

ANNUAL REPORT  
**2023**



**DEWAN AUTOMOTIVE ENGINEERING LIMITED**



## Contents

Company Information	2
Mission Statement	3
Notice of Annual General Meeting	4
Directors' Report	7
Chairman's Review	11
Key Operating and Financial Data	12
Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019	13
Independent Auditor's Modified Review Report to the Members of Dewan Automotive Engineering Limited	16
Independent Auditor's Report	18
Statement of Financial Position	22
Statement of Profit or Loss	23
Statement of Comprehensive Income	24
Statement of Changes in Equity	25
Statement of Cash Flows	26
Notes to the Financial Statements	27
Pattern of Shareholding	54
Directors' Report (Urdu)	60
Notice of Annual General Meeting (Urdu)	63
Form of Proxy	
Form of Proxy (Urdu)	

## Company Information

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Waseem-ul-Haque Ansari Chief Executive Officer

#### Non-Executive Directors

Mr. Ishtiaq Ahmad Chairman Board of Director

Syed Maqbool Ali (Nominee Director in DMPL)

Mr. Abdul Basit (Nominee Director in DMPL)

Mr. Mehmood-ul-Hassan Asghar (Nominee Director in DMPL)

Mr. Muhammad Irfan Ali

#### Independent Director

Mr. Aziz -ul-Haque

### AUDIT COMMITTEE

Mr. Aziz-ul-Haque Chairman

Mr. Ishtiaq Ahmad Member

Syed Maqbool Ali Member

### HUMAN RESOURCE & REMUNERATION COMMITTEE

Mr. Aziz-ul-Haque Chairman

Mr. Waseem-ul-Haque Ansari Member

Syed Maqbool Ali Member

### CHIEF FINANCIAL OFFICER

Mr. Muhsin Ali

### COMPANY SECRETARY

Mr. Muhammad Hanif German

### REGISTERED ADDRESS

Dewan Centre, 3-A, Lalazar  
Beach Luxury Hotel Road, Karachi, Pakistan

### CORPORATE OFFICE

Dewan Centre, 3-A, Lalazar  
Beach Luxury Hotel Road, Karachi, Pakistan

### FACTORY

Dewan City Sajawal, District Thatta, Sindh.

### AUDITORS

Faruq Ali & Company  
Chartered Accountants  
C-88, Ground Floor, KDA Scheme No. 1  
Main Karsaz Road, Opposite Maritime Museum,  
Karachi.

### SHARES REGISTRAR TRANSFER AGENT

BMF Consultants Pakistan (Private) Ltd.  
Anum Estate, Room No. 310 & 311, 3rd Floor,  
49, Darul Aman Society, Main Shara-e-Faisal,  
Adjacent to Baloch Colony Bridge, Karachi, Pakistan

### LEGAL ADVISOR

A.K Brohi (Advocate)

### WEBSITE

[www.yousufdewan.com](http://www.yousufdewan.com)

## Vision Statement

The vision of Dewan Automotive Engineering Limited is to become a leading market player in the automobile sector.

## Mission Statement

- ❁ To assume leadership role in the technological advancement of the industry and achieve the highest level of qualitative and quantitative indigenization.
- ❁ To offer high value, economical and qualitative solutions to address the commuting needs of a diverse range of customers.
- ❁ To seek long-term and good relations with our suppliers and dealers with fair, honest and mutually profitable dealings.
- ❁ To be a totally customer oriented company and to achieve Total Customer Satisfaction.
- ❁ To create a work environment, which motivates, recognizes and rewards achievements at all levels of the organization.
- ❁ To produce environment friendly vehicles.
- ❁ To be a contributing corporate citizen for the betterment of society, and to exhibit a socially responsible behavior.

## Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Forty-First Annual General Meeting of **Dewan Automotive Engineering Limited ("DAEL" or "the Company")** will be held on Thursday, October 26, 2023, at 04:00 p.m. at Dewan Cement Limited Factory Site, at Deh Dhand, Dhabeji, District Malir, Karachi, Pakistan; to transact the following businesses upon recitation from Holy Qur'aan and other religious recitals:

### ORDINARY BUSINESS:

1. To confirm the minutes of the preceding Extra Ordinary General Meeting of the Company held on Monday, January 02, 2023;
2. To receive, consider, approve and adopt the annual audited financial statements of the Company for the year ended June 30, 2023, together with the Directors' and Auditors' Reports thereon;
3. To confirm the appointment of the Statutory Auditors of the Company for the year ended June 30, 2024, and to fix their remuneration;
4. To consider any other business with the permission of the Chair.

By order of the Board



**Muhammad Hanif German**  
Company Secretary

Karachi: September 28, 2023

### NOTES:

1. The Share Transfer Books of the Company will remain closed for the period from October 19, 2023 to October 26, 2023 (both days inclusive).
2. Members are requested to immediately notify change in their addresses, if any, at our Shares Registrar Transfer Agent BMF Consultants Pakistan (Private) Limited, located at Anum Estate Building, Room No. 310 & 311, 3rd Floor, 49, Darul Aman Society, Main Shahrah-e-Faisal, adjacent to Baloch Colony Bridge, Karachi, Pakistan.
3. A member of the Company entitled to attend and vote at this meeting, may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Company at the abovesaid address, not less than 48 hours before the meeting.
4. CDC Account holders will further have to observe the following guidelines, as laid down in Circular 01 dated January 20, 2000, issued by the Securities and Exchange Commission of Pakistan:

**a) For Attending Meeting:**

- i) In case of individual, the account holder or sub-account holder, and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his/her original National Identity Card (CNIC), or original passport at the time of attending the meeting.
- ii) In case of corporate entity, the Board of Directors' resolution/power of attorney, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) at the time of meeting.

**b) For Appointing Proxies:**

- i) In case of individual, the account holder or sub-account holder, and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirements.
- ii) Two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form, shall witness the proxy.
- iii) Attested copies of CNIC or passport of the beneficial owners and proxy shall be furnished along with the proxy form.
- iv) The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- v) In case of corporate entity, the Board of Directors' resolution/power of attorney, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) along with the proxy form to the Company.

**5. Notice to Shareholders who have not provided CNIC:**

CNIC of the shareholders is mandatory in terms of directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(1)/2012 dated July 05, 2012 for the issuance of future dividend warrants etc. and in the absence of such information, payment of dividend may be withheld in term of SECP's above mentioned directive. Therefore, the shareholders who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs directly to our Shares Registrar without any further delay.

**6. Mandate for E-DIVIDENDS for shareholders:**

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged where shareholders can get amount of dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no changes of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 5, 2013 had advised all Listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. In view of the above, you are hereby encouraged to provide a dividend mandate in favor of e-dividend by providing dividend mandate form duly filled in and signed.

## **7. Electronic Transmission of Financial Statements Etc.:**

SECP through its notification No. SRO 787(1)/2014 dated September 8, 2014 has allowed companies to circulate Annual Audited Financial Statements along with Notice of Annual General Meeting through email instead of sending the same through post, to those members who desires to avail this facility. The members who desire to opt to receive aforesaid statements and notice of AGM through e-mail are requested to provide their written consent on the Standard Request Form available on the Company's website:  
<http://www.yousufdewan.com/DAEL/index.html>

## Directors' Report

The Board of Directors of Dewan Automotive Engineering Limited is pleased to present its annual report along with the Company's audited financial statements for the year ended June 30, 2023 and welcomes you to the forty-first Annual General Meeting.

### ECONOMY OVERVIEW

The geopolitical situation, difficult financial environment and high inflationary pressures have impacted the Pakistan's economy substantially. Devastating floods and political unrest further aggravated the situation. Thus, FY2023 has been a challenging year for Pakistan's economy.

Pakistan's economy grew by just 0.29% in the FY 2023, the slowest pace in over a decade as compared to 6.1% of the last year. Economy faced all times high inflation of 29.2%, raised policy rates to record 22%, exorbitant exchange rate of USD, inflated fuel & power cost, delay in the resumption of IMF program has also added pressure to an overall slowdown of the economy.

Automotive sector shows significant decline in the productivity in FY2023 as compared to the FY2022. The decline was mainly attributable to the import restrictive policy of the financial authorities as automobiles are perceived as luxury items, with the objective of reducing the current account deficit. The industry's volumes, as a result, witnessed a dip as the cumulative sales of passenger cars and light commercial vehicles for the year declined significantly.

The IMF program and financial support from Saudi Arabia, UAE and China have provided a life line for Pakistan's economy. However, the situation remains fragile. Numerous challenges persist, and if not managed effectively, can push Pakistan toward deeper economic turmoil.

### COMPANY PERFORMANCE

#### Financial Overview

The summary of financial performance for the year, along with the comparative figures is as follows:

	<b>2023</b>	<b>2022</b>
	<b>(Rupees in '000)</b>	
Gross Sales	-	-
Gross (loss)	<b>(15,513)</b>	(16,699)
Operating (loss)	<b>(26,196)</b>	(19,283)
Net (loss) after tax	<b>(85,086)</b>	(50,805)

During the year under review, the production activities of the Company remained suspended due to temporary non-operation of the sister company to which sales were being made. Company suffered financial loss owing to unabsorbed overhead costs and other expenses.

Company is going to restart its operations for supplying parts to its sister concern who is going to resume its business of assembling commercial vehicles of KIA Corporation under Technical License Agreement (TLA) signed on November 7, 2022. Management is confident that the production at plant will start very soon by early next year. In order to exploit its full potential, Company expects to avail necessary working capital lines for its operations.



## Observation in the Auditors' Report

The Auditors have issued adverse opinion in their report due to significance of the matter on going concern.

### Going concern:

These financial statements have prepared on going concern assumption because the conditions being faced by the company are temporary and would reverse due to resumption of operations of the Company's sister concern to whom the supplies of its products are to be made. The Company have already settled its liabilities in respect of all of its Banks / Financial Institutions and expects to avail working capital lines for its operations. The management is confident that the company will be in operations next year, and accordingly, the accounts have been prepared on going concern basis. The company has fully explained the status of the matter in note 2 to annexed annual audited Financial Statements.

### Corporate and financial reporting framework:

The financial statements for the year ended June 30, 2023, prepared by the management of the Company, present fairly its state of affairs, the result of its operations, cash flow and changes in equity;

- Proper books of accounts of the company have been maintained;
- Appropriate accounting policies have been consistently applied in preparation of financial statements for the year ended June 30, 2023 and accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards (IFRS) as applicable in Pakistan, have been followed in preparation of financial statements;
- The system of internal control is sound in design and has been effectively implemented and monitored;
- The Management has explained their views in detail regarding the going concern ability of the company in note 2 of the annexed financial statements.
- There has been no material departure from the best practice of the corporate governance, as detailed in the listing regulations of the stock exchange of Pakistan;
- Summarized key operating and financial data of the last six years is enclosed with the report;
- All taxes have been paid and nothing is outstanding, except as disclosed in note 16 of the annexed audited financial statements;

The Board Comprises of one independent director, one executive and five non-executive Directors. The following are the names of Directors.

- Mr. Waseem ul-Haque Ansari
- Mr. Ishtiaq Ahmed
- Syed Maqbool Ali
- Mr. Abdul Basit
- Mr. Mehmood-Ul-Hassan Asghar
- Mr. Muhammad Irfan Ali
- Mr. Aziz-ul-Haque

During the year two casual vacancies was occurred which was filled by the Board of Directors of the Company.

### Principal Activities of the Company

Dewan Automotive Engineering Limited is incorporated in Pakistan as a public limited Company and is listed on the Pakistan Stock Exchange. The Company's principal activity is manufactures, assembles, trades, and sells tractors, light commercial vehicles and motorcycles primarily in Pakistan. It also trades in and manufactures related parts and implements.

### Principal Risks and Uncertainties

The Company consider the following as key risks:

- Depreciation of Pak Rupee against US Dollar;
- Non-availability of working capital.

The Company is endeavoring internally as well as externally to cater with and mitigate the impact of aforesaid risks and uncertainties.

### Corporate Social Responsibility

The Company conducts its business in a responsible manner looking after its stakeholders and the environment. The Company mainly focus providing on the job training to fresh hired work force enabling them to develop adequate skills. While employing work force, the Company encourage under-privileged people residing close to the plant, thereby increasing their standard of living. Moreover, health and safety of employees is another area of focus. The Company complies with all applicable rules and regulations in the manufacturing process to ensure environmental protection. Standard Operating Procedures have been laid down to ensure protecting the health and safety of employees. The Company is also involved in providing medical facilities to people residing in the surrounding area.

The Board of Directors comprise of individuals with diversified knowledge who endeavor to contribute toward the aim of the Company with the best of their abilities. During the year Six meetings of the Board of Directors was held. The attendance of directors was as follows;

<b>Names of Directors</b>	<b>No of meetings attended</b>
Mr. Waseem-ul-Haque Ansari	6
Syed Maqbool Ali	6
Mr. Ishtiaq Ahmed	6
Mr. Muhammad Irfan Ali	6
Mr.Imran Ahmed Javed	1
Mr. Aziz-ul-Haque	6
Mr. Mehmood-Ul-Hassan Asghar	5
Mr. Abdul Basit	6

The audit committee comprise of three members, all of them are non-executive. During the year four meetings of audit committee was held.

