



engro powergen qadirpur

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March 4, 2025

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

**TRANSMISSION OF THE ANNUAL REPORT FOR THE YEAR ENDED
DECEMBER 31, 2024**

Dear Sir/Madam,

We would like to inform you that the Annual Report of Engro Powergen Qadirpur Limited (the "Company") for the year ended December 31, 2024 has been transmitted through PUCARS and is also available on the Company's website from where it can be downloaded using the following link or QR enabled code-

<https://www.engroenergy.com/epql/#financial>



You may please inform the TRE Certificate Holders of the Exchange accordingly.

Best Regards,

For and on behalf of
Engro Powergen Qadirpur Limited

Saqib Rafique, FCA
Company Secretary

journey to building character



Head Office

16th Floor, Harbor Front Building
HC-3, Marine Drive, Block 4, Scheme-5
Clifton, Karachi-75600, Pakistan.

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www.engroenergy.com/engro-powergen-qadirpur-limited/



the AGENCY.

about the theme

This report advocates for human development rooted in Character and Good Manners (CGM), emphasizing the importance of investing in character building. By upholding the timeless principles of Truthfulness, Trustworthiness, Humility, Integrity, and Striving in Times of Hardships (TTHIS), individuals can achieve lasting success and foster a win-win situation for all. When practiced with perseverance and dedication, these principles can transform lives and communities, paving the way for a future where individuals and societies thrive together.

At Engro, CGM and TTHIS are more than just guiding philosophies—they form the foundation of our values, shaping the way we conduct business and interact with stakeholders. These principles are embedded in our code of conduct, driving ethical decision-making, creating a culture of trust, and ensuring that we operate with integrity and resilience. As we continue to expand and innovate, this framework serves as our north star, helping us build a purpose-driven organization that delivers excellence.

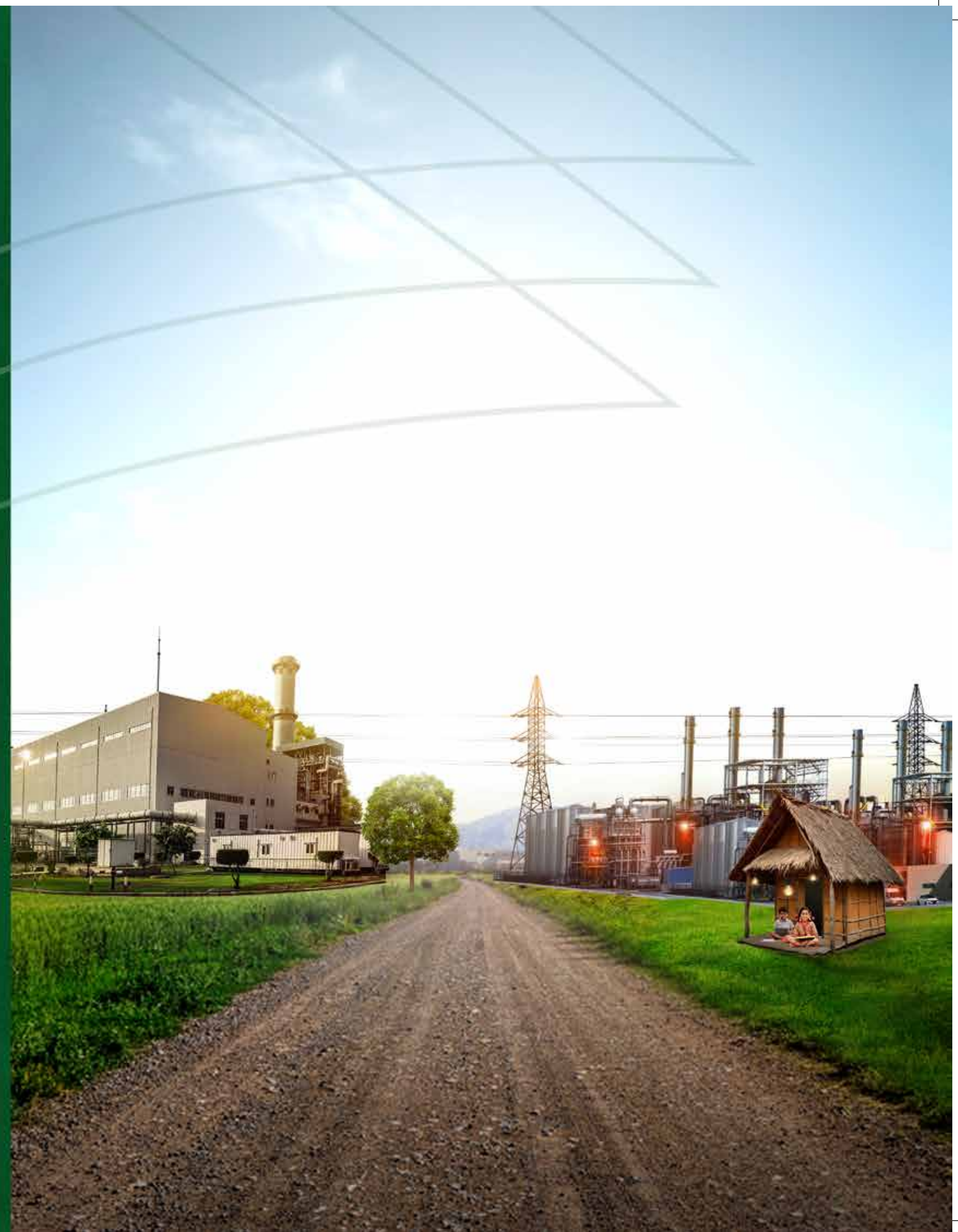


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corporate information



company information

board of directors

Athar Abrar Khwaja
Chairman

Semeen Akhter
Chief Executive Officer

Nausheen Ahmad | Maryam Aziz | Kaiser Bengali | Mohammad Yasir Khan
Shabbir Hussain Hashmi | Vaqar Zakaria

Chief Financial Officer
Usman Hassan

Head of Internal Audit
Jaseem Ahmed Khan

Company Secretary
Saqib Rafique

bankers / development finance institute

Al Baraka Bank (Pakistan) Ltd.

Allied Bank Ltd.

Bank Alfalah Ltd.

Faysal Bank Ltd.

National Bank of Pakistan

MCB Bank Ltd.

Pak Kuwait Investment Company (Pvt) Ltd.

Soneri Bank Ltd.

Bank of Punjab

Habib Metropolitan Bank Ltd.

Standard Chartered Bank (Pakistan) Ltd.

plant

Engro Powergen Qadirpur Plant Site
Deh Belo Sanghari, Taluka, District Ghotki

shares registrar

M/s. FAMCO Share Registration Services (Pvt) Ltd.
8-F, Next to Hotel Faran, Nursery, Block-6
PECHS, Shahrāh-e-Faisal, Karachi
Tel:+92-21-34380101-5 | Fax:+92-21-34380106

registered office

16th Floor, The Harbour Front Building,
HC # 3, Marine Drive, Block 4, Clifton,
Karachi-75600, Pakistan
UAN: +92 (21) 111 211 211
PABX: +92 (21) 35297501-10

auditors

A.F. Ferguson & Co Chartered Accountants
State Life Building No. 1-C, I.I. Chundrigar
Road Karachi-74000, Pakistan
Tel: +92(21) 32426682-6 / 32426711-5
Fax +92(21) 32415007 / 32427938

website

www.engroenergy.com/engro-powergen-qadirpur-limited/

ceo message (video link)

<https://www.engroenergy.com/media-gallery/>



our history

On 27th March 2010, the spark of an idea conceived in one team's imagination became reality and Engro Powergen Qadirpur (EPQL) declared the commencement of commercial operations.

At the turn of the century, Pakistan was anticipated to face severe and debilitating power shortages in the near future. We decided to take up the challenge and contribute to reducing the energy shortfall in the Country. The search for a viable long-term power project led to something extraordinary as vision and ingenuity came together to find the answer to the challenge.

For several years employees of Engro while traveling on the National Highway from Sukkur to Daharki, passed the Qadirpur gas field. Located 600 km from Karachi, the Qadirpur gas field is amongst Pakistan's largest gas reserves. From the highway they could see a huge flare of permeate gas. This flare, which is the by-product of the gas purification process, consisted mainly of Methane (60%), Carbon Dioxide (31%), Nitrogen (8%), Hydrogen Sulfide (320ppm), and about 1% of other hydrocarbons. The sulfur content made it unfit for household consumption. Our team was finally struck with the idea that energy could be harnessed from this waste gas. Use of permeate gas for electricity generation would also reduce carbon dioxide emissions produced when the gas is flared, hence its utilization resulted in a 'green solution' falling in line with Engro's philosophy. And so that short journey from Sukkur to Daharki became the stepping stone for our journey into the power sector.

A team was immediately formed to work on the feasibility of a permeate gas power plant. The project team's diligence & perseverance was finally rewarded when construction on a 217 MW combined cycle power plant was started in 2008. On 27th March 2010, the spark of an idea conceived in one team's imagination became reality and Engro Powergen Qadirpur declared commencement of commercial operations. Our Plant was the first power plant to be commissioned under the 2002 power policy and was completed in record time after the letter of intent (LOI) application. Our expertise coupled with relentless determination resulted in the Plant achieving commercial operations three months before the agreed schedule date.

The electricity generated through the Plant is transmitted to the National Transmission and Dispatch Company (NTDC) under the Power Purchase Agreement (PPA) dated October 26, 2007 which is valid for a period of 25 years from the Commercial Operations Date.

The project is unique as it converts low-BTU, high sulfur content permeate gas, which was earlier being wasted and flared, into much needed electric power. The Plant is a combined cycle plant, with 1+1+1 configuration; i.e. one gas turbine, one heat recovery steam generator (HRSG), and one steam turbine. The Plant uses permeate gas as its primary fuel source and HSD as backup fuel. The unique fuel usage, which was previously being flared, makes Engro Powergen Qadirpur Limited one of the lowest opportunity cost thermal power plants in the country.

The Plant has a huge social impact as it helps provide electricity supply to areas that face severe load shedding; and employment to the locals.

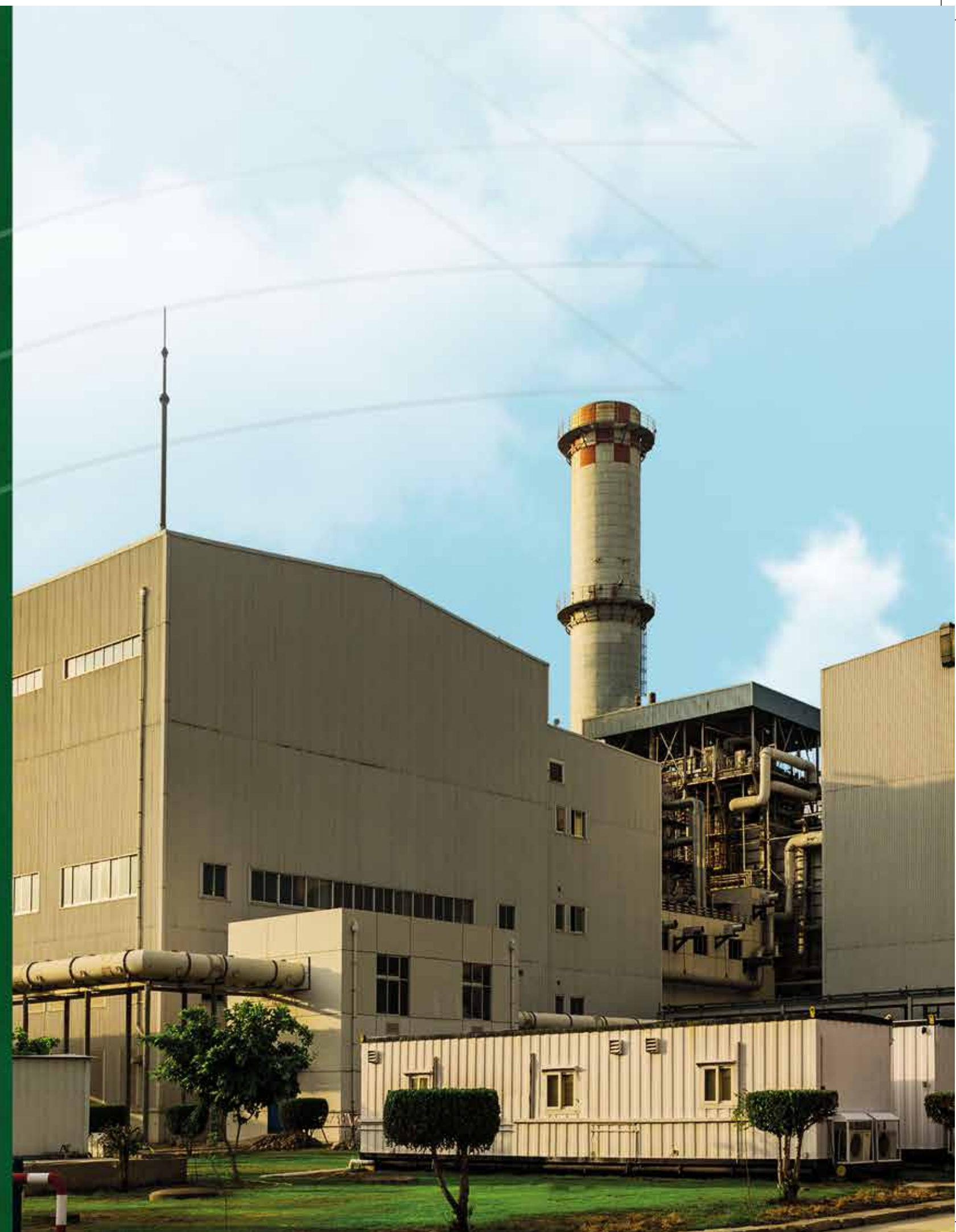


vision

To ensure affordable energy and reliable operations thereby creating value for all stakeholders.

mission

Plant operations and maintenance in a manner resulting in continuous supply to national grid by harnessing human talent and local resources giving high priority to health, safety and environment in a positive, sustainable and affordable way.



our strategic commitments



Maintain highest workplace safety standards



Continue with our commitment towards education, health, infrastructure, and livelihood areas in which we operate



Continue to benchmark performance against acclaimed environmental practice as per World Bank and National Environmental Quality Standards



Ensure reliability and sustainability of operations and business processes



Explore options on alternate sources of fuel supply for future needs



Develop and retain high performance teams/talent with a focus on deploying a diverse, inclusive and equitable workspace.

group portfolio

fertilizers

Top 50 fertilizer manufacturer in the world; 5 decades of operations as year's a world class business



dairy

12 million consumer base; market leader in Pakistan's UHT segment and number 2 dairy dessert brand



telecom infrastructure

Operating an independent tower company with a view to engage all the Mobile Network Operators to cater to their network deployment needs



energy & mining

Operating Pakistan's first 217MW power plant on permeate gas. Operating first-ever 2x330 MW mine-mouth coal power plant; managing Pakistan's first open-pit lignite mine producing up to 7.6 MPTA of thar coal



petrochemicals

The only fully integrated chlor-vinyl chemical complex in Pakistan producing PVC and other chlorine byproducts

