes incorporating innovative technologies and making continual improvements to enhance operations in core business processes (manufacturing and assembly lines) and non-core business processes (supply chain, finance, human resources, etc.). We are also aligning business and IT to attain full advantage in a significant and persistent way for data management through ERP. Further, we are focused on B2C (Business to Customer), Business Continuity Plan (BCP), Business Process Reengineering (BPR), B2B (Business to Business) system, CMS (Claim Management System), WMS (Warehouse Management System), EnMS (Environment

Management System), IT Security and Safety, HCM Cloud and superior communication environment.

The Company has successfully implemented material resource planning (MRP) module of Oracle EBS. Developing a comprehensive dashboard of management information system (MIS) comprising of operational and non-operational divisional reporting is in progress.

Entity Resource Planning (ERP)

- Management and Integration of Core Business Processes

The Company uses Oracle for its centralized data management needs. This helps Company to perform better and manage core business processes including finance, human resources and supply chain by provision of easy and real time access to information in decision making.

- Effective Implementation and Continuous Updation

The updation of ERP system is of key importance and Company timely upgrades its ERP system.

- User Trainings

Regular trainings are provided to associates to ensure that they use ERP system in efficient and effective manner.

- Risk Factors on ERP Projects

Regular system audits of ERP are being carried out. Appropriate testing is done before transporting any changes to live system which minimizes the chances of errors.

- System Security and Access to Sensitive Data

User rights are assigned on need basis. Whenever new rights are being assigned to a user, the need is being first assessed by the concerned Department Head. The request is then jointly reviewed by System Administrator. Finally, the request is approved by General Manager IT.

An authority matrix is being designed for monitoring the rights and access given to various users. The authority matrix is being reviewed by Internal Audit function as well as external third party on a regular basis.

Disaster Recovery Planning

The Company has a comprehensive Disaster Recovery Plan to cater any disaster emergency situation. The Company also engaged a professional firm for an independent review of its Disaster Recovery Planning & Business Continuity Plan and identified the points of improvements.

Technology Transformation

The Company has invested time and resources to technology transformation through 3Ds: Digital, Data, Direct. This includes online sales, digital marketing through social media, dealers' stock management through dashboards, and warehouse management through barcode implementation.

With the fast change and advancement of technology, we understand the importance to keep ourselves aligned to advancements in technology. The focus is on process automation and paperless environment to not only increase synergies but also as part of global environment protection and reduced cost while maintaining high quality.

Quality Assurance /Product Development / Services



Quality Management System

The company is going to be established as pioneer in value added energy storage technology and committed to the manufacturing of high quality of batteries covering range of products in the category of:

- Lead acid batteries for vehicles
- Low maintenance hybrid batteries for vehicles
- Maintenance free batteries for vehicles
- Maintenance free batteries for motorcycles
- Deep cycle and Tall SP batteries for solar panels and UPS

The Quality Management System demonstrates Company's ability to provide quality products, meet customer needs, improvement of the processes and continuous monitoring on consistent basis.

Our Service team has preserved hard to develop standardized charging areas, be judicious in claims management, maintain customer satisfaction through online claims management system and customer support.

In-House Laboratory Testing and Quality Improvement

The Company has built a state of art, quality assurance lab, equipped with sophisticated measuring and testing appliances / machines to ensure performance of batteries through chemical and electrical testing procedures. In order to enhance battery electrical testing facility, the Company has recently acquired latest computerized machines. Our in-house laboratory performs timely, accurate and cost-effective testing that ensures every product, from raw materials to finished batteries, meet all quality requirements.

The Company is continuously investing in the infrastructure and equipment necessary to ensure manufacturing of quality products and its safe delivery as per customers' requirement and specifications.

Superior quality of our batteries has been validated by our prestige OEM customers. Low OEM claims ratio coupled with new batteries development has enhanced our reputation as the vendor of choice. Operationally, we look into process optimization through process automation and various improvements.

QCC Shaheen Circle

For continual improvement in the product, processes and culture of the organization, Company uses Japanese tools, like Quality Control Circle (QCC) and Kaizen. The Company has developed a structure of Shaheen Circle and organizes a convention annually based on the extensive exercise of competition held among cross functional teams of the Company's associates. QCC as the bottom up approach has caused to harness the skills and ingenuity of our associates.

The journey of Shaheen Circle has proved to be impressive for providing solutions of:



- Cost saving
- Quality & productivity enhancement
- Process optimization / improvement
- Energy saving
- Safer environment and work place

Customer

Customer Satisfaction

The Company believes that true success is customer satisfaction. During the years, the Company has taken various initiatives in order to satisfy customers' needs, which included introducing a Service section to meet the growing needs of our customers, their tutorials of battery handling and preventive maintenance, mobile van, free battery checkup service, online ordering systems, etc.

Prioritize Customer Needs

Our top priority is to meet customer needs, which in turn enables us to continuously improve our products and services. We strive to innovate new products that incorporate advanced technology, ensuring their utility and delivering maximum benefits to our customers.

Dissemination of Information and Advertisements

All activities related to advertising and sales promotion are adhered to comply with the applicable laws as well as business ethics and code of conduct which are monitored in-house. The marketing activities during the year are summarized in media section.

Consumer Protection Measures

The Company focuses on after sales service and building long term relationship with the consumers. To attain confidence of its consumers, the Company's representative including Chief Executive regularly visit to dealers' showroom. On the other hand dealers, retailers and OEMs technicians training on battery specs and handling method are part of our business practices.

We believe in giving transparency of what we offer, fair treatment and effective complaint system to consumers. We educate our consumers by giving them battery management tips, safety tips and tips to select type of battery, etc. We also meet our dealers regularly to enable two way communication to obtain their suggestions, to have feedback of market reputation of our products, to educate them with the use of technology which includes our B2C system, etc.

Battery Capacity

The Company displays capacity of batteries expressed in 'Ampere Hour(s)' (AH) and "Voltage' (V) on all products, their packaging, warranty cards, instructional manuals and other advertisement material to enable the customers in making better buying decision according to their need.

Battery Management and Safety Tips

Tips for battery management and safety are provided in each battery pack and also available on Company's website

How to Select a Battery and FAQs

Tips regarding how to select a battery and FAQs are also placed on our website for consumer guidance.

Adherence to Laws, Standards and Voluntary Codes for Communication

The Company is committed to the generally agreed ethical codes for marketing its products. When preparing marketing communication and advertising material, the legislative and regulatory compliance of the content is always checked and confirmed before publication. The Company ensures that advertisements must be clear and concise, portray business ethics and in simple language which is used at large by general public.

Fines and Sanctions

There have been no incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion and sponsorship.

Market Share

Battery industry in Pakistan is divided into two major segments; organized and un-organized sectors. The organized sector is meeting about 90% of the market demand; rest is being met by the un-organized sector and imports. Exact market share cannot be determined / ascertained as there is no official association of battery industry through which data is compiled and published publicly.

Dealers' Network

We continuously focus on expanding our dealer network and improve efficiency of existing dealers by conducting auto electrician workshops, providing incentive schemes for improving their trade and B2C networking, etc.

In this context, following activities were conducted during the year:

- Brand activation and free check-up activity conducted during road shows all across the country.
- Dealers' meetings were held and retailers get together were arranged.
- Battery care and maintenance awareness training sessions conducted for technicians across Pakistan including OEM's, dealers and sub-dealers staff.
- Foreign trip of dealers to Thailand and Azerbaijan, Singapore during the month of November, 2022.
- Foreign trip of dealers to Srilanka and Maldives during the month of March, 2023.



Sustainable Competitive Advantage

The following are the key resources and capabilities of the Company which provide sustainable competitive advantage:

| Key Resources / Capabilities | Value Created by Business | Stakeholders |
|-------------------------------|---|----------------------------------|
| Powerful Brand | Increases brand recognition | Consumers |
| Quality | Improves customer loyalty to the brand | Consumers |
| Exclusive Dealers Network | Higher advertising effectiveness on customers | Consumers |
| Renewable Energy | Lowering carbon footprint | Local community and neighborhood |
| Waste Water Recycling | Reduce demands and stress on water supply | Local community and neighborhood |
| Corporate Governance / Awards | Good reputation and recognition | Shareholders |
| ISO Certifications | Gives business a competitive advantage | Shareholders |
| Highly Skilled Labour | Improved innovation and creativity | Consumer |
| People Asset | Gives business a competitive advantage | Company |
| Strategy Asset | Optimizing asset lifecycle | Consumer |

Corporate Affiliations

The Company is affiliated with:

- Karachi Chamber of Commerce & Industry (KCCI)
- Management Association of Pakistan (MAP)
- Pakistan Institute of Management (PIM)
- Employees Federation of Pakistan (EFP)
- SITE Association
- Pakistan Association of Automotive Parts & Accessories Manufacturers (PAAPAM)

Supply Chain Management

The Company has a separate division for supply chain function with suitable and skilled resources which integrates with other business units for effective management of Company's operations. It encompasses multiple functions including production planning, material procurement, logistics, warehousing, and management of store supplies. It also involves overseeing vendors and suppliers, ensuring that they adhere to the company's code of conduct and business ethics.

Composition of local versus imported materials

The Company procures its raw materials from local as well as foreign sources. The composition of local and imported material for the year ended June 30, 2023 is as follows:

| Raw materials procured | % of total raw materials |
|------------------------|--------------------------|
| Locally | 85% |
| Imported | 15% |

As indicated above the imported material is 15% of total raw materials requirement, therefore, it does not have any significant impact on profitability due to foreign exchange fluctuations.

Contribution to National Exchequer



During the year under review, the Company contributed over Rs.9.9 billion to the national exchequer on account of various government levies, taxes and import duties. The Company's positive attitude towards development of economy and fulfilling its responsibility as a good corporate citizen is clearly reflected from the above statistics. Together with other Atlas Group Companies, the total contribution to the exchequer is Rs.61 billion. This makes Atlas one of the highest taxpayers in the country.

Statement of Charity Account



The Company has adopted Atlas Group policy to donate 1% of its prior year's profit before tax to a charitable institution. During the year, Company has donated cumulatively Rs.71.4 million to Atlas Foundation including additional Rs.60 million for educational purpose.

Corporate Governance

The term 'Corporate Governance' refers to a system of Company's management that focuses on responsibility, transparency and sustainable value creation. It encompasses the management and monitoring system of the Company, including its organization, business principles and guidelines, as well as internal and external control and monitoring mechanisms.

The Board of Directors is ultimately responsible for organizing and monitoring of the Company's operations. The duties of the Board are partly exercised through Audit Committee and Human Resource and Remuneration Committee.

In addition, the Board is responsible to appoint the Chief Executive Officer ("CEO") of the Company. The CEO is in-charge of the daily management of the Company in accordance with guidelines and instructions provided by the Board.

Division of responsibilities and duties between the shareholders, the Board and the CEO are regulated inter alia by the Companies Act, 2017, the Company's Articles of Association and the Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Code 2019").

1. Shareholders and General Meetings

Shareholders

As on June 30, 2023, the Company had 2,682 shareholders according to the share register. The Company's share registrar is Hameed Majeed Associates (Private) Limited.

Investors' Grievances / Feedbacks

The Company believes in protecting the interest of its investors. It acknowledges its responsibility to inform shareholders, analysts and investors timely and fully about material developments that are relevant to the Company, its management, operations and financial situation as well as its future prospects. The policy is devised to establish guidelines for communicating with shareholders, analysts, investors and other stakeholders for their understanding of entity's business, governance, financial performance and prospects. A well-defined structure for governance and management which provides specific authority and responsibility for policy implementation is in line with the policy. Further, policy ensures that grievances notified by the shareholders are handled and resolved efficiently; and record is maintained along with respective actions taken for resolution.

Company Secretary has been designated as the person responsible for handling investor grievances and feedbacks. The mechanism is summarized below:

- A designated email address has been created namely investor.relations@abl.atlas.pk to facilitate investors in submitting their queries, grievances and feedbacks.
- In addition to the aforementioned email address, complaints and suggestions can also be received in writing, duly addressed to the Company Secretary.
- All queries, grievances and feedbacks are resolved and communicated to the investors on timely basis after due verification procedures.

Stakeholders' Engagement

The stakeholders' expectations are carefully understood by the Company and responded to as a responsible manufacturer, marketer, employer and corporate citizen. The engagement serves the purpose to actively engage with stakeholders, know their expectations, build a relationship with them and respond appropriately with the aim to win their loyalty with the Company. By engaging stakeholders effectively, Company can build trust, manage risks, enhance their reputation, and foster long-term sustainable relationships. This, in turn, can lead to better decision making, improved performance, and the creation of shared value for both the Company and its stakeholders.

| Stakeholders | Interests, Needs and Expectations | Engagement Methods | How We Respond |
|--|---|--|--|
| Government and regulatory bodies | <ul style="list-style-type: none"> • Generate economic growth through revenues, taxes and fees. • Provide fair and transparent competitive trading conditions. | <ul style="list-style-type: none"> • Regulatory reporting • Conferences • Dialogues | <ul style="list-style-type: none"> • Tax payments • Trade policy • Pollution control • Energy saving measures • Employment • Social and economic development |
| Dealers and consumers | <ul style="list-style-type: none"> • Provide innovative partnerships for sustainable growth • Provide quality products at good value • Prompt after sales service • Competitive prices | <ul style="list-style-type: none"> • Site visits • Questionnaires • Dealers related events • Sales conferences • Service and warranty centers • Website • B2B • Customer satisfaction survey | <ul style="list-style-type: none"> • Product quality and safety • Business ethics • Human rights • Renewable technology • Service at doorstep • Research |
| Associates | <ul style="list-style-type: none"> • Backbone of our success • A safe and best possible working environment | <ul style="list-style-type: none"> • Meetings • Employee survey • Appraisal interviews • Training programs • Employee union • Employee newsletter • Key Result Areas (KRA) | <ul style="list-style-type: none"> • Worker health and safety • Job security • Working conditions • Career development • Remuneration and rewards |
| Suppliers, vendors and service providers | <ul style="list-style-type: none"> • Secure delivery of goods; and quality products and services • Meet responsible sourcing requirements • Provide fair access to business opportunities and appropriate payment conditions | <ul style="list-style-type: none"> • Dialogue • Regular engagement with local management on-site | <ul style="list-style-type: none"> • Operational excellence • Ethical business practices • Compliance of tax laws • On time payments |
| Shareholders and investors | <ul style="list-style-type: none"> • Generate sustainable growth and shareholders' return • Improve shareholders' capital • Improve financial performance | <ul style="list-style-type: none"> • Interim and annual reports • Meetings • Website • Corporate Briefing Sessions | <ul style="list-style-type: none"> • Corporate governance • Business performance • Corporate responsibility • Timely reporting |
| Local community and neighborhood | <ul style="list-style-type: none"> • Provide support for local economic development • Build trust with local communities | <ul style="list-style-type: none"> • Workshops • CSR • Internships and management trainee programs | <ul style="list-style-type: none"> • Community engagement processes • Environment pollution control • Job security • Social investment |
| Banks | <ul style="list-style-type: none"> • Negotiations of rates • Smooth trade facilities | <ul style="list-style-type: none"> • Meetings • Interim and annual reports • Financial analysis • Forecast and projections | <ul style="list-style-type: none"> • Better relationship • Minimal fees • Higher deposits • Higher number of operations / transactions • Suitable trade facilities |
| Media | <ul style="list-style-type: none"> • Raise awareness of products • Raise awareness of safety tips and operational use of products | <ul style="list-style-type: none"> • Press releases • Website • Social media • TVC • Radio | <ul style="list-style-type: none"> • Industry challenges and developments • Healthy, safety and environmental issues |
| Industry partners | <ul style="list-style-type: none"> • Improve business practices • Build capacity within organization and drive peer approaches | <ul style="list-style-type: none"> • Active involvement in organizations and associations e.g. PSX, ICAP, MAP, etc. | <ul style="list-style-type: none"> • Long term industry challenges • Human rights • Health and safety |

General Meeting of Shareholders

An Extraordinary General Meeting (EOGM) of shareholders elects the Members of the Board and the Board of Directors convenes the EOGM if they consider any matter requiring the approval of Company's shareholders in general meeting, or if the shareholders who control one tenth shareholding demand in writing for the consideration of a certain issue.

The Annual General Meeting (AGM) decides on, among other things, the adoption of the financial statements contained therein and the distribution of profits. In addition, the AGM decides the appointment of external auditors, and their remuneration. The AGM, furthermore, may decide on, amendments to the Articles of Association, share issues, etc. as required by laws and regulations prevailing in the country.

Atlas Battery Limited's Annual General Meeting was held on September 29, 2022 in Karachi. The shareholders adopted inter alia the following resolutions:

Ordinary Business

- That the minutes of the Annual General Meeting held on September 29, 2021 be and are hereby confirmed.
- That the Audited Annual Accounts for the year ended June 30, 2022 along with the Chairman's Review, Directors' and Auditors' Reports thereon be and are hereby adopted.
- That cash dividend at the rate of 125% (Rs.12.50 per share) for the year ended June 30, 2022 be and is hereby approved for payment to those shareholders of the Company, whose names shall appear in the register of the members at the close of business on September 14, 2022.
- That the retiring Auditors M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants being eligible, be and are hereby re-appointed as Company's Auditors for the year ending June 30, 2023 as recommended by the Audit Committee for an audit fee of Rs.1,700,000/-.

Special Business

- That a sum of Rs.70,034,060/- out of Company's profit be capitalized for issuing 7,003,406 fully paid ordinary shares of Rs.10/- each as bonus shares to be allotted to those shareholders of the Company, whose names shall appear in the register of members at the close of business on September 14, 2022 @ 25% in the proportion of 1 ordinary share of Rs.10/- each for every 4 ordinary shares held by a shareholder. The said shares shall rank pari passu with the existing shares of the Company as regards future dividend and in all other respects.
- That all the fractional bonus shares shall be combined and the Directors be and are hereby authorized to combine and sell the fractional shares so combined in the stock market and pay the proceeds of sales thereof, when realized, to a charitable institution approved under the Income Tax Ordinance, 2001.

Issues Discussed in Last AGM

The overall performance of the Company including Company's growth, industry growth, capital expenditure incurred during the year, financial costs, future prospects, etc. were discussed by the shareholders.

Extraordinary General Meeting

Atlas Battery Limited's Extraordinary General Meeting was held on May 19, 2023 in Karachi to elect directors for next three years starting from May 21, 2023.

Encouraging Minority Shareholders to Attend General Meetings

The Company values all shareholders equally and consider them an integral part of the Company. The Company sends the notice of general meetings to all shareholders in addition to the notice being published in Urdu and English newspapers. Further, to make attending general meetings more accessible, the Company offers the option of attending in person or remotely through virtual meeting platforms. This allows minority shareholders who are unable to attend physically to participate and contribute their views and opinions. The Company ensures that there is dedicated timeslot for questions and answers session in its general meetings so that the minority shareholders, in particular, can engage with the Board of Directors, and raise any queries that they may have with regards to the Company's performance. This encourages a healthy attendance from the minority shareholders in the Company's meetings.

Corporate Briefing Session

The Company conducted a Corporate Briefing Session (CBS) for shareholders / investors / analysts via video link on October 24, 2022 to brief the financial performance for the year ended June 30, 2022. The idea of briefing is to keep the shareholders, investors, fund managers and research analysts, and shareholders informed about the Company's performance.

2. Board of Directors

The Board's Responsibilities

The Board of Directors is responsible for the appropriate arrangement of the Company's administration and operations. The Board consists of minimum of seven members elected by a General Meeting of shareholders. The Board elects a Chairman among its members. The Board's tasks and responsibilities are determined primarily by the Companies Act, 2017, the Company's Articles of Association, the Code 2019 and other legislation and regulations applicable to the Company. It is the responsibility of the Board of Directors to act in the interests of the Company and all of its stakeholders.

The Board responsibilities include but are not limited to:

- devise overall corporate and business strategies and gives direction to the Company's management;
- oversee the performance of the management periodically;
- ensure that professional standards and corporate values are put in place in the form of Code of Conduct;
- define and review vision and mission of the Company and evaluate performance there against;
- ensure the system of corporate governance exist;
- review the internal controls and risk management policies and approve its governance structure and code of conduct;
- recommend the matters to be dealt with by a General Meeting and to ensure that the decisions made by a General Meeting are appropriately implemented;
- approve policies, large business agreements, investments decision and declaration of dividend, etc.;
- direct and supervise the Company's executive management;
- appoint and dismiss the CEO, decide CEO's remuneration and other benefits;
- monitor the financial reporting process and the efficiency and strength of the Company's internal control, internal auditing and risk management and compliance systems; and
- responsible for succession planning, ensuring a smooth transition of leadership within the Company. It identifies and develops potential successors for key positions, including CEO and other executive roles.

The Board discharges its responsibilities through their meetings including quarterly meetings which include approval of budgetary planning and business strategy. The Board has constituted various committees for the performance of their functions.

Composition of the Board of Directors

The General Meeting confirmed that the Board of Directors shall have seven members.

The profile of Members of the Board is presented in shareholder information part of this report.

Directors' Qualification

The Board members have diversified experience and are qualified professional. They are well conversant of the laws and business practices in Pakistan. They have ample experience from various sectors and brought in their expertise and knowledge to the Company. They are also well aware of the importance of mandatory trainings and evaluation as per the Code 2019.

Roles and Responsibilities of Chairman

The Chairman's role is primarily to guide long term strategic planning for the Company including:

- Presiding over the Board and ensuring that all relevant information has been made available to the Board;
- Defining the Company's philosophy and objectives;
- Safeguarding shareholders' interest in the Company;
- Responsible for building the Company's image nationally and globally;
- Ensuring the appropriate recording and circulation of the minutes of the meeting to the Directors and officers entitled to attend Board meetings;

- Major spokesman of the Company, responsible for liaison with the senior most levels of Federal and Provincial Governments;
- Overseeing the Company's macro approaches and public relations in the broad sense, including its relations with public organization and other companies; and
- Commitments and de-commitment of strategic investments.

Significant Commitments of the Chairman

Mr. Aamir H. Shirazi, Chairman Atlas Battery Limited is also Chairman of Honda Atlas Cars, Atlas Honda, Atlas Engineering and Atlas Autos. He also serves on the Boards of Shirazi Investments (Group Holding Company), Shirazi Trading and Murree Brewery. He is also member of the Board of Governors of Lahore University of Management Science and member Syndicate, University of Engineering & Technology, Lahore.

He has been serving the Honorary Consul General of Japan in Lahore and is the Patron-in-Chief of Pakistan Japan Cultural Association, Lahore.

Conflicts of Interest

Directors have a duty to avoid a situation in which they have or can have a direct or indirect interest which conflicts, with the interests of the Company. In this regard, the directors have undertaken that they will comply with the related provisions of the Companies Act, 2017, the Code 2019, and rules and regulations of SECP and stock exchange and Company's Code of Conduct.

Board's Performance Review

The evaluation of Board's role of oversight and its effectiveness is a continual process which is appraised by the Board itself. A detailed Board Evaluation Questionnaire has been formulated which is circulated amongst directors for their feedback every year and compiled results are presented in the Board meeting for review and appropriate action, thereon.

Remuneration of the Board of Directors

The Board has an approved formal policy for remuneration of executive and non-executive directors. The remuneration is commensurate with their level of responsibility and expertise needed to govern the Company successfully and to encourage value addition by them.

The Company does not pay any remuneration to independent directors except fees for attending the meetings of the Board and its committees. Remuneration of executive and non-executive directors is approved by the Board, as recommended by the Human Resource and Remuneration Committee.

The remuneration of the Board members is approved by the Board itself. However, in accordance with the Code 2019, it is ensured that directors do not take part in deciding their own remuneration.

For information on remuneration of directors and CEO in 2022-23, please refer to the financial statements.

Retention of Board Meeting fees

Board meeting fees earned by the executive directors against their services as non executive directors in other companies are retained by them.

Formal Orientation at Directors' Induction

Every director upon joining is provided with an orientation presentation. CEO briefs new directors about the Company operation, industry dynamics, organization structure and other significant matters.

Security Clearance of Foreign Director

Every foreign Director who is on the Board of the Company is required to submit documents which are then submitted to Ministry of Interior for security clearance.

Board Meetings

There were seven Board meetings held during the year. All of them were held inside Pakistan.

Independent Directors

Mr. Sanaulah Qureshi and Ms. Mehreen Amin are serving as independent Directors. They meet the criteria of independence as notified under Companies Act, 2017 and the Code 2019.

Representation of Female Director on the Board

The Company is fully compliant to the requirement of the Code 2019 to have at least one female member on Board.

Matters Delegated to the Management

The strategies and policies approved by the Board are implemented by management primarily. The routine business operations of the Company are also the responsibility of management in accordance with the strategies, vision, mission and direction given by the Board from time to time. Any changes in business environment and significant matters are updated to the Board regularly. Management also prepares financial statements that fairly present the financial position of the Company in accordance with the applicable accounting standards and legal requirements.

Information related to Executive Director serving as Non-Executive Director in other Companies.

In addition to being the Chief Executive of Atlas Battery Limited, Mr. Ali H. Shirazi holds Non-Executive Directorship on the Board of the seventeen companies.

3. Chief Executive Officer (CEO)

The CEO handles the operational management of the Company in accordance with direction set by the Board. He is responsible to the Board of Directors for fulfilling the targets, plans and goals that the Board sets. The CEO is responsible for ensuring that the Company's accounting is in compliance with the law and that financial management has been arranged in a reliable manner. The CEO forms the Functional Committees and Management Teams and delegates to its members the necessary powers for carrying out their responsibilities.

The management team consists of the following functional heads:

- Marketing
- Plant
- Supply Chain
- Quality Assurance & Technical Services
- Service and Business Development
- Human Resource
- Information Technology
- Finance

Roles and Responsibilities of CEO

The CEO is responsible for reporting the Company's performance to the Board of Directors. He is also responsible for all matters pertaining to the operations of the Company under direction of the Board of Directors. His responsibilities include:

- To plan, formulate and implement strategic policies;
- To build and maintain amicable relations with governmental departments, trade associations and regulatory bodies;
- To ensure the achievement of productivity and profitability targets and that the Company operates efficiently;
- To ensure that the chain of command in the Company is clear to facilitate the maintenance of discipline, the roles and duties of all managers clearly define their functions to ensure accountability;
- To ensure that necessary coordination exists between various divisions of the Company to achieve smooth and effective operations;
- To maintain a regular review of duties and functions of the staff to ensure that there is no duplication of efforts in office methods and procedures and that all operations are carried out efficiently and economically;
- To ensure that the Company's interest and assets are properly protected and maintained, and all the required government obligations are complied with in a timely manner;
- To chalk out human resource policies for achieving high professional standards, overall progress / betterment of the Company as a whole;
- To ensure that proper succession planning for all level of hierarchy exist in the Company and is constantly updated;
- To pay all government dues, on or before due date and obtain all refunds due from the government;

- To prepare and present personally to the Board of Directors following reports / details:
 - annual business plan, cash flow projections, forecasts and strategic plan;
 - budgets including capital, manpower and overhead budgets, along with variance analyses;
 - quarterly operating results of the Company as a whole and in terms of its operating divisions or business segments;
 - promulgation or amendment to a law, rule or regulation, enforcement of an accounting standard and such other matters as may affect the company;
 - Reviewing performance against budgets / targets, revenue and capital expenditure, profits, administration, commercial, personnel and other matters of importance to the Company;
- To ensure that open and progressive atmosphere is created among associates giving them a sense of participation and providing them with an opportunity to give their best;
- To ensure that every associate is treated equally as an individual regardless of his designation; career development is on merit basis and each associate is helped to develop his performance through continuous study and training so as to form a team in which all levels of associates work together with common goals to strengthen the position of the Company;
- To ensure welfare and training of the staff in accordance with the Company's policy and government regulations which are applicable from time to time;
- To maintain close liaison with the government, customers, suppliers and sales offices;
- To ensure proper functioning of the Management Committee of the Company of which he is the Chairman;
- To be responsible for publicity of the Company's products consistent with the Company's image and with a view to maximizing sales; and
- To ensure that the Company operates with minimum staffing and paperwork.