<b>Name of Director</b>	<b>No. of meetings attended</b>
Mr. Aziz-ul-Haque	4
Mr. Ishtiaq Ahmed	4
Syed Maqbool Ali	4

During the year one meeting of the human resource & remuneration committee was held, members' attendance in this meeting is as under.

<b>Name of Director</b>	<b>No. of meetings attended</b>
Mr. Aziz ul Haque	1
Mr. Waseem-ul-Ha que Ansari	1
Syed Maqbool Ali	1

### **Auditors:**

The present Auditors Messer's Faruq Ali & Co, Chartered Accountants, have retired and offer themselves for re-appointment.

The Board of Director on recommendation of the Audit committee has recommended the re-appointment of Messer's Faruq Ali & Co. Chartered Accountants.

### **Loss per share**

Loss per share during the year under report worked out to Rs. (3.98), [2022 Rs. (2.37)].

### **Dividend**

Due to loss for the year as well as accumulated losses, no dividend has been recommended by the Board.

### **Pattern of Shareholding:**

The pattern of Shareholding of the Company as at June 30, 2023 is included in the Annual Report.

### **Trading in Company Shares**

None of the Directors, Executives, their spouses and minor children have traded in the shares of the Company during the year.

### **Vote of Thanks:**

On behalf of the Board, I thank you, the valued shareholders, Federal and Provincial Government and their functionaries, banks, development financial institutions, leasing companies, dealers, vendors and customers for their continued support and patronage.

The Board would also like to appreciate the valuable services, loyalty and efforts rendered by the executives, staff members and workers of the Company, during the year under review.

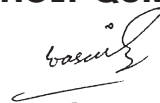
### **Conclusion:**

In conclusion, we bow, beg and pray to Almighty Allah, Rehman-o-Rahim, in the name of his beloved Prophet, Muhammad, peace be upon him, for continued showering of His blessing, guidance, strength, health and prosperity to us, our Company, country and nation and also pray to Almighty Allah to bestow peace, harmony, brotherhood and unity in true Islamic spirit to whole of Muslim Ummah, Ameen, Summa Ameen.

### **LO-MY LORD IS INDEED HEARER OF PRAYER (HOLY QURAN)**



**Ishtiaq Ahmed**  
Chairman Board of Directors



**Waseem-ul-Ha que Ansari**  
Chief Executive

September 26, 2023


## Chairman's Review

I am pleased to present a report on the overall performance of the Board of Directors and effectiveness of the role played by the board in achieving the company's objectives. The board of directors is responsible for the management of the company, which formulates all significant policies and strategies. The board is governed by relevant laws & regulations, rights, responsibilities and duties are as specified and prescribed therein.

The board of Directors comprises of individuals with diversified knowledge who endeavor to contribute towards the aim of the Company with the best of their abilities.

An annual self-evaluation of the board of Directors of the Company is carried out. The purpose of this evaluation is to ensure that the Board's overall performance and effectiveness is measured and benchmarked against expectations in the context of objectives set for the Company.

During the financial year ended June 30, 2023, six board meetings were held. The Board of Directors of the Company received agendas and supporting material in sufficient time prior to the board and its committee meetings. All the Directors are equally involved in important decisions. The Board's overall performance and effectiveness for the year under review was satisfactory.



**Ishtiaq Ahmed**  
Chairman

September 26, 2023

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

PARTICULARS	2023	2022	2021	2020	2019	2018 Restated
	..... Rs. in '000' .....					
Gross Sales	-	-	-	7,313	22,109	-
Net Sales	-	-	-	6,251	18,896	-
Gross (Loss) / Profit	(15,513)	(16,699)	(17,760)	(20,872)	(29,518)	(19,835)
Operating (loss)/profit	(26,196)	(19,283)	(27,118)	(26,136)	(57,586)	(29,995)
(loss) / profit before tax	(86,871)	(52,407)	(46,610)	(61,680)	(86,519)	(50,707)
(loss) / profit after tax	(85,086)	(50,805)	(44,508)	(59,386)	(84,046)	(47,828)
Retained Earnings	178,184	178,184	178,184	178,184	178,184	178,184
Share Capital	214,000	214,000	214,000	214,000	214,000	214,000
Shareholders Equity	(1,456,698)	(1,371,612)	(1,320,807)	(1,276,299)	(1,216,913)	(1,147,434)
Fixed Assets	196,962	212,681	222,079	240,058	259,767	265,695
Total Assets	211,887	235,963	240,923	255,140	274,903	306,989
<b>FINANCIAL ANALYSIS</b>						
Gross (loss)/profit Margin	-	-	-	-	-472.21%	-104.65%
Operating (loss) /profit Margin	-	-	-	-	-921.22%	-155.70%
(loss)/profit before tax	-	-	-	-	-1384.08%	-265.31%
(loss) / profit after tax	-	-	-	-	-1344.52%	-253.94%
<b>Return on Investment</b>						
(Loss) / Earnings per share before tax (Rs/Share)	(4.06)	(2.45)	(2.18)	(2.88)	(4.04)	(2.34)
(Loss) / Earnings per share after tax (Rs/Share)	(3.98)	(2.37)	(2.08)	(2.78)	(3.93)	(2.24)
<b>Activity Ratios</b>						
Sales to Total Assets-Times	-	-	-	-	2.27	0.06
Sales to Fixed Assets-Times	-	-	-	-	0.02	0.07
<b>Liquidity Ratios</b>						
Current ratio	0.003	0.003	0.002	0.008	0.008	0.03
Book value per share (Rs.)	(68.07)	(64.09)	(61.72)	(59.64)	(56.86)	(54.35)

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

For The Year Ended June 30, 2023

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

1. The total number of directors are seven as per the following:
  - a. Male : 7
  - b. Female : The requirement to have Female representation in the Company's board will be complied upon reconstitution of the Board.
2. The composition of board is as follows:
 

a) Independent Director	Mr. Aziz-ul-Haque
b) Non-executive Directors	Mr. Ishtiaq Ahmad Mr. Abdul Basit Mr. Mehmood-ul-Hassan Asghar Syed Maqbool Ali Mr. Muhammad Irfan Ali
c) Executive Director	Mr. Waseem-ul-Haque Ansari
3. Six Directors have confirmed that none of them is serving as director on more than seven listed companies, including this company, whereas one director is serving as director in more than seven listed Yousuf Dewan Companies.
4. The company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures.
5. The board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.
6. All the powers of the board have been duly exercised and decision on relevant matters have been taken by board/ shareholders as empowered by the relevant provisions of the Act and these Regulations.
7. The meetings of the board were presided over by the Chairman and, in his absence, by a director elected by the board for this purpose. The board has complied with requirements of Act and the regulations with respect to frequency, recording and circulating minutes of meeting of board.
8. The board of directors have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.

9. Three of the Directors are qualified under the directors training program. We will arrange Director Training Program in the coming session.
10. The board has approved appointment of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations.
11. CFO and CEO duly endorsed the financial statements before approval of the board.
12. The board has formed committees comprising of members given below:
- |                                  |                            |          |
|----------------------------------|----------------------------|----------|
| a) Audit Committee               | Mr. Aziz-ul-Haque          | Chairman |
|                                  | Mr. Ishtiaq Ahmad          | Member   |
|                                  | Syed Maqbool Ali           | Member   |
| b) HR and Remuneration Committee | Mr. Aziz-ul Haque          | Chairman |
|                                  | Mr. Waseem-ul-Haque Ansari | Member   |
|                                  | Syed Maqbool Ali           | Member   |
13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance.
14. The frequency of meetings (quarterly/half yearly/ yearly) of the committee were as per following:
- |                                  |   |
|----------------------------------|---|
| a) Audit Committee               | 4 meetings of the audit committee were held during the financial year ended June 30, 2023 |
| b) HR and Remuneration Committee | 1 annual meeting held during the financial year ended June 30, 2023                       |
15. The board has set up an effective internal audit function. The staffs are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company.
16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP and registered with Audit Oversight Board of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.

DEWAN AUTOMOTIVE ENGINEERING LIMITED


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

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

S. No.	Non-Mandatory Requirement	Reg No.	Explanation
1	<b>Directors' Training.-</b> It is encouraged that by June 30, 2022 all the directors on their Boards have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.	19	Currently, three Directors are qualified under the directors training program. The Company is encouraging and planning to arrange DTP certification for the remaining Directors.



**Ishtiaq Ahmad**  
Chairman Board of Directors



**Waseem-ul-Haq Ansari**  
Chief Executive

Karachi: September 26, 2023



## **Independent Auditor's Modified Review Report to the Members of Dewan Automotive Engineering Limited**

### **Review Report to the Members on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019**

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors ('the Board') of **Dewan Automotive Engineering Limited** (the Company) for the year ended 30 June 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 require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Following instances of non-compliance with the requirements of the Code were observed which are not stated in the Statement of Compliance:

- The independent directors shall not be less than two or one third of total members of the board, whichever is higher, whereas board includes one independent director, who in our view does not meet the criteria of independence on account of his cross directorship in associated companies; accordingly, due to the foregoing reasons, requirements of chairman of audit and HR Remuneration Committee to be an independent director has also not been complied with.



Based on our review, except for the above instances of non-compliance, 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 30 June 2023.

Further, we highlight below instances of non-compliance with the requirements of the Codes as reflected in the paragraph reference where these are stated in the Statement of Compliance:

**S.No Reference Description**

- |     |                  |  |
|-----|------------------|--|
| (1) | Paragraph 1      | The company has no female director in its Board, as required by the Regulations.   |
| (2) | Paragraph 2      | The board of the directors includes only one independent director, which is below the limit of one third of the board, as required by regulations.   |
| (3) | Paragraph 3      | One of the directors of the Company is serving as a director in more than seven listed companies.  |
| (4) | Paragraph 9 & 19 | Three directors are qualified under the directors' training program which is less than the prescribed criteria of the directors' training program as by 30 June 2023 all the directors are required to acquire prescribed certification. |

A handwritten signature in black ink that reads 'Fasih uz Zaman'.

**CHARTERED ACCOUNTANTS**  
Engagement partner: Fasih uz Zaman

Dated: September 28, 2023

Karachi

UDIN: CR202310179s8Hgueqmd

## INDEPENDENT AUDITOR'S REPORT

### To the members of Dewan Automotive Engineering Limited

### Report on the Audit of the Financial Statements

#### Adverse Opinion

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

In our opinion, because of the significance of the matters discussed in the basis for adverse opinion section of our report, the statement of financial position, statement of profit or loss, statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof do not conform with the accounting and reporting standards as applicable in Pakistan and do not give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively do not give a true and fair view of the state of the Company's affairs as at 30 June 2023 and of the loss and other comprehensive loss, the changes in equity and its cash flows for the year then ended.

#### Basis for Adverse 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 adverse opinion.

- a) The financial statements of the Company for the year ended 30 June 2023 reflect loss after taxation of Rs.85.086 million and as of that date it has accumulated losses of Rs.1,908.401 million which resulted in net capital deficiency of Rs.1,456.698 million and its current liabilities exceeded its current assets by Rs.1,386.902 million and total assets by Rs.1,179.503 million. The operations of the Company are closed. The Company is placed on defaulters' counter of Pakistan Stock Exchange Limited and trading of its shares was suspended. These conditions lead us to believe that the going concern assumption used in preparation of these financial statements is inappropriate; consequently, the assets and liabilities should have been stated at their realizable and settlement amounts respectively.



*Continuation Sheet*

### **Key Audit Matter(s)**

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.

We have determined that there are no key audit matters to communicate in our report other than the matters described in the basis for adverse opinion section.

### **Information Other than the Financial Statements and Auditors' Report Thereon**

Management is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our 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. As described in the basis for adverse opinion section of our report, we have concluded that the other information is materially misstated for the same reason.

### **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.



*Continuation Sheet*

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) Because of the matter described in Basis for Adverse Opinion section, the statement of financial position, the statement of profit or loss, statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have not been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) however, the same are in agreement with the books of account and returns;
- c) Investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) No Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

The engagement partner on the audit resulting in this independent auditor's report is Fasih uz Zaman.