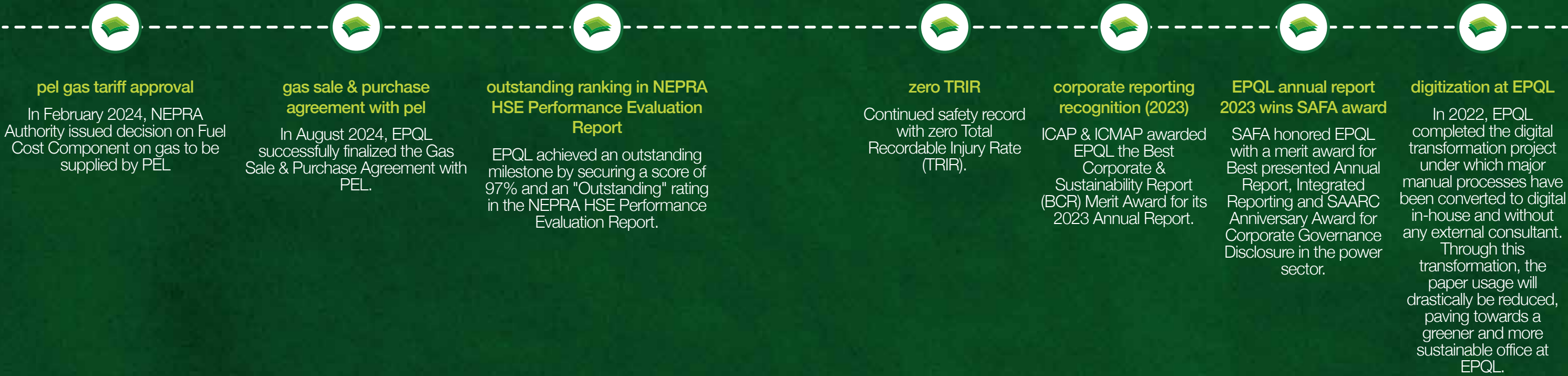


chemical storage & handling

Pakistan's first LNG receiving terminal, and an integrated bulk liquid chemicals and LPG terminal



our milestones



our footprint in Pakistan

business revenues (Rs. in billion)



revenue
13.25 billion

wealth generated (Rs. in billion)



wealth generated
4.3 billion

employees

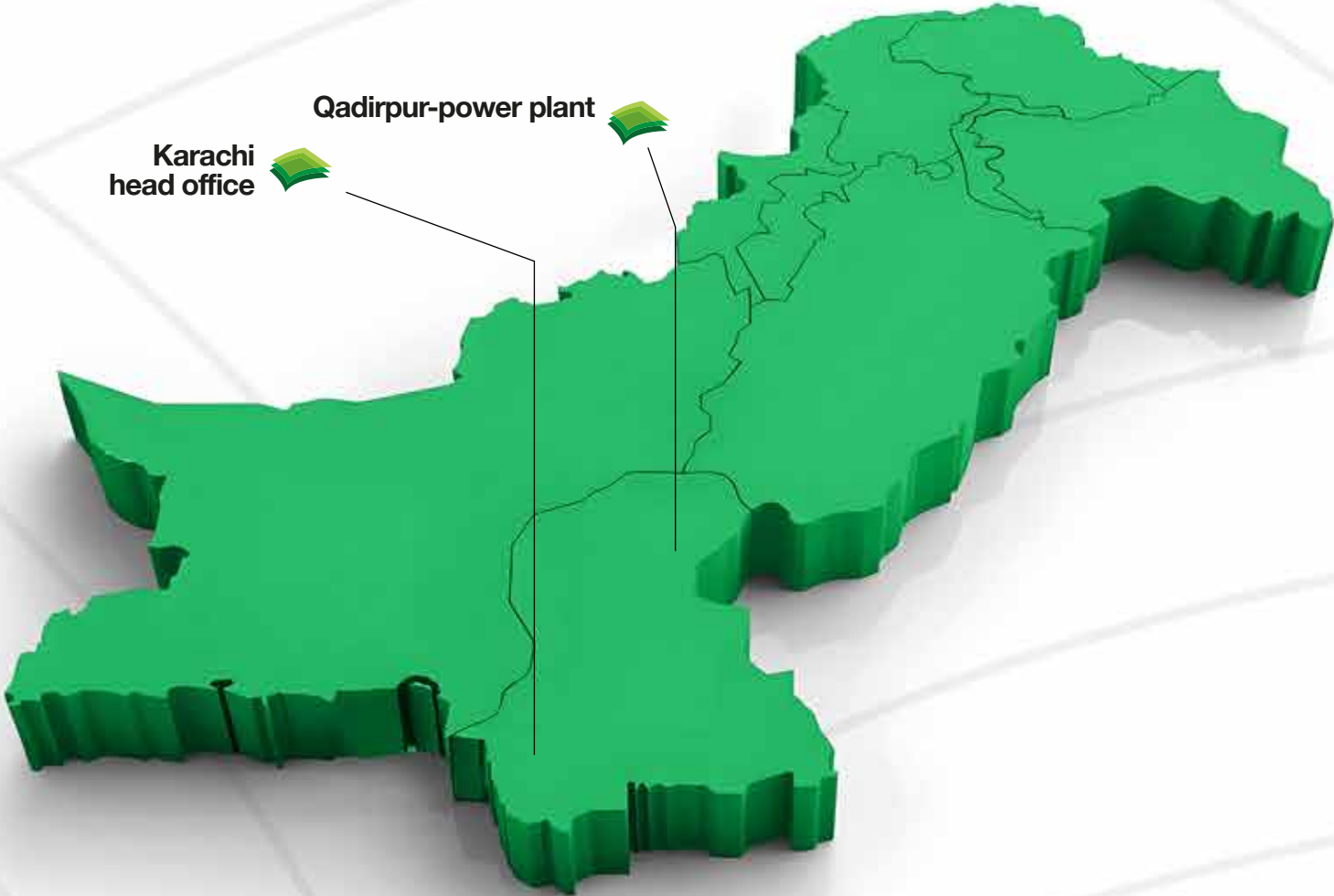


total employees
(as of 31st dec 2024)
109

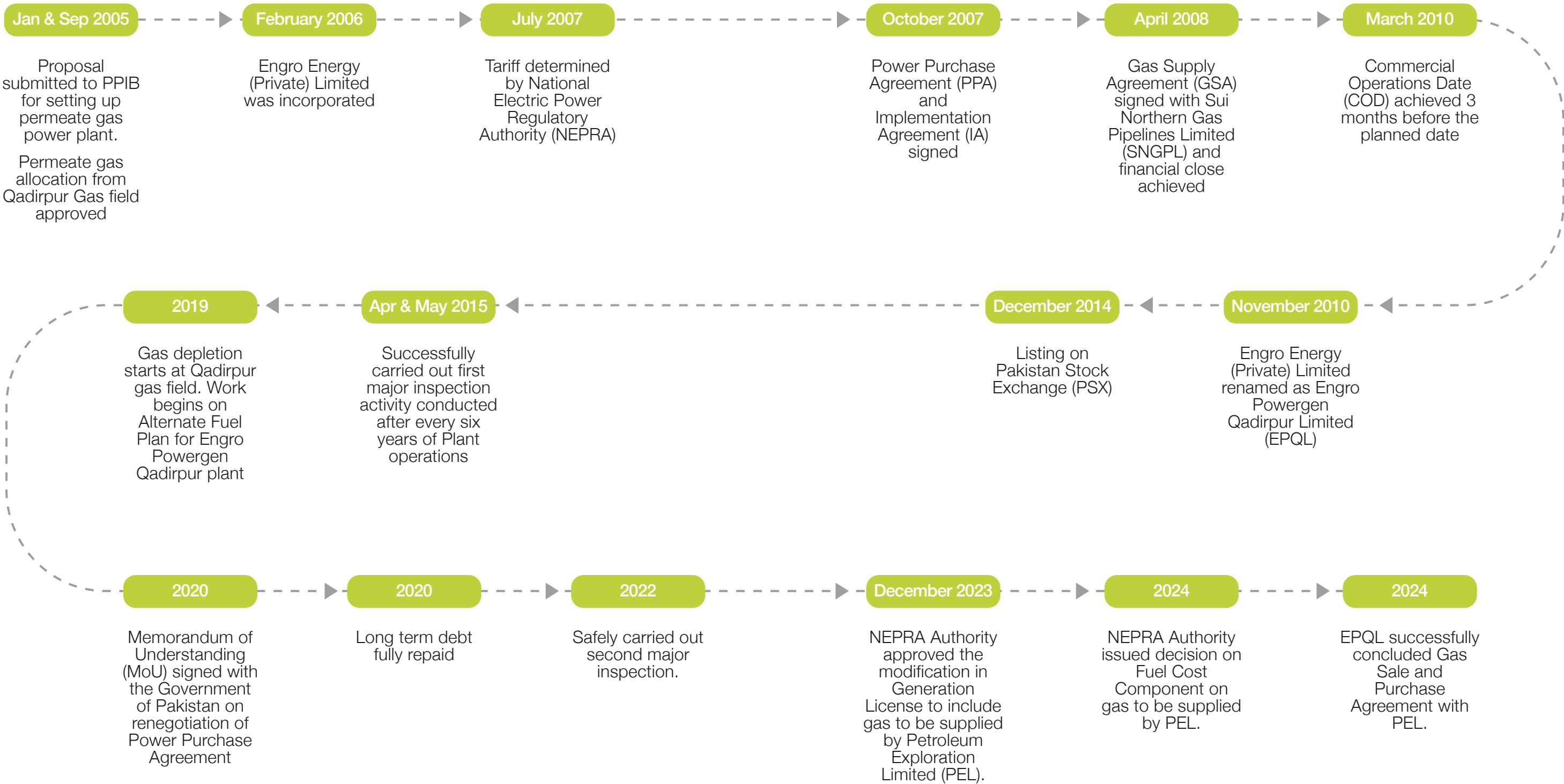
CSR (Rs. in million)



total social spend
18.25 million



our timeline



our core values

At Engro, we support our leadership culture through unique systems and policies which ensure open communication, foster an environment of employee and partner privacy, and guarantee the well-being and safety of our employees. Our core values form the basis of everything we do at Engro; from formal decision-making to how we conduct our business to spot awards and recognition. At Engro we never forget what we stand for.



health, safety & environment

Cares deeply about environmental impact and safety of people



ethics & integrity

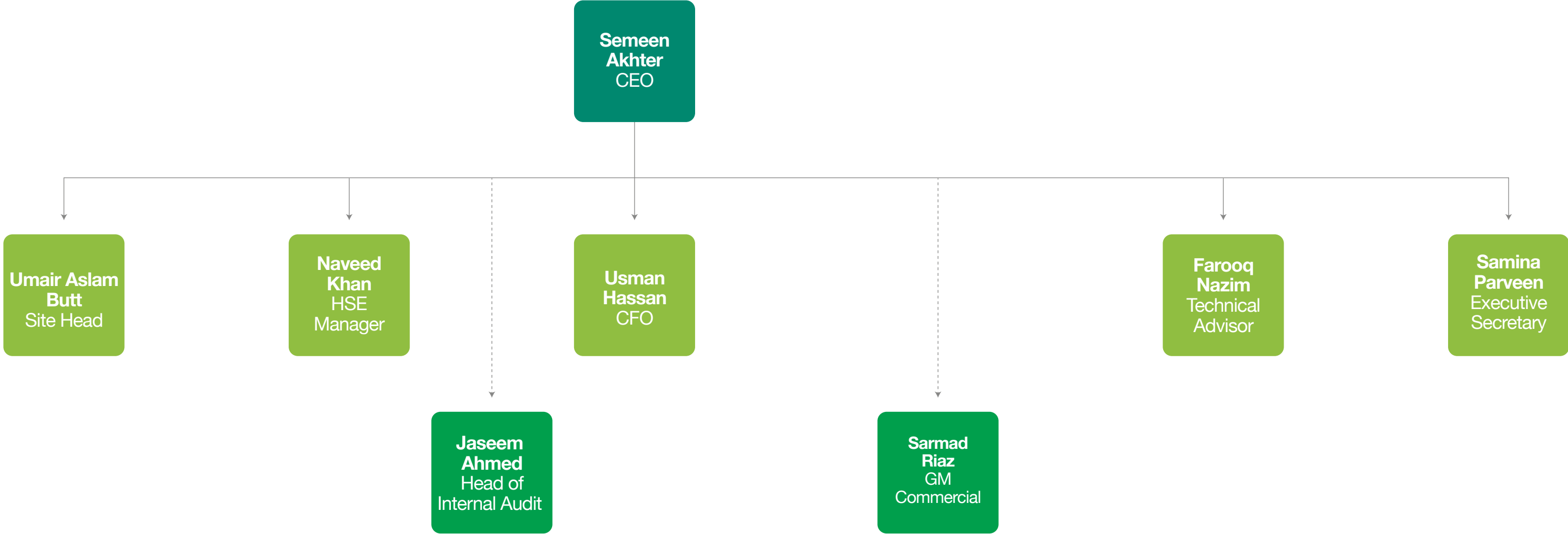
Has impeccable character and lives by highest standards of integrity and accountability



community & society

Nurtures passion to serve country, community and company, with strong belief in the dignity and value of people

organizational structure



corporate governance





Athar Abrar Khwaja

Chairman

Athar A. Khwaja is currently serving as the interim Chief Executive Officer of Engro Energy Limited (EEL). In this role, Athar is responsible for the company's power generation assets - Engro Powergen Thar Limited (EPTL) and Engro Powergen Qadirpur Limited (EPQL).

In a professional career spanning nearly 20 years, he has diverse experience in Process Engineering, Projects, Marketing, Strategic Sourcing and Business Development.

Prior to this, Athar had been working as CEO EPTL since 2023 & continues to hold this position alongside his interim role. He joined EPCL in 2004 as a Process Engineer and worked his way to the position of GM Technical in 2014. During this period, he was part of the project team responsible for the relocation, construction, and commissioning of the VCM plant from Baton Rouge LA as well as heading the business planning department where he negotiated with first long-term EDC sourcing agreement for EPCL along with executing record VCM exports of 20 KT in 2013.

From 2015 – 2018, he led the marketing function for the chemicals business at ICI Pakistan.

He re-joined Engro Polymers as GM Expansion Projects in 2018. His achievements at EPCL include leading the PVC 3 and VCM DBN Expansion projects. He strategically navigated the project during the Covid pandemic and ensured project completion and successful commercialization. He later went onto assume the position of Vice president projects and business development where he was responsible for crafting the long term growth strategy of the organization.

He holds a bachelor's degree in chemical engineering from McGill University, Montreal, Canada.



Semeen Akhter

Chief Executive Officer

Semeen Akhter has over 22 years of diverse professional experience spanning multiple geographies including the Middle East, South Asia, South Africa, Europe, Latin America, and Australia.

She has been leading Engro Powergen Qadirpur Limited as CEO since May 2023. She has previously held several C-suite global and regional roles for BP Plc, Unilever, SBM Offshore and Johnson Controls International, focused on strategy, commercial, operations, business transformation, digital transformation and energy transition.

Semeen is also a member of the board of Directors for Engro Enfrashare since April 2023.

Semeen holds a Bachelor's degree in electrical engineering from NED University, Karachi and a MBA from the Institute of Business Administration (IBA) Karachi

She is an active advocate of women in technology and women in Engineering and is part of several global organizations such as the global T-200. She is an advisor to "Teach for Pakistan". She is also a core committee member for "Women In Business" and "Women in Networks" supporting women leadership development in Pakistan



Shabbir Hashmi

Director

Shabbir Hashmi currently serves as a Non-Executive Director at Engro Powergen Qadirpur Limited. He also serves as a Director on the Boards of Engro Corporation Limited, OJ Engineering Limited, and FINCA Microfinance Bank Limited. Additionally, he serves on the Board of Governors of The Help Care Society, which operates K-12 schools in Lahore for underprivileged children.

With over 35 years of experience in development planning, impact financing and private equity Shabbir Hashmi's multifaceted contributions reflect a seamless blend of business acumen and philanthropic spirit. He is passionate in making a positive impact in both the corporate and social spheres.

In executive roles, he has directed Pakistan operations of Actis Capital, a major PE player in the emerging market. Prior to this, he managed a substantial investment portfolio at CDC Group Plc, focusing on Pakistan and Bangladesh. In addition, he has held pivotal roles with USAID and then briefly with the World Bank in Pakistan, related to policy and price setting in the energy sector.

So far, Shabbir Hashmi has served on over 24 boards as a nominee of CDC/Actis and 17 others as an independent board member. Notably, he brings heightened governance and accountability to listed companies, emphasizing their crucial need for robust oversight.

He is an engineer from Dawood College of Engineering & Technology, Pakistan and holds an MBA from J.F. Kennedy University, USA



Mohammad Yasir Khan

Director

Mohammad Yasir Khan is currently working as Vice President & Company Secretary of Engro Corporation Limited. He joined Engro Corporation in 2018 in the Corporate Strategy Division and was subsequently transferred to Finance where he was responsible for establishing and leading the Mergers & Acquisition function. Subsequently in 2022, he was transferred to the newly formed Investments team.

During his role as the M&A lead and as part of the investments team, Yasir evaluated numerous capital deployment opportunities relevant to Engro's business verticals, particularly in the telecom infrastructure and energy space. He has also been instrumental in recommending and executing various portfolio moves for Engro Corporation including the recent buyback of Engro Corp shares, restructuring of Engro Corporation & DH Corporation and the telecom infrastructure transaction with Jazz & Veon.

From 2020 to early 2023, Yasir also served as the Secretary to the Engro Corporation's Steering Committee for Capital Allocation as well as the Board Investment Committee.

Yasir brings a wealth of experience from his previous roles in investment banking, M&A advisory, portfolio management and corporate strategy. He has worked in the Capital Markets Division (Treasury & FIs Group) at Bank Alfalah Limited (2016 to 2018) and in the Investment Banking Division at AKD Securities Limited (2011 to 2016).

Yasir has a Bachelor's and Master's degree in Business Administration from the Institute of Business Management.