CEO Performance Review

The performance of the CEO is formally appraised through the evaluation system which is based on achieving quantitative and qualitative targets, set at beginning of the year. It includes performance of the business, accomplishment of objectives with reference to profits, organization building, succession planning and corporate success. The Human Resource and Remuneration Committee appraise the performance of CEO along with the determination of remuneration which is then recommended to Board for their approval, on annual basis.

4. Committees of the Board

To ensure objective control, the Board has established Audit Committee and, Human Resource and Remuneration Committee to oversee relevant areas of the Company's operations.

Audit Committee

This Committee reviews the financial and internal reporting process, the system of internal controls, management of risks and the internal and external audit processes. An independent internal audit function reports to the Committee regarding risks and internal controls across the organization. The Audit Committee receives reports from external auditors on any accounting matter that might be regarded as critical. The Committee consists of three members. All members of the Committee are non-executive directors. The Chairman of the Committee is an independent director. The detailed Charter of the Audit Committee is developed in accordance with the Code 2019 as contained in the listing regulations of the stock exchange which is summarize below:

- (a) determination of appropriate measures to safeguard the Company's assets;
- (b) review of quarterly, half yearly and annual financial statements of the Company, prior to their approval by the Board of Directors;
- (c) review of preliminary announcements of results prior to publication;
- (d) facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary);
- (e) review of management letter issued by external auditors and management's response thereto;
- (f) ensuring coordination between the internal and external auditors of the Company;
- (g) review of the scope and extent of internal audit and ensuring that the internal audit function has adequate resources and is appropriately placed within the Company;
- (h) consideration of major findings of internal investigations and management's response thereto;
- (i) ascertaining that the internal control systems including financial and operational controls, accounting systems and the reporting structure are adequate and effective;
- (j) review of the Company's statement on internal control systems prior to endorsement by the Board of Directors;
- (k) instituting special projects, value for money studies or other investigations on any matter specified by the Board

- of Directors, in consultation with the Chief Executive and to consider remittance of any matter to the external auditors or to any other external body;
- (l) determination of compliance with relevant statutory requirements;
 - (m) monitoring compliance with the best practices of corporate governance and identification of significant violations thereof;
 - (n) oversight of risk management; and
 - (o) consideration of any other issue or matter as may be assigned by the Board of Directors.

The Audit Committee has reviewed the quarterly, half yearly and annual financial statements, besides the internal audit plan, material audit findings and recommendations of the internal auditor.

Report of the Audit Committee is annexed with this report.

Human Resource and Remuneration Committee

Human Resource and Remuneration Committee was established by the Board to assist the Directors in discharging their responsibilities with regard to selection, evaluation, compensation and succession planning of key management personnel. It is also involved in recommending improvements in Company's human resource policies and procedures and their periodic review. The Committee consists of three members, of whom one is executive and two are non-executive directors. The Chairman of the Committee is an independent director.

The Committee is responsible for:

- carry out annual evaluation of the Board of Directors performance;
- recommending human resource management and remuneration policies to the Board;
- recommending to the Board the selection, evaluation, compensation and succession planning of the CEO;
- recommending to the Board the selection, evaluation, compensation of COO, CFO, Company Secretary and Head of Internal Audit; and
- consideration and approval on recommendations of CEO on such matters for key management positions, who report directly to CEO.

5. Auditors

The Company's auditor is an auditing firm which fulfills general competency requirements and also complies with relevant legal independence requirements guaranteeing the execution of an independent and reliable audit. They are also compliant with the Code 2019 and other applicable laws and regulations. The performance, cost and independence of the external auditor is reviewed by the Audit Committee and recommended to the Board. The auditor is elected in Annual General Meeting to audit the accounts for the financial year and the auditor's duties ceases at the close of the subsequent Annual General Meeting. The auditor's duty is to audit financial statements and give reasonable assurance that the financial statements give a true and fair view of the Company's operations and result as well as its financial position. The Company's auditor presents the audit report required by law to the Company's shareholders in connection with the annual financial statements and reports regularly to the Board of Directors.

6. Compliance and Integrity Management

All directors and associates are required to comply with all applicable laws and regulations.

Code of Conduct

The Code emphasizes on honesty, integrity and openness in conduct of Company's operations. It strictly abides all stakeholders to follow the laws and regulations. It also promotes guidelines on various ethical standards including issues such as conflicts of interests, employee rights and grievance, fraud, etc. The Code guides interactions with all stakeholders, including consumers, employees, suppliers, shareholders and partners.

The Code is disseminated to all associates and is placed on Company's website. It is reviewed annually and any changes therein are approved by the Board.

The Company investigates all alleged breaches of Code and applies appropriate measures when complaints turn out to be substantiated. An open dialogue is promoted on integrity with a formal "Whistle Blowing Policy". The associates

of the Company are encouraged to report their views on bad processes and unethical practices through such policy. These mechanisms are part of the complaints procedure and are described in our Code of Conduct. In 2022-23, no alleged breaches of the Code of Conduct were reported.

IT Governance Policy and Cybersecurity

- Board Responsibility Statement on the Evaluation and Enforcement of Legal and Regulatory Implications of Cyber Risks

Information Technology (IT) governance is an integral part of corporate governance framework to ensure the alignment of IT strategy with business strategy, optimization of IT resources, IT value delivery and performance measurement to achieve business objectives and effective IT risk management implementation.

The Board of Directors acknowledges its responsibility to evaluate and enforce the legal and regulatory implications of cyber risks. It actively monitors and deals with any changes in laws and regulations related to cyber security.

Company realizes the importance of cyber security and oversees the progress made by the Company in respect of evaluation of cyber risks and designing countermeasures thereof. The IT department of the Company continuously strives to adopt best practices around the industry.

Assessment of IT related risk is carried out by IT department of the Company. No such instances were reported during the year.

- IT Governance and Cybersecurity Programs:

Company maintains robust IT governance and cybersecurity programs, policies, and procedures which are approved by the Group, to safeguard its information assets and mitigate cyber threats. These programs are designed to align with industry-specific cybersecurity requirements and best practices. The Company regularly evaluates and updates these programs to address emerging risks and technological advancements. Our cybersecurity strategy encompasses proactive measures to anticipate, withstand, detect, and respond to cyber, attacks, adhering to international standards and industry best practices

- Oversight of IT Governance and Cybersecurity Matters by a Board-Level Committee:

The Board of Directors through the Audit Committee oversees the level of acceptable IT risks and relevant controls which management exercises to put risks below the specified thresholds. An IT Steering Committee has been formulated from management with members from different functions of the Company. The Committee meets quarterly and provides advice and assistance to management in implementing IT strategy of the Company which includes Cyber Security Management. The Committee reports its findings to Audit Committee on regular intervals.

- Early Warning System for Cybersecurity Risks and Incidents:

The Company has implemented a robust early warning system that enables the identification, assessment, and timely communication of cybersecurity risks and incidents to the Board. This system facilitates preemptive monitoring and detection of potential threats, enabling prompt responses and appropriate disclosures. It includes mechanisms for continuous monitoring of IT infrastructure, regular security assessments, threat intelligence sharing, and incident reporting protocols.

- Independent Comprehensive Security Assessment and Third-Party Risks:

The Company has a policy in place that mandates independent comprehensive security assessments of its technology environment, including evaluating third-party risks. These assessments are conducted periodically by external experts to evaluate the effectiveness of the Company's security controls, identify vulnerabilities, and recommend improvements.

- Resilient Contingency and Disaster Recovery Plan:

The Company has developed and maintains a resilient contingency and disaster recovery plan to effectively respond to potential IT failures or cyber breaches. This plan outlines the strategies, processes, and resources required to mitigate the impact of disruptions and quickly restore critical systems and operations.

- Advancement in Digital Transformation

The Company has embraced digital transformation such as Cloud Computing (HCM), to enhance transparency, reporting, and governance. These technologies have been strategically implemented to optimize operational efficiency, streamline processes, enhance data security, and enable data-driven decision-making. They have contributed to improve agility, scalability, and innovation across various aspects of the organization.

- Education and Training Efforts to Mitigate Cybersecurity Risks:

The Company recognizes the critical role of education and training in mitigating cybersecurity risks. It implements comprehensive programs to educate employees about cyber threats, promote cybersecurity awareness, and provide guidance on safe computing practices. Regular training sessions, workshops, and awareness emails are conducted / disseminated to equip employees with the necessary knowledge and skills to identify and respond to cybersecurity risks. These efforts inculcate the significance of cybersecurity throughout the organization.

- Business Continuity Planning

In view of critical risks such as suspension of critical operations due to natural disasters, cyber attacks and other contingencies, the Company realizes the need to have an effective Business Continuity Plan (BCP) in place. BCP is a comprehensive framework that defines how the Company needs to respond to and recover from business disruptions in case of a disaster, enabling the Company to continue to support constituents and stakeholders alike.

- Disaster Recovery Plan

This includes scenario analysis to identify and address various types of contingency scenarios, which may be caused by system faults, hardware malfunction, operating errors or security incidents and total incapacitation of the primary data center. It also includes implementation of replication, rapid backup and recovery capabilities at the individual system or application level. The Company has deployed both on-site and off-site backup facilities to enable the restoration of critical systems and resumption of business operations in case of disruption at the primary site.

- Trainings

Timely and adequate trainings are provided to IT staff and other staff of IT Governance, cyber security threats and precautions.

Records Retention and Safety Policy

The Company is striving to become paperless in coming years through digitalization of records. The Company has an efficient Record Management System to safeguard records of the Company from the time such records are conceived through to their eventual disposal.

A team known as Record Management Committee is made specifically for the purpose of implementation of record management policy.

The policy covers several aspects which include:

- Having Centralized Record Room with proper shelves, fire resistant lockers, etc.;
- Full time dedicated record keeper who is responsible to maintain Centralized Record Room in proper manner;
- Centralized electronics record facility;
- Retention of electronic mail policy;
- Compliance on Records Retention Policy;
- Records retention period;
- Mode of retention; and
- Records disposal.

Whistle Blower Policy

The Company values an open dialog on integrity and responsibility with its associates. The Company is committed to provide a fair environment to its employees. The Company investigates all alleged breaches of Code of Conduct and applies appropriate measures when complaints turn out to be substantiated. The associates of the Company are encouraged to report their views on processes and practices to their manager. These reporting mechanisms are part of the complaints procedure and are described in our Code of Conduct.

This policy applies to recruitment and selection, terms and conditions of employment including pay and benefits, communications, training, promotion, transfer and every other aspect of employment.

Violations reported through the whistle blower procedure are investigated by internal audit function. Information regarding any incident is reported to the Audit Committee. Reports include measures taken, details of the responsible Company function and the status of any investigation. In 2022-23, no alleged breaches of the Code of Conduct were reported.

Business Ethics and Anti-Corruption Measures

Our Code of Conduct states our principles for good business ethics with underlying values to conduct business operations with honesty, integrity and openness, and with respect for human rights and interest of the associates. The Company's Code of Conduct promotes guidelines on various ethical standards including issues such as conflicts of interests, employee rights, fraud, etc.

All forms of corruption whether directly or indirectly are discouraged that include but not limited to bribery, kickbacks, payoff, etc. Stern action is taken against personnel found in these mal-practices. It is the responsibility of all associates to ensure that they are not engaged in practices which infringe legal or regulatory requirements. Any associate engaging in business practices which infringe legal or regulatory requirements are subjected to disciplinary action which may lead to dismissal and personal criminal or civil liability.

The associates are encouraged to report any infringement or suspected infringement of legal or regulatory requirements involving associates of the Company.

Related Parties

Related parties comprise of the Holding Company, Associated Companies, directors of the Company, companies in which directors are interested, key management personnel, post employment benefit plans and close members of the families of the directors and key management personnel.

The Company has an updated list of related parties and complete record as required by Companies Act, 2017 and directives issued by SECP from time to time.

Disclosure of Directors Interest in Significant Contracts and Arrangements

Directors are required to disclose, at the time of appointment and on an annual basis, the directorships or memberships they hold in other corporate bodies. This is in pursuance with Section 205 of the Companies Act, 2017, which also requires Directors to disclose all material interests. We use this information to help us maintain an updated list of related parties. Any conflict of interest relating to members of Board of Directors is managed as per provisions of the Companies Act, 2017 and rules and regulations of SECP and Pakistan Stock Exchange.

All the directors are bound by applicable laws and regulations to disclose their interest in significant contracts and arrangements with the Company.

Governance Practices Exceeding Legal Requirements

The Company is dedicated to implement best practices towards governance exceeding legal requirements which includes following:

- Best reporting practices recommended by ICAP / ICMAP;
- Adaptation of Pakistan Stock Exchange Top 25 Companies Criteria; and
- Implementation of strict HSE practices to attain international certifications such as ISO, OHSAS, EME, etc.

Unreserved Compliance of IFRS issued by IASB

Company's financial statements have been prepared in accordance with the approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as are notified under the Companies Act, 2017. In case requirements differ, the provisions or directives of the Companies Act, 2017 shall prevail.

Factors Affecting External Environment

Risk and Opportunity Report

As required under the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Code 2019) the Board has implemented and reviewed business risks to ensure that the management maintains a sound system of risk identification, risk management and related systemic and internal controls to safeguard assets, resources, reputation and interest of the Company and shareholders.

Efforts by the Board for Risk Tolerance

The Company's Board is responsible for providing strategic oversight and is also responsible for ensuring that sound risk management and internal control system is in place. The Company has enough expertise to ensure that an appropriate control environment is established and maintained covering the Company's operations, strategy, finances, reporting and compliance activities. Internal and external auditors also play their roles with respect to risk management. These risks include strategic, operational and financial failures, market disruptions, environmental disasters and regulatory violations.

| Risk Categories | Risk Description |
|-------------------|--|
| Strategic Risks | These risks are related to the business environment including the industry and are beyond Company's control. |
| Commercial Risks | These risks emanate from commercial substance of the organization and involve decisions which may affect Company's position in the market. |
| Operational Risks | These risks are related to Company's internal operations, administrative procedures and daily affairs. |
| Financial Risks | These risks are related with financial matters including profitability, financing, liquidity and credit. |

Key Sources of Uncertainty




- *Increasing commodities prices may impact raw materials and other input costs.*
- *Extending credit to the customers.*
- *Widening gap of trade balance and increase current account deficit.*
- *Inflation prevailing in the country and budgeted for the upcoming years.*
- *Pak Rupee parity against foreign currencies.*
- *Interest rate fluctuations.*
- *Stock market fluctuations.*
- *Political uncertainty, and law and order situation may affect business volume.*
- *Energy supply in country.*

Approach adopted by Management

The management considers various factors including but not limited to all departments authority levels, best practices, and all applicable laws and regulations to mitigate the risks stated above.

The following report covers Company's risk assessment; identified risks; adopted mitigating factors and actions in place, duly endorsed by the Board of Directors.

Sensitivity of risks

| | | |
|--------|---|--|
| High |  | Risks that are highly likely to occur and could materially impact Company's ability to reach its business objectives |
| Medium |  | Risks that remain at tolerable levels but could impact the business unless monitored and managed |
| Low |  | Risks that unlikely to materialize and unlikely to materiality impact Company's business |

External Sources:

| Objectives | Major Business Risks | Risk S.No | Risk Category | Mitigating Factors / Actions in Place | Opportunities |
|--|---|-----------|---------------|--|---|
| Market To be market leader in battery industry | Continued inflation reducing customer purchasing power. | 1 | Strategic | The Company mitigates the risk through continuous cost down activities. | Cost controls with efficient production to make available right price products. |
| | Variation in raw materials and other input costs led by oil prices causing uncertainty. | 2 | Commercial | The Company mitigates the risk through multiple resourcing and advance booking options. | Exploration of hedging and forward booking options. |
| Catastrophic To minimize catastrophic risk and loss of assets | The financial loss to the Company if a natural disaster causes disruption of operations | 3 | Financial | The Company has a Business Continuity Plan and Disaster Recovery Plan in place to ensure that minimum disruptions occur due to unforeseen disasters. | It enables the organization to have strong risk management policies in place. |
| Credit Risk To minimize credit risk | The financial loss to the Company if a customer fails to meet its contractual obligation arising from trade receivables. | 4 | Financial | In certain situations, the Company extends credit after due consideration of factors which includes market sentiments, seasonal effects, etc. A comprehensive credit policy is already in place. | Identification of high risk clients and take preemptive actions. |
| Socio-Political Situation To operate in a stable market with least volatility and low occurrence of unforeseen variables | Evolving regulatory landscape and compliance with new laws and regulations is a challenge. | 5 | Commercial | A team of qualified and experienced professional in the management team ensures compliance with all laws, rules and regulations. | It enables smooth operations and operate in a stable market with least volatility. |
| | Political uncertainty may affect business volume. | 6 | Commercial | The Company continues to closely monitor political and macroeconomic conditions. Further, in order to avoid, risk of disruptions, we have a strong supplier base and multiple avenues for selling our products. | It enables the organization to have strong risk management policies in place. |
| Technology To evolve technologically in order to manufacture products of high quality | Technology shift may render production process obsolete and cost inefficient. | 7 | Operational | Constant process of balancing, modernization and up gradation of production facilities. | Identification of obsolete technology for timely investment to bring in new products. |
| Operations To ensure continuity of operations without disruptions in production and minimize idle time. | The on-going energy crisis may affect operational targets Machinery breakdown/ stoppages adversely affect the profitability of the entity as it hinders production and delays operation. | 8 | Operational | The Company has developed alternate source of energy to cater any production loss. To avoid such stoppages, a maintenance department has been established which runs a number of operational checks to ensure smooth operations and avoid breakdown | Development of alternate source helps to bring down cost of overheads and carbon footprint. |

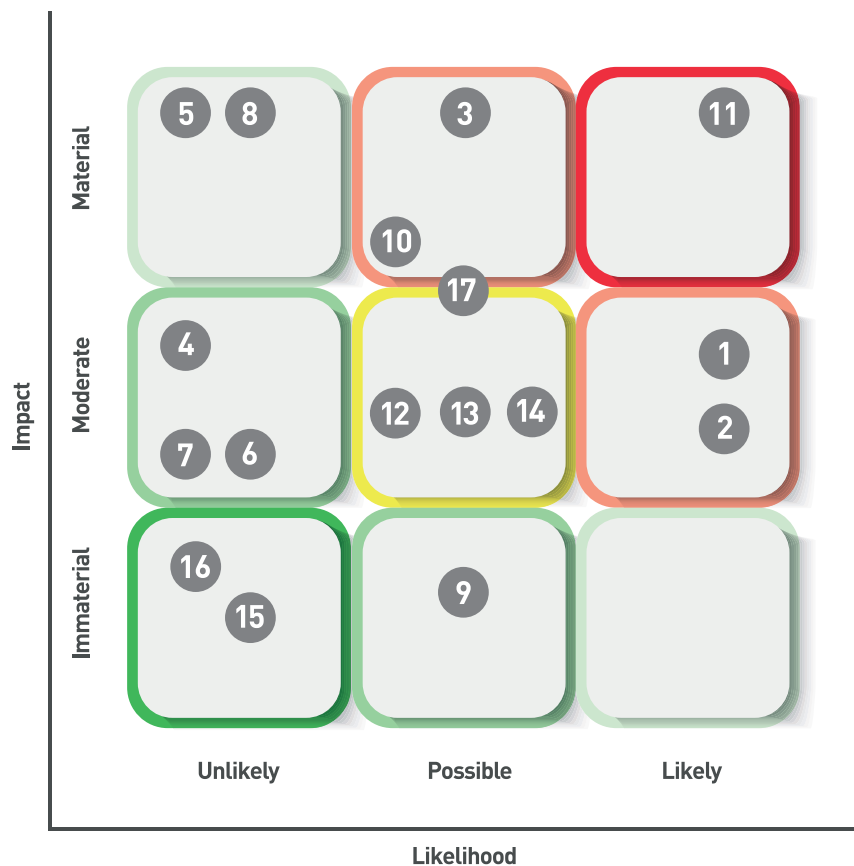
| Objectives | Major Business Risks | Risk S.No | Risk Category | Mitigating Factors / Actions in Place | Opportunities |
|---|---|-----------|----------------|--|---|
| | Vendors' operational / financial constraints and their deteriorating quality standards. | 9 | Operational | The Company continuously monitors operational, quality and operational capabilities. | It enables the organization to have strong risk management policies in place. |
| | Disruptions due to data loss from operational failures or natural disasters. | 10 | Operational | An IT related business continuity plan is in place for ensuring efficient recovery of information systems for successful resumption of business functions. | It enables the Company to have an evolving Business Continuity Plan. |
| Finance To be financially strong and perform up to the expectations of all stakeholders | Devaluation of Pak Rupee against foreign currencies and rising interest rates may adversely affect Company's financial performance. | 11 | Financial | Foreign currency exposure and financing facilities are monitored through a dedicated team of professionals who continuously explore ways and means to reduce the exposure. | It ensures that the organization has appropriate hedging measures in place. |
| | Increase production capacity leading to high material and supplies' orders and costs making liquidity and cash flows stressed. | 12 | Financial | Liquidity is monitored by the Treasury department in coordination with Supply Chain division. To support working capital needs, sufficient borrowing lines are in place. | It enables the organization to effectively manage its cash flows. |
| Legislative and Legal Environment To operate in a stable market being compliant with all relevant laws of the country and international regulations | Continuous changes in the regulatory framework and statutory obligations may result in non-compliance | 13 | Strategic Risk | Management is proactively following any changes occurring in the regulatory framework relating to the battery sector. | Demonstrating strong compliance measures can differentiate a business from its competitors. It can enhance reputation, build trust with stakeholders, and attract customers who prioritize ethical and compliant business practices |

Internal Sources:

| Objectives | Major Business Risks | Risk S.No | Risk Category | Mitigating Factors / Actions in Place | Opportunities |
|--|--|-----------|---------------|--|---|
| Internal Controls To have strong internal controls leading to sound and stable Company | The Company may be exposed to financial irregularities resulting in qualitative and quantitative losses in the absence of effective internal controls. | 14 | Operational | Internal controls covering areas of governance, management, policies and procedures, compliance with laws and regulations, etc. are in place. There is an Internal Audit department which continuously monitors the compliance of internal controls. | An effective Internal Audit enables us to identify current and future risks in advance. |

| Objectives | Major Business Risks | Risk S.No | Risk Category | Mitigating Factors / Actions in Place | Opportunities |
|---|---|-----------|---------------|--|---|
| Human Resource Recruitment and career advancement based on integrity, merit, experience and skills To have an adequate reserve of trained professionals excelling in their respective domains. | Qualified and competent staff may not be available in sufficient numbers. | 15 | Operational | Well-structured procedures for recruitment, training, compensation, periodic appraisals and succession planning have been implemented to ensure staff retention and continued operation. | Hiring competent staff helps us to generate ideas and strategies which become our critical success factors. |
| | Loss of the qualified and competent staff | 16 | Operational | Succession planning and capacity building of existing resources are one of the primary focus of the Company | Developing the human resource is engraved in the company's mission statement and long term objectives. By conducting extensive trainings and through its development program, the human resource add value to the company with their professional ability, calibre and integrity. |
| Health and Safety To ensure health and safety of associates at workplace | Injuries due to workplace accidents. | 17 | Operational | Safety is top priority and an effective working environment is enforced. Medical and health insurance policies are in place for all associates. Adequate trainings are provided to associates along with drills conducted. | Creating a safe and healthy working environment increases motivation and productivity of workforce. |

The Potential Impact and Likelihood of Our Key Risks



ENVIRONMENTAL ANALYSIS - PESTEL

| | | |
|---|---|---|
|  | Political <ul style="list-style-type: none">• Unstable political conditions• Relationships with neighboring countries is deteriorating |  |
|  | Economical <ul style="list-style-type: none">• Low economic growth• Unprecedented foreign exchange rates volatility• Soaring interest rates• Inflationary pressures• FBR revenue targets aggressively high |  |
|  | Social <ul style="list-style-type: none">• Large consumer base of products• Surge in demand for automobiles and alternate energy sources |  |
|  | Technological <ul style="list-style-type: none">• Technological obsolescence and its advancements. Maintenance free batteries for vehicles and deep cycle / specific batteries for solar panels / system and UPS will take over in due course• European union's standardized battery dimensions adopted by OEM. |  |
|  | Environmental <ul style="list-style-type: none">• Utilities and lead emissions management through HSE infrastructure |  |
|  | Legal <ul style="list-style-type: none">• Government measures for documentation of economy will bode well for complaint tax payers |  |

Organization's Response

While coping with the negative macroeconomic indicators and unsupportive government measures the Company is striving to achieve sustainable and scalable growth through increased market penetration and expansion in untapped markets. Further, the Company will continue to explore new avenues for exports. In order to mitigate the impact of rising costs due to inflation and surging interest and exchange rates, curbing costs while maintaining high quality of product will remain the focus of the Company.

SWOT ANALYSIS



Strengths

- Visionary Board of Directors
- Support of Atlas Group
- JV with GS Yuasa, world No. 2 Japanese battery manufacturer
- TC from GYIN, associated company of GS Yuasa
- Quality leader in domestic market
- Market leader in OEMs and MCB sector



Weaknesses

- Wastage and claims are higher than International Standards
- 5 S need more focus
- Benefit from market leadership in motorcycle OEM segment not fully capitalized in replacement market



Strategies

- De-commoditize the commodity, preferably from GYIN
- Product Innovation: Product line for Solar Application
- Utilize GYIN for process improvement and automation
- Reduce wastage and claims as per international standards
- Efficient procurement resourcing
- Decisive cost cutting measures to reduce the break-even point
- Market leader through focusing volumes and nation-wide exclusive network
- Create barrier to entry through environmentally compliant plants
- Retain skilled workforce



Opportunities

- Power crises / solarization equals, demand for heavy batteries will prevail
- Need of MF battery is emerging; focus will be on its capitalization
- Strong financial performance
- Oracle EBS provide platform for introducing industry best practices in our organization
- Technology support from GYIN to be fully capitalized
- OEM now demanding MF
- 3Ds: Digital, Data, Direct
- Export avenues



Threats

- Significant devaluation and inflation adding to cost pressure
- Increased competition due to surplus industry capacity
- Volatile lead prices
- Influx of cheap imported batteries through Afghan Transit Trade
- Reduction in present import duty (50%) on finished batteries
- Suspension of business operation of lead smelters due to non compliance of environmental laws
- Withdrawal of SROs on import of raw materials at zero rate

Competitive Landscape and Market Positioning

Threat of New Competitions

- Chinese manufacturers may consider manufacturing in Pakistan as part of CPEC.