**CHARTERED ACCOUNTANTS**

Place: Karachi

Dated: September 28, 2023

UDIN: AR202310179oaMQLZwS8

# Statement of Financial Position

As at 30 June 2023

	Note	June 30, 2023	June 30, 2022
————(Rs. in '000)————			
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	5	196,962	212,681
Long term deposit		503	503
Available for sale investment	6	9,934	18,315
		207,399	231,499
<b>CURRENT ASSETS</b>			
Stock in trade	7	--	--
Trade debts	8	--	--
Advances	9	1,376	1,376
Advance income tax - Net		2,597	2,581
Bank balances	10	515	507
		4,488	4,464
		211,887	235,963
<b>EQUITY AND LIABILITIES</b>			
<b>SHARE CAPITAL AND RESERVES</b>			
Authorised share capital 21,800,000 (2022: 21,800,000) Ordinary shares of Rs.10/- each		218,000	218,000
Issued, subscribed and paid-up share capital	11	214,000	214,000
Capital reserve			
Merger reserve		82,090	82,090
Settlement claim from Ford Motors	12	86,194	86,194
Surplus on revaluation of property, plant and equipment	13	59,519	63,888
Revenue reserves			
General reserve		9,900	9,900
Accumulated losses		(1,908,401)	(1,827,684)
		(1,456,698)	(1,371,612)
<b>NON-CURRENT LIABILITIES</b>			
Long term loan - Unsecured	14	254,355	211,696
Deferred taxation	15	22,840	24,625
		277,195	236,321
<b>CURRENT LIABILITIES</b>			
Trade and other payables	16	374,819	373,790
Short term finance	17	154,879	154,879
Accrued mark-up	18	861,692	831,335
Overdue portion of loan - Secured	19	--	11,250
		1,391,390	1,371,254
<b>CONTINGENCIES AND COMMITMENTS</b>			
	20	--	--
		211,887	235,963

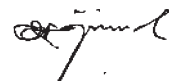
The annexed notes form an integral part of these financial statements.



**Muhsin Ali**  
Chief Financial Officer



**Waseem-ul-Haque Ansari**  
Chief Executive Officer



**Ishtiaq Ahmed**  
Chairman

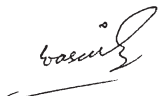
# Statement of Profit or Loss

For The Year Ended June 30, 2023

	Note	2023 ------(Rs. in '000)-----	2022
<b>Sales - Net</b>		-	-
<b>Cost of sales</b>	21	(15,513)	(16,699)
<b>Gross (loss)</b>		(15,513)	(16,699)
<b>Operating expenses</b>			
Administrative expenses	22	(2,302)	(2,584)
Other expenses	23	(8,381)	-
		(10,683)	(2,584)
<b>Operating (loss)</b>		(26,196)	(19,283)
Other income	24	1,092	3,629
Finance cost	25	(61,767)	(36,753)
<b>(Loss) before taxation</b>		(86,871)	(52,407)
Taxation - Net	26	1,785	1,602
<b>(Loss) for the year</b>		(85,086)	(50,805)
(Loss) per share - Basic and diluted	27	(3.98)	(2.37)

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

  
**Muhsin Ali**  
 Chief Financial Officer

  
**Waseem-ul-Haque Ansari**  
 Chief Executive Officer

  
**Ishtiaq Ahmed**  
 Chairman



# Statement of Comprehensive Income

For The Year Ended June 30, 2023

	Note	2023 ------(Rs. in '000)-----	2022 -----
(Loss) for the year		(85,086)	(50,805)
Other comprehensive income for the year:		-	-
<b>Total comprehensive (loss) for the year</b>		<u>(85,086)</u>	<u>(50,805)</u>

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



**Muhsin Ali**  
Chief Financial Officer



**Waseem-ul-Haque Ansari**  
Chief Executive Officer



**Ishtiaq Ahmed**  
Chairman

# Statement Of Changes In Equity

For The Year Ended June 30, 2023


Issued, subscribed and paid-up share capital	Capital reserves				Revenue reserves			Total
	Merger reserve	Settlement claim from Ford Motors (Note 12)	Surplus on revaluation of property, plant and equipment	Capital reserve	General reserve	Accumulated losses	Total revenue reserves	

----- (Rupees in '000) -----

<b>Balance as on 1 July 2021</b>	214,000	82,090	86,194	68,646	236,930	9,900	(1,781,637)	(1,771,737)	(1,320,807)
(Loss) for the year	-	-	-	-	-	-	(50,805)	(50,805)	(50,805)
Other comprehensive income	-	-	-	-	-	-	-	-	-
Total comprehensive (loss) for the year	-	-	-	-	-	-	(50,805)	(50,805)	(50,805)
Incremental depreciation transfer from surplus on revaluation of property, plant and equipment - Net of tax	-	-	-	(4,758)	(4,758)	-	4,758	4,758	-
<b>Balance as at 30 June 2022</b>	<b>214,000</b>	<b>82,090</b>	<b>86,194</b>	<b>63,888</b>	<b>232,172</b>	<b>9,900</b>	<b>(1,827,684)</b>	<b>(1,817,784)</b>	<b>(1,371,612)</b>
(Loss) for the year	-	-	-	-	-	-	(85,086)	(85,086)	(85,086)
Other comprehensive income	-	-	-	-	-	-	-	-	-
Total comprehensive (loss) for the year	-	-	-	-	-	-	(85,086)	(85,086)	(85,086)
Incremental depreciation transfer from surplus on revaluation of property, plant and equipment - Net of tax	-	-	-	(4,369)	(4,369)	-	4,369	4,369	-
<b>Balance as at 30 June 2023</b>	<b>214,000</b>	<b>82,090</b>	<b>86,194</b>	<b>59,519</b>	<b>227,803</b>	<b>9,900</b>	<b>(1,908,401)</b>	<b>(1,898,501)</b>	<b>(1,456,698)</b>

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

  
**Muhsin Ali**  
 Chief Financial Officer

  
**Waseem-ul-Haque Ansari**  
 Chief Executive Officer

  
**Ishtiaq Ahmed**  
 Chairman

# Statement of Cash Flows

For The Year Ended June 30, 2023

	June 30, 2023	June 30, 2022
	------(Rs. in '000)-----	
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
(Loss) before taxation	(86,871)	(52,407)
<b>Adjustment for non cash charges and other items</b>		
Depreciation	15,719	16,601
Impairment / (reversal) of impairment on investment in associate	8,381	(2,539)
Unwinding of discount / present value adjustment - Net	17,659	17,557
Finance cost	44,108	19,196
Cash flows before working capital changes	(1,004)	(1,592)
<b>Working capital changes</b>		
(increase)/decrease in current assets		
Advances	-	(1,376)
Increase/(decrease) in current liabilities		
Trade and other payables	1,029	292
	1,029	(1,084)
Net cash generated from operations	25	(2,676)
<b>Payments for:</b>		
Finance cost	(13,751)	(23)
Income tax	(16)	(371)
Net cash outflows from operating activities	(13,742)	(3,070)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Fixed capital expenditures	-	(7,203)
Long term deposits	-	(503)
Net cash outflows from investing activities	-	(7,706)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Long term loan from sponsor	25,000	10,766
Overdue portion of loan paid	(11,250)	-
Net cash inflows from financing activities	13,750	10,766
Net increase / (decrease) in cash and cash equivalents	8	(10)
Cash and cash equivalents at the beginning of the year	507	517
<b>Cash and cash equivalents at the end of the year</b>	<b>515</b>	<b>507</b>

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



**Muhsin Ali**  
Chief Financial Officer



**Waseem-ul-Haque Ansari**  
Chief Executive Officer



**Ishtiaq Ahmed**  
Chairman

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 1 STATUS AND NATURE OF BUSINESS

Dewan Automotive Engineering Limited is a public Limited Company quoted on Pakistan Stock Exchange Limited (trading in defaulter counter). The Company's business is the assembly-cum progressive manufacture and sale of tractors, light commercial vehicles and motorcycles and trading / manufacturing of parts and implements related thereto. The Company was incorporated on May 6, 1982 and commenced commercial operations in August, 1983. The Company was taken over by Yousuf Dewan Company in April 2004.

During the year 2017, the Company received notices from Pakistan Stock Exchange Limited (PSX) in respect of non-compliance of clause 5.11.1. (c) and 5.11.1.(e) of the PSX Regulations therefore it was placed on defaulter's counter of PSX and trading of its shares was suspended. The Company has rectified the default and has requested for removal of Company from defaulter's counter. Hence no action by the Exchange under clause 5.11.1. (c) and 5.11.1.(e) is warranted under the said circumstances.

The geographical location and address of Company's business units including plant is as under:

- Company's registered office is located at Dewan Centre, 3-A Lalazar, Beach Hotel Road, Karachi.
- Company's production plant is situated at Sajawal and Shershah Karachi, Sindh, Pakistan.

## 2 GOING CONCERN ASSUMPTION

The Company incurred a net loss of Rs.85.086 million during the year ended 30 June 2023 (2022: Rs.50.805 million) and as of that date it has accumulated losses of Rs.1,908.401 million (2022: Rs.1,827.684 million) which have resulted in net capital deficiency of Rs.1,456.698 million (2022: Rs.1,371.612 million) and its current liabilities exceeded its current assets by Rs.1,386.902 million (2022: Rs.1,366.790 million) and total assets by Rs.1,179.503 million (2022: Rs.1,135.291 million). The Company has been unable to ensure payments to the creditors due to the liquidity problems. These conditions indicate the existence of material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. therefore the Company may not be able to realize its assets and discharge its liabilities in normal course of business.

These financial statements have prepared on going concern assumption because the conditions being faced by the company are temporary and would reverse due to resumption of operations of the Company's sister concern to whom the supplies of its products are to be made. The Company have already settled its liabilities in respect of all of its Banks / Financial Institutions and expects to avail working capital lines for its operations. The management is confident that the company will be in operations next year, and accordingly, the accounts have been prepared on going concern basis.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 3 BASIS OF PREPARATION

### 3.1 Statement of compliance

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

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

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

### 3.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except certain items of property, plant and equipment which are carried at revalued amounts.

### 3.3 Changes in accounting standards, interpretations and pronouncements

#### 3.3.1 Standards, interpretations and amendments to approved accounting standards which became effective during the year

The following standards, amendments and interpretations are effective For The Year Ended June 30, 2023. These standards, amendments and interpretations are either not relevant to the company's operations or not expected to have significant impact on the company's financial statements other than certain additional disclosures.

	<b>Effective Date (Period beginning on or after)</b>
Interest Rate Benchmark Reform – Phase 2 (Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16)	1 January 2021
Amendment to IFRS 16 "Leases" - Covid-19 related rent concessions extended beyond 30 June 2021	1 April 2021

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 3.3.2 Standards, interpretation and amendments to approved accounting standards that are not yet effective

The following amendments to accounting standards are only effective for accounting periods, beginning on or after the date mentioned against each of them. These amendments are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.

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

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

# Notes To The Financial Statements

For The Year Ended June 30, 2023

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

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

## 3.4 Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates. The financial statements are presented in Pak Rupees, which is the Company's functional and presentation currency.

## 3.5 Use of estimates and judgements

The preparation of the financial statements in conformity with approved accounting standards as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities and income and expenses. Actual results may differ from these estimates.

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

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant affect on the amounts recognised in the financial statements are as follows:

### 3.5.1 Operating fixed assets, revaluation and depreciation

The Company reviews appropriateness of the rate of depreciation, useful lives and residual values used in the calculation of depreciation. The estimates of revalued amounts of revalued assets are based on valuations carried out by a professional valuer. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis. In making these estimates, the Company uses the technical resources available with the Company. Any change in the estimates in the future might affect the carrying amount of respective item of property, plant and equipment, with corresponding effects on the depreciation charge and impairment.

### 3.5.2 Income tax

In making the estimates for income tax currently payable by the Company, the management considers the current income tax laws and the decisions of appellate authorities on certain issues in the past.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 3.5.3 Stock in trade

The Company reviews the net realizable value (NRV) of stock in trade to assess any diminution in the respective carrying values. Any change in the estimates in future years might affect the carrying amounts of stock in trade and corresponding effect in profit and loss account of those future years. Net realisable value is determined with respect to estimated selling price less estimated expenditures to make the sales.

## 4 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are consistently applied in the preparation of these financial statements are the same as those applied in earlier period presented.

### 4.1 Property, plant and equipment

Owned

Item of property, plant and equipment is recognized as asset when it is probable that future economic benefits associated with the asset will flow to the company and its cost to the company can be measured reliably.

An item of property, plant and equipment, which qualifies for recognition as an asset, is initially measured at its cost. Cost includes expenditure that is directly attributable to the acquisition of the item. Subsequent to initial recognition items of property, plant and equipment are carried at a revalued amount, being its fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are made with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using the fair value at the balance sheet date.

Any revaluation increase arising on the revaluation of assets is recognised in other comprehensive income and presented as a separate component of equity as "Revaluation surplus on property, plant and equipment", 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 assets is charged to profit or loss to the extent that it exceeds the balance, if any, held in the revaluation surplus on property, plant and equipment relating to a previous revaluation of that asset. The revaluation reserve is not available for distribution to the Company's shareholders. The surplus on revalued assets to the extent of incremental depreciation charged (net of deferred tax) is transferred to unappropriated profit.

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



# Notes To The Financial Statements

For The Year Ended June 30, 2023

Property, plant and equipment are stated at cost / revalued amounts less accumulated depreciation except for the leasehold land which is stated at revalued amount. Depreciation is charged to income applying the reducing balance method over estimated useful life of the assets. Depreciation on additions is charged from the month the asset is put into use while on disposals upto the month the asset was in use. Depreciation is being charged at the rates given in note 5.1. Incremental depreciation on account of revaluation charged for the year on revalued assets is transferred from surplus on revaluation of property, plant and equipment to accumulated loss.