Vaqar Zakaria

Director

Vaqar Zakaria has over 45 years' experience in energy and environmental management in Pakistan and in the region. His professional focus has been on business policy and strategy evaluation, planning of energy production and distribution systems, energy pricing, demand forecasting, and environmental assessment of energy projects. With private sector firms, he has been extensively involved in power, and oil and gas infrastructure projects, including conceptual planning, engineering and project management. He has assisted the Planning Commission, energy ministries, state owned utilities, the World Bank, the Asian Development Bank, and the private sector in the development of energy infrastructure, policies to promote investment in the energy sector, and in formulating short and long-term energy plans. He played a key role in setting up Hagler Bailly Pakistan in 1990, where he continues to oversee all organizational matters. He has also been instrumental in establishing the Himalayan Wildlife Foundation, an NGO active in setting up national parks and assisting the communities and government in management of the protected areas. He holds Bachelors and Master's degrees in Chemical Engineering from the Massachusetts Institute of Technology (MIT), USA. He joined the EPQL Board in 2008.



Kaiser Bengali

Director

Kaiser Bengali is an economist with over 40 years of experience in teaching, research and policy advice in Pakistan and abroad. He has a master's in economics from Boston University, USA, and a Ph.D. in Economics from the University of Karachi, Pakistan. He has taught and conducted research at prestigious institutions in Pakistan, such as the Applied Economics Research Centre (AERC), University of Karachi, Sustainable Development Policy Institute (SDPI), Islamabad, Shaheed Zulfikar Ali Bhutto Institute of Science & Technology (SZABIST), and was Managing Director of the Social Policy & Development Centre (SPDC), Karachi.

His areas of research interest include issues in planning & development and macro-economic and fiscal policies, particularly relating to inter-personal and inter-regional inequality, poverty, unemployment, and social justice, urban and regional planning, decentralization and local government and finance, education, and ethnic, sectarian and religious militancy and violence. His areas of expertise and experience include political management of planning & development, management of institutions, personnel and finance. He has also served in a number of government positions. Till recently, he was Head of the Chief Minister's Policy Reform Unit, Government of Balochistan. Earlier, he was Advisor to the Chief Minister of Sindh for Planning & Development. He was also the first head of the Benazir Income Support Programme and designed the programme. He was also Sindh's representative on the 7th National Finance Commission, which gave a successful Award. He has now been nominated on the 8th NFC to represent Balochistan.

He has over 50 research publications in national and international journals and conferences and he is the author/editor of 8 books on subjects ranging from unemployment, inequality and poverty to education, water, gender, and regional development. He has regularly contributed articles on economic and political issues in newspapers and appears on electronic media. He joined the Board in 2019.



Nausheen Ahmad

Director

Nausheen Ahmad joined the Board of Directors of Meezan Bank in April, 2019. She is also a member of the Human Resources, Remuneration & Compensation Committee of the Board.

She holds an LL.B. from Kings College, London, an LL.M. degree from the University of London and a degree in the Philosophy of Religion from Kings College, London. She was called to the Bar from the Honorable Society of Grays Inn London and is registered as an Advocate of the Sindh High Court. She was also accredited as a mediator and master trainer by the Centre for Effective Dispute Resolution, UK and has also completed a negotiation and conflict resolution course from Harvard Law School.

Having spent over three decades in the corporate sector, Ms. Ahmad brings with her a tremendous amount of experience and expertise in the legal field as well as proven leadership skills. She began her legal practice with the corporate law firm Surridge and Beecheno. Later, she went on to hold the position of Legal Counsel at Pakistan Petroleum Ltd. and Unilever Pakistan Ltd. She has also served with ICI Pakistan Ltd. and Habib Bank Limited as the Company Secretary and General Counsel.

Ms. Ahmad left inhouse legal practice in mid-2021 to establish a boutique law firm called the Legal and Governance Advisory to provide corporate governance advice and training to businesses. She is also associated with Khaadi Corporation as consultant/ company secretary. She is an executive trainer and teaches the Directors Certification Training and the Corporate Law and Taxation diploma at IBA. She conducts diversity and inclusion training and conflict resolution and negotiation skills courses. Ms. Ahmad is an executive volunteer providing pro bono governance advice to Child Life Foundation and Kaarvan Crafts Foundation.



Maryam Aziz

Director

Maryam Aziz is a highly experienced finance and audit professional, with a career spanning over 20 years in financial reporting, internal & external audit and risk management. She is a Fellow Chartered Accountant from the Institute of Chartered Accountants of Pakistan. In addition, she has achieved professional certifications from Institute of Internal Auditors, US, Association of Chartered Certified Accountants, UK and Chartered Institute of Management Accountants, UK. She is a certified director from the Pakistan Institute of Corporate Governance.

She began her professional accounting career with KPMG Taseer Hadi Khalid & Co. from where she completed her articleship. During her 5 years with the firm, she covered external audits, internal control reviews, due diligence reviews and privatization assignments at major financial institutions including Deutsche Bank, Standard Chartered Bank, UBL, State Bank of Pakistan, ANZ Grindlays and National Development Finance Corporation.

In 2002, she joined ORIX Leasing Pakistan Limited, a subsidiary of ORIX Corporation, a Japanese multinational financial group operating in 34 countries globally. In her 20 years' career with ORIX Group, she served in diverse roles, both within Pakistan and with group companies in the Middle East, Far East and Central Asia. As part of the International division of OLP, she performed critical due diligence reviews of strategic investment projects in the MENACA region and Russia. She was designated Finance Director at the IFC led joint venture investment by ORIX in a leasing company in Kazakhstan. She was a crucial resource in multiple assignments involving improvements to accounting and reporting processes in Kazakhstan, Indonesia and Pakistan. While she was Chief Internal Auditor in Pakistan, she was also designated as ORIX Group's Internal Control Advisor in the Middle East and headed audits in Oman, Saudi Arabia and UAE. Her other critical roles in ORIX Pakistan include Chief Financial Officer and Head of Enterprise Risk Management.

She also served for 3 years as a director and Chairperson of the Risk Committee on the Board of ORIX Modaraba, a subsidiary of ORIX Pakistan, and the oldest modarabas in the sector. Since 2019, she has been a member of the Board of Fauji Fertilizer Company Ltd.

Ms. Aziz brings valuable experience in governance of financial reporting and risk management to the EPQL Board.

board of directors

Kaiser Bengali
Director

Maryam Aziz
Director

Athar Abrar Khwaja
Chairman

Vaqar Zakaria
Director

Shabbir Hashmi
Director

Semeen Akhter
Chief Executive Officer

Mohammad Yasir Khan
Director

Nausheen Ahmad
Director



approach to governance

empowerment with accountability

Whilst we seek to empower our employees to facilitate business decision making, we also hold them accountable for their actions. During performance of various job tasks, employees are required to ensure that they conduct themselves in a manner that reflects positively on the company.

As part of deploying a rigorous internal control framework all our employees are held to the highest of standards and are responsible for:

- Complying with all applicable laws, company policies and procedures
- Maintaining appropriate ethical behavior in all internal and external dealings
- Reporting any suspected misconduct, illegal activity, fraud, abuse of company assets or other violation of ethical standards
- Submit an ethics compliance declaration.

Our Supporting Infrastructure to Aid in Ethical Conduct

orientation

- Brief to new hires about policies on ethical business conduct

reinforcement

- Workshops on Ethics carried out periodically
- All vendors, contractors and customers are sent the Ethics Policy statement, which has been translated into Urdu, periodically with a request to ensure compliance in their dealings with the company
- Clauses related to Ethics and Conflicts of Interest are mandatory in all contracts entered into by the company

monitoring of compliance

- Voluntary disclosure of actual or suspected non-compliance through Irregularity Reporting system
- Irregularity reports are shared with management and Board Audit and Risk Committee on a quarterly basis
- Whistleblower system whereby employees are encouraged to raise red flags and help strengthen the control environment
- Whistleblower complaints and results of their investigations are also reported to Board Audit and Risk Committee quarterly basis

- We are also cognizant of the fact that our employees may encounter a variety of legal issues while taking decisions to conduct business and, therefore, they need to be aware of the legal implications of their actions. Consequently, to mitigate risks associated with non-compliance we continue to host information and training sessions that promote compliance to the law and strengthen awareness of systems and protocols that have been instituted to monitor and report any such violations. We also encourage our employees to seek clarification from their respective supervisors and company's legal advisors to ensure that we remain fully compliant with all applicable laws, rules and regulations.
- As an enabler of ethical excellence, we believe in promoting fair trade and a free-market competitive system – an objective that all our companies seek to pursue. While all our companies compete vigorously in the marketplace, they also ensure compliance with the Competition Act 2010 and, therefore, compete on the merits of their product quality, prices, service and the customer loyalty we create by fulfilling the needs of all our consumers and clients. In order to reinforce our commitment to the competition laws, all Engro companies have joined up to the requirements of the voluntary competition compliance code initiative of the CCP and implemented all its requirements. Furthermore, we also strive to ensure that all our employees remain transparent in their dealings and are accurate in describing the attributes of the Company's products.
- Our employees often have access to confidential information on future plans and financial data. Such individuals-commonly referred to as 'insiders' can use this information in the public domain for trading or tipping others to trade in the Company's securities or use this information to exercise any share options granted by the Company to the employees. To discourage insider trading all our employees are educated about the ethical and legal implications of such actions.
- Yet even as we monitor the behavior of our employees and suppliers, we also make it a point to ensure that Engro treats them fairly. We believe our commitment to living up to our financial obligations in a timely manner sets us apart from many of our competitors.

principal board committee

board people's committee

The committee meets multiple times through the year to review and recommend all elements of the compensation, organization and employee development policies relating to employees including senior executives and to approve all matters related to the salary plans, employee development plans, executive appraisals and succession planning.

The committee met one time during 2024.



Nausheen Ahmad

Chairperson

Maryam Aziz

Member

Vaqar Zakaria

Member

The secretary of the Board People's Committee is Ms. Amina Wahid.

the board audit and risk committee

The committee meets at least once every quarter and assists the Board in fulfilling its oversight responsibilities, primarily in reviewing and reporting financial and non-financial information to shareholders, systems of internal control and risk management and the audit process. It has the power to call on information from management and to consult directly with the external auditors or their advisors as considered appropriate.

The Chief Financial Officer regularly attends the Board Audit and Risk Committee meetings by invitation to present the accounts. After each meeting, the Chairman of the Committee reports to the Board.

The Committee met four times during 2024.



Kaiser Bengali

Chairman

Mohammad Yasir Khan

Member

Shabbir Hashmi

Member

The Secretary of the Board Audit and Risk Committee is Mr. Jaseem Ahmed Khan.

our governance framework

directors orientation program

The Human Resource department chalks out a formal orientation plan, which is followed at the induction of a new Board member. The orientation plan is devised to familiarise the new member with the business. Each Divisional Head of the Company takes them through a presentation pertaining to their own divisions, and macro-level policies are discussed. During the year, two new directors were appointed, and orientation course was conducted.

directors' remuneration

The remuneration of the Board members is approved by the Board itself. However, in accordance with the Code of Corporate Governance, it is ensured that no Director takes part in deciding his own remuneration. The Company does not pay remuneration to non-executive directors except for fees for attending the meetings. For information on remuneration of Directors and CEO in 2024, please refer notes to the Financial Statements. The Company has a documented policy which generally restricts employees from holding directorships in companies that are not subsidiaries or joint ventures of Engro Corporation Limited. However, exceptions to this general rule under special circumstances may be granted subject to the endorsement by CEO of ECL and approval by the Chairman of ECL.

All expenses incurred by an employee serving as a director of a company that is not a subsidiary or joint venture of ECL in accordance with this policy will be for that employee's own account. The employee may accept annual fees, meeting fees or other remuneration specifically related to service as a Director of an external non-Engro Company / Institution and donate such fee and / or remuneration in favor of Engro Foundation.

performance evaluation of directors

The Board has developed a formal mechanism for evaluation of board's own performance, members of board and of its committees. The assessment was carried out twice in the current year. The performance evaluation focuses on:

- Clarity of agenda and objectives
- Preparation for the meetings
- Quality and diversity of discussions
- Clarity of decisions and outcome

role of the chairman & the ceo

The Chairman of the Board and the Managing Director/CEO of the Company have well defined, separate but complimentary roles in line with the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.

chairman epql board

Chairman is responsible for providing effective leadership to the Board particularly during Board and shareholders' meetings. He sets the agenda of the Board meetings and ensures that reasonable time is available for discussion of the same. He ensures a conducive environment for

overall effectiveness of the Board and facilitates and encourages the contribution of executive, non-executive and independent directors in carrying out the Board's business in line with applicable laws, rules and regulations. At the start of the term of newly appointed directors, the Chairman informs them about their roles, responsibilities, duties and powers to help them effectively manage the affairs of the Company.

ceo of epql

The CEO is responsible for providing effective leadership to the management and employees and for overseeing the day-to-day operations and management of the Company's businesses and affairs by ensuring that the executive team implements the policies and strategies approved by the Board. He keeps the Board updated on significant and sensitive issues that might affect the Company. He ensures that operational plans and control systems are in place and he regularly monitors actual performance against plans and takes remedial actions, where necessary.

operations of the board

The Board is responsible for setting strategic objectives, overseeing the effective management and control of the Company, and identifying significant business risks and ensuring that policies and mechanisms are in place to adequately manage those risks. The Board has delegated certain responsibilities to its committees for review of relevant matters and making recommendations to the Board. All Committees operate in accordance with their TORs approved by the Board. The permanent Committees of the Board are the Board Audit and Risk Committee and the Board People Committee. Any agenda or matter that requires Board's approval is first presented to relevant Committee of the Board which, after thorough deliberations, presents its recommendations to the Board for final decision.

board's policy on diversity

EPQL has a diverse and balanced Board which not only represents the shareholders proportionately but also provides a mix of professional expertise in leadership, finance, economics, engineering, legal, corporate law, energy and business management skills and experiences covering adequately all areas of EPQL's business undertakings.

Furthermore, in compliance with regulatory requirements, three female directors have been on the Board.

policy for retention of fee by an executive director

As per Directors' Remuneration Policy, executive directors are not paid any fee for attending the board, committee or general meetings.

evaluation of board, committees, ceo and the chairman

As at December 31, 2024 the Board comprises of one Executive Director, three Independent Directors, and four Non-Executive Directors. A Non-Executive Director chairs the Board and the Chief Executive Officer is Ms. Semeen Akhter. Biographical details of the Directors are given on page 29 to 36 of the annual report. A Board of Directors' meeting calendar is issued annually that schedules the matters reserved for discussion and approval. The Board met 4 times this year and discussed matters relating to inter alia current year performance and long-term planning, giving consideration both to the opportunities and risks of future strategy. All Board members are given

appropriate documentation in advance of each Board meeting. This normally includes a detailed analysis on businesses and full papers on matters where the Board will be required to make a decision or give its approval.

evaluation

The Listed Companies (Code of Corporate Governance) Regulations, 2019 mandatorily requires evaluation of the Board of Directors as a whole, its Committees, and the contribution of each Director to the strategic direction and steering of the Company. In this regard, a comprehensive range of self-evaluation surveys were conducted in the Company with respect to the performance of its Board of Directors and Board Committees. Purposive feedback from all Board members was solicited on areas of strategic clarity & beliefs, direction of business plan, and functional adequacy of its role. Equal emphasis is given to evaluating and assessing the individual contribution of each Director during the year by the Chairman of the Board, highlighting significant areas of development for them. The evaluation of the members of the Board and its committees (i.e. the Board Audit and Risk Committee and Board Peoples Committees) is carried out internally on the following premise:

Timeliness: The Board Members receive timely meeting notices, clearly describing the agenda of the meetings, followed by the duly circulation of its minutes.

Preparedness: The Board Members are provided with the well-structured financial and non-financial reports on significant matters at least seven days before the meeting.

Participation and inclusivity: The Board meetings are conducted in a manner that ensures open communication, meaningful participation, and timely resolution of issues. The Board Members respect the difference between the Board's policy-making role and CEO's management role.

Transparency: The Board Members determine goals, expectation and concerns, and ensure its due communication to the CEO.