Bargaining Power of Customers

- High quality products.
- Surplus industry capacity.

Threat of Substitute Products & Services

- Many substitutes available at lower prices.
- Alternative energy storage technologies or lithium-ion batteries can potentially replace traditional batteries.

Bargaining Power of Suppliers

- Possible disruption of industry through technological changes in battery storage.
- Volatile lead prices.
- Limited suppliers of lead
- Limited availability or controlled supply of materials can impact prices and profitability.

Competitive Intensity of Competitive Rivalry

- Large number of competitors in the market with diverse range of products at competitive pricing.
- Credit terms offered by all market participants.

Legislative and Regulatory Environment

During the year, the Company has complied with all applicable provisions, filed all returns / forms and furnished all the relevant particulars as required under the Companies Act, 2017 and allied rules, the Securities and Exchange Commission of Pakistan (SECP) regulations and the listing requirements.

Political Environment

During the year, share price was impacted by the Company's financial and operational performance; in addition to various external factors including economic and political environment of the country, government's policies, stakeholders' sentiments and macroeconomic indicators, etc.

Report of the Audit Committee

The Audit Committee comprises of 3 non-executive directors and Chairman of the Committee is an independent director. The Audit Committee consists of financially literate personnel as required under the Listed Companies (Code of Corporate Governance) Regulations, 2019 (“the Code 2019”). The Audit Committee reports the following after an annual review of the Company’s operations:

- Four meetings of the Audit Committee were held during the year 2022-23 and presided by the Chairman, attendance of which is as follows:

| Sr. No. | Name of Directors | Independent Director | Executive Director | Attendance |
|---------|--------------------|----------------------|--------------------|------------|
| 1. | Mr. Azam Faruque* | Yes | No | 4/4 |
| 2. | Mr. Bashir Makki | No | No | 4/4 |
| 3. | Mr. Fahd K. Chinoy | No | No | 4/4 |

* Mr. Azam Faruque retired on May 20, 2023 and Mr. Sanallah Qureshi has been elected as independent director and appointed as Chairman of the Audit Committee with effect from May 21, 2023.

As required by the Code 2019, Audit Committee also separately met with external auditors without the representation of management. Chief Executive Officer (CEO) and Chief Financial Officer (CFO) attended all the meetings held during the year, by invitation.

- The Audit Committee appointed a secretary of the Committee who is Head of Internal Audit. The secretary circulated the minutes of meetings of the Audit Committee to all members, directors, CEO and CFO prior to the next meeting of the Board.
- The Audit Committee reviewed quarterly, half yearly and annual financial statements of the Company and recommended to the Board for approval.
- The Audit Committee reviewed preliminary announcements of results prior to publication.
- The Audit Committee reviewed the internal audit reports.
- The Company’s Code of Conduct has been disseminated and placed on Company’s website.
- Appropriate accounting policies have been consistently applied. All core and other applicable International Accounting Standards were followed in preparation of financial statements of the Company on a going concern basis, for the financial year ended June 30, 2023 which present fairly the state of affairs, results of operations, changes in equity and cash flows of the Company.
- The CEO and the CFO have endorsed the financial statements of the Company before presented to the Audit Committee and Board of Directors. They acknowledge their responsibility for true and fair presentation of the Company’s financial condition and results, compliance with regulations and applicable accounting standards and design and effectiveness of internal control system of the Company.
- Accounting estimates are based on reasonable and prudent judgment. Proper and adequate accounting records have been maintained by the Company in accordance with the Companies Act, 2017 and the external reporting is consistent with management processes and adequate for shareholders’ needs.
- The Audit Committee has reviewed the related party transactions and recommended to the Board for approval.
- The Company’s system of internal controls is designed to mitigate and eliminate the risk of not achieving business objectives, and can provide reasonable assurance against material misstatement or loss.
- Closed periods were duly determined and announced by the Company, precluding the Directors, the CEO and Executives of the Company from dealing in Company’s shares, prior to each Board meeting involving announcement of interim / final results, distribution to shareholders or any other business decision, which could materially affect the share market price of Company, along with maintenance of confidentiality of all business information.

- Ascertained that the internal control systems including financial and operational controls, accounting systems for timely and appropriate recording of purchases and sales, receipts and payments, assets and liabilities and the reporting structure are adequate and effective.
- The appraisal of Head of Internal Audit was jointly done by the Chairman of the Audit Committee and CEO.
- None of the staff and management has reported to the Committee concerns during the year about impropriety in financial and other matters.
- The Annual Report is fair, balance and understandable and provides Company's performance and strategy to shareholders.
- Evaluation of the Board performance which also included members of the Audit Committee was carried out separately.
- The Committee has discharged its duties according to its terms of reference.

Internal Audit

- The Board has effectively implemented the internal control framework through an in-house Internal Audit function, which is suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
- Internal Audit facilitate a risk assessment process in each key business area and support function to review the significant risks facing its operations and to record the relevant controls and any actions in place to mitigate the risks and safeguarding the assets of the Company. The materiality of the risk is measured based on financial and non-financial criteria, and the probability of the risk arising is also mapped. The detailed assessments are then consolidated to provide input into the Company's risk assessment. This process also enables Internal Audit to engage with senior management throughout the business on risk monitoring and management.
- Audit Committee has reviewed the findings of internal audit and management's response thereto. Further, it approved the internal audit plan for 2023-24.
- Coordination between the external and internal auditors was facilitated to ensure efficiency and contribution to the Company's objectives, including a reliable financial reporting system and compliance with laws and regulations.
- Audit Committee met with Head of Internal Audit along with his team, without CFO and external Auditors being present.
- Head of Internal Audit has direct access to the Audit Committee.

External Audit

- The statutory auditors of the Company, M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, have completed the audit of financial statements of the Company for the year ended June 30, 2023 and review of the "Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019" for the year ended June 30, 2023.
- The Auditors have been allowed direct access to the Audit Committee and the effectiveness, independence and objectivity of the Auditors has thereby been ensured.
- The Audit Committee has reviewed and discussed points of improvements highlighted by the external auditors.
- The Audit Committee has reviewed the Management Letter of 2021-22 which was issued within 30 days of the date of the Auditors' Report on financial statements as required under the listing regulations and discussed with the external auditors and management.
- The Audit Committee reviewed performance, cost and independence of the external auditors, M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants and has recommended to the Board their reappointment for the year ending June 30, 2024.

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

Name of the Company: Atlas Battery Limited
Year Ended: June 30, 2023

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

- The total number of directors are 7 as per the following:

| | | |
|-----|--------|---|
| (a) | Male | 6 |
| (b) | Female | 1 |

- The composition of Board is as follows:

| | | |
|-----|-------------------------|---|
| (a) | Independent Directors | 2 |
| (b) | Non-Executive Directors | 4 |
| (c) | Executive Director | 1 |

- The Company encourages representation of independent non-executive directors and directors representing minority interests on its Board. At present, the Board includes:

| Sr. No. | Name of Directors | Category | | |
|---------|-----------------------|-----------------|-------------------|---------------|
| | | Independent (2) | Non-Executive (4) | Executive (1) |
| 1. | Mr. Aamir H. Shirazi | | √ | |
| 2. | Mr. Bashir Makki | | √ | |
| 3. | Mr. Fahd K. Chinoy | | √ | |
| 4. | Ms. Mehreen Amin | √ | | |
| 5. | Mr. Sanaullah Qureshi | √ | | |
| 6. | Mr. Toru Furuya | | √ | |
| 7. | Mr. Ali H. Shirazi | | | √ |

Fraction (0.33) related to the requirement for number of independent directors is less than 0.5 and therefore, has not rounded up as one.

- The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company;
- 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;

6. The Board has developed a Vision and 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;
7. 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 provision of the Companies Act, 2017 (the Act) and the Regulations;
8. The meetings of the Board were presided over by the Chairman and in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of Board;
9. The Board has a formal policy and transparent procedure for remuneration of directors in accordance with the Act and the Regulations;
10. Five directors are Certified Director and two directors meet the criteria of exemption and are accordingly exempted from directors' training program;
11. The Board has approved appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
12. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
13. The Board has formed Committees comprising of members given below:

(a) Audit Committee

| | | |
|---|-----------------------|----------|
| • | Mr. Sanaullah Qureshi | Chairman |
| • | Mr. Bashir Makki | Member |
| • | Mr. Fahd K. Chinoy | Member |

(b) Human Resource and Remuneration Committee

| | | |
|---|--------------------|-------------|
| • | Ms. Mehreen Amin | Chairperson |
| • | Mr. Ali H. Shirazi | Member |
| • | Mr. Bashir Makki | Member |

14. The terms of reference of the aforesaid Committees have been formed, documented and advised to the Committee for compliance;
15. The frequency of meetings of the Committee were as per following:

| | | |
|-----|---|-------------------|
| (a) | Audit Committee | quarterly |
| (b) | Human Resource and Remuneration Committee | on required basis |

16. The Board has set-up an effective internal audit function;

17. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan (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 ICAP and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Director of the Company;
18. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act and the Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
19. We confirm that all other requirement of the Regulations 3, 6, 7, 8, 27, 32, 33 and 36 have been complied with.

For and on behalf of the
BOARD OF DIRECTORS



Aamir H. Shirazi
Chairman

Karachi: August 28, 2023

Independent Auditor's Review Report to the Members of Atlas Battery Limited

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

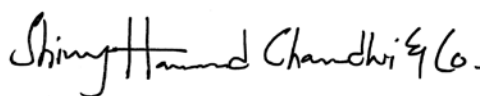
We have reviewed the enclosed Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Atlas Battery Limited (the Company) for the year ended June 30, 2023, in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2023.



SHINEWING HAMEED CHAUDHRI & CO.
CHARTERED ACCOUNTANTS
KARACHI; 28 AUG 2023

UDIN: CR2023101040JDxj2b1y



EMPOWERING COMMUNITIES, EMPOWERING LIVES: SUSTAINABLE SOLUTIONS FOR ALL

Atlas Battery's energy storage solutions uplift communities nationwide, providing reliable and sustainable power for a brighter future



Independent Auditor's Report to the Members of Atlas Battery Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Atlas Battery Limited (the Company), which comprise the statement of financial position as at June 30, 2023, and the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2023 and of the profit and other 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 period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Following are the Key Audit Matters:

| S.No. Key Audit Matters | How the matter was addressed in our audit |
|---|---|
| <p>1. Stock-in-trade</p> <p>Refer notes 4.7 and 11 to the financial statements, the Company has stock-in-trade aggregating Rs.10,324,114 thousand comprising raw materials, finished goods, work in progress and stock in transit. We identified this area as a key audit matter because as at June 30, 2023, stock-in-trade constitutes 51.85% of the total assets of the Company and determining an appropriate valuation as a result of net realizable value (NRV) involves management judgement and estimation.</p> | <p>We performed following audit procedures in respect of this area:</p> <p>Observed / attended physical inventory count procedures and compared physical count results with valuations sheets on a sample basis;</p> <p>Compared, on a sample basis, specific purchases and directly attributable cost with underlying supporting documents;</p> <p>On a sample basis, obtained supporting documents relating to stock in transit for assessing its valuation;</p> <p>Compared the NRV, on a sample basis, to the cost of finished goods to assess whether any adjustments are required to value stocks in accordance with applicable accounting and reporting standards; and</p> <p>We also considered the adequacy of the related disclosures and assessed these are in accordance with the applicable financial reporting standards and the Companies Act, 2017 (XIX of 2017).</p> |
| <p>2. Revenue recognition</p> <p>Refer notes 4.16 and note 29 to the financial statements. The Company is engaged in manufacturing and sale of automotive, motorcycle and energy storage batteries and their allied products. The Company recognized revenue from the sale aggregating to Rs. 41,855,868 thousand for the year ended June 30, 2023 as compared to Rs.25,029,244 thousand for the year ended June 30, 2022. We identified recognition of revenue as a key audit matter as it includes large number of revenue transactions involving a large number of customers spread in various geographical locations. Further, revenue is one of the key performance indicator of the Company.</p> | <p>We performed following audit procedures in respect of this area:</p> <p>Obtained an understanding of the Company's processes and related internal controls for revenue recognition and on a sample basis, tested the operating effectiveness of those controls;</p> <p>Assessed the appropriateness of the Company's revenue accounting policies and their compliance with applicable financial reporting standard;</p> <p>Compared a sample of revenue transactions recorded during the year with sales orders, applicable sale value, sales invoices, receipt vouchers, delivery orders and other relevant underlying documents;</p> <p>Performed cut-off procedures on near year end sales to ensure revenue has been recorded in the correct period;</p> <p>Verified that sales prices are approved by appropriate authority; and</p> <p>Verified, on a test basis, discounts with supporting documentation.</p> <p>We also considered the adequacy of the related disclosures and assessed these are in accordance with the applicable financial reporting standards and the Companies Act, 2017 (XIX of 2017).</p> |

3. Trade debts

Refer note 4.8 and 12 to the financial statements, the Company has trade debts aggregating Rs.2,391,345 thousand as at June 30, 2023 as compared to Rs.850,036 thousand as at June 30, 2022. An estimate for provision for doubtful debts aggregating Rs.31,295 thousand has been recognised using projected credit loss model. We identified this area as key audit matter because trade debts represent a significant balance for the Company and estimating the recoverable amount involves inherent uncertainty.

We performed following audit procedures in respect of this area:

Obtained the approved credit policy and credit limits of individual dealers and compared with dealer balances as at June 30, 2023, to assess the Company's compliance of individual dealers' credit limits;

Sought external confirmations from the selected debtors of their balances that remained outstanding at the year end and compared replies to the request;

Performed subsequent test procedures of selected debtor balances to review recovery from respective debtors after the year end;

Assessed the reasonableness of expected credit loss model (provision matrix) used by management to estimate that the doubtful debts are appropriate and ensured that the same is applied consistently; and

We also considered the adequacy of the related disclosures and assessed these are in accordance with the applicable financial reporting standards and the Companies Act, 2017 (XIX of 2017).

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 Company's Annual Report for 2023, but does not include the financial statements and our auditors' report thereon.

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

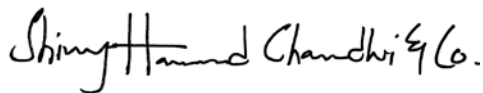
From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Osman Hameed Chaudhri.



SHINEWING HAMEED CHAUDHRI & CO.
CHARTERED ACCOUNTANTS
KARACHI; 28 AUGUST 2023

UDIN: AR202310104QKuEdfHaW

Statement of Financial Position

AS AT JUNE 30, 2023

| | Note | 2023 ----- Rupees in '000 ----- | 2022 |
|--------------------------------|------|------------------------------------|-------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 5 | 4,591,636 | 4,349,246 |
| Intangible assets | 6 | 2,742 | 5,670 |
| Investments | 7 | - | - |
| Long term loans | 8 | 3,269 | 2,636 |
| Long term deposits | 9 | 29,338 | 23,338 |
| | | 4,626,985 | 4,380,890 |
| Current assets | | | |
| Stores, spares and loose tools | 10 | 322,968 | 307,914 |
| Stock-in-trade | 11 | 10,324,114 | 4,621,550 |
| Trade debts | 12 | 2,391,345 | 850,036 |
| Loans and advances | 13 | 37,501 | 17,895 |
| Deposits and prepayments | 14 | 648,299 | 58,834 |
| Investments | 15 | 266,654 | 207,150 |
| Other receivables | 16 | 2,721 | 2,460 |
| Sales tax receivable - net | | 192,141 | - |
| Taxation - net | | 277,805 | 128,810 |
| Bank balances | 17 | 819,782 | 222,325 |
| | | 15,283,330 | 6,416,974 |
| Total assets | | 19,910,315 | 10,797,864 |



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer

Statement of Financial Position

AS AT JUNE 30, 2023

| | 2023 | 2022 |
|--|----------------------------|-------------------|
| Note | ----- Rupees in '000 ----- | |
| EQUITY AND LIABILITIES | | |
| Share capital and reserves | | |
| Authorised capital 50,000,000 (2022: 50,000,000) ordinary shares of Rs.10 each | 500,000 | 500,000 |
| Issued, subscribed and paid-up capital | 350,170 | 280,136 |
| Revenue reserves | | |
| General reserve | 5,037,500 | 5,037,500 |
| Un-appropriated profits | 1,275,481 | 287,061 |
| | 6,312,981 | 5,324,561 |
| Capital reserve | | |
| Surplus on revaluation of leasehold land | 589,186 | 589,186 |
| Total equity | 7,252,337 | 6,193,883 |
| Liabilities | | |
| Non current liabilities | | |
| Lease liabilities | 407,468 | 343,275 |
| Long term borrowings | 893,275 | 224,516 |
| Deferred income - government grant | 23,273 | 29,482 |
| Staff retirement benefits | 108,587 | 91,625 |
| Deferred taxation | 201,430 | 193,687 |
| | 1,634,033 | 882,585 |
| Current liabilities | | |
| Trade and other payables | 5,959,674 | 2,652,728 |
| Sales tax payable - net | - | 74,423 |
| Accrued mark-up | 168,668 | 59,654 |
| Current portion of lease liabilities | 67,022 | 50,530 |
| Current maturity of long term borrowings | 171,725 | 216,633 |
| Current portion of deferred income - government grant | 6,209 | 7,151 |
| Short term borrowings | 4,371,424 | 568,366 |
| Dividend payable | 221,862 | 51,155 |
| Unclaimed dividend | 57,361 | 40,756 |
| | 11,023,945 | 3,721,396 |
| Total liabilities | 12,657,978 | 4,603,981 |
| Contingencies and commitments | 28 | |
| Total equity and liabilities | 19,910,315 | 10,797,864 |

The annexed notes 1 to 48 form an integral part of these financial statements.



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer

Statement of Profit or Loss and Other Comprehensive Income

FOR THE YEAR ENDED JUNE 30, 2023

| | Note | 2023 ---- Rupees in '000 ---- | 2022 ----- Rupees ----- Re-stated |
|--|------|----------------------------------|---|
| Sales | 29 | 41,855,868 | 25,029,244 |
| Cost of sales | 30 | (35,403,444) | (22,308,266) |
| Gross profit | | 6,452,424 | 2,720,978 |
| Distribution cost | 31 | (1,396,427) | (806,068) |
| Administrative expenses | 32 | (498,565) | (303,686) |
| Other income | 33 | 72,346 | 34,747 |
| Other expenses | 34 | (379,596) | (118,870) |
| Profit from operations | | 4,250,182 | 1,527,101 |
| Finance cost | 35 | (552,066) | (389,439) |
| Profit before taxation | | 3,698,116 | 1,137,662 |
| Taxation | 36 | (1,496,874) | (448,225) |
| Profit for the year | | 2,201,242 | 689,437 |
| Other comprehensive loss | | | |
| Items that will not be reclassified to profit or loss | | | |
| Re-measurement of staff retirement benefit obligation | | (7,762) | (10,141) |
| Impact of deferred tax | | 3,027 | 2,941 |
| Other comprehensive loss for the year - net of tax | | (4,735) | (7,200) |
| Total comprehensive income for the year | | 2,196,507 | 682,237 |
| Earnings per share - basic and diluted | 37 | 62.86 | 19.69 |

The annexed notes 1 to 48 form an integral part of these financial statements.



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer

Statement of Changes in Equity

FOR THE YEAR ENDED JUNE 30, 2023

| | Issued, subscribed and paid-up capital | Revenue reserves | | Capital reserve | Total |
|---|---|---------------------|--|---|-----------|
| | | General reserve | (Accumulated losses) / un-appropriated profit | Surplus on revaluation of leasehold land | |
| ----- Rupees in '000 ----- | | | | | |
| Balance as at July 1, 2021 | 243,597 | 5,037,500 | (261,198) | 589,186 | 5,609,085 |
| Transaction with owners, recognised directly in equity | | | | | |
| Final cash dividend for the year ended June 30, 2021 at the rate of Rs.4 per share | - | - | (97,439) | - | (97,439) |
| Bonus shares issued for the year ended June 30, 2021 in ratio of 3 shares for every 20 shares held | 36,539 | - | (36,539) | - | - |
| Total comprehensive income for the year ended June 30, 2022 | | | | | |
| Profit for the year | - | - | 689,437 | - | 689,437 |
| Other comprehensive income | - | - | (7,200) | - | (7,200) |
| | - | - | 682,237 | - | 682,237 |
| Balance as at June 30, 2022 | 280,136 | 5,037,500 | 287,061 | 589,186 | 6,193,883 |
| Transaction with owners, recognised directly in equity | | | | | |
| Final cash dividend for the year ended June 30, 2022 at the rate of Rs.12.50 per share | - | - | (350,170) | - | (350,170) |
| Bonus shares issued for the year ended June 30, 2022 in ratio of 1 shares for every 4 shares held | 70,034 | - | (70,034) | - | - |
| Interim dividend for the period ended March 31, 2023 at the rate of Rs.22.50 per share | - | - | (787,883) | - | (787,883) |
| Total comprehensive income for the year ended June 30, 2023 | | | | | |
| Profit for the year | - | - | 2,201,242 | - | 2,201,242 |
| Other comprehensive loss | - | - | (4,735) | - | (4,735) |
| | - | - | 2,196,507 | - | 2,196,507 |
| Balance as at June 30, 2023 | 350,170 | 5,037,500 | 1,275,481 | 589,186 | 7,252,337 |

The annexed notes 1 to 48 form an integral part of these financial statements.



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer

Statement of Cash Flows

FOR THE YEAR ENDED JUNE 30, 2023

| | 2023 | 2022 |
|---|--------------------------|-----------|
| | ---- Rupees in '000 ---- | |
| Cash flows from operating activities | | |
| Profit before taxation | 3,698,116 | 1,137,662 |
| Adjustments for non-cash charges and other items: | | |
| Depreciation | 474,183 | 414,957 |
| Amortisation | 3,817 | 2,384 |
| Provision for gratuity | 11,241 | 8,215 |
| Provision for compensated leave absences | 18,268 | 10,923 |
| Gain on sale of investments at fair value through profit or loss | (2,346) | (2) |
| Dividend income | (36,479) | (19,116) |
| Mark-up income | (7,118) | (1) |
| Fair value (gain) / loss on investments at fair value through profit or loss | (192) | 605 |
| Gain on disposal of operating fixed assets | (3,663) | (847) |
| Operating fixed assets written off | - | 4,576 |
| Charge / (reversal) in provision for doubtful debts | 2,495 | (13,484) |
| Finance cost | 552,066 | 389,439 |
| | 4,710,388 | 1,935,311 |
| Changes in working capital: | | |
| (Increase) / decrease in current assets | | |
| - Stores, spares and loose tools | (15,054) | (48,582) |
| - Stock-in-trade | (5,702,564) | (709,157) |
| - Trade debts | (1,543,804) | 255,593 |
| - Loans and advances | (19,606) | 2,075 |
| - Deposits and prepayments | (589,465) | (19,055) |
| - Other receivables | (261) | 523 |
| - Sales tax receivable - net | (266,564) | - |
| | (8,137,318) | (518,603) |
| Increase in current liabilities | | |
| - Trade and other payables | 3,306,491 | 946,640 |
| - Sales tax payable - net | - | 104,097 |
| | 3,306,491 | 1,050,737 |
| | (4,830,827) | 532,134 |
| Cash (used in) / generated from operations | (120,439) | 2,467,445 |
| Finance cost paid | (384,767) | (292,780) |
| Mark-up received | 7,118 | 303 |
| Income taxes paid (including tax deducted at source) | (1,635,099) | (386,882) |
| Gratuity paid | (18,255) | (4,255) |
| Compensated leave absences paid | (1,599) | (2,584) |
| Long term loans - net | (633) | (739) |
| Long term deposits - net | (6,000) | (2,950) |
| | (2,159,674) | 1,777,558 |
| Net cash (used in) / generated from operating activities - carried forward | | |

Statement of Cash Flows

FOR THE YEAR ENDED JUNE 30, 2023

| | 2023 | 2022 |
|---|--------------------------|-----------|
| | ---- Rupees in '000 ---- | |
| Net cash (used in) / generated from operating activities - brought forward | (2,159,674) | 1,777,558 |
| Cash flows from investing activities | | |
| Payments for property, plant and equipment | (618,713) | (754,887) |
| Proceeds from sale of property, plant and equipment | 39,528 | 19,750 |
| Payments for intangible assets | (889) | (4,125) |
| Payments for investments | (460,799) | (61,823) |
| Proceeds from sale of investments | 403,833 | 432 |
| Dividend received | 36,479 | 19,116 |
| Net cash used in investing activities | (600,561) | (781,537) |
| Cash flows from financing activities | | |
| Lease rentals paid | (111,325) | (98,394) |
| Long term borrowings obtained | 1,062,500 | 81,568 |
| Long term borrowings repaid | (445,800) | (349,037) |
| Short term borrowings - net | 3,803,058 | (515,300) |
| Dividend paid | (950,741) | (81,646) |
| Net cash generated from / (used in) financing activities | 3,357,692 | (962,809) |
| Net increase in cash and cash equivalents | 597,457 | 33,212 |
| Cash and cash equivalents at beginning of year | 222,325 | 189,113 |
| Cash and cash equivalents at end of year | 819,782 | 222,325 |

The annexed notes 1 to 48 form an integral part of these financial statements.



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer

Notes to the Financial Statements

FOR THE YEAR ENDED JUNE 30, 2023

1. LEGAL STATUS AND NATURE OF BUSINESS

Atlas Battery Limited (the Company) was incorporated as a public limited company on October 19, 1966 and its shares are quoted on Pakistan Stock Exchange Limited. The Company is engaged in manufacturing and sale of automotive and motorcycle batteries & allied products. The registered office is located at D-181, Central Avenue, S.I.T.E., Karachi. The manufacturing facilities of the Company are located at S.I.T.E., Karachi with branches at Karachi, Lahore, Multan, Islamabad, Faisalabad, Sahiwal, Peshawar, Sukkur and Rahim Yar Khan.

The Company is a subsidiary of Shirazi Investments (Private) Limited, which holds 58.86% of issued, subscribed and paid-up capital of the Company as at June 30, 2023.

2. BASIS OF PREPARATION

2.1 Statement of compliance

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

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

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

2.2 Functional and presentation currency

These financial statements are presented in Pakistan Rupees which is the functional currency of the Company and figures are rounded off to the nearest thousand of rupees unless otherwise specified.