The assets residual values and useful lives are reviewed and adjusted, if appropriate, at each balance sheet date.

Maintenance and normal repairs are charged to income as and when incurred. Major renewal and improvements are capitalized. Gain or loss, if any, on disposal of property, plant and equipment is included in income currently.

## Leased

The company accounts for assets acquired under finance lease by recording the assets and related liability. Assets are recorded at lower of present value of minimum lease payments under the lease agreements and fair value of the assets. The aggregate amounts of obligation relating to these assets are accounted for at net present value of liabilities. Assets acquired under the finance leases are depreciated over the useful life of the respective asset in the manner and at the rates applicable to the company's owned assets. Financial charges are allocated to accounting periods in a manner so as to provide a constant periodic rate of change on outstanding liabilities.

## 4.2 Intangible

An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and that the cost of such asset can also be measured reliably.

Software under development are carried at cost. Direct cost include the purchase cost and directly attributable cost of preparing the asset for its intended use.

Intangible asset is amortized from the date such asset is put into use on straight line basis over its useful life.

## 4.3 Impairment of property, plant and equipment

The company assesses at each balance sheet date whether there is any indication that a tangible fixed asset 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 value exceeds recoverable amount, assets are written down to the recoverable amount.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.4 Deferred costs

These are amortized on a straight line basis over a period of ten years, starting from the year in which company has commenced the commercial operations.

## 4.5 Stores, spares and stock in trade

These are valued at lower of cost and net realizable value. The cost is determined as follows:

Stores and spares	Average cost
Stock in trade:	
Raw material	Average cost
Goods in transit	Cost comprising invoice values plus other charges incurred thereon.
Work in process	Prime cost plus appropriate portion of manufacturing overheads.
Finished goods	Average cost

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

## 4.6 Trade and other receivables

Trade debts originated by the company are recognized and carried at original invoice amount less an allowance for any uncollectible amounts, if any. An estimate for doubtful debts is made when collection of amount is no longer probable. Bad debts are written off when they are no longer recoverable.

Other receivables are recognized and carried at cost.

## 4.7 Investments

Investments classified as available for sale are initially measured at cost, being the fair value of consideration given. At subsequent reporting dates, these investments are re-measured at fair values (quoted market price), unless fair value cannot be reliably measured, in such case the investments are measured at cost. Gains and losses on re-measurement to fair value are recognized directly in equity through the statement of changes in equity.

## 4.8 Cash and cash equivalents

Cash in hand and at banks are carried at cost. For the purpose of the cash flow statement, cash and cash equivalents consist of cash in hand and at banks.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.9 Financial Instruments

### 4.9.1 Initial measurement of financial asset

The Company classifies its financial assets into following three categories:

- Fair value through other comprehensive income (FVOCI);
- Fair value through profit or loss (FVTPL); and
- Measured at amortised cost.

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

#### Subsequent measurement

Debt Investments at FVOCI	These assets are subsequently measured at fair value. Interest / mark-up income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in the statement of profit or loss account. Other net gains and losses are recognised in other comprehensive income. On de-recognition, gains and losses accumulated in other comprehensive income are reclassified to the statement of profit or loss account.
Equity Investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in the statement of profit or loss account unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in other comprehensive income and are never reclassified to the statement of profit or loss account.
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest / mark-up or dividend income, are recognised in the statement of profit or loss account.
Financial assets measured at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest / mark-up income, foreign exchange gains and losses and impairment are recognised in the statement of profit or loss account.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.9.2 Non-derivative financial assets

All non-derivative financial assets are initially recognised on trade date i.e. date on which the Company becomes party to the respective contractual provisions. Non-derivative financial assets comprise loans and receivables that are financial assets with fixed or determinable payments that are not quoted in active markets and includes trade debts, advances, other receivables and cash and cash equivalent. The Company derecognises the financial assets when the contractual rights to the cash flows from the asset expires or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risk and rewards of ownership of the financial assets are transferred or it neither transfers nor retain substantially all of the risks and rewards of ownership and does not retain control over the transferred asset.

### 4.9.2.1 Trade debts, advances and other receivables

These are classified at amortised cost and are initially recognised when they are originated and measured at fair value of consideration receivable. These assets are written off when there is no reasonable expectation of recovery. Actual credit loss experience over past years is used to base the calculation of expected credit loss.

### 4.9.2.2 Cash and cash equivalents

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

## 4.9.3 Financial liabilities

Financial liabilities are initially recognised on trade date i.e. date on which the Company becomes party to the respective contractual provisions. Financial liabilities include mark-up bearing borrowings and trade and other payables. The Company derecognises the financial liabilities when contractual obligations are discharged or cancelled or expire. Financial liability other than at fair value through profit or loss are initially measured at fair value less any directly attributable transaction cost. Subsequent to initial recognition, these liabilities are measured at amortised cost using effective interest rate method.

### 4.9.3.1 Mark-up bearing borrowings and borrowing costs

Mark-up bearing borrowings are recognised initially at fair value, less attributable transaction costs. Subsequent to initial recognition, mark-up bearing borrowings are stated at amortised cost, while the difference between the cost (reduced for periodic payments) and redemption value is recognised in the statement of profit or loss account over the period of the borrowings using the effective interest method.

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the relevant asset.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.9.3.2 Trade and other payables

Trade and other payables are recognised initially at fair value plus directly attributable costs, if any, and subsequently measured at amortised costs.

## 4.9.4 Derivative financial instruments - Other than hedging

Derivatives that do not qualify for hedge accounting are recognised in the statement of financial position at estimated fair value with corresponding effect to statement of profit or loss account. Derivative financial instruments are carried as assets when fair value is positive and liabilities when fair value is negative.

## 4.9.5 Derivative financial instruments - Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in fair value of the derivative is recognised in other comprehensive income and accumulated in hedging reserve. Any ineffective portion of changes in fair value of derivative is recognised immediately in the statement of profit or loss account. The amount accumulated in equity is removed therefrom and included in the initial carrying amount of non-financial asset upon recognition of non-financial asset.

The fair value of forward exchange contracts is estimated using appropriate valuation techniques. These are carried as assets when the fair value is positive and liabilities when the fair value is negative.

## 4.9.6 Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount is reported in the financial statements only when the Company has currently legally enforceable right to set-off the recognised amounts and the Company intends either to settle on a net basis or to realise the assets and to settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in normal course of business and in the event of default, insolvency or winding up of the Company or the counter parties.

## 4.10 Staff retirement benefits

The company operates a defined benefit plan comprising a funded gratuity scheme covering all permanent employees, under which benefits are paid on cessation of employment subject to a minimum qualifying period of service. An approved gratuity fund trust is established for the management of the gratuity obligation of the company. Annual contributions are made to the fund based on actuarial recommendations. The actuarial valuations are carried out using Projected Unit Credit Method. Remeasurement charge which comprises of actuarial gains and losses and the return on plan assets (excluding interest) are recognized immediately in other comprehensive income.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.11 Deferred income

Deferred income arising out of sale and lease back transactions is amortized over the period of lease term.

## 4.12 Trade and other payables

Liabilities for trade and other amounts payable are recognized and carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the company.

## 4.13 Taxation

### Current

Provision for current taxation is based on current rates of tax after taking into account tax credits and rebates available, if any.

### Deferred

Deferred tax is accounted for, using the balance sheet liability method in respect of all temporary differences arising from the differences between the carrying amount of assets and liability in the financial statements and the corresponding tax basis used in the computation of the taxable profit. Deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that future tax profits will be available against which the temporary differences can be utilized.

## 4.14 Provisions

A provision is recognized in the balance sheet when the company has a legal or constructive obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation.

## 4.15 Foreign currency translation

Transactions in foreign currencies are recorded using the rates of exchange ruling at the date of transaction.

Assets and liabilities in foreign currencies, if any, are translated into rupees at the exchange rates prevailing on the balance sheet date except where forward exchange contracts have been entered into in which case the rates contracted for are used.

## 4.16 Related party transactions

All transactions with related parties are based on the policy that all transactions between the company and the related parties are carried out at arm's length basis.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 4.17 Revenue recognition

Sales are recognized as revenue when goods are invoiced to customers.

## 4.18 Non current assets held for sale

Non current assets classified as held for sale are measured at the lower of their carrying amounts and fair value less cost to sell.

## 4.19 Warranties

Warranty expenses are recognized as and when claims are received.

## 4.20 Borrowings costs

Borrowing costs are recognized as an expense in the period in which these are incurred, except to the extent that these are directly attributable to the construction of qualifying assets in which case these are capitalized as part of the cost of that asset.

	Note	June 30, 2023	June 30, 2022
----- (Rs. in '000) -----			
<b>5</b>	<b>PROPERTY, PLANT AND EQUIPMENT</b>		
	Operating fixed assets - At cost / revaluation less accumulated depreciation	5.1 <u>196,962</u>	<u>212,681</u>

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 5.1 Operating fixed assets - At cost / revaluation less accumulated depreciation

PARTICULARS	COST / REVALUATION			DEPRECIATION			Book value as at 30 June 2023	Rate %
	As at 1 July 2022	Additions during the year	As at 30 June 2023	As at 1 July 2022	Charge for the year	As at 30 June 2023		
	(Rupees in '000)							
<b>Freehold land</b>								
Cost	1,202	-	1,202	-	-	-	1,202	-
Revaluation	3,598	-	3,598	-	-	-	3,598	-
Factory building on freehold land								
Cost	120,427	-	120,427	62,505	2,897	65,402	55,025	5 to 10
Revaluation	96,613	-	96,613	49,868	2,337	52,205	44,408	5
Plant and machinery								
Cost	232,224	-	232,224	183,725	4,850	188,575	43,649	10
Revaluation	104,008	-	104,008	65,838	3,818	69,656	34,352	10
Computer and allied	3,375	-	3,375	3,234	15	3,249	126	10 to 30
Furniture and office equipment	26,106	-	26,106	21,984	413	22,397	3,709	10
Motor vehicles	63,138	-	63,138	61,529	322	61,851	1,287	20
Tools and equipment	11,104	-	11,104	9,422	168	9,590	1,514	10
Refrigerators and air conditioners	1,506	-	1,506	1,365	14	1,379	127	10
Electrical appliances	318	-	318	262	5	267	51	10
Jigs and fixtures	735	-	735	659	8	667	68	10
Electrical fittings	13,697	-	13,697	5,421	828	6,249	7,448	10
Dies	4,205	-	4,205	3,765	44	3,809	396	10
Patterns	112	-	112	110	-	110	2	20
<b>TOTAL</b>	<b>682,368</b>	<b>--</b>	<b>682,368</b>	<b>469,687</b>	<b>15,719</b>	<b>485,406</b>	<b>196,962</b>	

PARTICULARS	COST / REVALUATION			DEPRECIATION			Book value as at 30 June 2022	Rate %
	As at 1 July 2021	Additions during the year	As at 30 June 2022	As at 1 July 2021	Charge for the year	As at 30 June 2022		
	(Rupees in '000)							
<b>Freehold land</b>								
Cost	1,202	-	1,202	-	-	-	1,202	-
Revaluation	3,598	-	3,598	-	-	-	3,598	-
Factory building on freehold land								
Cost	120,427	-	120,427	59,456	3,049	62,505	57,922	5 to 10
Revaluation	96,613	-	96,613	47,408	2,460	49,868	46,745	5
Plant and machinery								
Cost	232,224	-	232,224	178,336	5,389	183,725	48,499	10
Revaluation	104,008	-	104,008	61,597	4,241	65,838	38,170	10
Computer and allied	3,375	-	3,375	3,217	17	3,234	141	10 to 30
Furniture and office equipment	26,106	-	26,106	21,526	458	21,984	4,122	10
Motor vehicles	63,138	-	63,138	61,126	403	61,529	1,609	20
Tools and equipment	11,104	-	11,104	9,235	187	9,422	1,682	10
Refrigerators and air conditioners	1,506	-	1,506	1,350	15	1,365	141	10
Electrical appliances	318	-	318	256	6	262	56	10
Jigs and fixtures	735	-	735	651	8	659	76	10
Electrical fittings	6,494	7,203	13,697	5,102	319	5,421	8,276	10
Dies	4,205	-	4,205	3,716	49	3,765	440	10
Patterns	112	-	112	110	-	110	2	20
<b>TOTAL</b>	<b>675,165</b>	<b>7,203</b>	<b>682,368</b>	<b>453,086</b>	<b>16,601</b>	<b>469,687</b>	<b>212,681</b>	



## Notes To The Financial Statements

For The Year Ended June 30, 2023

**Note**      **June 30,**      **June 30,**  
                          **2023**              **2022**  
 -----(Rs. in '000)-----

**5.2** The depreciation charge for the year has been allocated as follows:

Cost of sales	21	14,776	15,605
Administrative expenses	22	943	996
		<u>15,719</u>	<u>16,601</u>

**5.3** The revaluation of property, plant and equipment was carried out as of 1 July 2018 by M/s. Anderson Consulting (private) limited (an independent valuer who is located in Karachi) on the basis of their professional assessment of prevailing market values. The revaluation resulted in a surplus amounting to Rs.18.009 million which was incorporated in these financial statements.