The evaluation of CEO and Chairman is also carried out on above criteria. The overall performance of the Board, its committees, Chairman and CEO measured based on approved criteria remained satisfactory.

formal orientation of our board

The Human Resource department chalks out a formal orientation plan, which is followed at the induction of a new Board member. The orientation plan is devised to familiarise the new member with the business. Each Divisional Head of the Company takes them through a presentation pertaining to their own divisions, and macro-level policies are discussed. During the year, two new directors were appointed.

details of board meetings held outside Pakistan during the year

During 2024, all Board meetings were held in Pakistan.

security clearance of foreign directors

During the year, one foreign director was appointed on the Board who later resigned. In case a foreign director is elected on the Board in future, security clearance is required from the Ministry of Interior through the SECP. A detailed SOP is in place for security clearance and provision of security to the foreigners coming into Pakistan to work with the Company.

performance evaluation of the ceo

The performance of the CEO is formally appraised through the evaluation system which is based on quantitative and qualitative values. It includes the performance of the business, the accomplishment of objectives, organization building, succession planning and corporate success.

matters decided and delegated by board of directors

The powers of the Board of Directors and the management of the Company have been defined with special reference to, and in compliance with, the Companies Act 2017, the Code of Corporate Governance and the Articles of Association of the Company. In addition to approving the vision, core values, corporate strategy and the policies for conduct of business of the Company, the types of decisions taken by the Board includes the following:

- To issue shares
- To issue debentures or any instrument in the nature of redeemable capital
- To borrow moneys otherwise than on debentures
- To invest and divest funds of the company
- To make loans
- To authorise a director or the firm of which he is a partner or any partner of such firm or a private company of which he is a member or director to enter into any contract with the company for making sale, purchase or supply of goods or rendering services with the company
- To approve financial statements
- To approve bonus to employees
- To incur capital expenditure on any single item or dispose of a fixed asset in accordance with the limits as may be specified
- To undertake obligations under leasing contracts exceeding such amount as may be notified
- To declare interim dividend Having regard to such amount as may be determined to be material (as construed in Generally Accepted Accounting Principles) by the board
- To write off bad debts, advances and receivables
- To write off inventories and other assets of the company
- To determine the terms of and the circumstances in which a lawsuit may be compromised and a claim or right in favour of a company may be released, extinguished or relinquished
- To take over a company or acquire a controlling or substantial stake in another company
- Any other matter which may be specified

matters delegated to the management

Management of the Company is entrusted with the responsibility to conduct operations of the Company adhering to the vision, core values, corporate strategy and the policies for conduct of business approved by Board of Directors. The delegation of authority to the management has been formally documented in the Limits of Authority Manual (LOAM) which is periodically reviewed and appropriately updated.

responsibilities of management 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 controls as management determines is necessary to enable the preparation and presentation of financial statements that are free from material misstatement, whether due to fraud or error.

conflict of interest among board members

A formal code of conduct is in place that promotes ethical culture in the company and prevents conflict of interest in capacity as member of the board, senior management and other employees. The code of conduct also includes a section on fiduciary duties of Directors which included the following:

- Duty not to place themselves in a position of conflict between their personal interests and those of the company – this includes the duty to disclose any such personal interests to the Company and the duty not to make secret and/or incidental profits at the expense of the company
- Duty to account for profits, and not to make secret or incidental profits
- Duty not to act on behalf of Company in any matter in which he/she has an interest that conflicts, or may conflict, with his duties to his/her company
- The Directors of the Company excuse themselves from the meetings when the matters under discussion involve a conflict or potential conflict of interest with the activities of any undertaking in which they may hold a real or beneficial interest

contracts/ transactions with related parties

The Company has an established and approved policy of governing transactions between the Company and its Related Parties, in compliance with the requirements of Section 208 of the Companies Act, 2017 and the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018. The policy provides a framework for governance and reporting of Related Party Transactions, and is intended to ensure due and timely approval, disclosure including its pricing policy and reporting of transactions between the Company and any of its Related Parties in compliance with the applicable laws. During the period, the Company has not entered into any contract or arrangement, other than ordinary course of business on an arm's length basis, with its related parties.

investors' grievance policy

The Company strives to develop and maintain trustworthy relations with all its stakeholders, including shareholders and investors. It recognizes the importance of timely and fair disclosure of all material information to them, without advantage to any particular investor, group or investment advisor / analyst, in order to enable them to make informed decisions about investing in the Company. The Company's contact details are disclosed in "Company Information" section of this annual report and on its website under "Investors relation" section to facilitate shareholders / other investors' and timely resolve their complaints, if any.

policy for safety records of the company

The Company has a documented Record Retention Policy to ensure the safety of the records for periods that exceed the minimum requirement prescribed by Companies Act, 2017 and other applicable regulatory requirements. In addition, the Company has a formally documented Business Continuity Plan (BCP) complemented by a formal Disaster Recovery Plan (DRP).

disclosure on IT governance policy and cybersecurity

At Engro, the Board of Directors are the ultimate authority for cyber security strategy. The BARC is responsible for reviewing the significant IT risks and ensuring the corrective and remediation strategy is in place. To facilitate the board, Engro's Executive Committee (EXCOM) plays a pivotal role in ensuring that detailed security assessment is carried out for all new and existing technology initiatives supported by an Information Technology Steering Committee (ITSC) and the Chief Information Officer (CIO).

The Company has a centralized Information and Communication technology (ICT) function which is responsible for appropriate mechanisms for detections of risks and timely communication to the relevant stakeholders. Further, the Company also has a disaster recovery plan in place which ensures all necessary procedures to restore the affected systems for smooth processing of operations in case the system is hindered.

Further to educate the engronians on the cyber security risks the Company periodically conducts sessions and activities on on-site and physical IS awareness and Phishing emails.

statement of ethics

Integrity is a vital part of Engro's core values and how we conduct business. Our reputation is built on our values as a company, the values of our employees and our collective commitment to acting with integrity throughout our organization.

The Company ensures that its business is conducted in compliance with the highest ethical standards of business practice and in compliance with all relevant legal principles. Where the law allows flexibility, we commit to upholding the highest standards of integrity.

These values are ingrained into our identity as a company and guide the way we interact with each other, customers, business partners and other stakeholders. We are committed to fostering a strong ethical culture that upholds these principles in every aspect of our business.

ethics & compliance

Engro Powergen Qadirpur has a strong internal control system that encourages its employees, customers and suppliers to report any suspected misconduct, fraud and violation of law or ethical standards. There are a number of avenues to do so including the whistleblower complaint system called "Speak-Out", a transparent system that reviews all complaints and guarantees confidentiality and protection from any form of retribution. Apart from this, Engro Powergen Qadirpur has an internal system of voluntary reporting called "Irregularity reporting" that allows employees to voluntarily disclose actual or suspected non-compliance through the Irregularity Reporting system. Employees are encouraged to raise red flags and help strengthen the control environment.

a. whistleblower policy – “speak out!”

The Board of Directors of the Company have established a Whistleblower system which allows employees, suppliers, customers and contractors to speak out about any concerns they have regarding business ethics, safety, environmental performance, harassment and other employment-related matters or other possible breaches of compliance. The company also has specific procedures in place to increase awareness of the policy.

In order to further strengthen the Company’s Ethics compliance program and promote adherence to sound business conduct, all employees, customers, suppliers and contractors are encouraged to report serious concerns that could have a significant impact on these organizations, such as actions that:

- are unlawful or may damage the reputation of the Corporation or an affiliate
- are fraudulent and lead to a loss of assets
- may be intended to result in incorrect financial reporting
- are in violation of various corporate policies governing business conduct
- are in violation of Safety Health & Environmental standards applicable to the business
- give rise to harassment, discrimination, or other unfair employment practices

As per the requirements of the policy, confidentiality of complainants is maintained to protect them from any form of retaliation or victimization for genuinely held concerns that are raised in good faith. Below is the number of whistleblows reported during the year 2024:

- No. of whistle-blower complaints investigated and closed during the year: 03 compared to 04 in 2023
- No. of whistle-blower complaints in progress: zero

b. Governance

The Ethics and Compliance department is housed within the Internal Audit Function whereby all concerns reported are investigated confidentially by the Ethics & Compliance Department which are also presented on a quarterly basis to the Board Audit & Risk Committee (BARC). Further, the Ethics and Compliance department monitors compliance against all ethics related policies, interalia the following:

- Code of Conduct
- Fraud Risk Management
- Governance of Conflicts of Interest
- Statement of Ethics and Business Practices
- Whistleblower Policy
- Gift & Business Entertainment Policy
- Anti-corruption Policy
- Governance of transactions/contracts with related parties

All complaints and concerns should be reported on the Speakout platform at speakout@engro.com for confidential investigations.

human resource management & succession planning

The Company has a documented Human Resource management policy which aims to attract, induct, develop, retain and motivate high calibre talent who are qualified, capable and willing to contribute their best towards accomplishment of Company objectives.

To complement this policy several other policies have been developed for recruitment, compensation and organizational development. The Company’s HR policies have been developed encompassing following principles:

equal opportunity

- Provide equal opportunity to all job applicants through clearly defined and consistently applied induction standards.
- Create a work environment where every employee has an equal opportunity to develop their skills and talents.

training and development

- To meet employee and organizational needs, provide opportunities to employees for acquisition of knowledge for technical and managerial skills through classroom and on-the-job learning.

performance management

- Have a transparent and merit-based performance management system in place.
- Have a formal career development and succession planning system.
- Clearly defined system for career progression based on merit and potential.

compensation and benefits

- Rewards policies aligned with best companies in the market that compete for high quality talent.
- Clear linkage of reward policies with performance and potential.

diversity and non-discrimination

- Provide an environment free from all forms of discrimination and harassment at workplace.
- Foster gender diversity at all levels within the Company.
- Policies aimed at creating flexible and conducive working arrangements for all.

gender pay gap

At Engro, we are committed to fostering an inclusive and equitable workplace where all employees have equal opportunities to grow and succeed. Our compensation philosophy is built on fairness, transparency, and meritocracy, ensuring that pay is determined by an individual’s competence, years of experience, and performance. We believe in rewarding employees for their contributions and the value they bring to our organization. To uphold our commitment to fairness, we regularly review our compensation structures to ensure alignment with industry standards and internal equity.

For reporting gender parity, we have used the following calculation assumptions to determine the Male-to-Female pay ratio, which stands at 1:0.90

- Band-wise breakup
- Age-wise brackets based on averages

Grade	Mean Ratio	Median Ratio
P4	1.17	1.13
P5	0.88	0.88
M1	0.88	0.85
M2	1.21	1.20
Overall	0.90	0.80

We remain dedicated to continuously monitoring and improving pay equity, ensuring that all employees—regardless of gender—are recognized and rewarded equitably for their contributions.

succession planning policy

The Company's Succession Planning policy is aimed at ensuring seamless business continuity, through a stronger talent pipeline for future leadership positions. Keeping People Development at the core and recognizing that change is imminent, focus is on skill enhancement for all current and future business needs to ensure that the organization remains abreast with changing times. Career growth for employees has also been mapped keeping in view, the individual's potential, experience, display of Engro competencies along with other factors. Each employee is provided training and development opportunities and is equipped with the necessary tools and resources to perform at the job. The Company has also initiated the Leadership Pipeline Development Framework, which encompasses a holistic approach to People Development covering aspects like on-going coaching, rotations and Cross Functional Projects. In addition to this, Mentorship is also an integral part of the system along with a Top Talent Strategy to ensure focused upward mobility.

social and environmental responsibility policy

The Company believes that businesses, in their normal course of operations, create positive and adverse impacts. The Company is committed to improve its understanding of social and environmental impacts of its business and it will quantify the impact on the lives of its customers, suppliers and communities in which it operates and will strive to minimize adverse impacts. The associated funding requirement will be part of the business cost. The Company's Social Responsibility policies and practices include:

- Policy for soliciting customers, suppliers, vendors and contractors
- Allocation of funds for social investment

The Company aims to be recognized as a world class performer in the field of Health, safety and environmental management. For this it will:

- Comply with all applicable environmental laws, regulations and apply responsible standards where law and regulations does not exist.
- Conserve natural resources & energy by continuously improving our processes and measuring performance.
- Continuously improve our processes to minimize pollution and waste.

'Social Investments' section of the Directors' report to the shareholders outlines the Company's Social and Environmental practices and interventions during the year.

business continuity plan

The Company has a formally documented Business Continuity Plan (BCP) complemented by a formal Disaster Recovery Plan (DRP). The BCP and DRP specifies the policy and procedures implemented at the Company for the safety of critical electronic, hard copy data and processes to ensure all critical functions continue in case of a disruption or disaster. The main purpose of the Company policies for safety of ERP systems and business records are as follows:

- Define roles and responsibilities of all functions and departments to ensure that a proper mechanism is in place within their department for backup of electronic data and digitization and archival of critical hard copy documents.
- Define arrangements for storage of ERP systems and business data at secure location with state of the art protections against physical deterioration, fire, natural disasters etc.
- Availability of suitable alternate site for backup of critical information systems including defining the methodologies for replication of applications on the alternate site based on industry best practices.
- Provide mechanism and arrangements for digitization (through a Document Management Solution) and archival of critical hard copy data and for backup of critical electronic data.

enterprise resource planning (erp)

The Company has constant focus on optimization of ERP to achieve efficiency in internal controls and attain a paperless environment. In 2021, the Company implemented SAP S4/Hana as a software to integrate the core business processes like Finance, HR, supply chain and inventory management in a single system to inbuilt operation efficiencies and synergies.

The Company also has a risk assessment system led by a dedicated team of ERP specialists who are constantly working on providing spontaneous solutions and extensive trainings to the stakeholders in turn ensuring that the Company can achieve optimum accuracy in reporting.

sponsors, directors and executives shareholding

Information relating to shares held by Sponsor, Directors and Executives has been disclosed in Directors Report on page 137.

beneficial (including indirect) ownership and flow chart of group shareholding

Complete disclosure of Engro Powergen Qadirpur Limited shareholders has been provided in Director's Report on page 140. In addition, group shareholding and direct & indirect ownerships of the Company are demonstrated on page 13.

compliance with best practices of code of corporate governance

Information relating to compliance with the best practices of code of Corporate Governance have been provided on page 147.

interaction with major shareholders

Engro Energy Limited continues to be the major shareholder in the Company which is kept abreast with the business updates on a quarterly basis. Furthermore, other interactions include the annual general meeting, extra ordinary general meetings, corporate briefings/road shows, responding to investor queries either raised on email, website or on telephone.

investors' relations section on corporate website

The investors' relations section on the Company's website (<https://www.engroenergy.com/epql/>) is updated regularly to provide detailed and latest company information including financial highlights, investor information and other requisite information. Furthermore, the Company's website also contains the link to SECP's investor education portal, 'Jamapunji'.

issues raised at last agm

The Company's Annual General Meeting for year ended December 31, 2023 was held on March 29, 2024, which was attended by Chariman of Audit and Risk Committee and no major issues were raised by the Shareholders during the meeting.

compliance of International financial reporting standards (ifrs)

The management of the Company strongly believes in adherence to unreserved compliance with all the applicable International Accounting Standards (IAS) / IFRS issued by International Accounting Standards Board (IASB) and as adopted by SECP vital to fair preparation and presentation of financial information. Compliance to IFRS encourages sufficient disclosures of the financial statements that are beneficial for informed decisions of stakeholders. Financial statements for the year have been prepared in accordance with the accounting and reporting standards issued by IASB as are applicable in Pakistan. IFRS adoption status is explained in detail in note 2 of the annexed financial statements.

efforts to implement governance practices exceeding legal requirements

With a strong legacy system, Engro Powergen Qadirpur Limited continues to optimize its governance framework by institutionalizing its core values, policies and principles across the board to surpass the legal requirements and adhere to global Best Practices and Standards of governance. Some governance practices being followed by the management include:

- Voluntary disclosure of additional corporate and financial information in this annual report for the year ended 2024, although not required by any law, to make the Company's affairs more transparent and to give better insight of the Company's affairs, policies and strategies.
- Implementation of Health, Safety and Environment Policy for better and safe workplace environment for employees, workers and surrounded community.
- Implementation of various social projects for welfare of the community as part of it's Corporate Social Responsibility (CSR).
- Adoption of a strict insider trading policy whereby all employees of the Company are restricted from trading in shares of the Company.
- Restriction of employees of group companies to adhere to close period requirements.
- The Company endeavors to replicate the best practices to its privately owned subsidiaries.

minority shareholders at agms

Notice of Annual General Meeting is sent to all shareholders of the Company at least twenty-one days before the date fixed for meeting. Such notice is published in Urdu and English languages in at least in one issue each of daily newspaper of respective language having nationwide circulation Further, notice of AGM is also placed on Company's website. The Company encourages maximum participation from all the shareholders including minority shareholders.

internal control framework

responsibility

The Board is ultimately responsible to ensure that a system of sound internal control is established, which is effectively implemented and maintained at all levels within the Company. However, such a system is designed to govern rather than eliminate the risk of failure to achieve business objectives. The Board, whilst maintaining its overall responsibility for governance of risk within the Company, has delegated the detailed design and operation of the system of internal controls to the Chief Executive.

framework

The Company maintains an established control framework comprising clear structures, authority limits, and accountabilities, well communicated and understood policies and procedures and budgeting for review processes. All policies and control procedures are documented in manuals. The Board establishes overall corporate strategy and the Company's business objectives. Divisional management integrates these objectives into divisional business strategies with supporting financial objectives.

review

The Board meets at least once in a quarter, to consider the Company's financial performance, financial and operating budgets and forecasts, business growth and development plans, capital expenditure proposals and other key performance indicators. The Board Audit and Risk Committee receives reports on the system of internal financial controls from the external and internal auditors and reviews the process for monitoring the effectiveness of internal controls. There is a Company-wide policy governing appraisal and approval of investment expenditure and asset disposals. Post completion reviews are performed on all material investment expenditure.

internal audit

EPQL has an Internal Audit function, manned with suitably qualified and experienced staff. The Board Audit and Risk Committee annually reviews the appropriateness of resources and authority of this function. Moreover, the Board Audit and Risk Committee in coordination with the Board People Committee ensures that the performance review and compensation mechanisms of the Internal Audit personnel are appropriate to maintain their independence from the Company's management. The Head of Internal Audit functionally reports to the Audit and Risk Committee and has indirect reporting to the Head of Corporate Audit of the Ultimate Parent Company i.e. Engro Corporation Limited. The Head of Internal Audit only reports for administrative matters to the CEO of the Company. The Board Audit and Risk Committee approves the audit program, based on an annual risk assessment of the operating areas. The Internal Audit function carries out reviews on the financial, operational and compliance controls, and reports on findings to the Board Audit and Risk Committee.

ethics and compliance

The Company ensures appropriate focus on its business ethics policies through an inhouse Ethics and Compliance section, housed within its Internal Audit department that monitors compliance against all ethics related policies, interalia the following:

- Code of Conduct
- Governance of Conflicts of Interest
- Governance of Transactions/Contracts with Related Parties
- Statement of Ethics and Business Practice
- Whistleblower Policy – Speak Out

statement of compliance with listed companies (code of corporate governance) regulations, 2019

Engro Powergen Qadirpur Limited
For the Year Ended December 31, 2024

Engro Powergen Qadirpur Limited (hereinafter referred to as the "Company") has complied with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019, ("Regulations") in the following manner:

1. The total number of directors are eight (8) in the following manner:



*Including the CEO, who is a Deemed Director.