2.3 New and amended standards and interpretations

2.3.1 Standards, amendments to approved accounting standards effective in the current year

New and amended standards mandatory for the first time for the financial year beginning July 1, 2022:

- (a) Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets' is applicable for accounting periods beginning on or after January 1, 2022. Under IAS 37, a contract is 'onerous' when the unavoidable costs of meeting the contractual obligations – i.e. the lower of the costs of fulfilling the contract and the costs of terminating it – outweigh the economic benefits. The amendments clarify that the 'costs of fulfilling a contract' comprise both the incremental costs – e.g. direct labour and materials; and an allocation of other direct costs – e.g. an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract.
- (b) Amendment to IAS 16 'Property, plant and Equipment' is applicable on accounting periods beginning on or after January 1, 2022. The amendments prohibit a Company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, a Company will recognise such sales proceeds and related cost in profit or loss. The amendments apply retrospectively, but only to items of PPE made available for use on or after the beginning of the earliest period presented in the financial statements in which the Company first applies the amendments.

The other new standards, amendments to published accounting and reporting standards and interpretations that are mandatory in Pakistan for the financial year beginning on July 1, 2022 are considered not to be relevant or to have any significant effect on the Company's financial reporting and operations.

2.3.2 Standards, amendments to approved accounting standards and interpretations that are not yet effective and have not been early adopted by the Company

The following new standards and amendments to approved accounting standards are not effective for the financial year beginning on July 1, 2022 and have not been early adopted by the Company:

- (a) Amendments to IAS 1, 'Presentation of Financial Statements' is applicable on accounting periods beginning on or after January 1, 2023. The amendments includes requiring companies to disclose their material accounting policies rather than their significant accounting policies, clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed and also clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements.
- (b) Amendments to IAS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors' will be applicable on accounting periods beginning on or after January 1, 2023. The International Accounting Standards Board (the Board) has issued amendments to end diversity in treatment of accounting estimates and clarified how companies should distinguish changes in accounting policies from changes in accounting estimates, with a primary focus on the definition of and clarifications on accounting estimates. Developing an accounting estimate includes both selecting a measurement technique (estimation or valuation technique) – e.g. an estimation technique used to measure a loss allowance for expected credit losses when applying IFRS 9 Financial Instruments; and – choosing the inputs to be used when applying the chosen measurement technique – e.g. the expected cash outflows for determining a provision for warranty obligations when applying IAS 37 Provisions, Contingent Liabilities and Contingent Assets. The effects of changes in such inputs or measurement techniques are changes in accounting estimates.
- (c) Amendments to IAS 12, 'Income taxes' will be applicable on accounting periods beginning on or after January 1, 2023. The amendments narrow the scope of the initial recognition exemption (IRE) so that it does not apply to transactions that give rise to equal and offsetting temporary differences. As a result, companies will need to recognise a deferred tax asset and a deferred tax liability for temporary differences arising on initial recognition of a lease and a decommissioning provision.
- (d) Amendments to IAS 1, 'Presentation of Financial Statements' is applicable on accounting periods beginning on or after January 1, 2024. Under existing IAS 1 requirements, companies classify a liability as current when they do not have an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period. As part of this amendments, the requirement for a right to be unconditional has been removed and instead, the amendments requires that a right to defer settlement must have substance and exist at the end of the reporting period. This right may be subject to a company complying with conditions (covenants) specified in a loan arrangement. At October 31, 2022, after reconsidering certain aspects of the amendments, the IASB reconfirmed that only covenants with which a company must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date.
- (e) Amendments to IAS 16, 'Sale and leaseback transaction' is applicable on accounting periods beginning on or after January 1, 2024. Amendments impact how a seller-lessee accounts for variable lease payments that arise in a sale-and-leaseback transaction. On initial recognition, the seller-lessee includes variable lease payments when it measures a lease liability arising from a sale-and-leaseback transaction. After initial recognition, the seller-lessee applies the general requirements for subsequent accounting of the lease liability such that it recognizes no gain or loss relating to the right of use it retains. The amendments introduce a new accounting model for variable payments and will require seller-lessees to reassess and potentially restate sale-and-leaseback transactions entered.

The management anticipates that the adoption of the above standards, amendments and interpretations in future periods, will have no material impact on the financial statements other than in presentation / disclosures. There are a number of other standards, amendments and interpretations to the published standards that are not yet effective and are also not relevant to the Company and, therefore, have not been presented here.

3. BASIS OF MEASUREMENT

- 3.1** These financial statements have been prepared under the historical cost convention except for leasehold land which is stated at the revalued amount, investments which are carried at fair value and certain employee retirement benefits which are measured at present value of defined benefit obligation less fair value of plan assets.
- 3.2** The preparation of financial statements in conformity with approved accounting standards requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The areas where various assumptions and estimates are significant to the Company's financial statements or where judgment was exercised in application of accounting policies are as follows:

- (i) Estimate of useful lives and residual values of property, plant & equipment and intangible assets [note 4.1 and 4.2]
- (ii) Lease term and discount rate for calculation of lease liabilities [notes 4.1(b)]
- (iii) Provision for doubtful debts [note 4.8]
- (iv) Estimate of payables and receivables in respect of employees' retirement benefits [note 4.11]
- (v) Estimation of current and deferred tax [note 4.13]
- (vi) Estimate of provisions and warranty [note 4.14 and 4.15]

4. SIGNIFICANT ACCOUNTING POLICIES

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

4.1 Property, plant and equipment

a) Owned assets

Operating fixed assets except for leasehold land are stated at cost less accumulated depreciation and impairment loss, if any. Leasehold land is stated at revalued amount. Capital work-in-progress is stated at cost. All expenditure connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. These are transferred to specific assets as and when assets are available for use.

Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal repairs and maintenance are charged to expenses as and when incurred.

Depreciation

Depreciation is charged to statement of profit or loss on the reducing balance basis except for computers and accessories. Depreciation on computers and accessories is charged to statement of profit or loss on a straight-line basis. Depreciation is charged at the rates stated in note 5.1. Depreciation on additions is charged from the month the assets are available for use while no depreciation is charged in the month in which asset is disposed off.

The depreciation method and useful lives of items of operating fixed assets are reviewed periodically and altered if circumstances or expectations have changed significantly. Any change is accounted for as a change in accounting estimate by changing depreciation charge for the current and future periods.

Disposal

Gains or losses on disposal or retirement of operating fixed assets are determined as the difference between the sale proceeds and the carrying amount of assets and are included in the statement of profit or loss.

Revaluation of assets

Revaluation is carried out with sufficient regularity to ensure that the carrying amount does not differ materially from the fair value. Any surplus on revaluation of operating fixed assets is recognised in other comprehensive income and presented as a separate component of equity as "Surplus on revaluation of leasehold land", except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously charged. Any decrease in carrying amount arising on the revaluation of operating fixed assets is charged to profit or loss to the extent that it exceeds the balance, if any, held in the revaluation surplus on operating fixed assets relating to a previous revaluation of that asset. The revaluation reserve is not available for distribution to the Company's shareholders.

Impairment

The Company assesses at each reporting date whether there is any indication that property, plant and equipment may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is taken to profit and loss account except for impairment loss on revalued assets, which is adjusted against related revaluation surplus to the extent that the impairment loss does not exceed the surplus on revaluation of that asset.

b) Right of use assets and related liabilities

The Company generally leases regional offices, warehouses and related properties. At the inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The extension and termination options are incorporated in determination of lease term only when the Company is reasonably certain to exercise these options.

Leases are recognised as right-of-use assets and corresponding liabilities at the date at which the leased assets are available for use by the Company.

The lease liabilities are initially measured at the present value of the remaining lease payments at the commencement date, discounted using the interest rate implicit in the lease, or if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. At initial recognition, liabilities are discounted using the Company's incremental borrowing rate. Lease payment includes fixed payments with annual increments. The lease liabilities are subsequently measured at amortised cost using the effective interest rate.

Right of use assets are initially measured based on the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received. The right of use assets are depreciated on a straight line method over the lease term as this method most closely reflects the expected pattern of consumption of future economic benefits. The carrying amount of the right of use asset is reduced by impairment losses, if any. At transition, the Company recognised right of use assets equal to the present value of lease payments.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in statement of profit or loss. Short-term leases are leases with a lease term of 12 months or less.

4.2 Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any, and represent the cost of software licenses and ERP implementation cost.

The costs associated with maintaining computer software programs are recognised as an expense as incurred. Costs that are directly associated with identifiable and unique software products controlled by the Company and will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. Direct costs include staff cost, costs of the software development team and an appropriate portion of relevant overheads.

Subsequent expenditure

Expenditure which enhances or extends the performance of computer software programmes beyond their original specifications is recognised as a capital improvement and added to the original cost of the software.

Amortisation

Intangible assets are amortised using the straight-line method over a period of two years.

The assets' useful lives are reviewed, at each reporting date, and adjusted if the impact on amortisation is significant.

4.3 Financial assets

4.3.1 Classification

The Company has classified its financial assets into following categories: financial assets at amortised cost, financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income. The financial assets are classified at initial recognition based on the business model used for managing the financial assets and contractual terms of the cash flows.

(a) Financial assets at amortised cost

A financial asset shall be classified as financial asset at amortised cost if both of the following conditions are met:

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

(b) Financial assets at fair value through profit or loss

A debt instrument can be classified as a financial asset at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different bases.

All equity instruments are to be classified as financial assets at fair value through profit or loss, except for those equity instruments for which the Company has elected to present value changes in other comprehensive income.

(c) Financial assets at fair value through other comprehensive income

The fair value through other comprehensive income classification is mandatory for certain debt instrument assets unless the option to classify as fair value through profit or loss is taken.

If an equity investment is not held for trading, an entity can make an irrevocable election at initial recognition to measure it at fair value through other comprehensive income with only dividend income recognised in profit or loss.

4.3.2 Recognition and measurement

Regular purchases and sales of financial assets are recognised on the trade date i.e. the date on which the Company commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the profit and loss account. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

After initial recognition, an entity shall measure a financial asset at fair value or amortised cost.

Gains or losses arising from changes in fair value of the 'financial assets at fair value through profit or loss' category are presented in the profit and loss account within 'Other income / other expenses' in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the profit and loss account as part of 'Other income' when the Company's right to receive payments is established.

Gains or losses arising from changes in fair value of the 'financial assets at fair value through other comprehensive income' category are recognised in other comprehensive income with only dividend income recognised in profit or loss.

4.4 Financial liabilities

Financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value less directly attributable transactions costs, if any, and subsequently measured at amortised cost using effective interest method unless financial liabilities are held for trading, in which case it is required to be measured at fair value through profit or loss or where entity elects to measure at financial liability, under fair value option.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of original liability and recognition of a new liability and the difference in respective carrying amounts is recognised in the statement of profit and loss.

4.5 Off-setting of financial assets and financial liabilities

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

4.6 Stores, spares and loose tools

Stores, spares and loose tools are stated at the lower of cost and net realizable value. The cost of inventory is based on weighted average cost less provision for obsolescence, if any. Items in transit are stated at cost comprising of invoice value plus other charges thereon accumulated upto the reporting date.

4.7 Stock-in-trade

These are valued at lower of cost and net realizable value.

The cost in relation to raw materials in hand, packing materials and components has been calculated on a weighted average basis and represents invoice values plus other charges paid thereon.

The cost in relation to work-in-process and finished goods represents direct cost of materials, wages and appropriate manufacturing overheads.

Raw materials held in custom bonded warehouse and stock-in-transit are valued at cost comprising of invoice value plus other charges accumulated upto the reporting date.

Net realizable value is the estimated selling price in the ordinary course of business less costs necessary to be incurred in order to make the sale.

4.8 Trade debts and other receivables and related impairment

Trade debts and other receivables are classified as financial assets at amortised cost according to IFRS 9.

Trade debts are initially recognised at original invoice amount which is the fair value of the consideration to be received in future and subsequently measured at cost less provision for doubtful debts. The Company uses simplified approach for measuring the expected credit losses for all trade and other receivables including contract assets based on lifetime expected credit losses. The Company has estimated the credit losses using a provision matrix where trade receivables are grouped based on different customer attributes along with historical, current and forward looking assumptions. Debts considered irrecoverable are written off.

4.9 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at amortised cost. For the purpose of cash flow statement, cash and cash equivalents comprise of balances with banks and cheques in hand.

4.10 Share capital

Ordinary shares are classified as equity and recognised at their face value.

4.11 Retirement and other service benefits obligations

The Company has following plans for its employees:

4.11.1 Defined contribution plans

A defined contribution plan is a post-employment benefit under which an entity pays fixed contribution into a separate entity and will have no legal or constructive obligation to pay further amounts. The obligation for contribution to a defined contribution plan is recognised as an employee service benefit expense in the profit and loss account when it is due.

The Company operates defined contribution plans for its permanent employees through either one of the following ways:

- a recognised provident fund (the Fund); or
- voluntary pension schemes managed by Atlas Asset Management Limited, a related party, under the Voluntary Pension System Rules, 2005, viz, Atlas Pension Fund and Atlas Pension Islamic Fund.

All the newly appointed employees are offered voluntary pension scheme only. However, those employees who are provident fund trust members, have the option to opt for either of two above mentioned defined contribution plans.

Equal monthly contributions at the rate of 11% of the basic salary are made to the Fund / scheme, both by the Company and the employees. The Fund is a separate legal entity and its assets are being held separately under the control of its trustees.

4.11.2 Defined benefit plans

Defined benefit plan is a post-employment benefit plan other than the defined contribution plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their services in current and prior periods, and that benefit is discounted to determine its present value.

The Company operates an approved funded gratuity scheme for its management staff and an unfunded gratuity scheme for its non-management staff. The liability recognised in the statement of financial position in respect of defined benefit plans is the present value of defined benefit obligation at the end of reporting period less fair value of plan assets. Contributions under the schemes are made on the basis of actuarial valuation. The valuations of both schemes are carried out annually by an independent expert, using the "Projected Unit Credit Method" with the latest valuation being carried out as on June 30, 2023.

The amount arising as a result of re-measurements 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. Past service cost, if any, are recognised immediately in profit and loss account.

4.11.3 Employees compensated leave absences

Employees' entitlements to annual leaves are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees upto the reporting date.

4.12 Trade and other payables

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

4.13 Taxation

The tax expense for the year comprises of current and deferred tax. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in the previous years arising from assessments framed during the year for such years.

Deferred

Deferred tax is recognised using the balance sheet method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

4.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past event and 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 reviewed at each reporting date and adjusted to reflect the current best estimate.

4.15 Warranty

The Company recognises the estimated liability to repair or replace products still under warranty at the reporting date. Provision for warranty is calculated based on past experience / history of the level of repairs and replacements.

4.16 Revenue recognition

The Company recognises revenue to depict the transfer of promised goods and services to customers in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods and services. The Company recognises revenue in accordance with that core principle by applying the following steps:

- Identify the contract with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue when the entity satisfies a performance obligation

The Company manufactures and sells automotive & motorcycle batteries and allied products. Revenue from sale of goods is recognized when the Company satisfies a performance obligation (at a point of time) by transferring promised goods to customer being when the goods are dispatched to customers.

4.17 Government grants

Government grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all conditions of the grant. The benefit of a government loan at a below-market rate of interest is treated as a government grant. Government grants relating to costs are deferred and recognised in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate.

4.18 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred except where such costs are directly attributable to the acquisition, construction or production of a qualifying asset in which case such costs are capitalised as part of the cost of that asset.

4.19 Foreign currency transactions and translation

The foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of transactions. The closing balance of non-monetary items is included at the exchange rate prevailing on the date of the transaction and monetary items are translated using the exchange rate prevailing on the reporting date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit and loss account with other income / other expenses.

4.20 Earnings per share

The Company presents earnings per share (EPS) data for its ordinary shares. 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.

4.21 Segment reporting

Segment information is presented on the same basis as that used for internal reporting purposes by the Chief Operating Decision Maker, who is responsible for allocating resources and assessing the performance of the operating segments. On the basis of its internal reporting structure, the Company considers itself to be a single reportable segment.

4.22 Dividend and appropriation to reserves

Dividend and appropriation to reserves are recognised in the financial statements in the period in which these are approved.

5. PROPERTY, PLANT AND EQUIPMENT

| | | 2023 | 2022 |
|--------------------------|------|------------------------|------------------|
| | Note | --- Rupees in '000 --- | |
| Operating fixed assets | 5.1 | 4,172,942 | 3,976,438 |
| Capital work-in-progress | 5.7 | 40,877 | 58,174 |
| Right of use assets | 5.9 | 377,817 | 314,634 |
| | | <u>4,591,636</u> | <u>4,349,246</u> |

5.1 Operating fixed assets

| | Leasehold land (note 19) | Buildings on leasehold land | Plant and machinery | Office equipment | Computers and accessories | Furniture and fixtures | Air conditioners | Vehicles | Total |
|---------------------------------|--------------------------|-----------------------------|---------------------|------------------|---------------------------|------------------------|------------------|----------------|------------------|
| ----- Rupees in '000 ----- | | | | | | | | | |
| At July 1, 2021 | | | | | | | | | |
| Revaluation / cost | 589,600 | 1,643,957 | 3,189,162 | 18,820 | 69,755 | 76,507 | 29,895 | 211,974 | 5,829,670 |
| Accumulated depreciation | - | 512,306 | 1,553,155 | 7,568 | 60,264 | 27,431 | 11,556 | 70,857 | 2,243,137 |
| Net book value | <u>589,600</u> | <u>1,131,651</u> | <u>1,636,007</u> | <u>11,252</u> | <u>9,491</u> | <u>49,076</u> | <u>18,339</u> | <u>141,117</u> | <u>3,586,533</u> |
| Year ended June 30, 2022 | | | | | | | | | |
| Opening net book value | 589,600 | 1,131,651 | 1,636,007 | 11,252 | 9,491 | 49,076 | 18,339 | 141,117 | 3,586,533 |
| Additions | - | 401,156 | 274,377 | 3,345 | 11,059 | 6,647 | 1,789 | 63,919 | 762,292 |
| Disposals | | | | | | | | | |
| - cost | - | - | 1,781 | 291 | 373 | - | 251 | 32,711 | 35,407 |
| - accumulated depreciation | - | - | (1,008) | (31) | (83) | - | (151) | (15,231) | (16,504) |
| | - | - | 773 | 260 | 290 | - | 100 | 17,480 | 18,903 |
| Written off | | | | | | | | | |
| - cost | - | 7,657 | - | - | - | - | - | - | 7,657 |
| - accumulated depreciation | - | (3,081) | - | - | - | - | - | - | (3,081) |
| | - | 4,576 | - | - | - | - | - | - | 4,576 |
| Depreciation charge | - | 117,856 | 179,659 | 1,375 | 8,454 | 5,238 | 1,950 | 34,376 | 348,908 |
| Closing net book value | <u>589,600</u> | <u>1,410,375</u> | <u>1,729,952</u> | <u>12,962</u> | <u>11,806</u> | <u>50,485</u> | <u>18,078</u> | <u>153,180</u> | <u>3,976,438</u> |
| At June 30, 2022 | | | | | | | | | |
| Revaluation / cost | 589,600 | 2,037,456 | 3,461,758 | 21,874 | 80,441 | 83,154 | 31,433 | 243,182 | 6,548,898 |
| Accumulated depreciation | - | 627,081 | 1,731,806 | 8,912 | 68,635 | 32,669 | 13,355 | 90,002 | 2,572,460 |
| Net book value | <u>589,600</u> | <u>1,410,375</u> | <u>1,729,952</u> | <u>12,962</u> | <u>11,806</u> | <u>50,485</u> | <u>18,078</u> | <u>153,180</u> | <u>3,976,438</u> |
| Year ended June 30, 2023 | | | | | | | | | |
| Opening net book value | 589,600 | 1,410,375 | 1,729,952 | 12,962 | 11,806 | 50,485 | 18,078 | 153,180 | 3,976,438 |
| Additions | - | 46,401 | 397,634 | 2,172 | 19,178 | 15,486 | 1,086 | 154,053 | 636,010 |
| Disposals | | | | | | | | | |
| - cost | - | - | 6,277 | - | 20,827 | - | 84 | 64,837 | 92,025 |
| - accumulated depreciation | - | - | (3,328) | - | (20,628) | - | (45) | (32,159) | (56,160) |
| | - | - | 2,949 | - | 199 | - | 39 | 32,678 | 35,865 |
| Depreciation charge | - | 141,657 | 197,574 | 1,408 | 8,829 | 5,801 | 1,891 | 46,481 | 403,641 |
| Closing net book value | <u>589,600</u> | <u>1,315,119</u> | <u>1,927,063</u> | <u>13,726</u> | <u>21,956</u> | <u>60,170</u> | <u>17,234</u> | <u>228,074</u> | <u>4,172,942</u> |
| At June 30, 2023 | | | | | | | | | |
| Revaluation / cost | 589,600 | 2,083,857 | 3,853,115 | 24,046 | 78,792 | 98,640 | 32,435 | 332,398 | 7,092,883 |
| Accumulated depreciation | - | 768,738 | 1,926,052 | 10,320 | 56,836 | 38,470 | 15,201 | 104,324 | 2,919,941 |
| Net book value | <u>589,600</u> | <u>1,315,119</u> | <u>1,927,063</u> | <u>13,726</u> | <u>21,956</u> | <u>60,170</u> | <u>17,234</u> | <u>228,074</u> | <u>4,172,942</u> |
| Depreciation rate (% per annum) | | <u>10</u> | <u>10 - 20</u> | <u>10</u> | <u>30 - 33</u> | <u>10</u> | <u>10</u> | <u>20</u> | |

5.2 Leasehold land of the Company is located at D-181, Central Avenue, S.I.T.E., Karachi with an area of 2.68 acres.

5.3 Had the leasehold land been recognised under the cost model, the carrying amount of leasehold land would have been Rs.414 thousand (2022: Rs.414 thousand).

| 5.4 Depreciation charge has been allocated as follows: | Note | 2023 | 2022 |
|--|------|------------------------|----------------|
| | | --- Rupees in '000 --- | |
| Cost of goods manufactured | 30.1 | 360,153 | 311,527 |
| Distribution cost | 31 | 19,473 | 17,184 |
| Administrative expenses | 32 | 24,015 | 20,197 |
| | | <u>403,641</u> | <u>348,908</u> |

5.5 Plant and machinery includes certain dies and moulds having cost aggregating Rs.226,205 thousand (2022: Rs.164,502 thousand) and net book value of Rs.135,167 thousand (2022: Rs.89,174 thousand) which are held by various vendors of the Company as these dies and moulds are used by the vendors for producing certain parts for supply to the Company. Detail of vendors are as follows:

| Vendor Name | 2023 | | 2022 | |
|---|------------------------|----------------|------------------------|----------------|
| | --- Rupees in '000 --- | | --- Rupees in '000 --- | |
| | Cost | Net Book Value | Cost | Net Book Value |
| A.R Enterprises | 2,064 | 934 | 1,188 | 431 |
| Al Huda Plastics | 3,406 | 1,069 | 3,406 | 1,187 |
| Diwan Plastic Industries | 18,859 | 6,395 | 18,859 | 7,105 |
| Industrial Technical Services | 5,067 | 2,647 | 5,067 | 2,941 |
| Malta Auto Industries (Private) Limited | 7,299 | 4,903 | 3,265 | 1,537 |
| Precision Polymers (Private) Limited | 69,774 | 34,978 | 64,202 | 33,034 |
| Polymer Engineering Products | 29,220 | 12,593 | 25,601 | 12,021 |
| N H Enterprises | 691 | 173 | 691 | 192 |
| Nobel Enterprises | 140 | 47 | 140 | 52 |
| Atlas Autos (Private) Limited - a related party | 89,685 | 71,428 | 42,083 | 30,674 |
| | 226,205 | 135,167 | 164,502 | 89,174 |

5.6 The details of operating fixed assets disposed during the year are as follows:

| Particular of assets | Cost | Accumulated depreciation | Net book value | Sale proceeds | Gain | Mode of disposal | Particulars of buyers |
|--|--------|--------------------------|----------------|---------------|-------|------------------|---|
| ----- Rupees in '000 ----- | | | | | | | |
| Assets having net book value exceeding Rs.500,000 each | | | | | | | |
| Vehicles | | | | | | | |
| | 2,613 | 1,855 | 758 | 3,853 | 3,095 | Negotiation | Mr.Usman Shahid, B6, Sec11, North Karachi |
| | 3,241 | 486 | 2,755 | 2,755 | - | Company Policy | M/s. Atlas Honda Limited, a related party |
| | 1,124 | 525 | 599 | 599 | - | Company Policy | M/s. Atlas Honda Limited, a related party |
| | 3,749 | 1,390 | 2,359 | 2,359 | - | Company Policy | M/s. Shirazi Trading Company (Private) Limited, a related party |
| | 3,354 | 792 | 2,562 | 2,562 | - | Company Policy | Mr. Muhammad Rafi, Key management personnel |
| | 2,270 | 1,382 | 888 | 888 | - | Company Policy | Mr. Iftikhar ul Islam, Key management personnel |
| | 2,479 | 1,073 | 1,406 | 1,406 | - | Company Policy | Mr. Sheikh Muhammad Mahmood, Employee |
| | 1,655 | 316 | 1,339 | 1,339 | - | Company Policy | Mr. Muhammad Hammad, Employee |
| | 1,433 | 470 | 963 | 963 | - | Company Policy | Mr. Mubashir Iqbal, Employee |
| | 1,433 | 470 | 963 | 963 | - | Company Policy | Mr. Umer Asif, Employee |
| | 1,433 | 487 | 946 | 946 | - | Company Policy | Mr. Hammad Farooq Siddiqui, Employee |
| | 2,270 | 1,330 | 940 | 940 | - | Company Policy | Mr. Imtiaz Askari, Employee |
| | 2,270 | 1,334 | 936 | 936 | - | Company Policy | Mr. Muhammad Irfan, Employee |
| | 1,984 | 1,068 | 916 | 916 | - | Company Policy | Mr. Muhammad Irfan, Employee |
| | 1,919 | 1,080 | 839 | 839 | - | Company Policy | Mr. Sajid Mahmood, Employee |
| | 1,919 | 1,080 | 839 | 839 | - | Company Policy | Mr. Shariq Shamim, Employee |
| | 1,860 | 1,078 | 782 | 782 | - | Company Policy | Mr. Shahid Shakeel, Employee |
| | 1,860 | 1,078 | 782 | 782 | - | Company Policy | Mr. Fakhar Abbas, Employee |
| | 1,715 | 1,048 | 667 | 667 | - | Company Policy | Mr. Amjad Ali Khan, Employee |
| | 1,715 | 1,081 | 634 | 634 | - | Company Policy | Mr. Anwar Khan, Employee |
| | 1,238 | 633 | 605 | 605 | - | Company Policy | Mr. Ishtiaq Hussain Khan, Employee |
| | 1,300 | 772 | 528 | 528 | - | Company Policy | Mr. Abdul Qudoos, Employee |
| | 1,300 | 781 | 519 | 519 | - | Company Policy | Mr. Iftikhar Hasan Faridy, Employee |
| | 1,300 | 793 | 507 | 507 | - | Company Policy | Mr. Adil Nawaz, Employee |
| | 1,398 | 518 | 880 | 880 | - | Company Policy | Mr. Sara Ashraf, Ex-employee |
| | 1,300 | 756 | 544 | 544 | - | Company Policy | Mr. Abdullah Zaheer, Group transfer |
| | 1,300 | 775 | 525 | 525 | - | Company Policy | Mr. Shariq Saleem, Ex-employee |
| | 51,432 | 24,451 | 26,981 | 30,076 | 3,095 | | |
| Various assets having net book value upto Rs.500,000 each | | | | | | | |
| | 40,593 | 31,709 | 8,884 | 9,452 | 568 | | |
| 2023 | 92,025 | 56,160 | 35,865 | 39,528 | 3,663 | | |
| 2022 | 35,407 | 16,504 | 18,903 | 19,750 | 847 | | |

| 5.7 | Capital work-in-progress | Note | 2023 --- Rupees in '000 --- | 2022 |
|-----|---------------------------------|-------------|---------------------------------------|--------|
| | Buildings on leasehold land | | - | 17,886 |
| | Plant and machinery | | 25,570 | 25,240 |
| | Computers and accessories | | 1,480 | 293 |
| | Furniture and fixtures | | - | 420 |
| | Vehicles | | 11,917 | 12,574 |
| | Intangible asset | | 1,910 | 1,761 |
| | | 5.8 | 40,877 | 58,174 |

5.8 Includes advance payments to related parties amounting to Rs.900 thousand (2022: Rs.1,421 thousand) to Atlas Honda Limited, Rs.11,017 thousand (2022: Rs.6,481 thousand) to Honda Atlas Cars (Pakistan) Limited for purchase of vehicles and Rs.150 thousand (2022: Rs.150 thousand) to Integration Xperts (Private) Limited for development of software.

| 5.9 | Right of use assets | Note | 2023 --- Rupees in '000 --- | 2022 |
|-----|--------------------------------------|-------------|---------------------------------------|----------|
| | Balance at beginning of the year | | 314,634 | 300,285 |
| | Addition during the year | 5.9.1 | - | 80,398 |
| | Adjustment due to lease modification | 20.1 | 133,725 | - |
| | Depreciation charged during the year | 5.9.2 | (70,542) | (66,049) |
| | Net book value at end of the year | | 377,817 | 314,634 |

5.9.1 Right of use assets include Rs.Nil (2022: Rs.35,074 thousand) recognised against assets rented from related parties.