Particulars	Written down value of assets before revaluation	Revalued amount	Revaluation surplus
Land	2,400	4,800	2,400
Factory building	125,026	128,503	3,477
Plant and machinery	119,968	132,100	12,132
	<u><b>247,394</b></u>	<u><b>265,403</b></u>	<u><b>18,009</b></u>

**5.4** Had there been no revaluation, the net book value of the items of property, plant and equipment would have been as follows:

	<b>June 30,</b>	<b>June 30,</b>
	<b>2023</b>	<b>2022</b>
	----- (Rs. in '000) -----	
<b>Net book value</b>		
Freehold land	1,202	1,202
Factory building on freehold land	55,025	57,922
Plant and machinery	43,649	48,499
	<u>99,876</u>	<u>107,623</u>

**5.5** The forced sale value of the revalued property, plant and equipment owned by the Company had been assessed at Rs.185.800 million.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	June 30, 2023	June 30, 2022
	----- (Rs. in '000) -----	
<b>6 AVAILABLE FOR SALE INVESTMENT</b>		
<b>Investment in associated company</b>		
Dewan Mushtaq Trade Limited (Public, unquoted company)		
4,000,000 (2022: 4,000,000)		
Ordinary shares of Rs.10/- each	40,000	40,000
Provision for impairment loss	(30,066)	(21,685)
	<u>9,934</u>	<u>18,315</u>
<b>6.1</b>	Since this investment is in unquoted company therefore this is measured at cost less accumulated impairment because the fair value can not be measured reliably.	
<b>6.2</b>	Investments in associated company or undertakings have been made in accordance with the requirements under the Act.	
<b>6.3</b>	Dewan Mushtaq Trade Limited is engaged in import, export, sale and trade in petrochemicals, paints and other products. The Company has 14.31% interest in ownership of the investee company. The net assets (excess of assets over liabilities) of investee company as disclosed in the latest available un-audited financial statements for the year ended 30 June 2023, amounted to Rs.69.417 million.	
	<b>June 30, 2023</b>	<b>June 30, 2022</b>
	----- (Rs. in '000) -----	
<b>7 STOCK IN TRADE</b>		
Raw materials and components	129,886	129,886
Trading stock	30,263	30,263
	<u>160,149</u>	<u>160,149</u>
Provision for slow moving and obsolescence stocks	(160,149)	(160,149)
	<u>-</u>	<u>-</u>
<b>8 TRADE DEBTS</b>		
Considered doubtful	944	944
Provision for doubtful debts	(944)	(944)
	<u>-</u>	<u>-</u>
<b>9 ADVANCES</b>		
Sales tax advance	1,376	1,376
Other advances - Considered doubtful	5,077	5,077
	<u>6,453</u>	<u>6,453</u>
Provision for doubtful advance	(5,077)	(5,077)
	<u>1,376</u>	<u>1,376</u>

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	June 30, 2023	June 30, 2022
	----- (Rs. in '000) -----	
<b>10 BANK BALANCES</b>		
Cash at banks - current accounts	515	507

	June 30, 2023	June 30, 2022		June 30, 2023	June 30, 2022
	----- (Number of shares) -----			----- (Rs. in '000) -----	
<b>11 ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL</b>					
20,535,871	20,535,871	Ordinary shares of Rs. 10/- each issued as fully paid in cash	205,359	205,359	
864,129	864,129	Ordinary shares of Rs. 10/- each issued as fully paid bonus shares	8,641	8,641	
21,400,000	21,400,000		214,000	214,000	

## 12 CAPITAL RESERVES

Capital reserve on settlement claim from Ford Motors arose due to receipt of settlement claim from Ford Motors, as per clause 12 (a) of the Compensation agreement between the Company and Ford Motors dated 22 January 1990.

## 13 SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT

Balance as at 1 July	63,888	68,646
Incremental depreciation charged on related assets during the year - Net of tax	(4,369)	(4,758)
	59,519	63,888

**13.1** The revaluation surplus on property, plant and equipment is a capital reserve, and is not available for distribution to the shareholders in accordance with section 241 of the Companies Act, 2017.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	June 30, 2023	June 30, 2022
	----- (Rs. in '000) -----	
<b>14 LONG TERM LOAN - Unsecured</b>		
<b>From sponsor - At amortized cost</b>		
Opening balance	329,200	318,434
Received during the year	25,000	10,766
	14.1 354,200	329,200
Accumulated present value adjustment	(266,691)	(259,644)
Accumulated interest charged to profit and loss account	166,846	142,140
	254,355	211,696

**14.1** The above loan is interest free and unsecured. This loan shall be treated as subordinated to the principal amounts of the long term debt owing to the creditors of the Company from time to time and to all debts of the Company from time to time owing to the banks and financial institutions and accordingly may only be repaid by the Company in whole or in part provided that upon such repayment, the Company shall comply with the debt to equity ratio requirements of the Prudential Regulations of State Bank of Pakistan as applicable to the Company for the time being.

Since the loan is interest free and repayable in lump sum on 30 June 2026, as per the requirements of International Financial Reporting Standards (IFRSs) it has been discounted to its fair value, being the present value of the expected future cash flows at 11.67% per annum.

## 15 DEFERRED TAXATION

Deferred tax liability arising out of surplus on revaluation of property plant and equipment	22,840	24,625
--	--------	--------

**15.1** The Company has not recognized deferred tax asset amounting to Rs.602.353 million arising due to available tax losses and credits since it is not probable that future taxable profits will be available against which the temporary differences can be utilized. The deferred tax liability reflected in these financial statements relates to the surplus on revaluation of property, plant and equipment only.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	Note	June 30, 2023	June 30, 2022
----- (Rs. in '000) -----			
<b>16 TRADE AND OTHER PAYABLES</b>			
Trade creditors	16.1	293,044	293,044
Accrued expenses		28,146	27,117
Advance from dealers		39,989	39,989
Advance from customers		4,962	4,962
Withholding tax payable		6,598	6,598
Liability for staff gratuity		1,888	1,888
Workers' Profit Participation Fund		145	145
Interest on Workers' Profit Participation Fund		47	47
		374,819	373,790

**16.1** This includes amount of Rs.6.346 million (2022: Rs.6.346 million) related to Daehan-Dewan Motors Company (Private) Limited (associated company).

	Note	June 30, 2023	June 30, 2022
----- (Rs. in '000) -----			
<b>17 SHORT TERM FINANCE</b>			
<b><i>From related party (associated company) - Unsecured</i></b>			
Interest bearing	17.1	154,879	154,879

**17.1** This is an unsecured finance from an associated company, which carries mark-up @ 3 Month Kibor + 1% per annum (2022: @ 3 Month Kibor + 1% per annum) and repayable on demand.

## **18 ACCRUED MARK-UP**

Associated company	861,692	830,012
Financial institutions	-	1,323
	861,692	831,335

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	Note	June 30, 2023	June 30, 2022
------(Rs. in '000)-----			
<b>19 OVER DUE PORTION OF LOAN - Secured</b>			
Overdue portion of loan - Secured	19.1	-	11,250

**19.1** The above relates to Pak Kuwait Investment Company (Pvt) Limited (PKICL) as a portion of syndicated loan facilities obtained from financial institutions for the purpose of setting up of Automotive Air Conditioner Plant. The loans carried mark-up @ 6 months KIBOR plus 3.77%. The loans were repayable in twenty equal quarterly installments of Rs.5.250 million each commencing from 30 August 2005. The loan was secured by first pari passu charge by way of equitable mortgage, hypothecation and floating charge on present as well as future assets of the Company.

PKICL had filed suit in Honourable Banking Court of Sindh at Karachi for recovery of its liabilities through attachment and sale of Company's hypothecated / mortgaged properties. The management had disputed the claim and strongly contested the case. The management had filed counter claims alleging that the claim is highly exaggerated as it had charged mark-up on mark-up and other levies higher than the rate of mark-up agreed and other charges in violation of State Bank of Pakistan rules and all other applicable laws of Pakistan.

During the year 2020, a decree was passed by the Banking Court No. V at Karachi, in which the court decreed the case against the Company to the extent of principle amount of Rs. 11.250 million with cost of suit and cost of funds. Consequently, the financial institution preferred an appeal against the judgment, passed by the Learned Banking Court No. V at Karachi. During the year, a settlement agreement has been executed between the Company and PKICL wherein PKICL has accepted the proposal for payment of Rs. 25 million as full and final settlement. The settlement amount has been paid during the year and resulted loss recognized in profit or loss. The related suit has been withdrawn by the lender, charge of the lender over the assets of the Company has been vacated and the lender has issued a no claim certificate to the Company.

## 20 CONTINGENCIES AND COMMITMENTS

There is no contingencies and commitments as at reporting date.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	Note	2023	2022
		----- (Rs. in '000) -----	
<b>21 COST OF SALES</b>			
Depreciation	5.2	14,776	15,605
Salaries and benefits		420	859
Utilities and generator fuel charges		114	137
Printing, stationary and office supplies		198	84
Traveling and vehicles running		-	10
Communication		3	4
Repairs and maintenance		2	-
Manufacturing cost		15,513	16,699
Finished goods - Opening		30,263	30,263
Finished goods - Closing		(30,263)	(30,263)
		-	-
Cost of goods manufactured		15,513	16,699
<b>22 ADMINISTRATIVE EXPENSES</b>			
Depreciation	5.2	943	996
Fees and subscription		549	506
Auditor's remuneration	22.1	500	500
Legal and professional		-	300
Salaries, wages and benefits		260	107
Rent, rates and taxes		-	107
Printing, stationary and office supplies		47	56
Traveling and vehicles running		-	7
Communication		3	4
Security expenses		-	1
		2,302	2,584
<b>22.1 Auditor's remuneration</b>			
Audit of financial statements		300	300
Review of half yearly financial statements		150	150
Review report on code of corporate governance		50	50
		500	500

## Notes To The Financial Statements

For The Year Ended June 30, 2023

	Note	2023 ----- (Rs. in '000) -----	2022
<b>23 OTHER EXPENSES</b>			
Impairment on investment in associate	6	8,381	-
<b>24 OTHER INCOME</b>			
Reversal of impairment on investment in associate	6	-	2,539
Rental income		1,087	1,087
Interest income on saving account		5	3
		<u>1,092</u>	<u>3,629</u>

	Note	2023 ----- (Rs. in '000) -----	2022
<b>25 FINANCE COST</b>			
Unwinding of discount / present value adjustment - Net		17,659	17,557
Mark-up on borrowings from related parties		31,680	19,173
Settlement loss		12,428	-
Bank charges		-	23
		<u>61,767</u>	<u>36,753</u>
<b>26 TAXATION - Net</b>			
Current year	26.1	-	252
Prior year		-	89
Deferred		(1,785)	(1,943)
		<u>(1,785)</u>	<u>(1,602)</u>



# Notes To The Financial Statements

For The Year Ended June 30, 2023

**26.1** Relationship between accounting profit and tax expense for the year

Provision for taxation is based on minimum tax @ 1.25% of the turnover under section 113 of the Income Tax Ordinance, 2001 and normal tax on rental income. Therefore there is no relationship between accounting profit and tax expense for the year.

**26.2** The income tax assessments of the Company deemed to have been finalized upto and including Tax year 2022.

	<b>2023</b>	<b>2022</b>
	----- <b>(Rs. in '000)</b> -----	
<b>27 LOSS PER SHARE - Basic and diluted</b>		
Loss after taxation attributable to ordinary shareholders	<u>(85,086)</u>	<u>(50,805)</u>
	----- <b>(Number of shares)</b> -----	
Weighted average number of ordinary shares outstanding during the year	<u>21,400,000</u>	<u>21,400,000</u>
	----- <b>(Rupees)</b> -----	
Loss per share - Basic	<u>(3.98)</u>	<u>(2.37)</u>

**27.1** A diluted loss per share has not been presented as the Company does not have any convertible instruments in issue as at 30 June 2023 and 30 June 2022 which would have any effect on the loss per share if the option to convert is exercised.

**28 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES**

**28.1** Chief executive and directors of the Company did not charge any fee or other remuneration.

**28.2** No employee of the Company falls under the definition of "executive" as per the Companies Act, 2017. Hence no disclosure is given in the financial statements.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 29 TRANSACTIONS WITH RELATED PARTIES

Related parties include associated group companies, directors, executives, key management personnel and staff retirement funds. The transaction with associated companies are in the normal course of business and have been entered on an arm's length basis. The remuneration paid to chief executive, directors, executive and key management personnel in terms of their employment is disclosed in note 28 to the financial statements. Material transactions and balances with related parties are given below:

Name of the related party	Basis of relationship	Percentage of shareholding	Nature of transactions during the year	2023	2022
				----- (Rupees '000) -----	
Dewan Farooq Motors Limited	Group Company	0.12%	Mark up expense	31,680	19,173
Dewan Mushtaq Motors Company (pvt) Ltd	Group Company	0.0%	Rental Income	1,087	1,087

Balances with related parties are shown in long term loan (note 14), trade creditors (note 16.1), short term finance (note 17) and accrued mark up (note 18) to the financial statements.