2. The composition of the Board is as follows:

Category	Name
Independent Director - Male	Mr. Kaiser Bengali
Independent Directors - Female	Ms. Maryam Aziz Ms. Nausheen Ahmad
Non-Executive Directors	Mr. Athar Abrar Khwaja Mr. Shabbir Hashmi Mr. Vaqar Zakaria Mr. Mohammad Yasir Khan
Executive Director	Ms. Semeen Akhter

3. The directors have confirmed that none of them are serving as a director on more than seven (7) listed companies, including this Company.
4. The Company has prepared a 'Code of Conduct' and has ensured that appropriate steps have been taken to disseminate it throughout the Company, along with its supporting policies and procedures.

5. The Board has formulated a vision/mission statement, overall corporate strategy, and significant policies of the Company. Additionally, the Board has ensured that the Company maintains a comprehensive record of significant policies, including the date of their approval or updating.
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/shareholders as empowered by the relevant provisions of the Companies Act, 2017 (the "Act") and the Regulations.
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a Director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording and circulating minutes of the meeting of the Board.
8. The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and the Regulations.
9. Out of the 8 directors, 7 have successfully completed the Director's Training Program. Athar Abrar Khwaja who was appointed in 2024 will complete the Director training Program within the required timeline as per Regulation 19(2).
10. The Board has approved appointment of chief financial officer, company secretary and head of internal audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
11. The Chief Executive Officer and Chief Financial Officer duly endorsed the Company's financial statements, which were subsequently presented to the Board Audit and Risk Committee and the Board for approval.

12. The Board has formed committees comprising of members given below:

a) Board Audit and Risk Committee	Kaiser Bengali - Chairman Mohammad Yasir Khan Shabbir Hashmi
b) Board People Committee, i.e. HR and Remuneration Committee	Nausheen Ahmad - Chairperson Maryam Aziz Vaqar Zakaria

13. The Terms of Reference of the aforementioned committees have been formed, documented and advised to the committees for compliance.
14. The frequency of meetings of the committees were as follows:
 - a) Board Audit and Risk Committee – 4 meetings held during the year;
 - b) Board People Committee – 1 meeting held during the year;

15. The Board has established a system of sound internal audit controls, which is effectively implemented at all levels within the Company comprising individuals who are 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 Institute of Chartered Accountants of Pakistan. They are also registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Director of the Company.
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, the Regulations, or any other regulatory requirement. The auditors have also confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all requirements of Regulation 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.
19. Explanation for non-compliance with requirements, other than Regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

a) Sustainability Committee (regulation 10A)

The responsibilities of the sustainability related matters are currently fulfilled by the Board. Pursuant to the amendment in Listed Companies (Code of Corporate Governance) Regulations, 2019 through Securities and Exchange Commission of Pakistan's (SECP) notification SRO 920(I)/2024 dated June 12, 2024, a new regulation 10A has been inserted and accordingly, an amendment in terms of reference of Board Audit & Risk Committee (BARC) to assign additional responsibilities to discharge sustainability related duties has been recommended by BARC to the Board and will be presented for approval in the upcoming board meeting.

b) Nomination Committee and Risk Management Committee (Regulation 29 and 30)

The responsibilities of the Nomination Committee and the Risk Management Committee are currently fulfilled by the Board and Board Audit and Risk Committee respectively. Therefore, establishing a separate committee for Nomination and Risk Management is not required.



Athar Abrar Khwaja
Chairman

Date: February 14, 2025



Semeen Akhter
Chief Executive Officer

report of the audit and risk committee

Dear Shareholder,

On behalf of the Board, I am pleased to present the Board Audit & Risk Committee's Report for the financial year ended December 31, 2024. Our key focus was to assist the Board of Directors in fulfilling their governance and stewardship responsibilities including integrity of financial reporting and ensuring robustness of internal controls and risk management process at Engro Powergen Qadirpur Limited.

composition

The Committee is appointed by the Board and comprised of:

Name		
Mr. Kaiser Bengali	Chairman	Independent Director
Mr. Shabbir Hashmi	Member	Non-Executive Director
Mr. Mohammad Yasir Khan	Member	Non-Executive Director
Mr. Jaseem Ahmed Khan	Secretary	Head of Internal Audit

All Committee members are qualified finance professionals and possess sufficient business and commercial knowledge and have extensive experience in the field.

charter of the committee

The terms of the Committee's mandate are governed by the Board of Directors and the Code of Corporate Governance. The terms of reference of the Committee are clearly defined in the Charter of the Committee which is duly approved by the Board of Directors. The salient features are stated below:

- Review the quarterly, half-yearly and annual financial statements;
- Review the adequacy and effectiveness of the risk assessment and management system including business continuity plans;
- Oversee the internal control systems and internal audit function;
- Monitor management's compliance with all Company's policies including complaints received through the Speak Out – Whistle Blower System;
- Monitor compliance of statutory requirements;
- Recommend to the Board the appointment and removal of external auditors;
- To oversee periodic HSE compliance through HSE dashboards; and
- To oversee matters pertaining to sustainability report.

meetings during 2024

The Audit and Risk Committee meetings take place ahead of Board meetings and the Committee Chairman provides an update to the Board on the key issues discussed during each Committee meeting. The minutes of the Committee meetings are provided to the Board on regular basis. The CFO and other departmental Heads are invited to the BARC Meetings on a need basis for matters pertaining to their respective areas.

During the year 2024, the Committee met four (4) times. Furthermore, as required by the Code, the Committee also independently met external and internal auditors.

role of the committee

The Audit and Risk Committee assists the Board to effectively carry out its supervisory oversight responsibilities on financial reporting and compliance, internal controls and risk management, internal and external audit functions of the Company. The Committee believes that it has carried out all its responsibilities, in accordance with Terms of Reference approved by the Board. The evaluation of the Board performance, which also included members of the Committee, was carried out separately.

During 2024, the following key responsibilities were satisfactorily carried out by the Audit and Risk Committee:

- Ensured compliance with the listed Companies (Code of Corporate Governance) Regulations, 2019;
- Reviewed quarterly, half-yearly, and annual financial statements of the Company prior to their approval by the Board of Directors, focusing on major judgmental areas, financial estimates, going concern assumption, compliance of accounting standards, local regulations, and other statutory / regulatory requirements;
- Reviewed Related Party Transactions, ensuring that the pricing methods used were on terms equivalent to those that prevail on arm's length basis;
- Ensured that proper, accurate, and adequate accounting records have been maintained by the Company;
- Recommended the appointment of the external auditors to the Board to be confirmed by the Company shareholders in the Annual General Meeting;
- Reviewed new policies / modifications to existing policies and Management's compliance with all Company's policies, procedures, and guidelines;
- Ensured that the Company's system of internal control is sound in design and has been continually evaluated for effectiveness and adequacy; and
- Closed periods were duly determined and announced by the Company, preventing the directors, executives and all employees of all Engro companies from dealing in the shares of the Company, prior to each Board meeting.

risk management and internal control

The Company has developed a sound mechanism for identification of risks, assigning appropriate criticality level and devising appropriate mitigation measures, which are regularly monitored and implemented by the management across all major functions of the Company and presented to the Committee for information and review. The Company has devised and implemented an effective internal control framework which also includes an independent internal audit function. The Internal Audit department is responsible for monitoring of compliance, inherent and other risks associated with operations of the Company.

internal audit

- The Internal Audit function has carried out its duties under the charter defined by the Committee. The Committee has reviewed material Internal Audit findings, taken appropriate action or brought the matters to the Board's attention where required;
- The Committee has provided proper arrangement for staff and management to report to the Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters. Adequate remedial and mitigating measures are applied, where necessary;
- The Head of Internal Audit has direct access to the Chairman of the Committee and the Committee has ensured staffing of personnel with sufficient internal audit acumen and that the function has all necessary access to Management and the right to seek information and explanations; and
- Coordination between the External and Internal Auditors was facilitated to ensure efficiency and contribution to the Company's objectives, including a reliable financial reporting system and compliance with laws and regulations.

whistle-blowing incidents

The Board of Directors of the Company have established a Whistleblower system which allows employees, suppliers, customers and contractors to speak out about any concerns they have regarding business ethics, safety, environmental performance, harassment and other employment-related matters or other possible breaches of compliance. The company also has specific procedures in place to increase awareness of the policy. No. of whistle-blower complaints investigated and closed during 2024, 03 compared to 04 in 2023. Further, No. of whistle-blower complaints in progress: none.

external audit

The statutory auditors of the Company, A. F. Ferguson & Co., Chartered Accountants, have completed their audit assignment of the Company's financial statements and the statement of compliance with the Code of Corporate Governance for the year ended December 31, 2024 and shall retire on the conclusion of the Annual General Meeting;

- The Committee has reviewed and discussed audit observations highlighted in covering letter to the audit report with the external auditors. A meeting was also held with the external auditors in the absence of the management;
- The external auditors have direct access to the Committee and Internal Audit Department, thereby ensuring the effectiveness, independence and objectivity of the audit process;
- A.F. Ferguson & Co., Chartered Accountants also provided taxation services to the Company; the statutory auditors have no financial or other relationship of any kind with the Company except that of External Auditor and Taxation Consultant;
- The performance, cost and independence of the external auditors is reviewed annually by the Committee. The Committee obtained confirmation from the external auditors in its meeting that the engagement team, other partners and staff in the firm, and the firm have complied with the applicable requirements regarding independence; and
- The Committee is satisfied with the performance of the External Auditors. The engagement partner on the audit was Mr. Azhar Hussain. Being eligible for reappointment under the Code of Corporate Governance, the Committee has recommended to the Board the reappointment of A. F. Ferguson and Co., Chartered Accountants for the year 2025. A resolution to this effect has been proposed at the forthcoming Annual General Meeting.

financial statements 2024

The Committee assessed the 2024 Financial Statements as fair, balanced, and understandable, and that it provided sufficient information to enable the shareholders to assess the performance.

evaluation of BARC performance

The Board has also developed a formal mechanism for evaluation of board's own performance, members of board and of its committees. The assessment is carried out on an annual basis. The Board carries out self-assessment evaluating its own performance against a defined approved criteria which includes its governance over all financial and non-financial matters including risk management and oversight exercised with respect to economic, environmental, and social topics.



Kaiser Bengali

Chairman of The Board Audit and Risk Committee
Engro Powergen Qadirpur Limited
February 13, 2025

business performance



chairman's review

Dear Shareholders,

With nearly fifteen years of impact, Engro Powergen Qadirpur Limited (EPQL) continues to play a vital role in Pakistan's energy landscape by utilizing indigenous fuel sources. Our commitment to operational excellence, sustainability, and value creation remains unwavering as we invest in our people, communities, and economy.

Despite industry challenges such as power demand fluctuations, circular debt, and fuel supply constraints, EPQL maintained a high merit order position in 2024, ensuring reliable electricity generation. We achieved a commendable ~100% billable availability factor, dispatching 847 GWh of net electrical output and maintaining strong financial stability through effective receivables management.

Safety and environmental stewardship remain core to our operations. In 2024, we successfully completed 11.2 million safe work hours since commercial operations began. I am pleased to inform you that we received an "Outstanding" rating in the NEPRA HSE Performance Evaluation Report, ranking 4th among 164 licensees nationwide.

Our employees remain our greatest asset, and we are dedicated to fostering an inclusive and equitable workplace. EPQL has introduced policies supporting female employees, including maternity benefits, childcare facilities, and anti-harassment measures. Our workforce collectively completed 1,960 training hours focused on leadership, strategy, and technical skills. Employee engagement remained high, with an 85% engagement index in our 2024 survey.

EPQL has a Gas Supply Agreement (GSA) with Sui Northern Gas Pipelines Limited (SNGPL) for the supply of permeate gas from the Qadirpur Gas Field. However, with the depletion of the Qadirpur Gas Field, to mitigate the impact EPQL is engaged with Petroleum Exploration Limited (PEL) for the supply of low BTU gas from the Badar Gas Field. NEPRA has approved modifications in the Generation License and Fuel Cost Component for PEL gas. In August 2024, we successfully signed the Gas Sale and Purchase Agreement (GSPA) with

PEL. We are now working towards obtaining the necessary regulatory approvals to implement key contractual amendments. In addition, EPQL continues to engage with regulators and stakeholders to explore additional fuel options for its long term sustainability.

Additionally, the Government's Energy Task Force Committee has initiated discussions to renegotiate Power Purchase Agreements (PPAs) with IPPs, including EPQL. Under a proposed "Hybrid Take and Pay" model effective November 2024, the power purchaser will settle outstanding receivables accumulated up to November 01, 2024 within 90 days. The organization in 2025 will focus on operating in a cost efficient mode under the new tariff model.

Beyond operations, EPQL remains deeply committed to social responsibility. Through the Engro Foundation, we invest in education, technical training, and healthcare for surrounding communities. In 2024, our Primary Healthcare Centre (PHC) provided medical treatment to over 10,000 patients, while our school network in Ghotki supported the education of more than 800 students, with 37% being female. Additionally, 15 girls from underprivileged communities received full scholarships for a three-year diploma in Electrical Engineering at the Technical Training College (TTC) Daharki.

As we move forward, I extend my sincere appreciation to EPQL's management, employees, customers, partners and stakeholders. Your trust and commitment drive us toward a sustainable and prosperous future. I am confident that like previous years, 2025 will be a year of success for EPQL, where we continue to strive to Pakistan's success.

Sincerely,



Athar Abrar Khwaja

Chairman, Engro Powergen Qadirpur Limited (EPQL)



ceo's message

Dear Shareholders,

As we reflect on another year of powering our communities, I am filled with immense pride at the dedication and resilience of our team at Engro Powergen Qadirpur Limited (EPQL) in navigating a complex and changing energy landscape in Pakistan. We consistently delivered affordable electricity harnessing indigenous fuel sources, improved our outstanding safety and operational record, while continuing our pledge to ESG and supporting the communities we work in.

In 2024, EPQL delivered strong financial results, with sales revenue for 2024 recorded at PKR 13,250 million, slightly lower than the previous year's PKR 13,256 million. The revenue decline, driven by reduced dispatch and capacity payments, was balanced by increased tariff rates. Gross profit stood at PKR 2,800 million, slightly higher compared to PKR 2,663 million in 2023. Certain provisions were made during the year due to ongoing renegotiations with Independent Power Producers (IPPs). The Government established an Energy Task Force Committee to renegotiate Power Purchase Agreements (PPAs) with IPPs and EPQL, along with other 2002 IPPs, is in discussions to revise its terms, including transitioning to a 'Hybrid Take and Pay' tariff model from November 2024, with key contracts set to be amended upon agreement signing.

Consequently, the Company earned a net profit of PKR 2,141 million for 2024, compared to PKR 2,511 million for 2023, resulting in earnings per share of PKR 6.61 for 2024, versus PKR 7.76 for 2023. Our financial stewardship is further reflected in the reduction of overdue payments from power purchasers. Overdue payments from power purchasers stood at PKR 6.6 billion as of December 31, 2024, compared to PKR 7.7 billion as of December 31, 2023. The overdue amount payable to Sui Northern Gas Pipelines Limited (SNGPL) on December 31, 2024, was PKR -0.8 billion, compared to PKR 1.5 billion on December 31, 2023. In 2024, the company maintained an exceptional billable availability factor of nearly 100% and delivered a total net electrical output of 847 GWh, with a load factor of 45%, slightly lower than the previous year's 46%.