5.9.2 Depreciation expense relating to right of use asset of Rs.51,322 thousand has been charged in 'Cost of sales', Rs.16,143 thousand in 'Distribution cost' and Rs.3,077 thousand in 'Administrative expenses'.

6. INTANGIBLE ASSETS

| | Software licenses | ERP implementation cost | Total |
|---------------------------------|----------------------------|--------------------------------|--------------|
| | ----- Rupees in '000 ----- | | |
| At July 1, 2021 | | | |
| Cost | 27,491 | 7,400 | 34,891 |
| Accumulated amortisation | (23,562) | (7,400) | (30,962) |
| Net book value | 3,929 | - | 3,929 |
| Year ended June 30, 2022 | | | |
| Opening net book value | 3,929 | - | 3,929 |
| Additions | 4,125 | - | 4,125 |
| Amortisation charge | (2,384) | - | (2,384) |
| Closing net book value | 5,670 | - | 5,670 |
| At June 30, 2022 | | | |
| Cost | 31,616 | 7,400 | 39,016 |
| Accumulated amortisation | (25,946) | (7,400) | (33,346) |
| Net book value | 5,670 | - | 5,670 |
| Year ended June 30, 2023 | | | |
| Opening net book value | 5,670 | - | 5,670 |
| Additions | 889 | - | 889 |
| Amortisation charge | (3,817) | - | (3,817) |
| Closing net book value | 2,742 | - | 2,742 |
| At June 30, 2023 | | | |
| Cost | 32,505 | 7,400 | 39,905 |
| Accumulated amortisation | (29,763) | (7,400) | (37,163) |
| Net book value | 2,742 | - | 2,742 |
| Amortisation rate (% per annum) | 50 | 50 | |

6.1 Intangible assets as at June 30, 2023 include items having an aggregate cost of Rs.34,889 thousand (2022: Rs.30,467 thousand) that have been fully amortised and still in use of the Company.

| 6.2 | Amortisation charge has been allocated as follows: | Note | 2023 --- Rupees in '000 --- | 2022 |
|------------|---|-------------|---|----------------|
| | Cost of sales | 30 | 1,134 | 1,512 |
| | Distribution cost | 31 | 583 | 700 |
| | Administrative expenses | 32 | 2,100 | 172 |
| | | | <u>3,817</u> | <u>2,384</u> |
| 7. | INVESTMENTS | | | |
| | Available for sale - Unquoted | | | |
| | Arabian Sea Country Club Limited | | | |
| | 100,000 ordinary shares of Rs.10 each - cost | | 1,000 | 1,000 |
| | Less: impairment in the value of investment | | 1,000 | 1,000 |
| | | | <u>-</u> | <u>-</u> |
| 8. | LONG TERM LOANS | | | |
| | Considered good - secured | | | |
| | Related parties - key management personnel | | 1,438 | - |
| | Loans to employees - others | | 5,514 | 5,747 |
| | | | <u>6,952</u> | <u>5,747</u> |
| | Recoverable within one year - | | | |
| | Key management personnel | | (750) | - |
| | Others | | (2,933) | (3,111) |
| | | 13 | <u>(3,683)</u> | <u>(3,111)</u> |
| | | | <u>3,269</u> | <u>2,636</u> |
| 8.1 | These represent interest-free loans to executives and other employees as per terms of employment. These loans are provided for the purchase of motorcycle and other specified reasons. Loans aggregating Rs.3,026 thousand (2022: Rs.2,996 thousand) are provided for the purchase of motorcycles and are repayable in monthly instalments over a period of forty-eight months for management staff and fifty-four months for non-management staff. Other loans are recoverable over a period of twelve to twenty four months. These loans are secured by the registration of motorcycles in the name of the Company and employees' vested retirement benefits. | | | |
| 8.2 | The maximum amount outstanding at the end of any month during the year ended June 30, 2023 from key management personnel (related party) aggregated to Rs.1,500 thousand (2022: Rs.500 thousand). | | | |
| 8.3 | The carrying values of these loans are neither past due nor impaired. The credit quality of these financial assets can be assessed with reference to no default in recent history. | | | |
| 9. | LONG TERM DEPOSITS | | 2023 ---- Rupees in '000 ---- | 2022 |
| | Considered good - unsecured and interest-free | | | |
| | Security deposits for: | | | |
| | - utilities | | 4,019 | 4,019 |
| | - rent agreements | | 11,307 | 11,307 |
| | - others | | 14,012 | 8,012 |
| | | | <u>29,338</u> | <u>23,338</u> |
| 10. | STORES, SPARES AND LOOSE TOOLS | | | |
| | Maintenance spares | | | |
| | - in hand | | 130,542 | 148,667 |
| | - in transit | | 9,978 | 4,955 |
| | Consumables stores | | 181,570 | 153,506 |
| | Loose tools | | 878 | 786 |
| | | | <u>322,968</u> | <u>307,914</u> |

| 11. STOCK-IN-TRADE | Note | 2023 | 2022 |
|---------------------------------|-------------|-------------------|------------------|
| ---- Rupees in '000 ---- | | | |
| Raw materials and components: | | | |
| - in hand | | 5,964,375 | 2,935,122 |
| - with third parties | 11.1 | 60,273 | 52,899 |
| | | <u>6,024,648</u> | <u>2,988,021</u> |
| Work-in-process | | 2,147,337 | 1,205,366 |
| Finished goods | | 2,066,889 | 374,579 |
| Items in transit | | 85,240 | 53,584 |
| | | <u>10,324,114</u> | <u>4,621,550</u> |

11.1 Includes raw materials amounting to Rs.402 thousand (2022: Rs.1,349 thousand) and work-in-process amounting to Rs.3,379 thousand (2022: Rs.nil) held with Atlas Autos (Private) Limited - a related party.

11.2 Stock-in-trade and trade debts upto a maximum amount of Rs.9,734,694 thousand (2022: Rs.9,401,354 thousand) are under hypothecation of commercial banks as security for short term borrowings (note 27).

| 12. TRADE DEBTS - Unsecured | Note | 2023 | 2022 |
|---|-------------|------------------|----------------|
| ---- Rupees in '000 ---- | | | |
| Consider good | | | |
| Related parties: | | | |
| Atlas Honda Limited | | 81,727 | 125,076 |
| Honda Atlas Cars (Pakistan) Limited | | 3,865 | 13,881 |
| Others | | 2,305,753 | 711,079 |
| | | <u>2,391,345</u> | <u>850,036</u> |
| Consider doubtful | | | |
| Others | | 31,295 | 28,800 |
| | | <u>2,422,640</u> | <u>878,836</u> |
| Provision for expected credit loss | 12.1 | (31,295) | (28,800) |
| | | <u>2,391,345</u> | <u>850,036</u> |
| 12.1 Provision for expected credit loss | | | |
| Balance at beginning of the year | | 28,800 | 42,284 |
| Provision / (reversal) for expected credit loss | | 2,495 | (13,484) |
| Balance at end of the year | | <u>31,295</u> | <u>28,800</u> |

| 12.2 The ageing of trade debts at June 30, is as follows: | Related parties | | Others | |
|--|------------------------|----------------|------------------|----------------|
| | 2023 | 2022 | 2023 | 2022 |
| ----- Rupees in '000 ----- | | | | |
| Less than 30 days | 56,653 | 134,109 | 2,194,536 | 605,144 |
| 31 - 180 days | 28,939 | 4,848 | 121,955 | 103,631 |
| 181 days to 365 days | - | - | 2,369 | 6,053 |
| Over one year | - | - | 18,188 | 25,051 |
| | <u>85,592</u> | <u>138,957</u> | <u>2,337,048</u> | <u>739,879</u> |
| Provision for expected credit loss | - | - | (31,295) | (28,800) |
| | <u>85,592</u> | <u>138,957</u> | <u>2,305,753</u> | <u>711,079</u> |

12.3 Trade debts which are past due beyond one year have been impaired and fully provided for.

12.4 The maximum aggregate amount of trade receivable from related parties at the end of any month during the year was Rs.167,662 thousand (2022: Rs.140,409 thousand).

| 13. LOANS AND ADVANCES | Note | 2023 | 2022 |
|---|-------------|---------------|---------------|
| ---- Rupees in '000 ---- | | | |
| Considered good and interest-free | | | |
| Secured | | | |
| Current portion of long term loans to employees | 8 | 3,683 | 3,111 |
| Unsecured | | | |
| Loans to staff other than executives | 13.1 | 63 | 310 |
| Advances to suppliers, contractors and others | 13.2 | 33,755 | 14,474 |
| | | <u>37,501</u> | <u>17,895</u> |

13.1 These represent interest-free welfare loans and salary advance provided to employees in accordance with the Company's policy and have maturities upto ten months.

13.2 Includes advances to suppliers, contractors and others amounting Rs.nil (2022: Rs.538 thousand) paid to Atlas Honda Limited - a related party against purchase of motorcycle for employee.

18.2 Ordinary shares of the Company held by associated companies as at June 30,

2023 2022
-- Number of shares --

| | | |
|--|-------------------|-------------------|
| Shirazi Investments (Private) Limited | 20,611,466 | 16,489,173 |
| GS Yuasa International Limited - Japan | 5,252,516 | 4,202,013 |
| Atlas Foundation | 643,742 | 514,994 |
| Atlas Insurance Limited | 610,632 | 488,506 |
| | <u>27,118,356</u> | <u>21,694,686</u> |

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

19. SURPLUS ON REVALUATION OF LEASEHOLD LAND

An independent revaluation of the Company's leasehold land at D-181, Central Avenue, S.I.T.E., Karachi was performed by M/s. Surval on June 30, 2008 and that revaluation exercise resulted in appraisal a surplus of Rs.173,786 thousand over the book value of Rs.414 thousand. This leasehold land has been again revalued on July 16, 2014 & June 21, 2019 by MYK Associates (Private) Limited & Pee Dee & Associates respectively, Independent Valuers, based on present market value for similar plots in the vicinity (level 2 of fair value hierarchy). The different levels of fair value have been defined in IFRS 13 and are mentioned in note 40.2.

The latest revaluation exercise resulted in surplus of Rs.395,300 thousand over the book value of Rs.194,300 thousand. At the time of latest revaluation, forced sale value of the land was ranging from Rs.442,200 thousand to Rs.471,680 thousand.

20. LEASE LIABILITIES

Note **2023** 2022
---- Rupees in '000 ----

| | | | |
|---|------|----------------|----------------|
| Balance at beginning of the year | | 393,805 | 358,677 |
| Additions during the year | | - | 80,398 |
| Adjustment due to lease modification | 20.1 | 133,725 | - |
| Interest accrued | | 58,285 | 53,124 |
| Repaid / adjusted during the year | | (111,325) | (98,394) |
| | 20.2 | 474,490 | 393,805 |
| Current portion grouped under current liabilities | | (67,022) | (50,530) |
| Balance at end of the year | | <u>407,468</u> | <u>343,275</u> |

20.1 The Company during the year modified the agreement which resulted in increase of lease liability and corresponding right of use asset (Refer note.5.9).

20.2 These represents lease contracts for regional sales offices and factory and have estimated lease terms between 5 to 17 years. These are discounted using incremental borrowing rate of the Company. These includes Rs.333,860 thousand (2022: Rs.247,473 thousand) due to Shirazi Investments (Private) Limited, the Holding Company.

The future minimum lease payments to which the Company is committed under the agreements will be due as follows:

| Particulars | Upto one year | From one to five years | Over five years | Total |
|--|----------------------------|-------------------------------|------------------------|----------------|
| | ----- Rupees in '000 ----- | | | |
| Minimum lease payments | 137,785 | 423,313 | 243,723 | 804,821 |
| Finance cost allocated to future periods | (70,763) | (175,539) | (84,029) | (330,331) |
| Present value of minimum lease payments | <u>67,022</u> | <u>247,774</u> | <u>159,694</u> | <u>474,490</u> |

21. LONG TERM BORROWINGS

Note **2023** 2022
---- Rupees in '000 ----

| | | | |
|---|------|----------------|----------------|
| Musharakah I | 21.1 | 708,333 | - |
| Musharakah II | 21.2 | 312,500 | - |
| Term loan | 21.3 | - | 312,500 |
| Loan under refinance scheme for payment of wages and salaries | 21.4 | - | 90,806 |
| Temporary economic refinance facility (TERF) | 21.5 | 44,167 | 37,843 |
| | | 1,065,000 | 441,149 |
| Current maturity | | (171,725) | (216,633) |
| | | <u>893,275</u> | <u>224,516</u> |

| | 2023 | 2022 |
|-------------------------------|--------------------------|----------|
| | ---- Rupees in '000 ---- | |
| 21.1 Musharakah I | | |
| Loan obtained during the year | 750,000 | - |
| Loan re-paid during the year | (41,667) | - |
| | <u>708,333</u> | <u>-</u> |

21.1.1 The Company have obtained loan amounting to Rs.750,000 thousand under diminishing musharakah arrangement from Askari Bank Limited for the purpose of financing BMR. The loan carries mark-up at the rate of 3 months KIBOR plus 0.5% and is secured against first pari passu hypothecation charge on plant & machinery with 25% margin. This loan is for five years from the date of disbursement (August 26, 2022) and is repayable in 18 equal quarterly instalments with a grace period of 6 months.

21.2 The Company have obtained loan amounting Rs.312,500 thousand under diminishing musharakah arrangement from National Bank of Pakistan for the purpose balance sheet re-profiling. The loan carries mark-up at the rate of 3 months KIBOR plus 0.3% and is secured against first pari passu hypothecation charge on plant & machinery with 25% margin. This loan is for five years from the date of disbursement (December 28,2022) and is repayable in 8 equal bi-annual instalments with a grace period of 18 months.

| | 2023 | 2022 |
|---|--------------------------|----------------|
| | ---- Rupees in '000 ---- | |
| 21.3 Term loan | | |
| | Note | |
| Balance at beginning the year | 312,500 | 437,500 |
| Loan obtained during the year | 21.3.1 - | 40,784 |
| Loan re-paid / adjusted during the year | (312,500) | (165,784) |
| Balance at end of the year | <u>-</u> | <u>312,500</u> |

The Company had obtained term loan amounting Rs.500,000 thousand from Allied Bank Limited for the purpose of balance sheet re-profiling. The loan carries mark-up at the rate of 6 months KIBOR plus 0.6% and is secured against first pari passu hypothecation charge on plant & machinery with 25% margin. This loan is for five years from the date of disbursement (November 27, 2019) and is repayable in 8 equal bi-annual instalments with a grace period of one year. The entire amount of the loan has been repaid during the year.

21.3.1 This represents Rs.Nil (2022: Rs.40,784 thousand) of loan under Temporary Economic Refinance Facility (note 21.5) treated as term loan till approval by State Bank of Pakistan.

| | 2023 | 2022 |
|---|--------------------------|---------------|
| | ---- Rupees in '000 ---- | |
| 21.4 Loan under refinance scheme for payment of wages and salaries | | |
| | Note | |
| Loan amount received from bank | 21.4.1 - | 91,633 |
| Adjustment pertaining to fair value of loan at below market interest rate | 21.4.2 - | (827) |
| | <u>-</u> | <u>90,806</u> |

21.4.1 Loan amount received from bank

| | | |
|-------------------------------|----------|---------------|
| Balance at beginning the year | 91,633 | 274,886 |
| Loan re-paid during the year | (91,633) | (183,253) |
| Balance at end of the year | <u>-</u> | <u>91,633</u> |

This represents long term loan received during the preceeding years from Habib Bank Limited under 'Refinance Scheme for payment of Wages and Salaries to the Workers and Employees of Business Concerns' (the Scheme) introduced by State Bank of Pakistan. The facility is secured against first pari passu hypothecation charge over all present and future plant, machinery and equipment with 25% margin limited to Rs.248,000 thousands. Mark-up is chargeable at 1.0% per annum. The principal is repayable in eight quarterly instalments starting from January 2021.

| | 2023 | 2022 |
|---|--------------------------|------------|
| | ---- Rupees in '000 ---- | |
| 21.4.2 Adjustment pertaining to fair value of loan at below market interest rate | | |
| Balance at beginning of the year | 827 | 12,325 |
| Less: amortisation of loan | 827 | 11,498 |
| Balance at end of the year | <u>-</u> | <u>827</u> |

| 21.5 Temporary economic refinance facility (TERF) | Note | 2023 | 2022 |
|---|--------|--------------------------|---------------|
| | | ---- Rupees in '000 ---- | |
| Loan amount received from bank | 21.5.1 | 73,650 | 73,650 |
| Adjustment pertaining to fair value of loan at below market interest rate | 21.5.2 | (29,483) | (35,807) |
| | | <u>44,167</u> | <u>37,843</u> |

21.5.1 Loan amount received from bank

| | | |
|-------------------------------|---------------|---------------|
| Balance at beginning the year | 73,650 | 32,866 |
| Loan obtained during the year | - | 40,784 |
| Balance at end of the year | <u>73,650</u> | <u>73,650</u> |

This represents loan received from Allied Bank Limited under Temporary Economic Refinance Facility (TERF) introduced by State Bank of Pakistan for the purpose to finance CAPEX requirements. The facility is secured against first pari passu hypothecation charge over all present and future plant, machinery and equipment with 25% margin. Mark-up is chargeable at SBP rate (1%) plus 0.80% per annum. The loan is re-payable in ten years with a grace period of two years and is repayable in sixteen semi-annual instalments.

| 21.5.2 Adjustment pertaining to fair value of loan at below market interest rate | Note | 2023 | 2022 |
|--|------|--------------------------|---------------|
| | | ---- Rupees in '000 ---- | |
| Balance at beginning of the year | | 35,807 | 13,023 |
| Difference of fair value of loan and loan received | | - | 26,129 |
| Less: amortisation of loan | | 6,324 | 3,345 |
| | | <u>29,483</u> | <u>35,807</u> |

22. DEFERRED INCOME - GOVERNMENT GRANT

| | | | |
|--|------|---------------|---------------|
| Balance at beginning of the year | | 36,633 | 25,347 |
| Grant recognised on loan at below market interest rate | 22.1 | - | 26,129 |
| Less: released to statement of profit or loss | | 7,151 | 14,843 |
| | | <u>29,482</u> | <u>36,633</u> |
| Less: current portion | | 6,209 | 7,151 |
| | | <u>23,273</u> | <u>29,482</u> |

22.1 The Company recognised government grant on loan obtained at below market interest rates - (note 21.4 and 21.5) in accordance with IAS - 20 'Accounting for Government Grants and Disclosure of Government Assistance'.

23. STAFF RETIREMENT BENEFITS

| | Note | 2023 | 2022 |
|----------------------------|------|--------------------------|---------------|
| | | ---- Rupees in '000 ---- | |
| Provision for gratuity | 23.1 | 2,261 | 1,968 |
| Compensated leave absences | 23.2 | 106,326 | 89,657 |
| | | <u>108,587</u> | <u>91,625</u> |

23.1 Provision for gratuity

23.1.1 As stated in note 4.11.2, the Company operates an approved funded gratuity scheme for its management staff and an unfunded gratuity scheme for its non-management staff.

23.1.2 Plan assets held in trust are governed by local regulations which mainly includes Trust Act, 1882, the Companies Act, 2017, Income Tax Rules, 2002 and Rules under the Trust Deed of the Plan. Responsibility for governance of the Plan, including investment decisions and contributions schedules lies with the Board of Trustees. The Company appoints the trustees.

23.1.3 The latest actuarial valuations of the Schemes as at June 30, 2023 were carried out by an independent expert, using the 'Projected Unit Credit Method'. Details of the Schemes as per the actuarial valuations are as follows:

| | Management | | Non-management | | Total | |
|---|----------------------------|----------|----------------|-------|-----------|----------|
| | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 |
| 23.1.4 Balance sheet reconciliation | ----- Rupees in '000 ----- | | | | | |
| Present value of defined benefit obligation at June 30 - note 23.1.5 | 144,544 | 118,764 | 2,261 | 1,968 | 146,805 | 120,732 |
| Fair value of plan assets at June 30 - note 23.1.6 | (124,489) | (99,722) | - | - | (124,489) | (99,722) |
| Receivable from related parties in respect of transferees | (1,483) | (926) | - | - | (1,483) | (926) |
| Liability at end of the year | 18,572 | 18,116 | 2,261 | 1,968 | 20,833 | 20,084 |
| Payable within next twelve months | (18,572) | (18,116) | - | - | (18,572) | (18,116) |
| | - | - | 2,261 | 1,968 | 2,261 | 1,968 |
| 23.1.5 Movement in the present value of defined benefit obligation | | | | | | |
| Balance at beginning of the year | 118,764 | 100,396 | 1,968 | 1,729 | 120,732 | 102,125 |
| Benefits paid | (2,800) | (2,440) | (140) | - | (2,940) | (2,440) |
| Current service cost | 8,515 | 7,419 | 143 | 133 | 8,658 | 7,552 |
| Interest cost | 15,830 | 10,219 | 268 | 177 | 16,098 | 10,396 |
| Re-measurements on obligation | 3,879 | 3,371 | 22 | (71) | 3,901 | 3,300 |
| Recognised in respect of transfers | 356 | (201) | - | - | 356 | (201) |
| Balance at end of the year | 144,544 | 118,764 | 2,261 | 1,968 | 146,805 | 120,732 |
| 23.1.6 Movement in the fair value of plan assets | | | | | | |
| Balance at beginning of the year | 99,722 | 94,511 | - | - | 99,722 | 94,511 |
| Contributions | 18,115 | 4,255 | - | - | 18,115 | 4,255 |
| Benefits paid | (2,800) | (2,440) | - | - | (2,800) | (2,440) |
| Interest income | 13,515 | 9,733 | - | - | 13,515 | 9,733 |
| Re-measurements | (3,862) | (6,840) | - | - | (3,862) | (6,840) |
| Amount transferred (to) / from other group companies | (201) | 503 | - | - | (201) | 503 |
| Balance at end of the year | 124,489 | 99,722 | - | - | 124,489 | 99,722 |
| 23.1.7 Expense recognised in statement of profit or loss | | | | | | |
| Current service cost | 8,515 | 7,419 | 143 | 133 | 8,658 | 7,552 |
| Net interest cost | 2,315 | 486 | 268 | 177 | 2,583 | 663 |
| | 10,830 | 7,905 | 411 | 310 | 11,241 | 8,215 |
| 23.1.8 Re-measurements recognised in other comprehensive income | | | | | | |
| Loss arising from change in financial assumptions | 1,875 | 2,779 | 27 | 45 | 1,902 | 2,824 |
| Experience loss / (gain) | 2,004 | 592 | (6) | (108) | 1,998 | 484 |
| Gain due to change in demographic assumption | - | - | - | (7) | - | (7) |
| Loss on re-measurement of plan assets | 3,862 | 6,840 | - | - | 3,862 | 6,840 |
| Net re-measurements | 7,741 | 10,211 | 21 | (70) | 7,762 | 10,141 |

| | Management | | Non-management | | Total | |
|--|----------------------------|----------|----------------|-------|----------|----------|
| | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 |
| 23.1.9 Net liability recognised | ----- Rupees in '000 ----- | | | | | |
| Balance at beginning of the year | 18,116 | 4,255 | 1,969 | 1,729 | 20,085 | 5,984 |
| Charge for the year | 10,830 | 7,905 | 411 | 310 | 11,241 | 8,215 |
| Contributions made during the year | (18,115) | (4,255) | (140) | - | (18,255) | (4,255) |
| Re-measurements recognised in other comprehensive income | 7,741 | 10,211 | 21 | (70) | 7,762 | 10,141 |
| Recognised liability as at June 30 | 18,572 | 18,116 | 2,261 | 1,969 | 20,833 | 20,085 |
| Payable within next twelve months | (18,572) | (18,116) | - | - | (18,572) | (18,116) |
| | - | - | 2,261 | 1,969 | 2,261 | 1,969 |

23.1.10 Plan assets comprise of:

| | | | | | | |
|--|---------|--------|---|---|---------|--------|
| Debt securities | 18,959 | 27,929 | - | - | 18,959 | 27,929 |
| Equity instrument - mutual funds units | 105,434 | 71,211 | - | - | 105,434 | 71,211 |
| Cash and cash equivalent | 96 | 582 | - | - | 96 | 582 |
| | 124,489 | 99,722 | - | - | 124,489 | 99,722 |

23.1.11 Actuarial assumptions used

| | Management | | Non-management | |
|---|-------------------------|---------------------|---------------------|---------------------|
| | 2023 | 2022 | 2023 | 2022 |
| | ----- % per annum ----- | | | |
| Discount rate at June 30 | 16.25% | 13.25% | 16.25% | 13.25% |
| Expected rate of increase in future salaries - first year | 15.00% | 13.00% | 15.00% | 13.00% |
| - long term | 15.25% | 12.25% | 15.25% | 12.25% |
| Demographic assumptions | | | | |
| - Mortality rates (for death in service) | SLIC (2001-05)-1 | SLIC (2001-05)-1 | SLIC (2001-05)-1 | SLIC (2001-05)-1 |
| - Rates of employee turnover | Moderate | Moderate | Light | Light |

23.1.12 Sensitivity analysis for actuarial assumptions

The Sensitivity of the defined benefit obligation to changes in principal assumptions is:

| | Change in assumptions | Increase in assumption | Decrease in assumption |
|-----------------------------|----------------------------|------------------------|------------------------|
| | ----- Rupees in '000 ----- | | |
| Discount rate | 1.00% | 136,308 | 158,677 |
| Increase in future salaries | 1.00% | 157,993 | 136,729 |
| Withdrawal rates : light | | 144,656 | |
| Withdrawal rates : heavy | | 148,076 | |

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constants. In practice, this is unlikely to occur, and change in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the projected unit credit method at the end of reporting period) has been applied as when calculating the gratuity liability recognised within the statement of financial position.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

23.1.13 The expected return on plan assets was determined by considering the expected returns available on the assets underlying the current investment policy. Expected yields on fixed interest investments are based on gross redemption yields as at the reporting date.