## 30 NUMBER OF EMPLOYEES

Number of employees as at 30 June

2

2

Average number of employees during the year

2

2

## 31 PLANT CAPACITY AND PRODUCTION

### Tractors:

Sanctioned plant capacity

6,000

6,000

Actual production

-

-

### Motorcycles:

Annual capacity

60,000

60,000

Actual production

-

-

### Auto parts and other related products:

The Company manufactures various types and sizes of automotive parts to be used in various types of vehicles including motorcycles. Keeping in view the demand by its customers, the production capacity for the auto parts and other related products cannot be determined.

During the year under review, the production activities of the Company remained suspended due to temporary non-operation of the sister company to which sales were being made.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 32 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The Company is exposed to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

The board of directors has the overall responsibility for the establishment and oversight of company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

### 32.1 Credit risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties failed completely to perform as contracted. The company's credit risk is primary attributable to its receivables and balances with banks.

The carrying amounts of financial assets represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is:

	<b>June 30, 2023</b>	<b>June 30, 2022</b>
	----- <b>(Rs. in '000)</b> -----	
Advances	1,376	1,376
Bank balances	515	507
	1,891	1,883

### 32.2 Liquidity risk

Liquidity risk reflects an enterprise's inability in raising funds to meet commitments. The Company follows an effective cash management and planning policy to ensure availability of funds and to take appropriate measures for new requirements. The following are the contractual maturities of the financial liabilities, including estimated mark-ups:

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	Carrying amounts	Contractual cash flows	Six months or less	Six to twelve months	One to two years	Two to five years
(Rupees in '000)						
<b>2023</b>						
<b>Non-derivative financial liabilities</b>						
Long term loans	254,355	354,200	-	-	-	354,200
Trade and other payables	363,259	363,259	363,259	-	-	-
Accrued mark-up	861,692	861,692	861,692	-	-	-
Short term finance	154,879	170,849	170,849	-	-	-
	<u>1,634,185</u>	<u>1,750,000</u>	<u>1,395,800</u>	<u>-</u>	<u>-</u>	<u>354,200</u>
<b>2022</b>						
<b>Non-derivative financial liabilities</b>						
Long term loans	211,696	329,200	-	-	-	329,200
Trade and other payables	362,230	362,230	362,230	-	-	-
Accrued mark-up	831,335	831,335	831,335	-	-	-
Short term finance	154,879	164,544	164,544	-	-	-
Overdue portion of loans	11,250	11,250	11,250	-	-	-
	<u>1,571,390</u>	<u>1,698,559</u>	<u>1,369,359</u>	<u>-</u>	<u>-</u>	<u>329,200</u>

All the financial liabilities of the company are non derivative financial liabilities. The contractual cash flows relating to the above financial liabilities have been determined on the basis of mark-up rates effect as at 30 June.

### 32.3 Market risk

Market risk is a 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 financial instruments. The Company's financial instruments are in its functional currency therefore it is not exposed to currency risk, however the company's exposure to interest rate risk is as follows:

#### Interest rate risk

Interest rate risk is the risk that the value of financial instrument will fluctuate due to changes in market interest rates. The company's exposure to the risk of changes in interest rates relates primarily to the following:

# Notes To The Financial Statements

For The Year Ended June 30, 2023

	June 30, 2023	June 30, 2022
	----- <i>(Rs. in '000)</i> -----	
<b>Variable rate instruments at carrying amounts:</b>		
<b>Financial liabilities</b>		
Overdue portion of loans	-	11,250
Short term finance	154,879	154,879
	<u>154,879</u>	<u>166,129</u>

### Fair value sensitivity analysis for fixed rate instruments:

The company does not account for any fixed rate financial assets at fair value through profit or loss, therefore a change in interest rates at the reporting date would not affect profit or loss.

### Cash flows sensitivity analysis for variable rate instruments:

A change of 100 basis points in interest rates at the reporting date would have increased / decreased loss/profit for the year by the amounts shown below:

	June 30, 2023	June 30, 2022
	----- <i>(Rs. in '000)</i> -----	
<b>Effect on loss / profit due to change of 100 BPs</b>		
Increase	1,549	1,661
Decrease	(1,549)	(1,661)

## 32.4 Fair value of financial instruments

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

## 32.5 Capital risk management

The Company's prime objective when managing capital is to safe guard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

# Notes To The Financial Statements

For The Year Ended June 30, 2023

## 33 CORRESPONDING FIGURES

The corresponding figures have been rearranged and reclassified for the purpose of comparison and better presentation, however there has been no significant reclassifications.

## 34 DATE OF AUTHORIZATION FOR ISSUE

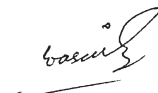
These financial statements have been authorized for issue on September 26, 2023 in accordance with the resolution by the Board of Directors of the Company.

## 35 GENERAL

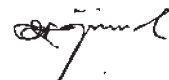
These financial statements are presented in Rupees and figures have been rounded off to the nearest thousand rupees.



**Muhsin Ali**  
Chief Financial Officer



**Waseem-ul-Haque Ansari**  
Chief Executive Officer



**Ishtiaq Ahmed**  
Chairman

## PATTERN OF SHAREHOLDING

1. Incorporation Number **0009414**
2. Name of the Company **DEWAN AUTOMOTIVE ENGINEERING LIMITED**
3. Pattern of holding of the shares held by the Shareholders as at **30.06.2023**

4. Number of Shareholders	Shareholding Slab		Total Shares held	Percentage
	From	To		
397	1	100	30,558	0.14%
430	101	500	119,342	0.56%
107	501	1,000	97,878	0.46%
144	1,001	5,000	376,683	1.76%
27	5,001	10,000	218,532	1.02%
11	10,001	15,000	144,000	0.67%
6	15,001	20,000	115,499	0.54%
2	20,001	25,000	41,700	0.19%
1	25,001	30,000	26,000	0.12%
2	30,001	40,000	77,000	0.36%
2	40,001	50,000	95,003	0.44%
2	50,001	60,000	104,333	0.49%
1	60,001	70,000	60,500	0.28%
1	70,001	100,000	100,000	0.47%
1	100,001	130,000	124,500	0.58%
3	130,001	150,000	440,500	2.06%
2	150,001	220,000	434,320	2.03%
1	220,001	250,000	242,500	1.13%
1	250,001	280,000	262,815	1.23%
4	280,001	300,000	1,146,000	5.36%
1	300,001	400,000	348,800	1.63%
3	400,001	600,000	1,667,949	7.79%
2	600,001	700,000	1,344,944	6.28%
3	700,001	1,300,000	3,835,911	17.92%
1	1,300,001	2,500,000	2,367,637	11.06%
1	2,500,001	3,800,000	3,702,637	17.30%
1	3,800,001	3,900,000	3,874,459	18.10%
<b>1157</b>	<b>TOTAL</b>		<b>21,400,000</b>	<b>100.00%</b>

**PATTERN OF SHAREHOLDING UNDER REGULATION  
37(XX)(I) OF THE CODE OF CORPORATE GOVERNANCE  
AS AT JUNE 30, 2023**

5.	Categories of Shareholders	Number of Shareholders	Number of Shares held	Percentage of Shareholding
	<b>Directors, CEO, their Spouses &amp; Minor Children</b>			
	Syed Maqbool Ali	1	1,000	0.00%
	Mr. Waseem-Ul-Haq Ansari	1	1,000	0.00%
	Mr. Ishtiaq Ahmed	1	1,000	0.00%
	Mr. Aziz ul Haque	1	500	0.00%
	Mr. Abdul Basit (Nominee Director of DMPL)	-	-	0.00%
	Mr. Mehmood-ul-Hassan Asghar (Nominee Director of DMPL)	-	-	0.00%
	Mr. Muhammad Irfan Ali (Nominee Director of DMPL)	-	-	0.00%
	<b>Associated Companies</b>			
	Dewan Motors (Pvt.) Limited	3	4,746,259	22.18%
	<b>NIT and ICP</b>	2	56,400	0.26%
	<b>Executives</b>	-	-	0.00%
	<b>Banks, Development Financial Institutions, Non-Banking Finance Companies</b>	1	60,500	0.28%
	<b>Insurance Companies</b>	3	73,633	0.34%
	<b>Modarabas and Mutual Funds</b>	-	-	0.00%
	<b>General Public</b>			
	a. Local	1,124	15,754,637	73.62%
	b. Foreign	5	1,865	0.01%
	<b>Others (Joint Stock Companies, Brokrage Houses, E mployees Funds &amp; Trustees)</b>	15	703,206	3.29%
	<b>TOTAL</b>	<b>1,157</b>	<b>21,400,000</b>	<b>100.00%</b>

**SHAREHOLDERS HOLDING FIVE PERCENT OT MORE VOTING RIGHTS**

Categories of Shareholders	Number of Shareholders	Number of Shares held	Percentage of Shareholding
Dewan Motors (Pvt.) Limited	3	4,746,259	22.18%
Dewan Muhammad Yousuf Frooqui	1	3,702,637	17.30%
Dewan Zia-ur-Rehman Farooqui	2	2,368,637	11.07%
Dewan Abdullah Ahmed Swaleh Farooqui	1	1,278,637	5.97%
Dewan Asim Mushfiq Farooqui	1	1,278,637	5.97%
Dewan Abdul Baqi Farooqui	1	1,278,637	5.97%

**DETAILS OF TRADING IN THE SHARES OF THE COMPANY BY DIRECTORS, CEO, CFO, COMPANY SECRETARY,  
THEIR SPOUSES AND MINOR CHILDREN**

During the year under review, none of the CEO, CFO, Directors, Company Secretary, their spouses and minor children have traded in the shares of the Company.



## نی کس حصص نقصان

نی کس حصص پر نقصان کی لاگت [2023 (3.98)], [2022 (2.37)] روپے رہی۔

## حصہ منافع

سالانہ نقصان کے ساتھ ساتھ جمع شدہ نقصانات کی وجہ سے، بورڈ کی طرف سے کسی حصہ منافع کی سفارش نہیں کی گئی ہے۔

## شیر ہولڈنگ کا نمونہ

30 جون 2023 تک کمپنی کے شیر ہولڈنگ کا نمونہ سالانہ رپورٹ میں شامل ہے۔

## کمپنی کے حصص کی تجارت

ڈائریکٹرز، ایگزیکٹوز، ان کی شریک حیات اور نابالغ بچوں میں سے کسی نے سال کے دوران کمپنی کے حصص کا کاروبار نہیں کیا۔

## شکریہ کا ووٹ


بورڈ کی جانب سے، میں آپ کا، قابل قدر شیر ہولڈرز، وفاقی اور صوبائی حکومت اور ان کے عہدیداروں، بینکوں، ترقیاتی مالیاتی اداروں، لیزنگ کمپنیوں، ڈیلرز، وینڈرز اور صارفین کا مسلسل تعاون اور سرپرستی پر شکریہ ادا کرتا ہوں۔  
بورڈ زیر جائزہ سال کے دوران کمپنی کے ایگزیکٹوز، عملے کے ارکان اور کارکنوں کی گرانقدر خدمات، وفاداری اور کوششوں کو بھی سراہتا ہے۔


## نتیجہ

آخر میں، ہم اللہ تعالیٰ رحمن الرحیم سے اپنے پیارے نبی محمد صلی اللہ علیہ وسلم کے نام پر سجدہ، التجا اور دعا کرتے ہیں کہ وہ ہم پر اپنی رحمت، ہدایت، طاقت، صحت اور خوشحالی کی بارش جاری رکھے۔ ہماری کمپنی، ملک و قوم کو اپنے حفظ و امان میں رکھے ساتھ ہی اللہ تعالیٰ سے دعا ہے کہ وہ پوری امت مسلمہ کو حقیقی اسلامی جذبے کے ساتھ امن، ہم آہنگی، بھائی چارہ اور اتحاد عطا فرمائے، آمین، ثم آمین۔

بے شک میرا رب دعا سننے والا ہے (القرآن)

بورڈ کے ڈائریکٹران کی جانب سے

  
وسیم الحق انصاری  
چیف ایگزیکٹو

  
اشتیاق احمد  
چیرمین بورڈ آف ڈائریکٹرز

ستمبر 2023:26

بورڈ آف ڈائریکٹرز متنوع علم کے حامل افراد پر مشتمل ہے جو اپنی بہترین صلاحیتوں کے ساتھ کمپنی کے مقصد میں حصہ ڈالنے کی کوشش کرتے ہیں۔ سال کے دوران بورڈ آف ڈائریکٹرز کے چھ اجلاس ہوئے۔ ڈائریکٹرز کی حاضری حسب ذیل تھی۔