In 2024, we reinforced our commitment to operational excellence through robust predictive and preventive maintenance programs, along with successful plant turnarounds in Q2 and Q4. These efforts included comprehensive inspections and maintenance of key assets, ensuring uninterrupted and reliable operations throughout the year. We also successfully conducted our annual capacity test, fully meeting PPA requirements.

During the year we successfully signed a Gas Sale and Purchase Agreement with Petroleum Exploration Limited (PEL) for additional gas and now await regulatory approvals for utilizing this additional fuel. We also

completed the testing of the PEL gas supply system to ensure operational readiness. In addition to PEL gas, we continue to actively pursue other potential alternate fuel options for the long-term sustainability of the company

On the HSE front, in 2024 the company recorded 11.2 million safe work hours since commercial operations began in 2010. Moreover, we successfully executed two major outages with zero injuries, reinforcing our commitment to a safe work environment. Our dedication to HSE excellence was further recognized with a 97% score and an "Outstanding" rating in the NEPRA HSE Performance Evaluation Report.

At EPQL, our commitment extends beyond safety to environmental stewardship as well. In 2024, we achieved 100% compliance with National Environmental Quality Standards (NEQS) and upheld World Bank Group guidelines. Additionally, we renewed our ISO 14001 and ISO 45001 certifications, reaffirming our dedication to global best practices in HSE management.

Our people continue to be our greatest asset, and we are committed to their growth and development. In 2024, we dedicated approximately 11,000 work hours to training and upskilling initiatives ensuring that our employees remain concurrent with the latest technology trends and enhance their soft skills. We also continue to maintain our commitment to diversity and inclusion and in 2024, our female graduate trainees hired in 2023 were inducted into permanent positions within the company. We also achieved an impressive 85% employee satisfaction score in the employee engagement survey —significantly above global and industry benchmarks.

Being a socially responsible entity, we continue to sponsor 15 girls from under privileged communities to complete their technical engineering diplomas. Our Primary Healthcare Centre (PHC) in Daharki also continues to provide medical care to neighbouring villages, treating over 10,000 patients in 2024.

Looking ahead we remain focused on our vision to be a leading provider of sustainable and affordable power. We remain committed to delivering on our financial, operational, and ESG goals while empowering our workforce and communities.

In closing, I sincerely thank our stakeholders for their trust and support as we continue to build a stronger more sustainable energy future for the country.

Sincerely,



Semeen Akhter

CEO, Engro Powergen Qadirpur Limited



organizational highlights



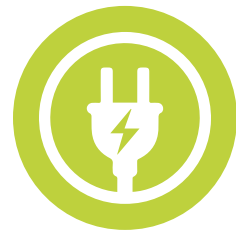
11.2 Mn

work hours without LWI till December 2024



~100%

Billable availability factor



847 Gwh

GWH NEO



45%

Load Factor



100%

NEQS and WBGC

external overview

political

Possibility of short, medium, and long-term policy interventions by regulatory authorities remains, with respect to the energy mix of Pakistan, with the aim to provide indigenous, affordable, and sustainable energy to the Country. Regulatory changes such as fuel pricing and supply, power plants running out of merit will have an impact on the Company's business, and therefore the Company remains on the lookout for new challenges or opportunities arising from change in policies.

During the year, the Government constituted an Energy Task Force Committee for the purpose of renegotiating the Power Purchase Agreement (PPAs) with IPPs. EPQL is in discussions with the Task Force Committee to alter its existing contractual arrangements and to implement a Hybrid Take-and-Pay Model. As a result, the return structure of the company, amongst other key terms, will be revised, effective retrospectively from November 2024.

economic

Any change in the global economic environment has a potential to impact the Company's financial performance and profitability. Movements in exchange rate and inflation may have impact on the profitability and hence the Company actively formulates strategies to hedge against economic risks.

Additionally, fuel price variations, for both local and imported fuels, affect the economic dispatch order of power plants in the country, including EPQL's. GDP growth also has a significant impact on the company, as GDP growth is a determinant of power demand. Interest rates affect the profitability of the company with changes in cost of short-term financing. Circular debt is a major issue which impacts the power sector, affecting the liquidity profile of the Company.

Power demand remained subdued in 2024 as electricity generation declined by 4% due to macroeconomic slowdown, especially in the early half of the year, higher electricity tariffs and increase in adoption of small rooftop based solar power systems. However, EPQL has largely received dispatch throughout the year owing to its high merit order position. Additionally, power demand is expected to recover as the economic indicators continue to improve in Pakistan, with fall in inflation rate and decline in policy rate.

social

Pakistan's total population may surpass 400 million by 2050. Growing population requires streamlining of power generation throughout the country. Surging population may lead to an increase in not only the domestic demand for power but may also influence industrial demand due to overall increase in consumption profile. Cheap and abundant sources of energy have been a necessary precondition for industrial production and emphasis is laid predominantly on merit run plants. The Company has been working on various fronts to cater to demand growing due to social factors.

The Company also adheres to strict health and safety protocols.

technological

The concept of power generation is technology driven and as technologies are updated, there is risk associated with obsolescence as well as maintaining overall cost efficiency. The Company makes prudent efforts to manage this risk.

environmental

Power generation has several ecological effects which include air and water pollution. However, any emissions resulting from generation are well within limits determined by local authorities. Being a permeate gas-based power plant, EPQL does not have any adverse impact on the environment and hence is safe from any environment related taxes/costs.

legal

The Company's Implementation Agreement safeguards it from any changes in legal environment. The Company limits its legal exposure by carefully deliberating upon terms and conditions of such agreements from legal, technical, and commercial aspects using expertise of professionals from each area before execution.

strategic objectives:

Strategic Objectives	Strategic Actions	Measurable KPI
Ensure consistent shareholder value creation by managing liquidity position.	Maintain constant contact with key stakeholders for clearance of outstanding dues. Periodic cashflow monitoring to ensure liquidity for payment obligations.	Make cash available for shareholders and suppliers.
Continue efforts to finalize and implement alternate fuel plan.	The Company has been exploring local fuel options and had secured supply of 8-13 mmscfd gas from Petroleum Exploration Limited (PEL) to supplement existing Permeate gas supply. Gas Sale and Purchase Agreement has been finalized with PEL in 2024. EPQL is engaged with stakeholders to obtain all relevant approvals to produce electricity using gas supplied by PEL. .	Notification of alternate fuel plan
Continue with CSR activities, increasing engagement with local communities through educational, skills development and health care initiatives.	Focus on improving quality of life of people residing in low-income communities by investing in social initiatives in education, technical training, skills development, and health care.	Number of lives impacted
Achieve Operational Excellence.	Continue smooth operations of the plant with focus on health, safety, and environment.	Ensure plant's availability and maintain plant's health and safety standards. Ensure Business Continuity Plan is in place.

risks and opportunities

Risks are inherent in the businesses and can relate to strategic threats, operational issues, compliance with laws and regulations, and reporting obligations. To deliver value to all stakeholders, it is important that the Company understands and manages the risks faced across the entire organization.

risk governance

The Board of Directors are responsible for ensuring that the Company has a robust process in place for assessment of principal risks facing the Company, including those that would threaten the business model, future performance, solvency, or liquidity. The Board Audit and Risk Committee is responsible to oversee implementation of the Enterprise Risk Management methodology approved by the Board. In addition, the Board People's Committee focuses on risks relating to human capital including assessment of compensation programs and succession planning.

Further, management level committees have been constituted which perform regular oversight of performance of the Company with respect to Organization & Employee Development, Health Safety & Environment, Execution of Planned Capital Projects, Business Continuity Planning and Business Process Reengineering.

The Company has a dedicated Internal Audit function which provides independent and objective evaluations while reporting directly to the Audit and Risk Committee on the effectiveness of governance, risk management and control processes.

enterprise risk management process

Enterprise Risk Management (ERM) methodology implemented at the Company provides a structured, disciplined, and consistent approach to risk management that facilitates risk-informed decision-making throughout the organization. The Framework implemented at the Company is illustrated below:

Formulation of Strategy and Business Objectives

The focus of ERM at the Company is to ensure achievement of the organization objectives. Defining the organization's strategy and objectives is pre-requisite to identifying risks and opportunities. During this step, the management defines strategy and objectives for different areas of the organization which are then approved by the Board of Directors.

Identification of Risks and Opportunities

The purpose of this step is to identify a comprehensive list of risks and events that may potentially impact the achievement of organization's mission and strategic objectives. In order to identify enterprise-level risks to be managed, a structured and systematic "Enterprise Risk Register" is used. Broad types of risk which are used for categorization of risk and opportunities are as follows:

Risk type	Description
Strategic Risk	Strategic risks are risks that affect or are created by an organization's business strategy and strategic objectives.
Commercial Risk	Commercial risks refer to potential losses arising from third party stakeholders or the sector in which the Company operates.
Operational Risk	Operational risk refers to the risk of loss resulting from inadequate or failed internal processes, people, and systems or from external events.
Financial Risk	Financial risk is an umbrella term for multiple types of risk associated with financing, profitability, liquidity, and credit. The Company's overall risk management program focuses on having cost efficient funding as well as to manage financial risk to minimize earnings volatility and provide maximum return to shareholders. The Company's policy for management of financial risks is explained in notes to the financial statements for the year ended December 31, 2024.

risk assessment

The process involves consideration of the causes and sources of risk, the probability that the risk event will occur, their consequences and magnitude, and the likelihood that those consequences may occur. The Board has approved formal criterion for assessment of the 'likelihood' and 'impact' which is used by the management for risk assessment. Each risk is assigned a rating and recorded in the Risk Register. Risk assessment provides the basis for evaluation and decisions regarding risk response or treatment.

prioritization of risk

The purpose of this step is to develop a prioritized list of enterprise-level risks for response options. By ranking and prioritizing the enterprise-level risks, the Company's leadership can respond as appropriate with strategic allocation of resources while responding to the risks. The risks are ranked according to Impact and likelihood rating.

implementation risk responses

The purpose of this step is to select a combination of risk response options that will optimize the Company's resources in managing its portfolio of risks. The process involves identifying and assessing the range of risk response options and preparing implementation plans for selected response options. Using a prioritized list of quantified risks requiring response options, the leadership makes informed strategic decisions about how to allocate resources to risks reflected in the Enterprise Risk Register.

The following table lists down different risk response strategies that are considered:

Risk type	Description
Accept Risk	<ul style="list-style-type: none"> Retain risk at its present level, taking no further action
Avoid Risk	<ul style="list-style-type: none"> Prohibit unacceptably high-risk activities and asset exposures through appropriate policies. Stop specific activities by redefining objectives, refocusing strategic plans and policies, or redirecting resources. Screen alternative projects and budgeted investments to avoid off-strategy and unacceptably high-risk initiatives. Eliminate at the source by designing and implementing internal preventive processes.
Reduce Risk	<ul style="list-style-type: none"> Disperse financial, physical, or information assets to reduce risk of unacceptable catastrophic losses. Control risk through internal processes or actions that reduce the likelihood of undesirable events occurring to an acceptable level. Respond to well-defined contingencies by documenting effective plan and empowering appropriate personnel to make decisions; periodically test and, if necessary, execute the plan. Diminish the magnitude of the activity that drives the risk. Improve capabilities to manage a desired exposure. Redesign the approach to managing the risk.
Share risk	<ul style="list-style-type: none"> Outsource non-core processes (a viable risk transfer option only when risk is contractually transferred). Delegate risk by entering arrangements with independent, capable authorities.

monitoring and reporting

The ERM Risk Register is reviewed on periodic basis to ensure updating for changes in external and internal environment. The ERM Risk Register, and mitigation strategies are also presented to the Management Committee and the Board Audit and Risk Committee on bi-annual basis.

risk and mitigation plan

Following are the major risks affecting the operations of the business, along with the management assessment of their source, likelihood, impact, and the mitigating strategies implemented by the Company for these risks:

Risk Type		Risk Assessment	
Strategic Risk	Likelihood	Impact	Mitigation Strategies
Reduction in Company's Net Electrical Output Source of Risk: External	Medium	High	Economic slowdown may have an impact on power demand. The Company is actively monitoring changes occurring in the power sector. The Management is closely working with key stakeholders to improve its dispatch position.
Adverse impact of increase in Circular Debt on Company's Cashflows Source: External	Medium	High	The Company has developed liaison with relevant stakeholders for clearance of outstanding dues and recovery profile is closely monitored for any advance triggers.
Reduction in gas supply from Qadirpur Gas Field Source of Risk: Internal	High	High	The Company is engaged with relevant stakeholders for finalization of an alternate fuel plan. EPQL is engaged with PEL for supply of 8-13 mmscfd gas, which will supplement Permeate Gas supply. During 2024, EPQL also successfully signed Gas Sale and Purchase Agreement with PEL.

commercial risks

Risk Type		Risk Assessment	
Strategic Risk	Likelihood	Impact	Mitigation Strategies
Slowdown in corporate lending and increase in financing spread due to increased exposure in the energy sector taken up by majority commercial banks. Source: External	Medium	Medium	The Company's management has maintained valuable relationships with lenders to minimize financing costs.

operational risks

Risk Type		Risk Assessment	
Strategic Risk	Likelihood	Impact	Mitigation Strategies
Emergence of new variants of virus resulting in plant outage. Source: External	Low	Low	The Company has a strong Business Continuity Plan in place to keep the plant operational.
Compromised Plant availability due to operational issues at Plant site. Source: Internal	Low	High	The Company has control and mitigation plans to maintain the likelihood of operational issues within the agreed tolerance levels. An efficient technical team, trained for remedial actions, is deployed at the site.
Delay in procurement in case of low forex availability Source: External	Low	Medium	The company is actively engaged with relevant stakeholders to ensure timely procurement for critical equipment / spares.

financial risks

Risk Type		Risk Assessment	
Strategic Risk	Likelihood	Impact	Mitigation Strategies
Liquidity constraints due to circular debt. Source of Risk: Internal / External	Medium	Medium	The Company has a pro-active treasury function which ensures that adequate funds and credit lines are kept available for any unforeseen situation. Additionally, in accordance with the discussions with the Task Force Committee, it is expected that the receivables accumulated up to November 01, 2024 will be settled.
Inability of the Company to recover billed amount resulting in delayed payment obligations and adverse impacts on shareholder value.	Medium	High	The Company has ensured strong relationships to ensure an improved collections profile and manages liquidity prudently by engaging key stakeholders and leveraging relationships to retrieve payments, smoothing out cashflow issues.

opportunities

The Company is currently pursuing opportunities to create value in the short, medium, and long term through identification of cost optimization strategies associated with its strategic objectives, policies, and targeted growth.