23.1.14 Based on actuary's advice, the expected contribution and expense for the year ending June 30, 2024 to management and non-management gratuity plans will be Rs.13,064 thousand and Rs.504 thousand respectively.

23.1.15 The weighted average duration of management and non management gratuity is 7.64 years and 4.48 years respectively. Expected maturity analysis of undiscounted retirement benefit plans:

| | Less than a year | Between 1 - 2 years | Between 2 - 5 years | Between 5 - 20 years | Total |
|----------------------------|---------------------|------------------------|------------------------|-------------------------|------------------|
| At June 30, 2023 | | | | | |
| ----- Rupees in '000 ----- | | | | | |
| Management staff | 13,105 | 11,848 | 53,067 | 1,073,573 | 1,151,593 |
| Non-management staff | 358 | 658 | 763 | 14,809 | 16,588 |
| Total | <u>13,463</u> | <u>12,506</u> | <u>53,830</u> | <u>1,088,382</u> | <u>1,168,181</u> |

| 23.2 Compensated leave absences | 2023 | 2022 |
|--|--------------------------|---------------|
| | ---- Rupees in '000 ---- | |
| Balance at beginning of the year | 89,657 | 81,318 |
| Provision for the year | 18,268 | 10,923 |
| | <u>107,925</u> | <u>92,241</u> |
| Encashed during the year | (1,599) | (2,584) |
| Balance at end of the year | <u>106,326</u> | <u>89,657</u> |

23.2.1 Includes liability in respect of key management personnel aggregating to Rs.27,433 thousand (2022: Rs.24,354 thousand).

| 24. DEFERRED TAXATION - Net | 2023 | 2022 |
|---|--------------------------|----------------|
| | ---- Rupees in '000 ---- | |
| | Note | |
| The liability for deferred tax comprises temporary differences relating to: | | |
| Accelerated tax depreciation | | 443,570 |
| Tax amortisation | | 841 |
| Lease liabilities - net | | (37,702) |
| Provision for impairment of available-for-sale investments | | (390) |
| Net unrealized gain in fair value of investments | | 29 |
| Provision for doubtful debts | | (12,205) |
| Provision for gratuity | | (8,124) |
| Provision for compensated leave absences | | (41,467) |
| Provision for warranty | | (143,122) |
| | | <u>201,430</u> |
| | | <u>193,687</u> |

| 25. TRADE AND OTHER PAYABLES | 2023 | 2022 |
|---|--------------------------|------------------|
| | ---- Rupees in '000 ---- | |
| Trade creditors | 25.1 | 2,892,958 |
| Accrued liabilities | 25.1 | 1,590,230 |
| Royalty and technical fee | 25.2 | 717,936 |
| Provision for warranty | 25.3 | 366,980 |
| Contract liabilities - customers advances and credit balances | | 77,011 |
| Provision for gratuity | 23.1 | 18,572 |
| Workers' profit participation fund (the Fund) | | 5,765 |
| Workers' welfare fund | | 78,427 |
| Sindh government infrastructure fee | 25.5 | 197,830 |
| Withholding taxes | | 3,283 |
| Other liabilities | 25.6 | 10,682 |
| | | <u>5,959,674</u> |
| | | <u>2,652,728</u> |

25.1 Trade creditors and accrued liabilities include Rs.435,037 thousand (2022: Rs.87,597 thousand) pertaining to related parties.

25.2 Represents royalty and technical fee due to GS Yuasa International Limited, Japan - a related party.

| 25.3 Provision for warranty | 2023 | 2022 |
|------------------------------------|--------------------------|------------------|
| | ---- Rupees in '000 ---- | |
| | Note | |
| Balance at beginning of the year | | 185,285 |
| Provision for the year | 30.1 | 1,568,918 |
| | | <u>1,754,203</u> |
| Payments made during the year | | (1,387,223) |
| Balance at end of the year | | <u>366,980</u> |
| | | <u>185,285</u> |

25.4 Revenue aggregating Rs.291,340 thousand (2022: Rs.92,876 thousand) has been recognised for preceding year contract liabilities - advance from customers and credit.

25.5 This represents provision against infrastructure fee levied by the Government of Sindh through Sindh Finance (Amendment) Ordinance, 2001. The levy of infrastructure fee is disputed and various companies have filed appeals before the High Court of Sindh (SHC). During the pendency of these appeals, an interim arrangement has been agreed whereby bank guarantees furnished for consignments cleared upto December 27, 2006 have been returned and bank guarantees have been furnished for 50% of the levy for consignment released subsequent to December 27, 2006 while payment is made against the balance amount.

The Company, during the year ended June 30, 2014, also filed an appeal in the SHC and became a party to subject controversy raised through various appeals. The SHC, through its interim order, dated April 3, 2014 has granted the above-mentioned interim relief to the Company and directed to take up the petition along with identical petitions. The SHC on June 4, 2021, has validated the levy of infrastructure fee and ordered encashment of bank guarantees after 90 days from the date of order. The Company has filed a review in the Supreme Court of Pakistan, which is pending adjudication.

As at June 30, 2023, the Company has provided bank guarantees amounting Rs.220,000 thousand (2022: Rs.150,000 thousand) in favour of The Director Excise and Taxation, Government of Sindh for releasing the consignments imported from time to time and for the purpose of carriage of such goods by road within the province of Sindh.

25.6 Other liabilities include vehicle deposits under Company's vehicle policy aggregating Rs.9,766 thousand (2022: Rs.9,152 thousand).

26. ACCRUED MARK-UP

| | 2023 | 2022 |
|----------------------------|--------------------------|---------------|
| | ---- Rupees in '000 ---- | |
| - on long term borrowings | 33,060 | 5,036 |
| - on short term borrowings | 135,608 | 54,618 |
| | <u>168,668</u> | <u>59,654</u> |

27. SHORT TERM BORROWINGS - Secured

27.1 Running finance / musharakah facilities available from various banks under mark-up arrangements aggregated to Rs.7,100,000 thousand (2022: Rs.6,600,000 thousand). During the year, these finance facilities carried mark-up at the rates ranging from 14.60% to 23.70% (2022: 7.65% to 16.30%) per annum.

27.2 Demand finance / musawammah / murabaha / istisna / tijarah facilities aggregating Rs.6,600,000 thousand (2022: Rs.6,000,000 thousand) are also available to the Company from various banks as sub-limits of the above mentioned running finance / musharakah facilities. These facilities carried mark-up at the rates ranging from 15.67% to 16.65% (2022: 7.5% to 10.84%) per annum.

27.3 FE-25 facilities aggregating Rs.1,100,000 thousand (2022: Rs.1,480,000 thousand) are available from various banks as sub-limits of above mentioned running finance / musharakah facilities. The Company has not utilised these facility during the year.

27.4 The above-mentioned finance facilities are secured against joint pari passu hypothecation charge on stock-in-trade and trade debts and are expiring on various dates upto May 31, 2024.

27.5 The facilities for opening letters of credit including cash margin and guarantees as at June 30, 2023 aggregated to Rs.3,100,000 thousand (2022: Rs.1,850,000 thousand) of which the amount remained unutilised at year end aggregated to Rs.1,545,226 thousand (2022: Rs.1,151,530 thousand). These facilities are secured against lien on import documents.

28. CONTINGENCIES AND COMMITMENTS

28.1 Contingencies

28.1.1 The Company received notice from the Directorate of Intelligence and Investigation, FBR, Lahore in which it had been alleged that the Company purchased goods from certain suppliers who were registered with Regional Tax Offices, but were fake and issued sales tax invoices to the Company on the basis of which the Company claimed input tax adjustment amounting to Rs.29.066 million which according to them was illegal / inadmissible. The name of the Company along with 135 other companies and individuals had therefore been included as an accused person in the First Information Report (FIR) No.04/2011 dated March 26, 2011 registered by the Additional Director, Intelligence and Investigation, FBR, Lahore. The Company has, therefore, filed a Constitutional Petition in the Honourable Lahore High Court (the Court) and prayed to quash the FIR against the Company and declare the notice illegal. The Court has granted stay order and advised the concerned authorities to restrain from further proceeding with the matter. Further, the Court has quashed the criminal proceedings initiated against the Company as being unconstitutional, violative of fundamental rights and ultra vires the Sales Tax Act, 1990 (the Act). The FBR against the orders of the Court has filed an appeal in Honourable Supreme Court of Pakistan, which is pending for hearing.

28.1.2 Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers Office, Karachi, for the tax year 2013 passed an order dated September 30, 2014 under section 161 / 205 of the Income Tax Ordinance, 2001 (the Ordinance) on account of non-deduction of tax on freight & forwarding charges and discounts allowed to dealers. DCIR through this order created an aggregate demand of Rs.206.534 million including additional tax.

An appeal was filed before the Commissioner Inland Revenue (Appeals) [CIR(A)] on October 22, 2014 against the above order. The Company paid the demand of Rs.0.1 million which pertains to a tax deduction on freight charges and filed a stay application on October 27, 2014 before CIR(A) against the recovery of balance of the demand. The stay against recovery of demand was granted by the CIR(A) on October 27, 2014 subject to partial payment of Rs.50 million which was paid on October 29, 2014. Pursuant to above appeal, CIR(A), on March 31, 2015, passed an order under section 129 of the Ordinance and granted relief in respect of issue of non-deduction of tax amounting Rs.108.867 million on discounts allowed on invoices. However, CIR(A) remanded back the issue of non-deduction of tax aggregating Rs.59.509 million on additional trade discounts by directing the DCIR to re-examine the issue based on the nature of discount. The Commissioner Inland Revenue (CIR) has filed an appeal on April 18, 2015 against the abovementioned order of CIR(A) before the Appellate Tribunal Inland Revenue (ATIR). ATIR on January 25, 2021 has upheld the order of CIR(A) and remanded back the issue for fresh verification.

- 28.1.3** The Company received a show cause notice dated June 27, 2016 from Assistant Commissioner Enforcement-II, Punjab Revenue Authority (PRA), Government of Punjab for proceeding against the Company for alleged violation of various sections of Punjab Sales Tax on Services Act, 2012 (the Act) read with Punjab Sales Tax on Services (Specific Provisions) Rules, 2012 (the Rules) and demanded tax on account of Punjab sales tax on franchises services aggregating Rs.55.443 million. Further, penalties aggregating Rs.2.962 million has also been charged.

The Company against the abovementioned show cause notice filed a petition on July 15, 2016 before the High Court of Sindh (the Court) on the basis that PRA has no jurisdiction to issue such notice. The Company is engaged in manufacturing of automotive batteries and owing to its technical assistance agreement with technology supplier, it pays technical fees to them and in respect of such technical services, the Company is making regular payments of Sindh Sales Tax to the Sindh Revenue Board. Further, the Company's factory premises as well as all production and entire operations are in province of Sindh, therefore PRA has no jurisdiction to demand any sales tax on franchise fees on the basis of purported apportionment of the same. The Court, through its interim order dated July 15, 2016 issued notices to concerned persons / representatives and suspended the operations of abovementioned show cause notice.

- 28.1.4** The Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers Unit, Karachi, for the tax year 2015 passed an order dated January 22, 2016 under section 161 / 205 of the Income Tax Ordinance, 2001 (the Ordinance) on account of non-deduction of withholding tax on various expenses and created a demand of Rs.56.449 million, including default surcharge and penalty. The Company filed a rectification application on February 11, 2016 against the aforesaid order pursuant to which the DCIR passed a rectified order dated February 22, 2016 under section 221 / 161 / 205 of the Ordinance. As a result of the rectified order, the total demand of Rs.56.449 million identified in the original order was reduced to Rs.0.398 million inclusive of default surcharge and penalty.

While passing the rectified order, the DCIR created an additional demand of Rs.81.593 million including default surcharge and penalty on account of non-deduction of tax on discounts allowed to dealers. The Company filed an appeal before the Commissioner Inland Revenue (Appeals) [CIR(A)] on March 10, 2016 against the rectified order and challenged the aggregate demand of Rs.81.991 million. Pursuant to this appeal, CIR(A) passed an order dated June 8, 2016 under section 129 of the Ordinance and granted relief to the Company on aggregate demand of Rs.81.991 million. The Commissioner Inland Revenue (CIR) filed an appeal on August 5, 2016 against the above mentioned order of CIR(A) before the Appellate Tribunal Inland Revenue (ATIR). ATIR on July 30, 2019 had remanded back the issue of non-deduction of tax on trade discount allowed to dealers with the direction to the income tax authorities to examine the issue afresh. Accordingly, the DCIR conducted fresh monitoring of withholding income tax for the aforesaid year in lieu of the above ATIR directions and passed an order dated June 29, 2021 under section 161 / 205 of the Ordinance on the same issue of non-deduction of tax on discounts allowed to dealers and created a demand of Rs.121.735 million including default surcharge and penalty. The Company filed an appeal before CIR(A) on July 19, 2021. Pursuant to the appeal, CIR(A) passed an order on August 23, 2022 under section 129 of the Ordinance and upheld the decision of DCIR on the issue of non-deduction of tax on discounts allowed to dealers. The Company then filed an appeal on September 7, 2022 against the above mentioned order of CIR(A) before ATIR. ATIR on September 30, 2022 has deleted the demand and decided the case in favour of the Company. CIR has filed an appeal before Honourable High Court of Sindh on January 20, 2023, which is pending for hearing.

- 28.1.5** The Additional Commissioner Enforcement-III (Assessing Officer), Punjab Revenue Authority (PRA), Government of Punjab issued a show cause notice to the Company and alleged that the Company has failed to withhold and deposit the Punjab Sales Tax on advertisement services. The Company responded that some of the service providers do not have their registered office in the territorial jurisdiction of Punjab and in most of the cases, services were not completely consumed in Punjab only rather were electronically transmitted throughout Pakistan. Further, the Company had withheld sales tax from all the payments made against said services and has deposited either to Federal Board of Revenue (FBR) or Sindh Revenue Board (SRB), therefore, demand raised by PRA would tantamount to double jeopardy for the Company. However, the Assessing Officer did not consider the arguments of the Company and passed an order dated May 22, 2017 under section 14 & 19 of Punjab Sales Tax on Services Act 2012 read with Punjab Sales Tax on Services (Withholding) Rules 2012 & 2015 and created an impugned demand of Rs.4.327 million including penalty.

The Company filed an appeal before Commissioner (Appeal), PRA, Lahore on June 23, 2017 against the aforementioned demand who had also upheld the order of the Assessing Officer on October 3, 2017. The Company then filed an appeal before Appellate Tribunal, PRA, Lahore on November 23, 2017. The Appellate Tribunal, PRA, Lahore has also upheld the order of the Commissioner (Appeal), PRA, Lahore on November 23, 2020. However, contrary to the factual position, the Appellate Tribunal, PRA, Lahore made an inadvertent error that the Company had not provided any proof of payments of withholding tax on services made to FBR and / or SRB; whereas in actual the proofs of payments were duly submitted and acknowledged by Commissioner (Appeals), PRA, Lahore as also mentioned in his order dated October 3, 2017.

The Company has filed a rectification application before the Appellate Tribunal, PRA, Lahore on January 15, 2021 for said correction in its order which is pending for hearing. The Company has also filed a petition before Honourable Lahore High Court on January 20, 2021 for grant of stay from coercive actions and to declare the order of Appellate Tribunal, PRA, Lahore illegal and unlawful, which is pending for hearing.

- 28.1.6** Additional Commissioner Inland Revenue (ACIR), Large Taxpayers Unit, Karachi, for the tax year 2016 passed an order dated November 30, 2017 under section 161 / 205 of the Income Tax Ordinance, 2001 (the Ordinance) on account of non-deduction of tax on (i) trade discount allowed to dealers, (ii) rent paid to Atlas Foundation, (iii) cartage & octroi expenses, (iv) repair and maintenance expenses and (v) entertainment expenses. ACIR through the order created an aggregate demand of Rs.200.172 million including default surcharge and penalty. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)] on December 20, 2017 against (i) and (ii), whereas tax levied for (iii), (iv) and (v) were not contested in appeal. The Company paid the demand of Rs.1.5 million in light of directions given by [CIR(A)] on December 22, 2017 while granting stay from recovery proceedings which duly covers the balance tax demand of Rs.1.221 million in respect of issues not contested in appeals. Pursuant to the appeal, CIR(A), on January 22, 2018, passed an order under section 129 of the Ordinance and granted relief in respect of both issues contested i.e. (i) trade discount allowed to dealers and (ii) rent paid to Atlas Foundation. The department had filed an appeal on April 23, 2018 against the abovementioned order of CIR(A) before the Appellate Tribunal Inland Revenue (ATIR). ATIR on July 30, 2019 had remanded back the issue of non-deduction of tax on trade discount allowed to dealers with the direction to the income tax authorities to examine the issue afresh while no decision was given in respect of levy of tax payment of rent.

Accordingly, the DCIR conducted fresh monitoring of withholding income tax for the aforesaid year in lieu of the above ATIR directions and passed an order dated June 29, 2021 under section 161 / 205 of the Ordinance on the same issue of non-deduction of tax on discounts allowed to dealers and payment of rent, and created a demand of Rs.266.060 million including default surcharge and penalty. The Company filed an appeal before CIR(A) on July 19, 2021. Pursuant to the appeal, CIR(A) passed an order on August 23, 2022 under section 129 of the Ordinance and upheld the decision of DCIR on the issue of non-deduction of tax on discounts allowed to dealers. The Company then filed an appeal on September 7, 2022 against the above mentioned order of CIR(A) before ATIR. ATIR on September 30, 2022 has deleted the demand and decided the case in favour of the Company. Commissioner Inland Revenue (CIR) has filed an appeal before Honourable High Court of Sindh on January 20, 2023, which is pending for hearing.

- 28.1.7** Assistant / Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers Unit, Karachi, for the tax year 2017 passed an order dated October 24, 2018 under section 161 / 205 of the Income Tax Ordinance, 2001 (the Ordinance) on account of non-deduction of tax on (i) trade discount allowed to dealers, (ii) sales promotion, (iii) travelling, (iv) repair and maintenance expenses, (v) water charges, (vi) cartages and (vii) local purchase. DCIR through the order created an aggregate demand of Rs.266.079 million including default surcharge and penalty. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)] on November 13, 2018 against (i) and (ii), where as tax levied for (iii), (iv), (v), (vi) and (vii) were not contested in appeal. The Company paid the demand of Rs.1.441 million on November 19, 2018 in respect of issues not contested in appeals. Pursuant to the appeal, CIR(A), on December 20, 2018, passed an order under section 129 of the Ordinance and granted relief in respect of issue contested at (ii) sales promotion and upheld the decision of DCIR in respect of issue contested at (i) trade discount allowed to dealers. The Company had filed an appeal on December 31, 2018 against the abovementioned order of CIR(A) in respect of issue at (i) trade discount allowed to dealers before the Appellate Tribunal Inland Revenue (ATIR). Moreover, the company had obtained stay from the High Court of Sindh against the demand confirmed by CIR(A). ATIR on July 30, 2019 had remanded back the issue of non-deduction of tax on trade discount allowed to dealers with the direction to the income tax authorities to examine the issue afresh.

Accordingly, the DCIR conducted fresh monitoring of withholding income tax for the aforesaid year in lieu of the above ATIR directions and passed an order dated June 29, 2021 under section 161 / 205 of the Ordinance on the same issue of non-deduction of tax on discounts allowed to dealers and created a demand of Rs.333.955 million including default surcharge and penalty. The Company filed an appeal before CIR(A) on July 19, 2021. Pursuant to the appeal, CIR(A) passed the order on August 23, 2022 under section 129 of the Ordinance and upheld the decision of DCIR on the issue of non-deduction of tax on discounts allowed to dealers. The Company then filed an appeal on September 7, 2022 against the above mentioned order of CIR(A) before ATIR. ATIR on September 30, 2022 has deleted the demand and decided the case in favour of the Company. Commissioner Inland Revenue (CIR) has filed an appeal before Honourable High Court of Sindh on January 20, 2023, which is pending for hearing.

- 28.1.8** The Deputy Commissioner Inland Revenue (DCIR), Large Taxpayers Unit, Karachi conducted sales tax investigative audit for the period from July 2013 to June 2018 and passed an order dated November 14, 2019 with respect to (i) input tax claims against purchases from certain suppliers whose status was subsequently found as blacklisted / suspended on FBR web portal, (ii) input tax claims against purchases which were alleged to be inadmissible as per the Sales Tax Act, 1990 (the Act) and (iii) non-payment of extra tax on sales. DCIR, through abovementioned order raised an aggregate demand of Rs.49.041 million (including default surcharge and penalty of Rs.18.297 million).

The Company paid Rs.2.557 (including default surcharge and penalty of Rs.0.708 million) being amount not contested and filed an appeal on December 11, 2019 before Commissioner Inland Revenue (Appeals) [CIR(A)] under section 45(B) of the Act against the above order for remaining amount. Pursuant to the appeal, the CIR(A), through his order dated December 30, 2019, granted partial relief to the Company in respect of the above mentioned points by disallowing demand to the tune of Rs.11.154 million and remanded back the allegations involving sales tax to the tune of Rs.17.741 million (both without default surcharge and penalty). Further, CIR(A) also order the DCIR to re-work the amount of default surcharge and penalty after giving effect of appeal order. However, the Commissioner Inland Revenue (CIR) has filed an appeal on February 20, 2020 against the abovementioned order of CIR(A) before the Appellate Tribunal Inland Revenue (ATIR), which is pending for hearing.

28.1.9 Additional Commissioner Inland Revenue (ACIR), Audit-II, Range-D, Large Taxpayers' Office, Karachi, for the tax year 2018 passed an order dated January 28, 2021 under section 122(5A) of the Income Tax Ordinance, 2001 (the Ordinance) which inter alia included (i) additions pertaining to non-deduction of withholding tax on trade discount, (ii) disallowance of warranty expense and (iii) disallowance of certain tax credits. The ACIR through the order created an aggregate demand of Rs.658.995 million. The Company filed a rectification application for the apparent errors in the order and also filed an appeal before the Commissioner Inland Revenue (Appeals) [CIR(A)] on February 19, 2021.

Pursuant to the appeal, CIR(A) on April 14, 2022, passed an order under section 129 of the Ordinance and granted partial relief to the Company by deleting the demand in respect of various expenditures, remanded back the issues on disallowances of tax credits and certain expenditures and upheld the demand related to additions pertaining to non-deduction of withholding tax on additional discounts. The Company has filed an appeal before Appellate Tribunal Inland Revenue (ATIR) on June 10, 2022 in respect of issues confirmed by CIR(A), which is pending for hearing.

28.1.10 Deputy Commissioner Inland Revenue (DCIR), Unit -4, Audit-1, Large Taxpayers' Office, Karachi conducted sales tax audit for the period from July 2018 to June 2019 and passed an order dated June 29, 2021 under section 11(2) of the Sales Tax Act, 1990 (the Act) and created an aggregate demand of Rs.1.649 billion including default surcharge and penalty. The significant issue alleged in this order is claiming of input tax adjustment on fake and flying sales tax invoices. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)] on July 27, 2021.

Pursuant to the appeal, CIR(A) on April 14, 2022, passed an order under section 45B of the Act and granted partial relief to the Company by deleting the demand on various issues, remanded back the allegations including input tax adjustment on fake and flying sales tax invoices and reduced the aforementioned demand to the extent of Rs.5.645 million pertaining to inadmissible input tax adjustments including default surcharge and penalty. The Company has filed an appeal before Appellate Tribunal Inland Revenue (ATIR) on June 07, 2022 in respect of issues confirmed by CIR(A). ATIR in its order dated January 1, 2023 remanded back the pending issues pertaining to inadmissible input tax adjustments to income tax authorities with the directions to re-examine the issue afresh.

28.1.11 Deputy Commissioner Inland Revenue (DCIR), Unit -4, Audit-1, Large Taxpayers' Office, Karachi conducted sales tax audit for the period from July 2019 to June 2020 and passed an order dated June 30, 2021 under section 11(2) of the Sales Tax Act, 1990 (the Act) and created an aggregate demand of Rs.1.669 billion including default surcharge and penalty. The significant issue alleged in this order is claiming of input tax adjustment on fake and flying sales tax invoices. The Company filed an appeal before Commissioner Inland Revenue (Appeals) [CIR(A)] on July 27, 2021. Pursuant to the appeal, CIR(A) on April 14, 2022, passed an order under section 45B of the Act and granted partial relief to the Company by deleting the demand on various issues, remanded back the allegations including input tax adjustment on fake and flying sales tax invoices and reduced the aforementioned demand to the extent of Rs.4.382 million pertaining to inadmissible input tax adjustments including default surcharge and penalty. The Company has filed an appeal before Appellate Tribunal Inland Revenue (ATIR) on June 07, 2022 in respect of issues confirmed by CIR(A). ATIR in its order dated January 1, 2023 remanded back the pending issues pertaining to inadmissible input tax adjustments to income tax authorities with the directions to re-examine the issue afresh.

28.1.12 Assistant / Deputy Commissioner Inland Revenue (DCIR), Unit-4, Audit-1, Large Taxpayers' Office, Karachi conducted income tax audits for the tax years 2016, 2018, 2019 & 2020 and accordingly, passed orders dated July 29, 2021 under section 122(1) of the Income Tax Ordinance, 2001 (the Ordinance) and created aggregate demand of Rs.2.597 billion, Rs.3.746 billion, Rs.2.963 billion and Rs.2.225 billion, respectively for the said tax years. The significant issues alleged in these orders are disallowance of purchases on account of alleged fake and flying sales tax invoices, difference in bank credit entries with audited accounts, add backs of additional discounts and disallowance of certain expenditures. The Company filed appeals before Commissioner Inland Revenue (Appeals) [CIR(A)] on August 23, 2021. Pursuant to the appeals, CIR(A) on April 14, 2022, passed an order under section 129 of the Ordinance and granted partial relief to the Company by remanded back various issues including disallowance of purchases on account of alleged fake and flying sales tax invoices, difference in bank credit entries with audited accounts and disallowance of certain expenditures for fresh verification and upheld the demands in respect of other issues which significantly involves the add backs on additional discounts. The Company has filed appeals before the Appellate Tribunal Inland Revenue (ATIR) on June 10, 2022 in respect of the issues confirmed by the CIR(A), which is pending for hearing.