میٹنگ میں حاضری کی تعداد	ڈائریکٹرز کے نام
6	جناب وسیم الحق انصاری
6	سید مقبول علی
6	جناب اشتیاق احمد
6	جناب محمد عرفان علی
1	جناب عمران احمد جاوید
6	جناب عزیز الحق
5	جناب محمود الحسن اصغر
6	جناب عبدالباسط

آڈٹ کمیٹی تین ممبران پر مشتمل ہے، یہ سب نان ایگزیکٹو ہیں۔ سال کے دوران آڈٹ کمیٹی کے چار اجلاس ہوئے۔

میٹنگ میں حاضری کی تعداد	ڈائریکٹرز کے نام
4	جناب عزیز الحق
4	جناب اشتیاق احمد
4	سید مقبول علی

سال کے دوران انسانی وسائل اور معاوضہ کمیٹی کا ایک اجلاس منعقد ہوا، اس اجلاس میں اراکین کی حاضری حسب ذیل ہے۔

میٹنگ میں حاضری کی تعداد	ڈائریکٹرز کے نام
1	جناب عزیز الحق
1	جناب وسیم الحق انصاری
1	سید مقبول علی

آڈیٹرز

موجودہ آڈیٹرز فاروق علی اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، ریٹائر ہو چکے ہیں اور خود کو دوبارہ تقرری کے لیے پیش کر رہے ہیں۔ آڈٹ کمیٹی کی سفارش پر بورڈ آف ڈائریکٹرز نے فاروق علی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کی دوبارہ تقرری کی سفارش کی ہے۔

تمام ٹیکس ادا کر دیے گئے ہیں اور کچھ بھی بقایا جات نہیں ہیں، سوائے اس کے جو کہ منسلک آڈٹ شدہ مالیاتی بیانات کے نوٹ 16 میں ظاہر کیا گیا ہے۔  
بورڈ ایک آزاد ڈائریکٹر، ایک ایگزیکٹو اور پانچ نان ایگزیکٹو ڈائریکٹرز پر مشتمل ہے۔ ڈائریکٹرز کے نام درج ذیل ہیں۔

جناب وسیم الحق انصاری

جناب اشتیاق احمد

سید مقبول علی

جناب عبدالباسط

جناب محمود الحسن اصغر

جناب محمد عرفان علی

جناب عزیز الحق

مالی سال کے دوران دو عارضی آسامیاں پیدا ہوئیں جنہیں کمپنی کے بورڈ آف ڈائریکٹرز نے پُر کیا۔

### کمپنی کی بنیادی سرگرمیاں

دیوان آٹوموٹیو انجینئرنگ لمیٹڈ پاکستان میں ایک پبلک لمیٹڈ کمپنی کے طور پر شامل ہے اور پاکستان اسٹاک ایکسچینج میں درج ہے۔ کمپنی کی بنیادی سرگرمی پاکستان میں ٹریکٹرز، ہلکی کمرشل گاڑیوں اور موٹر سائیکلوں کی تیاری، اسمبل، تجارت اور فروخت ہے۔ یہ متعلقہ حصوں اور آلات کی تجارت اور تیاری بھی کرتی ہے۔

### بنیادی خطرات اور غیر یقینی صورتحال

کمپنی درج ذیل نکات کو کلیدی خطرات کے طور پر سمجھتی ہے۔  
امریکی ڈالر کے مقابلے میں پاکستانی روپے کی قدر میں کمی؛

### ورکنگ کیپٹل کی عدم دستیابی

کمپنی مذکورہ خطرات اور غیر یقینی صورتحال کے اثرات کو پورا کرنے اور ان کو کم کرنے کے لیے اندرونی اور بیرونی طور پر کوشش کر رہی ہے۔

### کارپوریٹ سماجی ذمہ داری

کمپنی اپنے اسٹیک ہولڈرز اور ماحول کی دیکھ بھال کرتے ہوئے ذمہ دارانہ انداز میں اپنا کاروبار کرتی ہے۔ کمپنی بنیادی طور پر نئے کرائے پر لی گئی ورک فورس کو ملازمت کی تربیت فراہم کرنے پر توجہ مرکوز کرتی ہے تاکہ وہ مناسب مہارتیں پیدا کر سکیں۔ افرادی قوت کو ملازمت دیتے ہوئے، کمپنی پلانٹ کے قریب رہنے والے کم مراعات یافتہ لوگوں کی حوصلہ افزائی کرتی ہے، اس طرح ان کے معیار زندگی میں اضافہ ہوتا ہے۔ مزید یہ کہ ملازمین کی صحت اور حفاظت توجہ کا ایک اور شعبہ ہے۔ کمپنی ماحولیاتی تحفظ کو یقینی بنانے کے لیے میٹو فیکچرنگ کے عمل میں تمام قابل اطلاق قواعد و ضوابط کی تعمیل کرتی ہے۔ ملازمین کی صحت اور حفاظت کو یقینی بنانے کے لیے معیاری آپریٹنگ طریقہ کار وضع کیے گئے ہیں۔ کمپنی ارد گرد کے علاقے میں رہنے والے لوگوں کو طبی سہولیات فراہم کرنے میں بھی شامل ہے۔

زیر نظر سال کے دوران کمپنی کی پیداواری سرگرمیاں معطل رہیں، جس کی اہم وجہ کمپنی کی مصنوعات کی خرید کنندہ گروپ کمپنی کے کاروبار کی معطلی رہی، اور ہیڈ اخراجات اور دیگر اخراجات کی وجہ سے کمپنی کو مالی نقصان کا سامنا کرنا پڑا۔

کمپنی 7 نومبر 2022 کو دستخط شدہ ٹیکنیکل لائسنس ایگریمنٹ کے تحت کیا کارپوریشن کی کمرشل گاڑیوں کی اسمبلنگ کے اپنے کاروبار کو دوبارہ شروع کرنے والی خرید کنندہ گروپ کمپنی کو پارٹس کی فراہمی کے لیے اپنا آپریشن دوبارہ شروع کرنے جارہی ہے۔ انتظامیہ کو یقین ہے کہ اگلے سال کے شروع میں بہت جلد مصنوعات کی پیداوار شروع ہو جائے گی۔ اپنی پوری صلاحیت سے فائدہ اٹھانے کے لیے، کمپنی اپنے کاموں کے لیے ضروری ورکنگ کپیٹل لائسنس حاصل کرنے کی توقع رکھتی ہے۔

### آڈیٹرز کی رپورٹ میں مشاہدات

آڈیٹرز نے اپنی رپورٹ میں معالے کی اہمیت کے پیش نظر منفی رائے جاری کی ہے۔

### مستقل قائمیت

یہ مالیاتی بیانات مستقل قائمیت کے مفروضے پر تیار کیے گئے ہیں کمپنی کی مصنوعات کی خرید کنندہ گروپ کمپنی جیسے ہی اپنے کاروبار کو دوبارہ شروع کرے گی ہماری طرف سے مصنوعات کی فراہمی شروع ہو جائے گی اس لئے کمپنی کو درپیش حالات عارضی ہیں۔ کمپنی نے پہلے ہی اپنے تمام بینکوں / مالیاتی اداروں کے حوالے سے اپنی ذمہ داریاں طے کر لی ہیں اور اپنے کاموں کے لیے ورکنگ کپیٹل لائسنس حاصل کرنے کی توقع رکھتی ہے۔ انتظامیہ کو یقین ہے کہ کمپنی اگلے سال کام شروع کر دے گی، اور اس کے مطابق، مستقل قائمیت کی بنیاد پر اکاؤنٹس تیار کیے گئے ہیں۔ کمپنی نے نوٹ 2 سے منسلک سالانہ آڈٹ شدہ مالیاتی بیانات میں معالے کی صورتحال کی مکمل وضاحت کی ہے۔

### کارپوریٹ اور مالیاتی رپورٹنگ کا فریم ورک

30 جون 2023ء کو ختم ہونے والے سال کے مالیاتی بیانات، جو کمپنی کی انتظامیہ کے ذریعہ تیار کیے گئے ہیں، اس کی صورتحال، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں تبدیلیوں کو پیش کرتے ہیں۔

کمپنی کے کھاتوں کی مناسبت کتابیں برقرار رکھی گئی ہیں۔

30 جون 2023ء کو ختم ہونے والے سال کے لیے مالیاتی گوشواروں کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کا مسلسل اطلاق کیا گیا ہے اور اکاؤنٹنگ کے تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہیں۔

بین الاقوامی مالیاتی رپورٹنگ کے معیارات کے مطابق مالی بیانات کی تیاری میں بیرونی کی گئی ہے۔ (IFRS) جیسا کہ پاکستان میں رائج ہے اسی کو مد نظر رکھتے ہوئے اندرونی کنٹرول کا نظام ڈیزائن میں درست ہے اور اسے مؤثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔

انتظامیہ نے منسلک مالیاتی بیانات کے نوٹ 2 میں کمپنی کی مستقل قائمیت کی قابلیت کے بارے میں اپنے خیالات کو تفصیل سے بیان کیا ہے۔

کارپوریٹ گورننس کے بہترین عمل سے کوئی تضادم نہیں ہوا ہے، جیسا کہ پاکستان کے اسٹاک ایکسچینج کے فہرست سازی کے ضوابط میں تفصیل سے درج ہے۔

رپورٹ کے ساتھ پچھلے چھ سالوں کے اہم آپریشننگ اور مالیاتی ڈیٹا کا خلاصہ منسلک کیا گیا ہے۔

## ڈائریکٹرز رپورٹ

دیوان آٹوموٹیو انجینئرنگ لمیٹڈ کے بورڈ کیڈائریکٹران کی جانب سے 30 جون 2023 کو اختتام پزیر ہونے والے مالی سال کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کے ساتھ اپنی سالانہ رپورٹ پیش کرنے پر خوشی ہے اور آپ کو کمپنی کی اکتالیسویں سالانہ جنرل میٹنگ میں خوش آمدید کہتے ہیں۔

### معیشیت کا جائزہ

جغرافیائی سیاسی صورتحال، مشکل مالیاتی ماحول اور افراط زر کے شدید دباؤ نے پاکستان کی معیشت کو کافی حد تک متاثر کیا ہے۔ تباہ کن سیلاب اور سیاسی بے چینی نے صورتحال کو مزید گھمبیر کر دیا ہے۔ اس طرح سے مالی سال 2023 پاکستان کی معیشت کے لیے ایک چیلنجنگ سال رہا ہے۔

مالی سال 2023 میں پاکستان کی معیشت میں صرف 0.29 فیصد اضافہ ہوا، جو گزشتہ سال کے 6.1 فیصد کے مقابلے میں ایک دہائی میں سب سے کم رفتار ہے۔ معیشت کو تاریخ کی بلند ترین مہنگائی 29.2 فیصد کا سامنا کرنا پڑا، پالیسی کی شرح میں 22 فیصد اضافہ ہوا، ڈالر کی حد سے زیادہ شرح مبادلہ، مہنگے ایندھن اور بجلی کی قیمت، اور آئی ایم ایف پروگرام کے دوبارہ شروع ہونے میں تاخیر نے بھی معیشت کی مجموعی سست روی کا دباؤ بڑھائے رکھا۔

مالی سال 2022 کے مقابلے میں مالی سال 2023 میں آٹوموٹیو کا شعبہ پیداواری صلاحیت میں نمایاں کمی کو ظاہر کرتا ہے۔ اس کمی کی وجہ حکام کی جانب سے درآمد پر پابندی والی پالیسی تھی کیونکہ آٹوموبائل کا شمار پریش آئٹمز میں کیا جانے لگا، جس کا مقصد کرنٹ اکاؤنٹ خسارے کو کم کرنا ہے۔ اس کے نتیجے میں صنعت کے حجم میں کمی دیکھی گئی کیونکہ سال بھر کے لیے مسافر کاروں اور کمرشل گاڑیوں کی مجموعی فروخت میں نمایاں کمی واقع ہوئی۔

آئی ایم ایف پروگرام اور سعودی عرب، متحدہ عرب امارات اور چین کی مالی امداد نے پاکستان کی معیشت کو ایک لائف لائن فراہم کی ہے۔ تاہم صورت حال بدستور نازک ہے۔ متعدد چیلنجز بدستور برقرار ہیں، اور اگر مؤثر طریقے سے ان کا انتظام نہ کیا گیا تو یہ پاکستان کو گہری اقتصادی بد حالی کی طرف دھکیل سکتے ہیں۔

### کمپنی کی کارکردگی

#### مالیاتی نتائج

سال کے لئے مالیاتی کارکردگی کا خلاصہ بشمول مالیاتی سال 2022ء کے اعداد و شمار کے ساتھ موازنہ درج ذیل ہے:

30 جون 2022ء	30 جون 2023ء	
		روپے ہزاروں میں
-	-	کل فروخت
(16,699)	(15,513)	کل خسارہ
(19,283)	(26,196)	آپریٹنگ خسارہ
(50,805)	(85,086)	خالص کل خسارہ بعد از ٹیکس