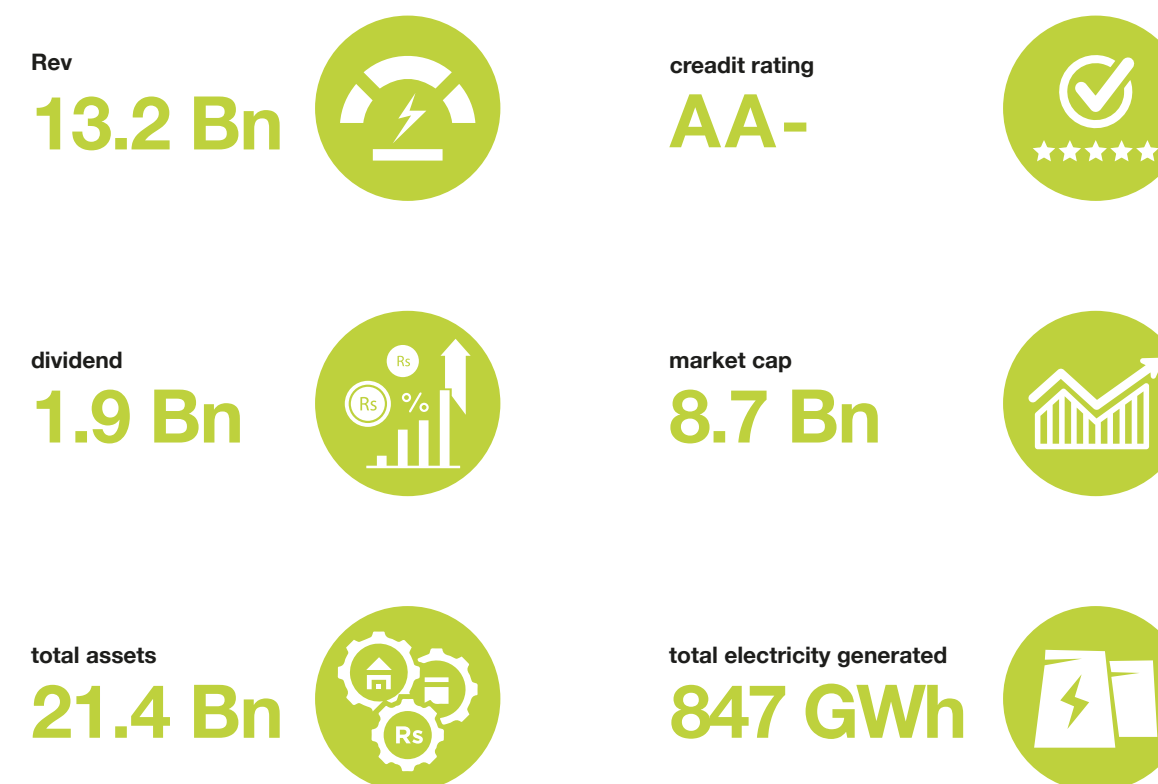
Key Opportunity	Impact Area	Way Forward
Development of Business Sustainability	Natural Capital	The Company is actively pursuing its gas depletion mitigation plan to safeguard shareholder value and improve operational efficiencies.
Investment in Sustainable Initiatives	Social Capital	The Company takes a concerted effort to help communities prosper by investing in initiatives that provide education, technical training, health-care facilities, and basic infrastructure to beneficiaries.
HR transformations	Human Capital	The Company focuses on HR transformation to ensure sustainable business operations whilst remaining an agile and flexible organization. The Company has identified and resolved to move to a system which is more performance driven, better aligned with the market and creates opportunities for growth.

way forward

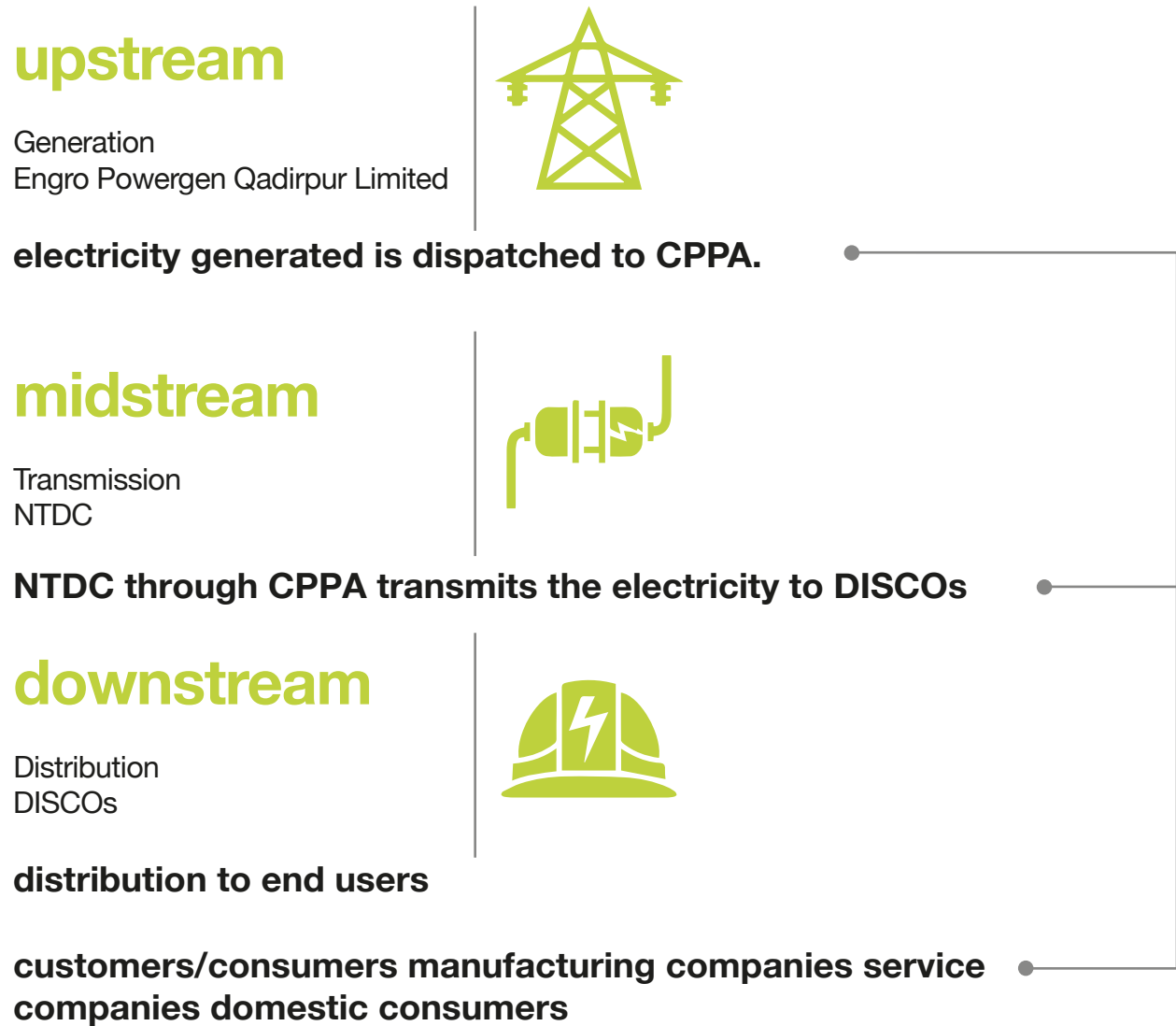
The Company remains wary of the gas situation in the country and has been taking measures to efficiently use its allocated share. The Company has engaged with all stakeholders and had prepared and submitted a gas depletion mitigation plan to PPIB. The Company has been actively working towards finalizing an alternate fuel plan. The Company had identified an additional source of local fuel from PEL and is engaged with relevant parties for approval. NEPRA Authority had approved the modification in Generation License for EPQL to include gas to be supplied by PEL. The decision on Fuel Cost Component on gas to be supplied by PEL was also announced by NEPRA. Meanwhile, during the year, EPQL successfully signed Gas Sale and Purchase Agreement with PEL. Onwards, the Company is working towards obtaining remaining approvals to implement essential amendments in the existing key agreements.

The Company takes a holistic view while detailing out plans for the coming years, which includes studying the industry position and taking prudent measures to formulate strategies for cost effective solutions.

key operational highlights 2024

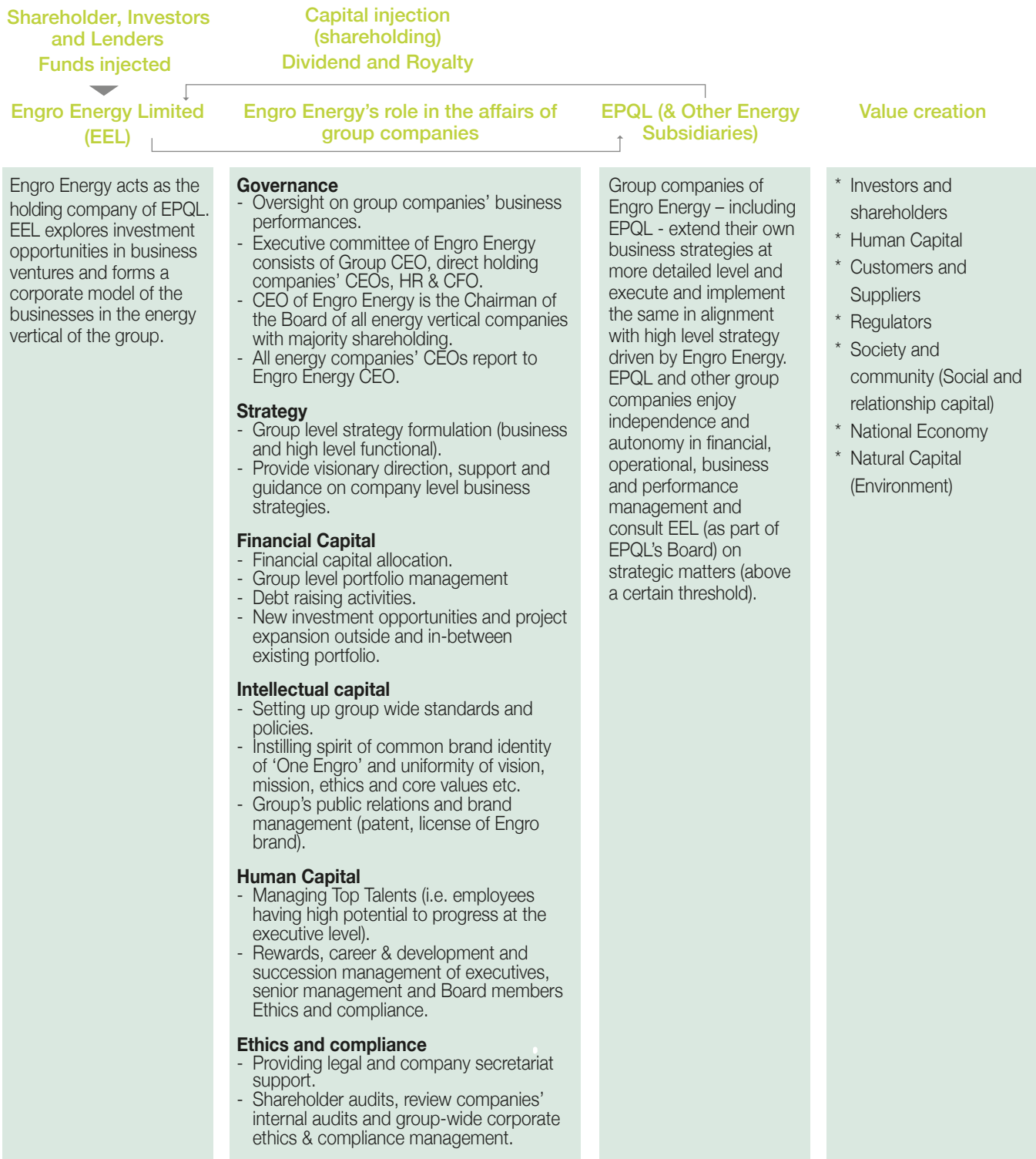


our value chain process



We strongly believe that our pursuit of an inclusive growth model will continue to yield greater success and value for all our stakeholders. Together through concrete processes and mechanisms, we fulfill our responsibilities with everyone we interact with whether it be our customers, suppliers, communities or the government.

our integrated value creation model



swot analysis



- indigenous fuel-based plant which utilizes permeate gas that was previously being flared
- Green fuel
- Operational excellence with Management team that has vast experience and technical expertise
- High credit ratings, which reflect strong financials and management expertise.



- High receivable balance due to delays in payments by the power purchaser
- Exposure to international fuel prices that affect merit order position
- Dependence on fuel availability




- Investment in sustainable initiatives by developing social capital.
- HR transformation to ensure sustainable business operations whilst remaining an agile and flexible organization.
- Availability of low BTU fuels in plant vicinity.





- Reduction in the prices of various fuels and addition of renewables / new indigenous fuel based plants in the system, which may impact EPQL's dispatch and merit order position.
- Slowdown in economy affecting growth of power demand
- High government exposure and non-resolution of the circular debt situation.
- Limitations on foreign exchange outflow may affect procurement of critical spares.


our integrated business approach


inputs


- 
social
 - Key stakeholder and community relationships
 - Organization's social license to operate
 - Stakeholder trust and willingness to engage Engro
 - Shared norms, common values and behaviors (Engro foundation manages community interventions on behalf of all group companies)

- 
human
 - Competencies, capabilities and experience of human resource
 - Motivations to innovate and loyalties
 - Ability to lead, manage and collaborate


- 
natural
 - Air, water, land, minerals, energy and forests
 - Biodiversity and eco-system

- 
finance
 - Shareholders investments and funding from financial institutions

- 
manufactured
 - Buildings
 - Equipment
 - Infrastructure

- 
intellectual
 - Engro brand
 - Intellectual property (patents, copyrights, software, rights and licenses)
 - Tacit knowledge, systems, procedures and protocols

business engine

- 
energy
 - Thermal energy converted into electrical energy

outcome

- 
social
 - Improved facilities for customers & communities
 - strong value chains
 - collaborative partnerships

- 
human
 - Employee satisfaction
 - Talent development

- 
natural
 - Reduction in emissions and waste water
 - Conservation of energy, water and other natural resources

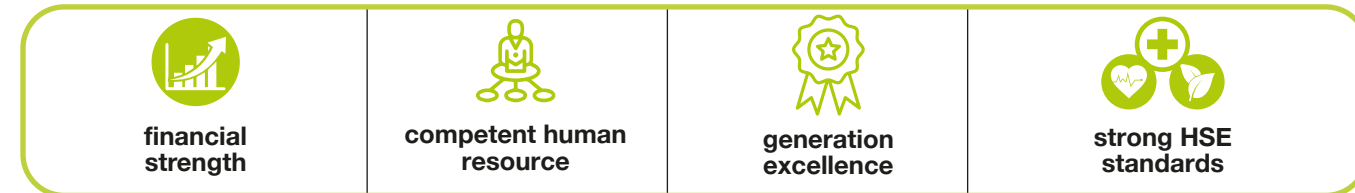
- 
finance
 - Financial growth
 - investment growth
 - Shareholder's return
 - Contribution to GDP

- 
manufactured
 - Improved processing facilities

- 
intellectual
 - Improved brand reputation and penetration

resource allocation plans

The Company aims to achieve its long-term goals by optimizing available resources. This would be done primarily with efficient utilization of Company's core strengths which includes but is not limited to:



Engro Powergen Qadirpur Limited aims to increase its reliability to the national grid by maintaining its availability and to increase the value for its shareholders. This will be achieved through implementation of smart strategic objectives which are easily measurable and will remain relevant in the foreseeable future. The Company will continue to efficiently utilize its resources.

The Company will continue to monitor the strategic objectives on an annual basis and will make amendments if needed based on changes in the internal and external environment. The Company is exploring various initiatives to achieve its long-term ambitions and has undertaken a comprehensive alternate fuel study program which will enable the Company to supplement its primary fuel.

significant plans and decisions

Due to gas depletion from Qadirpur field, the Company had formulated a Gas Depletion Mitigation Plan (GDMP), including different mitigation options available to the Company, which had been submitted to key stakeholders. The Company is in discussions with stakeholders to finalize modalities of GDMP.

Moreover, EPQL is also actively exploring local fuel options. EPQL had secured supply of 8-13 mmscfd gas from Petroleum Exploration Limited (PEL). NEPRA Authority had approved the modification in Generation License for EPQL to include gas to be supplied by PEL. In 2024, the decision on Fuel Cost Component on gas to be supplied by PEL was also announced. Meanwhile, the Company has also successfully signed Gas Sale and Purchase Agreement with PEL during the year. Subsequent approvals are awaited.

EPQL is in discussions with the Energy Task Force Committee to implement a Hybrid Take-and-Pay Model, effective retrospectively from November 1, 2024. As a result, the Company's return structure, amongst some other terms, will be revised. The power purchaser shall pay the Company receivables accumulated up to November 1, 2024 within 90 days.

changes in objectives and strategies

Engro Powergen Qadirpur Limited is continuously exploring opportunities to ensure consistent shareholder value creation.

liquidity and working capital management

To manage its working capital in the most efficient manner, the Company has a proactive treasury management system in place. Cash generation realized through collection from CPPA-G and short-term borrowings from banks are used to meet the liquidity requirements of the Company.

The Company has been able to successfully maintain its long-term and short-term credit rating of AA- and A-,1 respectively, through its prompt, coherent and effective methods of managing its business, cash, and liabilities.

treasury management

The Company operates its treasury with a focus to enhance profitability, increase shareholder return and preserve invested capital.

Considering the company's major chunk of amount is stuck in receivables, Running Finance facilities are arranged by treasury at best possible rates to ensure sufficient liquidity is always available.

financing arrangements

The Company places great emphasis on value maximization, which in turn leads to higher shareholder returns. The Company does this by minimizing its financing cost. Working capital requirements are met through internal cash generation and short-term borrowing to ensure balance sheet optimization. External financing consists of only local financing which is obtained after exhaustive evaluations of offers in hand and market conditions, ensuring maximization of shareholder value.

The Company recognizes its responsibility for timely repayment of outstanding loans. No default on repayment of loans was made during the year. The company retired its long-term debt in 2020 and currently has no long-term debt outstanding.

significant changes from prior year

The Company is actively working with stakeholders to finalize an alternate fuel option for the plant as gas from Qadirpur field is depleting.