28.1.13 Outstanding bank guarantees

Guarantees aggregating Rs.239,360 thousand (2022: Rs.169,360 thousand) are issued by a commercial bank on behalf of the Company to Sui Southern Gas Co. Ltd., and Excise and Taxation Department, Government of Sindh.

28.2 Commitments

2023 2022
---- Rupees in '000 ----

28.2.1 Commitments in respect of letters of credit / contract relating to:

| | | |
|---|-----------|---------|
| - raw materials, stores, spares and loose tools | 1,065,982 | 303,903 |
| - capital expenditure | 249,432 | 225,198 |
| | 1,315,414 | 529,101 |

28.2.2 Commitments outstanding for capital expenditure other than through letters of credit as at June 30, 2023 aggregated to Rs.21,080 thousand (2022: Rs.21,905 thousand).

| 29. SALES - Net | Note | 2023 ---- Rupees in '000 ---- | 2022 |
|---|-------|----------------------------------|-------------|
| Local sales | | | |
| - manufacturing activity | | 52,615,772 | 32,306,890 |
| - trading activity | | 1,751,773 | 859,719 |
| | | 54,367,545 | 33,166,609 |
| Export sales | | 447,406 | 119,625 |
| | | 54,814,951 | 33,286,234 |
| Less: | | | |
| - sales tax | | 8,087,407 | 4,810,745 |
| - discounts | | 4,871,676 | 3,446,245 |
| | | 12,959,083 | 8,256,990 |
| | | 41,855,868 | 25,029,244 |
| 30. COST OF SALES | | | |
| Opening stock of finished goods | | 374,579 | 375,120 |
| Cost of goods manufactured | 30.1 | 35,911,571 | 21,656,761 |
| Purchases during the year | | 1,184,183 | 650,964 |
| | | 37,095,754 | 22,307,725 |
| Closing stock of finished goods | | (2,066,889) | (374,579) |
| | | 35,403,444 | 22,308,266 |
| 30.1 Cost of goods manufactured | | | |
| Opening stock of work-in-process | | 1,205,366 | 917,455 |
| Raw materials and components consumed | 30.2 | 29,218,279 | 17,177,590 |
| Salaries, wages and benefits | 30.3 | 2,169,666 | 1,397,589 |
| Stores consumed | | 667,740 | 482,205 |
| Light, heat and water | | 2,004,138 | 1,292,164 |
| Insurance | | 72,660 | 57,047 |
| Rent, rates and taxes | | 24,823 | 17,524 |
| Repair and maintenance | | 141,015 | 88,010 |
| Royalty and technical fee | 30.4 | 449,206 | 266,652 |
| Cartage | | 21,760 | 16,036 |
| Travelling and conveyance | | 71,968 | 31,183 |
| Postage and telephone | | 6,820 | 5,235 |
| Printing and stationery | | 7,793 | 4,814 |
| Vehicle running | | 2,638 | 2,399 |
| Depreciation related to operating fixed assets | 5.4 | 360,153 | 311,527 |
| Depreciation related to right of use assets | 5.9.2 | 51,322 | 48,228 |
| Amortization | 6.2 | 1,134 | 1,512 |
| Free replacement | 25.3 | 1,568,918 | 731,727 |
| Other expenses | | 13,509 | 13,230 |
| | | 38,058,908 | 22,862,127 |
| Closing stock of work-in-process | | (2,147,337) | (1,205,366) |
| | | 35,911,571 | 21,656,761 |
| 30.2 Raw materials and components consumed | | | |
| Opening stock | | 2,988,021 | 2,428,642 |
| Purchases during the year | | 32,254,906 | 17,736,969 |
| | | 35,242,927 | 20,165,611 |
| Closing stock | | (6,024,648) | (2,988,021) |
| | | 29,218,279 | 17,177,590 |

30.3 Salaries, wages and benefits include Rs.5,737 thousand (2022: Rs.4,372 thousand) and Rs.14,144 thousand (2022: Rs.12,462 thousand) in respect of staff retirement benefits gratuity and provident / pension funds respectively.

30.4 Royalty charged in these financial statement pertains to GS Yuasa International Limited having registered office at 1, Inobanba-cho, Nishinosho, Kisshoin, Minami-ku, Kyoto 601-8520 Japan.

| 31. DISTRIBUTION COST | Note | 2023 ---- Rupees in '000 ---- | 2022 |
|--|-------------|---|----------------|
| Salaries and benefits | 31.1 | 104,335 | 94,907 |
| Travelling, conveyance and entertainment | | 258,797 | 90,184 |
| Vehicle running | | 4,331 | 2,769 |
| Rent, rates and taxes | | 15,244 | 15,509 |
| Advertisement and sales promotion | | 254,480 | 147,387 |
| Repair and maintenance | | 4,899 | 2,591 |
| Light, heat and water | | 12,730 | 6,993 |
| Freight and forwarding | | 532,646 | 307,032 |
| Printing and stationery | | 1,420 | 991 |
| Postage and telephone | | 6,922 | 5,637 |
| Depreciation related to operating fixed assets | 5.4 | 19,473 | 17,184 |
| Depreciation related to right of use assets | 5.9.2 | 16,143 | 15,168 |
| Amortisation | 6.2 | 583 | 700 |
| Insurance | | 163,880 | 98,321 |
| Newspapers, magazines and subscription others | | 544 | 695 |
| | | <u>1,396,427</u> | <u>806,068</u> |

31.1 Salaries and benefits include Rs.1,729 thousand (2022: Rs.1,278 thousand) and Rs.2,924 thousand (2022: Rs.3,472 thousand) in respect of staff retirement benefits gratuity and provident / pension funds respectively.

| 32. ADMINISTRATIVE EXPENSES | Note | 2023 ---- Rupees in '000 ---- | 2022 |
|--|-------------|---|----------------|
| Directors' meeting fee | | 4,000 | 1,550 |
| Salaries and benefits | 32.1 | 260,931 | 184,803 |
| Travelling and conveyance | | 22,236 | 9,003 |
| Repair and maintenance | | 3,968 | 1,300 |
| Light, heat and water | | 2,406 | 1,229 |
| Insurance | | 8,605 | 5,452 |
| Legal and professional charges | | 18,464 | 14,545 |
| Fee and subscription | | 58,962 | 42,165 |
| Postage and telephone | | 3,328 | 2,126 |
| Printing and stationery | | 6,327 | 4,561 |
| Vehicle running | | 1,336 | 330 |
| Training expense | | 7,433 | 1,650 |
| Depreciation related to operating fixed assets | 5.4 | 24,015 | 20,197 |
| Depreciation related to right of use assets | 5.9.2 | 3,077 | 2,653 |
| Amortisation | | 2,100 | 172 |
| Donation | 32.2 | 71,377 | 11,950 |
| | | <u>498,565</u> | <u>303,686</u> |

32.1 Salaries and benefits include Rs.3,775 thousand (2022: Rs.2,565 thousand) and Rs.9,419 thousand (2022: Rs.7,650 thousand) in respect of staff retirement benefits gratuity and provident / pension funds respectively.

32.2 Donation is paid to Atlas Foundation, 2nd Floor, Federation House, Shara-e-Firdousi, Clifton, Karachi.

| 33. OTHER INCOME | Note | 2023 ---- Rupees in '000 ---- | 2022 |
|---|-------------|---|---------------|
| Income from financial assets | | | |
| Dividend income | 33.1 | 36,479 | 19,116 |
| Fair value gain on investments at fair value through profit or loss - net | | 192 | - |
| Mark-up / interest on savings deposit accounts, and term deposit receipts | | 7,118 | 1 |
| Gain on sale of investments at fair value through profit or loss - net | 33.2 | 2,346 | 2 |
| Income from assets other than financial assets | | | |
| Scrap sales | | 22,548 | 14,463 |
| Gain on disposal of operating fixed assets | 5.6 | 3,663 | 847 |
| Others | | - | 318 |
| | | <u>72,346</u> | <u>34,747</u> |

33.1 This includes dividend income of Rs.1,748 from related party.

33.2 Represents income from sale of investments in related party.

| 34. OTHER EXPENSES | Note | 2023 ---- Rupees in '000 ---- | 2022 |
|---|-------------|---|----------------|
| Provision / (reversal) for expected credit loss | 12.1 | 2,495 | (13,484) |
| Workers' profit participation fund | | 198,765 | 61,190 |
| Workers' welfare fund | | 78,421 | 24,950 |
| Operating fixed asset written off | 5.1 | - | 4,576 |
| Auditors' remuneration | 34.1 | 2,866 | 2,468 |
| Exchange loss - net | 34.2 | 97,049 | 38,565 |
| Fair value loss on investments at fair value through profit or loss - net | | - | 605 |
| | | <u>379,596</u> | <u>118,870</u> |
| 34.1 Auditors' remuneration | | | |
| Remuneration in respect of auditors' services for: | | | |
| - statutory audit | | 1,700 | 1,550 |
| - half yearly review | | 200 | 175 |
| - review of compliance with Code of Corporate Governance | | 102 | 85 |
| - audits of retirement funds and workers' profit participation fund | | 177 | 135 |
| - certifications for payment of royalty, dividend and others | | 595 | 454 |
| - out of pocket expenses | | 92 | 69 |
| | | <u>2,866</u> | <u>2,468</u> |
| 34.2 | | | |
| Represents exchange loss - net arising on revaluation of actual currency. | | | |
| 35. FINANCE COST | | 2023 ---- Rupees in '000 ---- | 2022 |
| Mark-up / amortisation on: | | | |
| - lease liabilities | | 58,285 | 53,124 |
| - long term borrowings | | 177,595 | 57,610 |
| - running finances / musharakah | | 242,110 | 252,472 |
| - demand finances | | 60,676 | 29,110 |
| - workers' profit participation fund | | 629 | 132 |
| Government grant | | (7,151) | (14,843) |
| | | <u>532,144</u> | <u>377,605</u> |
| Bank and other financial charges | | 19,922 | 11,834 |
| | | <u>552,066</u> | <u>389,439</u> |
| 36. TAXATION | | | |
| Current tax | | | |
| Current tax on profits for the year | | 1,486,165 | 469,132 |
| Adjustments for current tax of prior years | | (61) | (2,043) |
| | | 1,486,104 | 467,089 |
| Deferred tax | | | |
| Origination and reversal of temporary differences | | (57,033) | (18,864) |
| Impact of change in tax rate | | 67,803 | - |
| | | 10,770 | (18,864) |
| | | <u>1,496,874</u> | <u>448,225</u> |

36.1 Relationship between tax expense and accounting profit for the year is as follows:

| | 2023 | 2022 |
|---|---------------------------------|------------------|
| | ---- Rupees in '000 ---- | |
| Profit before taxation | <u>3,698,116</u> | <u>1,137,662</u> |
| Tax at the applicable rate of 29% | 1,072,454 | 329,922 |
| Tax effect of: | | |
| - expenses not deductible for tax purposes | 966,999 | 524,662 |
| - expenses deductible for tax purposes but not taken to profit and loss account | (904,232) | (499,627) |
| - income not subject to tax / income subject to final tax regime / tax credits | (36,825) | (7,690) |
| Adjustments in respect of prior years | (61) | (2,043) |
| Super tax on high earning persons | 387,769 | 121,865 |
| Deferred taxation | 10,770 | (18,864) |
| Tax charge | <u>1,496,874</u> | <u>448,225</u> |

37. EARNINGS PER SHARE

37.1 Basic earnings per share

| | | |
|---|-------------------------------|-------------------|
| Net profit for the year | <u>2,201,242</u> | <u>689,437</u> |
| | -- Number of shares -- | |
| | Re-stated | |
| Weighted average ordinary shares in issue | <u>35,017,033</u> | <u>35,017,033</u> |
| | ----- Rupees ----- | |
| | Re-stated | |
| Earnings per share | <u>62.86</u> | <u>19.69</u> |

37.2 Diluted earnings per share

No figures for diluted earnings per share has been presented as the Company has not issued any instruments carrying options which would have an impact on earnings per share when exercised.

38. TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of the Holding Company, Associated Companies, directors of the Company, companies in which directors are interested, key management personnel, post employment benefit plans and close members of the families of the directors and key management personnel. The Company in the normal course of business carries out transactions with various related parties at mutually agreed terms and conditions. Detail of related parties (with whom the Company has transacted) along with relationship and transactions with related parties, other than those which have been disclosed elsewhere in these financial statements, are as follows:

38.1 Name and nature of relationship

a) The Holding Company

Shirazi Investments (Private) Limited - 58.86% shares held in the Company

b) Associated Companies - significant influence

GS Yuasa International Limited, Japan - 15% shares held in the Company

c) Associated Companies - common directorship

| | |
|---|------------------------------------|
| Atlas Honda Limited | Atlas Insurance Limited |
| Honda Atlas Cars (Pakistan) Limited | Atlas Asset Management Limited |
| Atlas Autos (Private) Limited | Atlas Foundation |
| Shirazi Trading Company (Private) Limited | Atlas Global, FZE, Jebeal Ali, UAE |

d) Associated companies - Group companies

| | |
|--------------------------------------|--------------------------------|
| Atlas Energy Limited | Atlas Metals (Private) Limited |
| Integration Xperts (Private) Limited | |

e) Directors

Mr. Aamir H. Shirazi
 Mr. Bashir Makki
 Ms. Mehreen Amin
 Mr. Toru Furuya

Mr. Ali H. Shirazi
 Mr. Fahd K. Chinoy
 Mr. Sanaullah Qureshi

f) Key Management Personnel

Mr. Mansoor Jamil Khan
 Mr. Iftikhar ul Islam
 Mr. Muhammad Rafi
 Mr. Sheikh Adeel-ur-Rehman

Mr. Ahmar Waheed
 Mr. Muhammad Asher Ahmad
 Mr. Rizwan Ahmed
 Mr. Tehseen Raza

38.2 Transactions with related parties

2023 2022
 --- Rupees in '000 ---

The Holding Company

| | | |
|------------------------------------|---------|--------|
| Lease rental paid | 82,829 | 72,771 |
| Service charges paid | 26,052 | 21,142 |
| Dividend paid | 669,873 | 57,354 |
| Bonus share issued | 41,223 | 21,508 |
| Purchase of operating fixed assets | 6,389 | - |

Associated companies

| | | |
|-----------------------------------|-----------|-----------|
| Sales of: | | |
| - goods | 1,250,329 | 1,385,525 |
| - operating fixed assets | 5,718 | 1,161 |
| Purchases of: | | |
| - goods | 2,172,969 | 594,540 |
| - operating fixed assets | 106,046 | 77,819 |
| - intangible asset | - | 4,125 |
| - consumables / services | 25,837 | 19,049 |
| Lease rental paid | 2,502 | 2,275 |
| Reimbursement of expenses | 19,902 | 2,045 |
| Expenses charged | 101 | 58 |
| Insurance premium | 353,795 | 196,985 |
| Insurance claims | 20,421 | 11,469 |
| Purchase of units in mutual funds | 402,423 | 432 |
| Sale of units in mutual funds | 403,832 | 434 |
| Dividend received | 1,748 | 4 |
| Dividend paid | 40,767 | 3,490 |
| Royalty and technical fee | 449,206 | 268,729 |
| Contribution to pension funds | 20,521 | 18,059 |
| Dividend payable | 221,862 | 51,155 |
| Bonus shares issued | 13,014 | 6,790 |
| Donation paid | 71,377 | 11,950 |
| Bonus fraction donated | 107 | 96 |

Other related parties

| | | |
|---|---------|---------|
| Contributions paid to: | | |
| - gratuity funds | 18,115 | 4,255 |
| - provident fund | 5,965 | 5,525 |
| Salaries and other short term employment benefits to key management personnel | 150,333 | 120,099 |
| Sale of operating fixed asset under Company policy | 3,601 | 1,913 |

The related party status of outstanding balances as at June 30, 2023 is included in 'Capital work-in-progress - note 5.8', 'Long term loans - note 8', 'Stock-in-trade - note 11.1', 'Trade debts - note 12', 'Loans and advances - note 13.2', 'Other receivables note - 16.1' and 'Trade and other payables - note 25.1 and note 25.2' respectively. These are settled in ordinary course of business.

39. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged during the year in respect of remuneration, including certain benefits, to the Chief Executive, Directors and Executives of the Company are as follows:

| | ----- Directors ----- | | | | Executives | |
|--------------------------|----------------------------|--------|--------|------|------------|---------|
| | Chief Executive | | Others | | 2023 | 2022 |
| | 2023 | 2022 | 2023 | 2022 | | |
| | ----- Rupees in '000 ----- | | | | | |
| Managerial remuneration | 25,412 | 21,264 | - | - | 90,829 | 74,228 |
| House rent and utilities | 17,788 | 14,884 | - | - | 63,581 | 51,959 |
| Bonus | 18,000 | 10,995 | - | - | 64,338 | 38,385 |
| Inflation assistance | 3,600 | - | - | - | 12,868 | - |
| Retirement benefits | 2,795 | 2,339 | - | - | 9,870 | 8,165 |
| Medical and others | 724 | 983 | - | - | 3,335 | - |
| | 68,319 | 50,465 | - | - | 244,821 | 172,737 |
| Number of persons | 1 | 1 | - | - | 44 | 34 |

39.1 The Chief Executive is provided with free use of the Company maintained cars and telephones at residences. Certain executives are also provided with the Company's vehicles.

39.2 Remuneration to other directors

Aggregate amount charged in these financial statements for meeting fee to five (2022: four) non-executive directors was Rs.4,000 thousand (2022: Rs.1,550 thousand).

40. FINANCIAL RISK MANAGEMENT

40.1 Financial risk factors

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

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

(a) Credit risk

Credit risk represents the risk of accounting loss being caused if counterparty fails to perform as contracted or discharge an obligation. Credit risk arises from loans, trade deposits, trade debts, loans & advances, investments, other receivables and deposits with banks & financial institutions.

The carrying amounts of financial assets represent the maximum credit exposure. The financial assets exposed to credit risk as at June 30, 2023 aggregated to Rs.4,146,327 thousand (2022: Rs.1,320,546 thousand) and are as follows:

| | 2023 | 2022 |
|----------------------|--------------------------|-----------|
| | ---- Rupees in '000 ---- | |
| Long term loans | 3,269 | 2,636 |
| Long term deposits | 29,338 | 23,338 |
| Trade debts | 2,391,345 | 850,036 |
| Loans and advances | 3,746 | 3,421 |
| Deposits and margins | 631,789 | 11,497 |
| Investments | 266,654 | 207,150 |
| Other receivables | 404 | 143 |
| Bank balances | 819,782 | 222,325 |
| | 4,146,327 | 1,320,546 |

Out of the total financial assets, credit risk is concentrated in investments in mutual fund securities, trade debts, deposits and margins with banks as they constitute 99.11% (2022: 96.89%) of the total financial assets.

To manage exposure to credit risk in respect of trade debts, management performs credit reviews taking into account the customer's financial position, past experience and other relevant factors. Where considered necessary, advance payments are obtained from certain parties.

All the trade debts at the reporting date represent domestic parties.

The maximum exposure to credit risk for trade debts at the reporting date by type of customer are as follows:

| | 2023 | | 2022 | |
|---|-------|----------------|-------|----------------|
| | % | Rupees in '000 | % | Rupees in '000 |
| Original Equipment Manufacturers and Institutions | 2.09 | 49,941 | 10.18 | 86,538 |
| Associated Companies | 3.58 | 85,592 | 16.35 | 138,957 |
| Dealers and others | 94.33 | 2,255,812 | 73.47 | 624,541 |
| | 100 | 2,391,345 | 100 | 850,036 |

The credit quality of loans, advances, deposits and other receivables can be assessed with reference to their historical performance with no or negligible defaults in recent history and no losses incurred.

The credit quality of Company's bank balances and investments in mutual funds securities can be assessed with reference to the external credit ratings as follows:

| Name of bank | Agency | Rating | | 2023 | 2022 |
|---------------------------------|---------|------------|-----------|--------------------------|--------|
| | | Short term | Long term | ---- Rupees in '000 ---- | |
| Askari Bank Limited | PACRA | A-1+ | AA+ | 97 | - |
| Habib Metropolitan Bank Limited | PACRA | A-1+ | AA+ | 200 | 200 |
| Habib Bank Limited | JCR-VIS | A-1+ | AAA | 33,269 | 24,293 |
| Meezan Bank Limited | JCR-VIS | A-1+ | AAA | 21,971 | 5,033 |
| Faysal Bank Limited | PACRA | A1+ | AA | 18,266 | - |
| National Bank of Pakistan | PACRA | A1+ | AAA | 152 | 1 |
| | | | | 73,955 | 29,527 |

| Mutual funds | Agency | Rating | 2023 | 2022 |
|-----------------------|---------|--------|---------|---------|
| HBL Money Market Fund | JCR-VIS | AA+(f) | 266,654 | 207,150 |

(b) Liquidity risk

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

The Company manages liquidity risk by maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. At June 30, 2023, the Company had Rs.7,100,000 thousand available borrowings limits from banks / financial institutions and of bank balances Rs.73,955 thousand.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to contractual maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows:

| | Carrying amount | Contractual cash flows | Maturity upto one year | Maturity more than one year |
|----------------------------|-----------------|------------------------|------------------------|-----------------------------|
| ----- Rupees in '000 ----- | | | | |
| June 30, 2023 | | | | |
| Lease liabilities | 474,490 | 804,821 | 137,785 | 667,036 |
| Long term borrowings | 1,065,000 | 1,671,370 | 389,483 | 1,281,887 |
| Trade and other payables | 5,666,261 | 5,666,261 | 5,666,261 | - |
| Accrued mark-up | 168,668 | 168,668 | 168,668 | - |
| Short term borrowings | 4,371,424 | 4,875,265 | 4,875,265 | - |
| Dividend payable | 221,862 | 221,862 | 221,862 | - |
| Unclaimed dividend | 57,361 | 57,361 | 57,361 | - |
| | 12,025,066 | 13,465,608 | 11,516,685 | 1,948,923 |

| | Carrying amount | Contractual cash flows | Maturity upto one year | Maturity more than one year |
|----------------------------|------------------|------------------------|------------------------|-----------------------------|
| ----- Rupees in '000 ----- | | | | |
| June 30, 2022 | | | | |
| Lease liabilities | 393,805 | 605,012 | 97,343 | 507,669 |
| Long term borrowings | 441,149 | 555,561 | 258,257 | 297,304 |
| Trade and other payables | 2,203,900 | 2,203,900 | 2,203,900 | - |
| Accrued mark-up | 59,654 | 59,654 | 59,654 | - |
| Short term borrowings | 568,366 | 801,283 | 801,283 | - |
| Dividend payable | 51,155 | 51,155 | 51,155 | - |
| Unclaimed dividend | 40,756 | 40,756 | 40,756 | - |
| | <u>3,758,785</u> | <u>4,317,321</u> | <u>3,512,348</u> | <u>804,973</u> |

The contractual cash flows relating to the above financial liabilities have been determined on the basis of mark-up rates effective as at June 30, 2023.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return.

Foreign exchange risk

Foreign exchange risk is the risk that the fair value of future cash flows of a financial instrument shall fluctuate because of changes in foreign exchange rates.

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United States Dollar (U.S. Dollar). Currently, the Company's foreign exchange risk is restricted to the amounts payable to foreign entities. The Company's exposure is as follows:

| | 2023 | | 2022 | |
|-------------------------------|----------------|--------------|----------------|--------------|
| | Rupees in '000 | U.S. Dollars | Rupees in '000 | U.S. Dollars |
| Balance sheet exposure | | | | |
| Trade and other payables | 66,990 | 233,334 | 24,033 | 116,667 |

Exchange rate of Rs.287.10 (2022: 206.00) for US Dollar to Rupee has been applied.

At June 30, 2023, if the Rupee had weakened / strengthened by 5% against U.S. Dollars with all other variables held constant, the recalculated post-tax profit for the year would have been Rs.3,350 thousand (2022: Rs.1,202 thousand) higher / (lower), mainly as a result of foreign exchange gain / (loss) on translation of U.S. Dollar denominated financial liabilities.

Interest rate risk

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

The Company's interest rate exposure arises from long term and short term borrowings. Borrowings issued at variable rates expose the Company to cash flow risk and borrowing issued at fixed rate expose the Company to fair value interest rate risk. At June 30, 2023, the Company's interest bearing borrowings aggregated to Rs.5,392,257 thousand (2022: Rs.880,866 thousand).

At June 30, 2023, if the interest rates on the Company's borrowings had been 1% higher / (lower) with all other variables held constant, the calculated post-tax profit for the year would have been Rs.53,923 thousand (2022: Rs.8,809 thousand) (lower) / higher mainly as a result of higher / (lower) interest expense on floating rate borrowings.

Price risk

Price risk represents the risk that the fair values or future cash flows of financial instruments will fluctuate because of changes in market prices (other than those arising from foreign exchange 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 exposed to price risk because of investments in mutual fund securities amounting to Rs.266,654 thousand (2022: Rs.207,150 thousand) and classified at fair value through profit or loss. The Company is not exposed to commodity risk.

At June 30, 2023, if fair value (Net Asset Value) had been 1% higher / lower with all other variables held constant, the post-tax loss for the year would have Rs.2,667 thousand (2022: Rs.2,072 thousand) (lower) / higher as a result of gain / (loss) on investments classified as at fair value through profit or loss.

40.2 Fair value measurement of financial instruments

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 requirement 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 are a reasonable approximation of their fair values.

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

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

The Company's financial assets measured at fair value comprise only of level 1 financial assets amounting to Rs.266,654 thousand (2022: Rs.207,150 thousand).

There were no transfers amongst the levels during the current and preceding year. The Company's policy is to recognise transfer into and transfers out of fair value hierarchy levels as at the end of the reporting periods.