(6) شیئرز ہولڈرز کے لیے ای ڈیویڈنڈ مینڈیٹ

نقد منافع منقسمہ کی ادائیگی کو مزید بہتر بنانے کے لیے ای ڈیویڈنڈ میکنزم متعارف کرایا گیا ہے جس کے تحت حصص یافتگان ڈیویڈنڈ کی رقم فوری طور پر اپنے متعلقہ بینک اکاؤنٹ میں الیکٹرونک طور پر وصول کر سکتے ہیں اس طریقہ سے ڈیویڈنڈ ان کے بینک اکاؤنٹ میں منتقل ہو جائے گا اور بذریعہ ڈاک کشدگی، عدم وصولی اور غلط پتے پر وصولی وغیرہ کے خدشات نہیں ہوں گے، سکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) کے نوٹس نمبر 8(4) ایس ایم / سی ڈی سی 2008ء مورخہ 15 اپریل 2013ء کے ذریعہ تمام لسٹڈ کمپنیوں کو حصص ہولڈرز کے مفاد میں ای ڈیویڈنڈ میکنزم کو اختیار کرنے کی ہدایات جاری کی گئی ہیں، مندرجہ بالا کے پیش نظر آپ کو ڈیویڈنڈ مینڈیٹ فارم پر اور دستخط کے ہمراہ جمع کرا کے ڈیویڈنڈ مینڈیٹ فراہم کیا جا رہا ہے۔

(7) مالی گوشواروں وغیرہ کی الیکٹرونک منتقلی

ایس ای سی پی نے اپنے اعلامیہ نمبر ایس آر 787/1(1) مورخہ 8 ستمبر 2014ء کمپنیوں کو سالانہ آڈٹ شدہ مالی گوشواروں مع سالانہ اجلاس کے نوٹس ڈاک کی بجائے بذریعہ ای میل ان ممبران کو ارسال کرنے کی اجازت دی ہے جو اس سہولت سے استفادہ حاصل کرنے کے متنبی ہیں مذکورہ بالا گوشوارے اور سالانہ اجلاس عام کے نوٹس بذریعہ ای میل وصول کرنے کے خواہشمند ممبران سے درخواست ہے کہ وہ کمپنی کی ویب سائٹ <http://www.yousufdewan.com/DAEL/index.html> اسٹیٹنڈرڈ ریکولسٹ فارم پر اپنی خواہش تحریری طور پر فراہم کریں۔



## الف) برائے اجلاس میں شرکت

- (i) انفرادی اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر اور یا افراد کی صورت میں یا جن کی سیکورٹیز گروپ اکاؤنٹ میں ہوں اور ان کی رجسٹریشن تفصیلات ضابطہ کے مطابق اپ لوڈ ہوں اپنی شناخت کے لیے اصل قومی شناختی کارڈ (سی این آئی سی) یا اصل پاسپورٹ اجلاس میں شرکت کے موقع پر پیش کرنا ہوگا۔
- (ii) کارپوریٹ انٹی کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/ پاور آف اٹارنی مع نامزد فرد کے دستخط کا نمونہ (اگر پہلے فراہم نہ کیے گئے ہوں) اجلاس کے موقع پر پیش کرنا ہوگا۔

## ب) پروکسی کی تقرری

- (i) انفرادی اکاؤنٹ ہولڈر یا سب ہولڈر اور یا افراد کی صورت میں جن کی سیکورٹیز گروپ اکاؤنٹ میں ہوں اور ان کی رجسٹریشن تفصیلات ضابطہ کے تحت اپ لوڈ ہوں پروکسی فارم مندرجہ بالا شرائط کے مطابق داخل کرانے ہوں گے۔
- (ii) پروکسی فارم پر دو افراد کی گواہی ہونی چاہیے جن کے نام پتے اور سی این آئی سی نمبر فارم میں درج ہوں۔
- (iii) ممبر اور پروکسی کے سی این آئی سی یا پاسپورٹ کی تصدیق شدہ کاپیاں پروکسی فارم سے منسلک کرنی ہوں گی۔
- (iv) پروکسی کو اجلاس کے موقع پر اصل قومی شناختی کارڈ (سی این آئی سی) یا اصل پاسپورٹ پیش کرنا ہوگا۔
- (v) کارپوریٹ انٹی کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/ پاور آف اٹارنی مع نامزد فرد کے دستخط کا نمونہ (اگر پہلے فراہم نہ کیے گئے ہوں) پروکسی فارم ہمراہ کمپنی کو پیش کرنے ہوں گے۔

## 5) تاحال سی این آئی سی فراہم نہ کرنے والے شیئرز ہولڈرز کو نوٹس

سیکیورٹیز اینڈ ایکسچینج آف پاکستان کے ایس آر او 831/1(2012) مورخہ 5 جولائی 2012ء میں درج ذیل ہدایات کے مطابق شیئرز ہولڈرز کو ڈیویڈنڈ وارنٹس وغیرہ کے اجراء کے لیے سی این آئی سی لازمی ہے جس کی عدم موجودگی میں ڈیویڈنڈ کی ادائیگی ایس ای سی پی کی مندرجہ بالا ہدایات کے مطابق روکی جاسکتی ہے لہذا جن حصص یافتگان نے تاحال اپنے سی این آئی سی فراہم نہیں کیے ہیں ان کو ایک بار پھر ہدایت کی جاتی ہے کہ اپنے سی این آئی سی کی تصدیق شدہ کاپی بلا تاخیر براہ راست ہمارے شیئر رجسٹرار کو فراہم کر دیں۔


## سالانہ اجلاس عام

ہذا کو مطلع کیا جاتا ہے کہ دیوان آٹوموٹیو انجینئرنگ لمیٹڈ (ڈی اے ای ایل یا کمپنی) کا اکتالیسواں (41) سالانہ اجلاس عام جمعرات 26 اکتوبر 2023ء کو شام 4:00 بجے دیوان سینٹ لمیٹڈ فیکٹری سائٹ واقع دیہہ ڈھنڈو دھانجی ضلع ملیر کراچی پاکستان میں مندرجہ ذیل امور کی انجام دہی کیلئے منعقد کیا جائے گا۔ اجلاس کا آغاز تلاوت قرآن پاک سے ہوگا۔

### عمومی امور

- 1) کمپنی کے گزشتہ غیر معمولی اجلاس عام منعقدہ پیر 02 جنوری 2023ء کی کارروائی کی توثیق۔
- 2) 30 جون 2023ء کو مکمل ہونے والے سال کیلئے آڈٹ شدہ مالی گوشواروں مع آڈیٹرز اور ڈائریکٹرز کی رپورٹس کی وصولی، غور و خوض اور منظوری۔
- 3) 30 جون 2024ء کو مکمل ہونے والے سال کیلئے کمپنی کے آڈیٹرز کی تقرری اور ان کے مشاہرہ کا تعین۔
- 4) چیئرمین کی اجازت سے دیگر امور کی انجام دہی۔

کراچی 28 ستمبر 2023ء

بحکم بورڈ  


محمد حنیف جومان  
 کمپنی سیکریٹری

### نوٹ:

- 1) کمپنی کی منتقلی حصص کی کتب 19 اکتوبر 2023ء تا 26 اکتوبر 2023ء (دونوں دن شامل) بند رہیں گی۔
- 2) ممبران سے پتہ میں کسی قسم کی تبدیلی سے فوری طور پر ہمارے سیکریٹریز رجسٹرار ٹرانسفر ایجنٹ بی ایم ایف کنسلٹنٹس پاکستان (پرائیویٹ) لمیٹڈ واقع انجم اسٹیٹ بلڈنگ کمرہ نمبر 310 اور 311 تھرڈ فلور 49 دارالامان سوسائٹی مین شاہراہ فیصل متصل بلوچ کالونی پل، کراچی پاکستان کو مطلع کرنے کی درخواست کی جاتی ہے۔
- 3) اجلاس ہذا میں شرکت اور رائے دہی کا اہل ممبر اپنی جانب سے شرکت اور رائے دہی کیلئے دوسرے ممبر کو اپنا پروکسی مقرر کر سکتا ہے۔ تاہم پروکسی کی تقرری کی دستاویز اجلاس کے انعقاد سے کم از کم اڑھتالیس 48 گھنٹے قبل کمپنی کو مندرجہ بالا پتہ پر مل جانی چاہیے۔
- 4) سی ڈی سی اکاؤنٹ ہولڈرز کو مزید براں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے جاری کردہ سرکلر نمبر 1 مورخہ 20 جنوری 2000ء میں درج مندرجہ ذیل ہدایت پر عمل کرنا ہوگا۔














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## Form of Proxy

I/We \_\_\_\_\_  
of \_\_\_\_\_ being \_\_\_\_\_  
a member(s) of **Dewan Automotive Engineering Limited** and holder of \_\_\_\_\_  
Ordinary Shares as per Registered Folio No. / CDC Participant's ID and Account No. \_\_\_\_\_  
\_\_\_\_\_ hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
or falling him \_\_\_\_\_  
of \_\_\_\_\_  
who is also member of **Dewan Automotive Engineering Limited** vide Registered Folio No. / CDC  
Participant's ID and Account No. \_\_\_\_\_ as my/our proxy to vote for me/us  
and \_\_\_\_\_  
on my/our behalf at the 41st Annual General Meeting of the Company to be held on Thursday,  
October 26, 2023 at 04:00 p.m. and my adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

AFFIX  
REVENUE  
STAMP  
RS. 5/-

Signature \_\_\_\_\_

Witness: \_\_\_\_\_  
Signature

Witness: \_\_\_\_\_  
Signature

Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

### IMPORTANT:

1. A proxy should also be a member of the company.
  2. A member of the Company entitled to attend and vote all meeting, may appoint another member as his/her proxy to attend and vote instead of him/her.
  3. Proxies, In order to be effective, must be received by the Company, duly completed, at our Shares Registrar Transfer Agent BMF Consultants Pakistan (Private) Limited, located at Anum Estate Building, Room # 301 & 311, 3rd Floor, 49, Darul Anum Society, Main Shahrah-e-Faisal, Adjacent to Baloch Colony Bridge, Karachi, Pakistan, not later than 48 hours before the meeting.
- 4. Further Instructions for CDC Account holders:**
- i) In case of individual, the account holder or sub-account holder, and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall the proxy form as per the above requirements.
  - ii) Two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form, shall witness the proxy.
  - iii) Attested copies of CNIC or passport of the beneficial owners and proxy shall be furnished alongwith the proxy form.
  - iv) The proxy shall produce his/her original CNIC or original at the time of meeting.
  - v) In case of corporate entity, the Board of Directors' resolution/power of attorney, alongwith the specimen signature of the nominee, shall be produced (unless it has been provided earlier) alongwith the proxy form to the Company.



## پراکسی فارم

یہ فارم مکمل کر کے ہمارے شیئرز رجسٹرار ٹرانسفر ایجنٹ بی ایم ایف کنسلٹنٹس پاکستان پرائیویٹ لمیٹڈ واقع انعم اسٹیٹ بلڈنگ کمرہ نمبر 310 اور 311، تیسری منزل، 49، دارالامان سوسائٹی، شاہراہ فیصل نزد پلوچ کالونی پل، کراچی 75350، پاکستان کو لازماً جمع کروادیتے۔ سالانہ عمومی اجلاس سے 48 گھنٹے پہلے یہ پراکسی فارم موصول ہو جانا چاہئے۔

میں / ہم \_\_\_\_\_ کی جانب سے \_\_\_\_\_ بحیثیت دیوان آٹوموٹیو  
انجینئرنگ لمیٹڈ کے ممبران اور \_\_\_\_\_ عام حصص یافتہ فی حصص اندراج فولیو نمبر \_\_\_\_\_ اور / یا  
CDS شرکاء آئی ڈی نمبر \_\_\_\_\_ اور سب اکاؤنٹ نمبر \_\_\_\_\_ اپنی طرف سے  
\_\_\_\_\_ کو بطور پراکسی نامزد کرتے ہیں۔ یہ میری / ہماری جانب سے بروز جمعرات مورخہ 26 اکتوبر 2023ء  
04:00 بجے دوپہر منعقدہ کمپنی کی 41 ویں سالانہ عمومی میٹنگ میں ووٹ دینے کے مجاز ہیں۔

دستخط برائے \_\_\_\_\_ بتاریخ \_\_\_\_\_ 2023ء

پانچ روپے کے ریونیو اسٹیپ پر دستخط  
دستخط کمپنی میں کئے جانے والے دستخط  
سے مختلف ناہوں۔

۱- دستخط \_\_\_\_\_  
گواہ \_\_\_\_\_  
نام \_\_\_\_\_  
پتہ \_\_\_\_\_

۲- دستخط \_\_\_\_\_  
گواہ \_\_\_\_\_  
نام \_\_\_\_\_  
پتہ \_\_\_\_\_

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