Valuation techniques used to determine fair values

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. These instruments are included in Level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

40.3 Financial instruments by categories

| | At June 30, 2023 | | | At June 30, 2022 | | |
|--|----------------------------|--------------------------------------|------------------|----------------------------|--------------------------------------|------------------|
| | Amortised Cost | At fair value through profit or loss | Total | Amortised Cost | At fair value through profit or loss | Total |
| | ----- Rupees in '000 ----- | | | ----- Rupees in '000 ----- | | |
| Financial assets as per statement of financial Position | | | | | | |
| Long term loans | 3,269 | - | 3,269 | 2,636 | - | 2,636 |
| Long term deposits | 29,338 | - | 29,338 | 23,338 | - | 23,338 |
| Trade debts | 2,391,345 | - | 2,391,345 | 850,036 | - | 850,036 |
| Loans and advances | 3,746 | - | 3,746 | 3,421 | - | 3,421 |
| Deposits and prepayments | 19,679 | - | 19,679 | 4,553 | - | 4,553 |
| Investments | - | 266,654 | 266,654 | - | 207,150 | 207,150 |
| Bank balances | 819,782 | - | 819,782 | 222,325 | - | 222,325 |
| | <u>3,267,159</u> | <u>266,654</u> | <u>3,533,813</u> | <u>1,106,309</u> | <u>207,150</u> | <u>1,313,459</u> |

Financial liabilities as per statement of financial Position

| | Financial liabilities at amortised cost | |
|---|--|------------------|
| | 2023 | 2022 |
| | ----- Rupees in '000 ----- | |
| Long term borrowings including current maturity | 1,065,000 | 441,149 |
| Trade and other payables | 5,666,261 | 2,203,900 |
| Accrued mark-up | 168,668 | 59,654 |
| Short term borrowings | 4,371,424 | 568,366 |
| Dividend payable | 221,862 | 51,155 |
| Unclaimed dividend | 57,361 | 40,756 |
| | <u>11,550,576</u> | <u>3,364,980</u> |

40.4 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company manages its capital structure by monitoring return on net assets and makes adjustments in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders and / or issue new shares. There was no change to the Company's approach to capital management during the year. The Company monitors capital on the basis of gearing ratio calculated as follows:

| | 2023 | 2022 |
|------------------|-------------------------------|------------------|
| | --- Rupees in '000 --- | |
| Total borrowings | 5,910,914 | 1,403,320 |
| Bank balances | (819,782) | (222,325) |
| Net debt | 5,091,132 | 1,180,995 |
| Total Equity | 7,252,337 | 6,193,883 |
| Total Capital | <u>12,343,469</u> | <u>7,374,878</u> |
| Gearing ratio | <u>41%</u> | <u>16%</u> |

41. PLANT CAPACITY AND ACTUAL PRODUCTION

The production capacity of the plant cannot be determined as this depends upon the relative proportion of various types of automotive and motorcycle batteries produced.

42. ENTITY-WIDE INFORMATION

These financial statements have been prepared on the basis of the single reportable segment.

42.1 Information about products

Sales of battery and allied products represent 96.42% (2022: 97.06%) of the total revenue of the Company.

42.2 Information about geographical areas

All non-current assets of the Company as at June 30, 2023 are located in Pakistan.

All of the Company's sales relate to customers in Pakistan other than export sales amounting to Rs.447,405 thousand (2022: Rs.119,625 thousand) made to Afghanistan.

42.3 Information about customers

The Company's customer base is diverse with no single customer accounting for more than 10% of net revenue.

43. NUMBER OF EMPLOYEES

| | Numbers | |
|-----------------------------|----------------|-------------|
| | 2023 | 2022 |
| Total number of employees | 352 | 346 |
| Average number of employees | <u>350</u> | <u>344</u> |

44. PROVIDENT FUND RELATED DISCLOSURES

44.1 The following information is based on unaudited financial statements of the Fund for the year ended June 30, 2023:

| | 2023 | 2022 |
|---------------------------------|------------------------|---------|
| | --- Rupees in '000 --- | |
| Size of the Fund - Total Assets | 129,950 | 121,199 |
| Cost of investments made | 95,804 | 95,804 |
| Percentage of investments made | 98.99% | 98.68% |
| Fair value of investments | 128,637 | 119,600 |

44.2 The investments out of provident fund have been made in accordance with the provisions of section 218 of the Companies Act, 2017 and conditions specified thereunder.

45. SHAHRIAH SCREENING DISCLOSURE

| | ----- 2023 ----- | | ----- 2022 ----- | |
|---|---------------------------|----------------------|------------------|----------------------|
| | Conventional | Shariah Compliant | Conventional | Shariah Compliant |
| | ----- Rupees in 000 ----- | | | |
| Short term investments | 266,654 | - | 207,150 | - |
| Bank balances | 33,719 | 40,236 | 29,527 | - |
| Accrued mark-up | 87,519 | 81,149 | 34,068 | 25,586 |
| Lease liabilities | 474,490 | - | 393,805 | - |
| Long term borrowings including current portion | 752,500 | 312,500 | 441,149 | - |
| Short term borrowings | 2,581,694 | 1,789,730 | 182,048 | 386,318 |
| Revenue | - | 41,855,868 | - | 25,029,244 |
| Other income | | | | |
| a) Dividend income | 36,479 | - | 19,116 | - |
| b) Gain on sale of investments at fair value through profit or loss | 2,346 | - | 2 | - |
| c) Fair value gain on investments at fair value through profit or loss | 192 | - | - | - |
| d) Mark-up income | 7,118 | - | 1 | - |
| e) Others including exchange gain on actual currency | - | 26,211 | - | 15,628 |
| Mark-up on running finances / musharaka | 137,608 | 104,502 | 148,355 | 104,117 |
| Mark-up on demand finances | 57,456 | 3,220 | 29,110 | - |
| Mark-up on long term borrowings | 146,157 | 31,438 | 57,610 | - |
| Mark-up on lease liabilities | 58,285 | - | 53,124 | - |

46. CORRESPONDING FIGURES

The corresponding figures have been rearranged and reclassified, wherever considered necessary for the purposes of comparison and better presentation the effect of which is not material.

47. EVENT AFTER THE REPORTING PERIOD

The Board of Directors, in their meeting held on August 28, 2023, proposed a final cash dividend of Rs.10.00 per share amounting to Rs.350,170 thousand for approval of the members at the Annual General Meeting to be held on September 29, 2023.

These financial statements do not reflect the proposed appropriations, which will be accounted for in the statement of changes in equity as appropriations from unappropriated profit in the year ending June 30, 2024.

48. DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorised for issue on August 28, 2023 by the Board of Directors of the Company.



Aamir H. Shirazi
Chairman



Ali H. Shirazi
President / Chief Executive



Rizwan Ahmed
Chief Financial Officer



UNLEASHING FREEDOM ON TWO WHEELS: LIBERATING RIDERS WITH RELIABLE POWER

Showcasing the unparalleled reliability and exceptional durability of AGS two-wheelers' batteries, instilling unshakable confidence in riders as they embark on their journeys, no matter where their adventures lead them.



Glossary of Terms

| | | | |
|---------|--|-------|---|
| AGS | Atlas Genzo Shimadzu | IFAC | International Federation of Accounting |
| ATL | Active Taxpayer List | IFRS | International Financial Reporting Standards |
| B2C | Business to Consumer | IT | Information Technology |
| BCP | Business Continuity Plan | LUMS | Lahore University of Management Sciences |
| BPR | Business Process Re-engineering | MAP | Management Association of Pakistan |
| CDC | Central Depository Company | MC | Management Committee |
| CDS | Central Depository System | NAV | Net Asset Value |
| CEO | Chief Executive Officer | NBFC | Non-Banking Financial Company |
| CFO | Chief Financial Officer | NCCPL | National Clearing Company of Pakistan Limited |
| COO | Chief Operation Officer | NGO | Non Governmental Organization |
| CGLS | Corporate Governance Leadership Skills | NIT | National Investment Trust |
| CIR (A) | Commissioner Inland Revenue (Appeals I) | OEM | Original Equipment Manufacturer |
| CMS | Claim Management System | PAMA | Pakistan Automotive Manufacturers Association |
| CNIC | Computerized National Identity Card | PAT | Profit After Taxation |
| CSR | Corporate Social Responsibility | PBT | Profit Before Taxation |
| DCIR | Deputy Commissioner Inland Revenue | PICG | Pakistan Institute of Corporate Governance |
| DFI | Development Financial Institution | PKR | Pakistan Rupee |
| DI&I | Directorate General – Intelligence and Investigation | PRA | Punjab Revenue Authority |
| DPS | Dividend Per Share | PSX | Pakistan Stock Exchange |
| EBITDA | Earnings Before Interest, Tax, Depreciation & Amortization | PUC | Projected Unit Cost |
| ERP | Enterprise Resource Planning | SRB | Sindh Revenue Board |
| FBR | Federal Board of Revenue | QCC | Quality Control Circle |
| GDP | Gross Domestic Product | UK | United Kingdom |
| GIKEST | Ghulam Ishaq Khan Institute of Engineering Sciences and Technology | UPS | Uninterruptible Power Supply |
| HR | Human Resource | USA | United States of America |
| IBA | Institute of Business Administration | WMS | Warehouse Management System |
| ICP | Investment Corporation of Pakistan | WPPF | Workers' Profit Participation Fund |
| | | WWF | Workers' Welfare Fund |



Atlas Group Companies

*Year of Establishment /
Acquisition**

| | |
|---|------|
|  Shirazi Investments | 1962 |
|---|------|

| | |
|---|------|
|  Atlas Honda | 1962 |
|---|------|

| | |
|---|------|
|  Atlas Battery | 1966 |
|---|------|

| | |
|---|------|
|  Shirazi Trading | 1975 |
|---|------|

| | |
|---|-------|
|  Atlas Insurance | 1980* |
|---|-------|

| | |
|---|-------|
|  Atlas Engineering | 1981* |
|---|-------|

| | |
|-------------------------------|------|
| HONDA Honda Atlas Cars | 1992 |
|-------------------------------|------|

| | |
|--|------|
| HONDA Honda Atlas Power Product | 1997 |
|--|------|

| | |
|--|------|
|  Atlas Asset Management | 2002 |
|--|------|

| | |
|---|------|
|  Atlas Power | 2007 |
|---|------|

| | |
|--|------|
|  Atlas World Wide | 2007 |
|--|------|

| | |
|---|------|
|  Atlas Venture | 2008 |
|---|------|

| | |
|---|------|
|  Atlas Autos | 2011 |
|---|------|

| | |
|---|------|
|  Atlas Hitec | 2012 |
|---|------|

| | |
|--|------|
|  Atlas Global FZE | 2015 |
|--|------|

| | |
|--|------|
|  Atlas Energy | 2016 |
|--|------|

| | |
|---|------|
|  Atlas DID | 2019 |
|---|------|

| | |
|---|------|
|  Atlas GCI | 2019 |
|---|------|

| | |
|---|------|
|  Atlas Solar | 2020 |
|---|------|

Product Types and their Application

| Product Type | | | 20 HR Capacity (AH) | Application |
|------------------------------------|-------|-------------|---------------------|---|
| Light Batteries (12 Volts) | | | | |
| CGR 40 | 7PL | CGR30 | 24 | CNG Rickshaw |
| GR 46 | 9PL | NS40SR | 30 | Suzuki Van / Pick-up, Subaru Van / Pick-up (old models) (600cc to 800cc) |
| GL 48 | 9PL | NS40ZL 9PL | 35 | Suzuki Mehran, Daihatsu Coure, Kia Classic, All CNG converted vehicles (800cc to 1000cc) |
| GL 50 | 11PL | NS40ZL 11PL | 38 | All types of vehicles (800cc to 1300cc) |
| CNG 60 | 11PL | N40 | 45 | Datsun 120Y, Mazda, Mitsubishi Lancer, Toyota, Honda Civic (1000cc to 1800cc) |
| GR 65 | 13PL | NS60 | 45 | |
| GL 65 | 13PL | NS60L | 45 | |
| GR 70 | 9PL | N50 | 50 | |
| 80D26R | 11PL | N50Z | 60 | Honda Accord, Honda CRV, Toyota Mark II, Toyota Crown, Toyota Cressida, Mercedes Benz, Willys Jeeps, MF375 Tractors, Hyundai, Daewoo (2000cc to 6000cc) |
| GR 85 | 13PL | N70 EXTRA | 70 | |
| GL 85 | 13PL | N70 EXTRA L | 70 | |
| Medium Batteries (12 Volts) | | | | |
| GR 87 | 11PL | NS70 | 60 | Toyota Hi-Ace, Mercedes Benz, Isuzu Bus JCR 520zz, Massey Ferguson Tractors, MF-210 Cruiser, Toyota Hi-Lux, Nissan Diesel Pick-up, Ford 1910 Tractor (2000cc to 6000cc) |
| GR 95 | 13PL | N70Z | 75 | |
| GR 100 | 15PL | N85P | 80 | |
| GL 100 | 15PL | N85L | 80 | |
| 6FT120 | 15PL | 6FT15 | 85 | |
| N125 | 17PL | N100S | 100 | Fiat Tractors 460 / 480, IMT 540 Tractors, Massey Ferguson Tractors 240 / 265, Ford Wagons, Land Rover, Toyota Land Cruiser (3000cc to 6000cc) |
| GX 132 | 17PL | | 100 | Isuzu Trucks, Mercedes Benz, Hino Truck ZH - 100, Fiat Tractors 640, Isuzu JCR 460R (3000cc to 6000cc) |
| GX 135 | 19PL | N100 | 105 | |
| Heavy Batteries (12 Volts) | | | | |
| GX 165 | 21PL | N120S | 120 | Fiat Tractors 640, Hino Trucks and Busses, Hino Bowzer, Fiat Trucks, Ford Dumper, Isuzu Diesel Buses, Fiat Buses (3000cc to 12000cc) |
| GX 175 | 23PL | N140 | 140 | Ford Tractor 3610 and 46 |
| GL 190 | 23PL | GL190 | 150 | Bedford Truck, Fiat Tractors 640, Mazda Coaster T-3000, Isuzu TD-72, Generator Sets, Road Rollers and Belarus Tractors |
| 195G51F | 25PL | | 160 | |
| GX 200 F | 27PL | N190Z | 175 | Heavy Generators and Ships |
| GX 260 F | 33PL | N200 | 220 | |
| SP Batteries (12 Volts) | | | | |
| SP 35 R | 5PL | | 20 | Generators |
| SP 50L | 9PL | | 30 | Suzuki Van / Pick-up, Subaru Van / Pick-up (old models) (600cc to 800cc) |
| SP 55 L | 9PL | | 35 | Suzuki Mehran, Daihatsu Coure, Kia Classic, All CNG converted vehicles (800cc to 1000cc) |
| SP 65 L | 11PL | | 38 | All types of vehicles (800cc to 1300cc) |
| SP 70 CNG | 11 PL | | 45 | |
| SP 75 L | 13PL | | 45 | Datsun 120Y, Mazda, Mitsubishi Lancer, Toyota, Honda Civic (1000cc to 1800cc) |
| SP 80 | 9PL | | 50 | |
| SP 100 R | 11PL | | 60 | Toyota Hi-Ace, Mercedes Benz, Isuzu Bus JCR 520zz, Massey Ferguson Tractors, MF-210 Cruiser, Toyota Hi-Lux, Nissan Diesel Pick-up, Ford 1910 Tractor (2000cc to 6000cc) |
| SP 130 | 15PL | | 85 | Toyota Hi-Ace, Mercedes Benz, Isuzu Bus JCR 520zz, Massey Ferguson Tractors, MF-210 Cruiser, Toyota Hi-Lux, Nissan Diesel Pick-up, Ford 1910 Tractor (2000cc to 6000cc) |
| SP 140 | 17PL | | 100 | Fiat Tractors 460 / 480, IMT 540 Tractors, Massey Ferguson Tractors 240 / 265, Ford Wagons, Land Rover, Toyota Land Cruiser (3000cc to 6000cc) |
| SP 145 | 17PL | | 100 | Isuzu Trucks, Mercedes Benz, Hino Truck ZH - 100, Fiat Tractors 640, Isuzu JCR 460R (3000cc to 6000cc) |
| SP 150 | 19PL | | 105 | |
| SP 160 | 19PL | | 105 | |
| SP 180 | 21PL | | 120 | Fiat Tractors 640, Hino Trucks and Busses, Hino Bowzer, Fiat Trucks, Ford Dumper, Isuzu Diesel Buses, Fiat Buses (3000cc to 12000cc) |
| SP 195 | 23PL | | 140 | Ford Tractor 3610 and 46 |
| SP 210 | 23PL | | 150 | Bedford Truck, Fiat Tractors 640, Mazda Coaster T-3000, Isuzu TD-72, Generator Sets, Road Rollers and Belarus Tractors |
| SP 250 | 27PL | | 175 | |

| Product Type | | 20 HR Capacity (AH) | Application |
|--|---------|---------------------|---|
| Washi Batteries (12 Volts) | | | |
| WS 45 R | 5PL | 20 | Generators |
| WS 50 | 7PL | 24 | CNG Rickshaw |
| WS 55 R | 9PL | 30 | Suzuki Van / Pick-up, Subaru Van / Pick-up (old models) (600cc to 800cc) |
| WS 65 L | 9PL | 35 | Suzuki Mehran, Daihatsu Coure, Kia Classic, All CNG converted vehicles (800cc to 1000cc) |
| WS 70 | 11PL | 45 | Datsun 120Y, Mazda, Mitsubishi Lancer, Toyota, Honda Civic (1000cc to 1800cc) |
| WS 80 L | 13PL | 45 | |
| WS 90 | 9PL | 50 | |
| WS 110 | 13PL | 75 | Toyota Hi-Ace, Mercedes Benz, Isuzu Bus JCR 520zz, Massey Ferguson Tractors, MF-210 Cruiser, Toyota Hi-Lux, Nissan Diesel Pick-up, Ford 1910 Tractor (2000cc to 6000cc) |
| WS 115 | 15PL | 80 | |
| WS 135 | 15PL | 85 | |
| WS 150 | 17PL | 100 | Fiat Tractors 460 / 480, IMT 540 Tractors, Massey Ferguson Tractors 240 / 265, Ford Wagons, Land Rover, Toyota Land Cruiser (3000cc to 6000cc) |
| WS 160 | 17PL | 100 | Isuzu Trucks, Mercedes Benz, Hino Truck ZH - 100, Fiat Tractors 640, Isuzu JCR 460R (3000cc to 6000cc) |
| WS 165 | 19PL | 105 | |
| WS 180 | 19PL | 105 | |
| WS 195 | 21PL | 120 | Fiat Tractors 640, Hino Trucks and Busses, Hino Bowzer, Fiat Trucks, Ford Dumper, Isuzu Diesel Buses, Fiat Buses (3000cc to 12000cc) |
| WS 220 | 23PL | 140 | Ford Tractor 3610 and 46 |
| WS 230 | 23PL | 150 | Bedford Truck, Fiat Tractors 640, Mazda Coaster T-3000, Isuzu TD-72, Generator |
| WS 260 | 27PL | 175 | Sets, Road Rollers and Belarus Tractors |
| WS 270 | 33PL | 220 | Heavy Generators and Ships |
| Hybrid Batteries (12 Volts) | | | |
| HB 46 R | 9PL | Hybrid | 30 |
| HB 46 L | 9PL | Hybrid | 30 |
| HB 50 | 11PL | Hybrid | 38 |
| HB 65 | 13PL | Hybrid | 45 |
| HB 65 (Thin Pole) | 13PL | Hybrid | 45 |
| HB 100 R | 15PL | Hybrid | 80 |
| HB 100 L | 15PL | Hybrid | 80 |
| Maintenance Free Batteries (12 Volts) | | | |
| MF 46 R | 9PL | Maintenance Free | 30 |
| MF 46 L | 9PL | Maintenance Free | 30 |
| MF 50 L | 11PL | Maintenance Free | 38 |
| MF 65 L | 13PL | Maintenance Free | 45 |
| Deep Cycle Batteries (12 Volts) | | | |
| DC 50 | 9PL | Deep Cycle | 30 |
| DC 110 | 11PL | Deep Cycle | 75 |
| DC 175 | 15PL | Deep Cycle | 100 |
| DC 220 | 23PL | Deep Cycle | 165 |
| SP Tall 1200 | 5 PL | Deep Cycle | 90 |
| SP Tall 1800 | 7 PL | Deep Cycle | 140 |
| SP Tall 2000 | 9PL | Deep Cycle | 180 |
| SP Tall 2500 | 11PL | Deep Cycle | 210 |
| Agri Batteries (12 Volts) | | | |
| Agri 140 | 17PL | | 100 |
| Agri 145 | 19PL | | 105 |
| Agri 170 | 21PL | | 120 |
| Motorcycle Battery (12 Volts) | | | |
| GM2.53C2 CLASSIC | | 2.5 (10 HR) | Honda CD70, CG125, all Japanese and Chinese motorcycles |
| SP 5 | | 2.5 (10 HR) | |
| Battery Tonic | | | |
| Battery Tonic | 1000 ML | | Distilled water for all types of batteries |

Our Valued OEM Customers

HONDA ATLAS CARS (PAKISTAN) LIMITED



INDUS MOTOR COMPANY LIMITED



PAK SUZUKI MOTOR COMPANY LIMITED



MASTER MOTOR CORPORATION (PRIVATE) LIMITED



FUSO MASTER MOTORS (PRIVATE) LIMITED



PM AUTO INDUSTRIES (PRIVATE) LIMITED



SIGMA MOTORS LIMITED



ATLAS HONDA LIMITED



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The Company Secretary,
Atlas Battery Limited,
4-C, Khayaban-e-Tanzeem,
Tauheed Commercial, Phase V, DHA,
Karachi.

PROXY FORM

I / We _____
of _____
being member(s) of Atlas Battery Limited holding _____ ordinary shares as per Folio
No. _____ and / or CDC Account No. _____ hereby appoint _____
_____ of _____
_____ Folio No. _____ and / or
CDC Account No. _____ or failing him / her _____
_____ of _____
_____ Folio No. _____ and / or CDC Account No.
_____ as my / our proxy to attend, act and vote for me / us and on my / our behalf at
the Annual General Meeting of the Company to be held at 9:30 a.m. on Friday, September 29, 2023 at 2nd Floor,
Federation House, Sharae Firdousi, Clifton, Karachi, and / or online through Zoom and at every adjournment thereof.

Signed this _____ day of _____, 2023.

Witnesses:

Signature _____

Name _____

CNIC or Passport No. _____

Witness 2:

Signature _____

Name _____

CNIC or Passport No. _____



Signature of
Member(s)

Note:

- A member entitled to attend and vote at the Annual General Meeting is entitled to appoint another member as a proxy to attend, act and vote on his / her behalf. Proxies in order to be effective must be received at the Registered Office of the Company or at the office of our Share Registrar M/s. Hameed Majeed Associates (Private) Limited, Karachi Chambers, Hasrat Mohani Road, Karachi or through email at investor.relations@abl.atlas.pk not less than 48 hours before the time of the meeting.
- CDC shareholders and their proxies are requested to attach an attested photocopy of their Computerized National Identity Card (CNIC) or Passport with this proxy form before submission to the Company.

The Company Secretary,
Atlas Battery Limited,
4-C, Khayaban-e-Tanzeem,
Tauheed Commercial,
Phase V, D.H.A,
Karachi.

AFFIX
POSTAGE

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درست رقم کا ٹکٹ
چسپاں کریں

کمپنی سیکریٹری
اٹلس بیٹری لمیٹڈ،
4-C خیابان تنظیم، توحید کمرشل،
فیز 7، ڈی ایچ اے، کراچی

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BALLOT PAPER

For voting through post for the Special Business at the Annual General Meeting to be held on Friday, September 29, 2023 at 09:30 a.m. at 2nd Floor, Federation House, Sharae Firdousi, Clifton, Karachi, and / or online through Zoom. Phone: 111-247-225; Website: www.abl.atlas.pk

| | |
|---|--|
| Name of Shareholder / Proxy Holder | |
| Registered Address | |
| Folio / CDS Account Number | |
| Number of shares held | |
| CNIC / Passport No. (in case of foreigner) (copy to be attached) | |
| Additional information and enclosures (in case of representative of body corporate, corporation and Federal Government) | |
| Name of Authorized Signatory | |
| CNIC / Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached) | |

Instructions for Poll

1. Please indicate your vote by ticking (√) the relevant box.

2. In case both the boxes are marked as (√), your poll shall be treated as "Rejected".

I / we hereby exercise my / our vote in respect of the below resolutions through ballot by conveying my / our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

| Resolutions | I / We assent to the Resolution (FOR) | I / We dissent to the Resolution (AGAINST) |
|--|---------------------------------------|--|
| To consider and, if thought fit, pass with or without modification(s), the following resolutions as special resolutions: | | |
| Resolution for Agenda Item No. 5.1 Resolved: "that the authorized capital of the Company be and is hereby increased from Rs.500,000,000/- (Rupees five hundred million only) to Rs.1,500,000,000/- (Rupees one billion five hundred million only) by creation of 100,000,000 (one hundred million) new ordinary shares of Rs.10/- each." | | |
| Resolution for Agenda Item No. 5.2 Further Resolved: "that the Memorandum and Articles of Association of the Company be and are hereby altered by substituting the figures and words of Rs.500,000,000/- (Rupees five hundred million only) divided into 50,000,000 (fifty million) ordinary shares of Rs.10/- each appearing in Clause 5 of the Memorandum of Association and Article 8 of the Articles of Association with the words and figures of Rs.1,500,000,000/- (Rupees one billion five hundred million only) divided into 150,000,000 (one hundred fifty million) ordinary shares of Rs.10/- each." | | |
| Resolution for Agenda Item No. 5.3 Further Resolved: "that the ordinary shares when issued shall carry equal voting rights and rank pari passu with the existing ordinary shares of the Company in all respect / matters in conformity with the provisions of the Companies Act, 2017." | | |
| Resolution for Agenda Item No. 5.4 Further Resolved: "that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions." | | |
| Resolution for Agenda Item No. 6.1 Resolved: "that the Article 132 of the Articles of Association of the Company be amended to read as under: 132. When in their opinion the profits of the Company permit, the Directors may declare interim dividend as well as fully paid bonus shares. In lieu of: 132. When in their opinion the profits of the Company permit, the Directors may declare interim dividend." | | |

| Resolutions | I / We assent to the Resolution (FOR) | I / We dissent to the Resolution (AGAINST) |
|---|---------------------------------------|--|
| Resolution for Agenda Item No. 6.2 Further Resolved: "that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions." | | |
| Resolution for Agenda Item No. 7.1 Resolved: "that pursuant to compliance of S.R.O. 389(I)/2023 dated March 21, 2023, the Company may circulate the annual balance sheet, profit and loss account, auditors' report and directors' report etc. ("annual audited financial statements") to its members through QR enabled code and weblink instead of transmitting the same through CD / DVD / USB." | | |
| Resolution for Agenda Item No. 7.2 Further Resolved: "that the Chief Executive Officer and Company Secretary be and are hereby authorized singly to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions." | | |

| |
|---|
| <p>Notes:</p> <ol style="list-style-type: none"> Duly filled ballot paper should be sent to the Chairman of Atlas Battery Limited's office at 4-C, Khayaban-e-Tanzeem, Tauheed Commercial, Phase V, DHA, Karachi / Share Registrar or through email at investor.relations@abl.atlas.pk with the subject line as "Postal Ballot". Copy of CNIC / Passport (in case of foreigner) should be enclosed with the postal ballot form. Ballot paper should reach the Chairman within business hours by or before September 28, 2023. Any postal ballot received after this date, will not be considered for voting. Signature on ballot paper should match with signature on CNIC / Passport. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten ballot paper will be rejected. In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature and attested copy of valid CNIC of the nominee (unless it has been provided earlier) should be enclosed with the ballot paper. Ballot paper form has also been placed on the website of the Company at www.abl.atlas.pk. Members may download the ballot paper from the website or use an original / photocopy published in newspapers. The decision of Chairman of the meeting regarding validity of the vote shall be final. |
|---|

 Shareholder / Proxy Holder Signature / Authorized Signatory
 (In case of corporate entity, please affix company stamp)

Date: _____

Place: _____

Atlas Battery Limited

D-181, Central Avenue,
S.I.T.E. Karachi-75730
UAN: 111-247-225
Fax: (92-21) 32564703
E-mail: abl@abl.atlas.pk
Website: www.abl.atlas.pk