EPQL had secured supply of 8-13 mmscfd low BTU gas from Badar gas field operated by PEL. NEPRA Authority had approved the modification in Generation License for EPQL to include gas to be supplied by PEL. In 2024, NEPRA also issued the decision on Fuel Cost component on gas to be supplied by PEL. Moreover, the Company completed the testing of PEL gas supply system in order to ensure readiness of operations. In August 2024, the Company also successfully signed Gas Sale and Purchase Agreement (GSPA) with PEL. Onwards, the Company is working towards obtaining remaining approvals to implement essential amendments in the existing key agreements. Simultaneously, the company is also exploring other fuel options.

During the year, the Government constituted an Energy Task Force Committee for the purpose of renegotiating the Power Purchase Agreement (PPAs) with IPPs. EPQL is in discussions with the Energy Task Force Committee to implement a Hybrid Take-and-Pay Model, effective from November 1, 2024. As a result, the Company's return structure, amongst some other terms will be revised. The power purchaser shall pay the Company receivables accumulated up to November 1, 2024 within 90 days.

composition of local vs. imported raw materials

Primary source of fuel for EPQL is permeate gas procured locally under its Gas Supply Agreement with Sui Northern Gas Pipelines Limited. The fuel is supplied from Qadirpur Field. The Company's Plant has the capability to operate on mixed mode (Gas + HSD) under conditions when the Company faces shortage of gas supply. During the outgoing year, 100% of the dispatch was based on gas hence, the composition of raw material for the Company was 100% local.

directors' report

The Directors are pleased to present the audited financial statements and a review of the Company's performance for the year ended December 31, 2024.

principal activity

Engro Powergen Qadirpur Limited (EPQL) was established with the primary objective of undertaking the business of power generation and sale. The Company setup a 217.3 MW combined cycle power plant near Qadirpur, District Ghotki and commenced commercial operations on March 27, 2010.

Engro Powergen Qadirpur (EPQL) is one of the first green facilities of Pakistan as it utilizes permeate gas (low-BTU and high sulphur content gas) to generate electricity. Prior to conceptualization of EPQL, Permeate Gas was being flared. The power generated is transmitted to the National Transmission and Despatch Company (NTDC) under a Power Purchase Agreement (PPA) signed on October 26, 2007, which is valid for a period of 25 years from the date of commencement of commercial operations.

The Company is a subsidiary of Engro Energy Limited, formerly known as Engro Powergen Limited (EPL), which has a majority shareholding of 68.89% in the Company. The Company was listed on the Pakistan Stock Exchange (PSX) in 2014.

market review

High inflation and economic slowdown affected power demand in 2024 as electricity generation in the CPPA-G system declined by 4% to 125 billion units. However, EPQL largely received dispatch throughout the year owing to its high merit order position. Growth in power demand is essential to recover the cost of the capacity additions made over the past years and those in pipeline. Moreover, it is imperative that the overall system is made more efficient, and losses should be minimized.

Circular debt has been a persistent problem in the domestic energy sector. The root causes behind the accumulation of circular debt include high T&D losses, low recovery, power theft, and high-capacity payments. To align with the IMF's requirements, the government is undertaking various structural reforms in the sector, aimed at curtailing the accumulation of circular debt. The company continues to engage extensively with the relevant stakeholders to manage its liquidity position.

operational overview

In 2024, the company was able to demonstrate a billable availability factor of around 100% and dispatched a total net electrical output of 847 GWh, with load factor of 45% during the year, as compared to 46% last year.

financial review

Sales revenue for the year 2024 was slightly lower at PKR 13,250 million as compared to PKR 13,256 million last year. The decline in revenue due to lower dispatch and capacity payments was partly offset by an increase in tariff. Gross profit for the year was recorded at PKR 2,800 million against PKR 2,663 million last year.

During the year, certain provisions were recorded in lieu of the ongoing renegotiations with the IPPs. The Company earned a net profit of PKR 2,141 million for 2024 as compared to PKR 2,511 million for 2023, which resulted in earnings per share of PKR 6.61 for 2024 vs PKR 7.76 for 2023.

Overdue from power purchaser stood at PKR 6.6 billion as on December 31, 2024 vs PKR 7.7 billion as on December 31, 2023. Overdue amount payable to SNGPL on December 31, 2024 was ~PKR 0.8 billion vs PKR 1.5 billion in 2023. The overdue balances include the impact of provisions, which may result from the ongoing renegotiations with IPPs.

The Company continues to strive to manage its finances and ensure timely payments to all stakeholders.

gas scenario

The Company has a Gas Supply Agreement (GSA) with Sui Northern Gas Pipelines Limited (SNGPL), for the supply of permeate gas from the Qadirpur Gas Field. The gas supply from Qadirpur gas field is depleting and based on profile shared by the gas supplier, the Company has declared gas depletion phase and made its plant available in mixed mode, that is, made the plant available on both gas and High-Speed Diesel (HSD). Meanwhile, the company is actively pursuing relevant stakeholders to finalize an alternate fuel plan for the plant.

EPQL is engaged with Petroleum Exploration Limited (PEL) for supply of 8–13 mmscfd low BTU gas from Badar gas field. NEPRA Authority had already issued the decision on modification in Generation License and Fuel Cost component on gas to be supplied by PEL. During the year, the Company had also completed the testing of PEL gas supply system to ensure readiness of operations. In August 2024, the Company also successfully signed Gas Sale and Purchase Agreement (GSPA) with PEL. Onwards, the Company is working towards implementing essential amendments in the existing key agreements.

As part of our commitment to long-term value creation and responsible corporate governance, the Company has a mechanism in place to conduct a comprehensive assessment of sustainability-related risks across the operations. These risks are assessed regularly to understand their potential impact on our business objectives and the environment.

EPQL remains committed to enhancing sustainability practices and will continue to monitor these risks, making adjustments as necessary to safeguard the business and stakeholders.

social investments

EPQL believes businesses develop their long-term social capital through the quality of their corporate governance. The trust of our stakeholders is our foremost priority; therefore, we greatly value meaningful investments. We conduct our business transparently aligned with the laws of the land and societal norms. We are fair, transparent, open and encourage our stakeholders to act in a similar way.

Concurrently, being a socially and environmentally responsible entity, our aim is to improve lives, empower livelihoods, and bring about a tangible change in the communities around our businesses. Engro Foundation, a for-impact organization and a dedicated CSR arm for all Engro businesses, channels philanthropic capital into various community investments. We work closely with communities to understand their priorities and use this as a design input. Our community investments are focused on developing human capital by investing in education, technical training, skills development, and healthcare.

In 2024, our dedicated Primary Healthcare Centre (PHC) for surrounding villages, in partnership with Health And Nutrition Development Society (HANDS), provided timely medical treatments to over 10,000 patients at the facility. EPQL, in collaboration with Engro Foundation and Indus Resource Centre (IRC), also supports one of the largest adopted school networks in district Ghotki. This includes 3 government schools namely Rasheed Ahmed Arain, Gul M Arbani, and Juma Khan Arbani in the Ghotki area, educating more than 800+ students annually, with around 37% of those being female students. Moreover, 15 girls from underprivileged communities are currently fully sponsored by the Engro Foundation to complete their technical education i.e Three Years Diploma of Associated Engineering (Electrical) at Technical Training College (TTC) Daharki.

Together with our people, we continue our journey of inclusion and value creation with purpose.

our people

Our continued success over the years stands as a testament to the dedication and resilience of our people — our greatest asset. At EPQL, our culture of inclusivity, professionalism, and excellence creates an environment where employees feel safe, empowered, and motivated to deliver their best, while contributing to Pakistan's energy security.

We take pride in fostering an equitable workplace. We support our female employees and have implemented policies such as allowing women employees travel and accommodation coverage for child and one attendant on a business trip, offering six months of maternity leave, daycare facilities, and ensuring women's well-being through an anti-harassment policy backed by a committee comprising 66% women representation.

This year, we prioritized fostering an enabling workplace, focused on employee well-being. We introduced various initiatives to support physical and mental health, including a session on "Dealing with Uncertainty" in collaboration with Saaya Health, alongside activities led by the Gaming, Adventure, and Sports Society. Recognizing the importance of professional growth, our employees collectively completed over 1,960 training hours, emphasizing key skills like team development, strategic thinking, negotiation, and other technical skills.

Our leadership engaged actively with employees through multiple town halls and people connect sessions, providing updates on company performance and addressing challenges. We also celebrated exceptional contributions and milestones through events like the Excellence Awards, Spot Awards, and Long Service Award ceremonies.

The HR team focused on engaging with our female workforce, hosting discussions to address concerns and to identify opportunities to strengthen diversity and inclusivity.

To continuously improve and measure our progress, we conducted our annual employee engagement survey in 2024. The results demonstrated a high engagement index of 85%, reflecting strong morale and satisfaction across EPQL organization.

Through these initiatives, we remain committed to nurturing a thriving, engaged, and motivated workforce that drives our mission and future success.

health, safety & environment

In 2024, EPQL continued to uphold its commitment to safety and operational excellence, further solidifying its reputation for outstanding performance. The company reached a remarkable milestone of approximately 5,394 consecutive days without a Lost Workday Injury (LWI) and successfully completed around 11.2 million safe work hours since the commencement of commercial operations on March 27, 2010.

Our unwavering commitment to safety is inextricably linked to our environmental responsibility. We consistently ensure that our processes and Health, Safety, and Environmental (HSE) standards are in alignment with global best practices. In 2024, we achieved 100% compliance with the National Environmental Quality Standards (NEQS) and maintained adherence to World Bank Group guidelines. Additionally, we renewed our ISO 14001 and ISO 45001 certifications, reinforcing our commitment to upholding the highest standards in HSE management.

During the year, we completed two major outage activities with a strong safety track record. Both outages were carried out with zero injuries and a notable reduction in incidents, reflecting our focused efforts on maintaining a safe work environment at every stage of our operations.

In 2024, EPQL achieved an outstanding milestone by securing a score of 97% and an "Outstanding" rating in the NEPRA HSE Performance Evaluation Report. This achievement also earned the company 4th place among 164 licensees, underscoring our unwavering commitment to safety, operational excellence, and continuous improvement within the energy sector.

In 2024, keeping our employees' safety as paramount, we took several major initiatives to improve our Rota Travel Management System. Few of them include installation of in-vehicle monitoring systems, DDC certification of all drivers, third party inspection and certification of all vehicles etc.

Training and development were also major areas of focus in 2024, with EPQL achieving approximately 11,000 work hours dedicated to the training and upskilling of our workforce.

Our strong safety culture is further demonstrated by our achievements in Process Safety Management (PSM) and Behavioral, Environmental & OHH Leading Indicators (LIs). These indicators reflect the team's commitment to safety, which contributed to our remarkable accomplishment of achieving zero recordable injuries for the sixth consecutive year in 2024.

near term outlook

The Company continues to engage with regulators and relevant stakeholders to finalize an alternate fuel option for the plant. EPQL is engaged with Petroleum Exploration Limited (PEL) for supply of 8–13 mmscfd gas from Badar field. NEPRA Authority had already issued the decision on modification in Generation License and Fuel Cost component on gas to be supplied by PEL.

During the year 2024, EPQL completed the testing of PEL gas supply system to ensure readiness of operations. In August 2024, the Company also successfully signed Gas Sale and Purchase Agreement (GSPA) with PEL. Onwards, the Company is working towards obtaining remaining approvals to implement essential amendments in the existing key agreements. Simultaneously, the company is also exploring other fuel options.

During the year, the Government constituted an Energy Task Force Committee for the purpose of renegotiating the Power Purchase Agreement (PPAs) with IPPs. The Company is in discussions with the Task Force to alter its existing contractual arrangements, along with some other 2002 Policy IPPs, pursuant to which, among other key terms, existing tariff will be converted to “Hybrid Take and Pay” model, effective from November 2024. The power purchaser shall pay the Company PKR 8.04 billion as a settlement for receivables accumulated up to November 1, 2024 within 90 days.

key shareholding & shares traded

As at December 31, 2024 major shareholder of the Company is Engro Energy Limited, formerly Engro Powergen Ltd. A statement of the general pattern of shareholding along with pattern of shareholding of certain classes of shareholders whose disclosure is required under the reporting framework and the statement of purchase and sale of shares by Directors and their spouses and minor children is shown later in this report.

auditors

The existing auditors, Messrs A.F. Ferguson & Co, Chartered Accountants retire and being eligible, have offered themselves for re-appointment. The Board Audit and Risk Committee recommends their appointment as auditors for the year ending December 31, 2025.

dividend

During the year, the Company announced an interim dividend of PKR 3.5 per share on 1st August 2024 and another interim dividend of PKR 2.5 per share on 14th October 2024, taking full year payout to PKR 6.0 per share.

retirement benefit funds

The Company maintains plans that provide post-employment and retirement benefits for its employees. These include defined contribution (DC) gratuity fund and DC provident fund. The Engro Corporation gratuity funds and Engro Corporation provident fund are managed by the ultimate parent company, Engro Corporation Limited for its own employees, and those of its subsidiaries, including Engro Powergen Qadirpur Limited.

The above-mentioned funds are recognized by the tax authorities and are in compliance with Section 218 of the Companies Act 2017.

Retirement Fund*	Engro Corporation Ltd. Provident Fund	Engro Corporation Ltd. Gratuit Funds ¹
	31-Dec-24	31-Dec-24
	Rs. in million	
Total Assets	6,668	5,060
Saving Schemes	1,363	875
Government Securities	3,680	3,105
Listed Securities	1,105	743
Balance with Banks and Term Deposit Receipts	193	167
Others	327	170
Total	6,668	5,060

*Unaudited

composition of the board of directors and board committees as at December 31, 2024

The total number of directors are eight as per the following:



*Including the Chief Executive Officer

The Composition of the Board of Directors is as follows:

Category	Name
Independent Directors	Mr. Kaiser Bengali
	Ms. Maryam Aziz
	Ms. Nausheen Ahmad
Non-Executive Directors	Mr. Athar Abrar Khwaja*
	Mr. Shabbir Hashmi
	Mr. Vaqar Zakaria
	Mr. Mohammad Yasir Khan
Chief Executive Officer	Ms. Semeen Akhtar

*Mr. Athar Abrar Khwaja was appointed on December 10, 2024 in place of Mr. Nadir Salar Qureshi who resigned as a Director on October 17, 2024. Mr. Nadir Salar Qureshi was appointed on April 08, 2024 in place of Mr. Yusuf Jamil Siddique who resigned as a Director on March 31, 2024

The Composition of The Board Audit and Risk Committee is as follows:

Director's Name	
Mr. Kaiser Bengali	Chairman
Mr. Mohammad Yasir Khan	Member
Mr. Shabbir Hashmi	Member

The Composition of The Board People's Committee is as follows:

Director's Name	
Ms. Nausheen Ahmad	Chairperson
Ms. Maryam Aziz	Member
Mr. Vaqar Zakaria	Member

directors' remuneration

The remuneration of the Board members is approved by the Board itself. However, in accordance with the Code of Corporate Governance, it is ensured that no Director takes part in deciding his own remuneration. The Company does not pay remuneration to non-executive directors except fee for attending the meetings. In order to retain the best talent, the Company's remuneration policies are structured in line with prevailing industry trends and business practices. For information on remuneration of Directors and Chief Executive Officer in 2024, please refer notes to the Financial Statements.

statement of directors' responsibilities

The Directors confirm compliance with the Corporate and Financial Reporting Framework of the Securities and Exchange Commission of Pakistan Code of Corporate Governance for the following:

1. The financial statements, prepared by the management of the Company, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
2. Proper books of accounts of the Company have been maintained.
3. Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable prudent judgment.
4. International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of the financial statements and any departures there from have been adequately disclosed.
5. The system of internal control is sound in design and has been effectively implemented and monitored.
6. There are no significant doubts upon the Company's ability to continue as a going concern
7. There is no material departure from the best practices of corporate governance, as detailed in the listing regulations.

board meetings & attendance

In 2024, the Board of Directors held 4 meetings to cover its complete cycle of activities. The attendance record of the Directors is as follows:

Director's Name	Meetings Attended
Mr. Yusuf Jamil Siddiqui*	1
Mr. Shabbir Hashmi	4
Mr. Vaqar Zakaria	4
Ms. Nausheen Ahmad	4
Mr. Kaiser Bengali	4
Ms. Semeen Akhtar	4
Mr. Mohammad Yasir Khan	4
Ms. Maryam Aziz	4
Mr. Nadir Salar Qureshi*	3
Mr. Athar Abrar Khwaja**	-

* Mr. Nadir Salar Qureshi was appointed on April 08, 2024 in place of Mr. Yusuf Jamil Siddique who resigned as a Director on March 31, 2024.

** Mr. Athar Abrar Khwaja was appointed on December 10, 2024 in place of Mr. Nadir Salar Qureshi who resigned as a Director on October 17, 2024

In 2024, The Board Audit and Risk Committee held 4 meetings. The attendance record of the Directors is as follows:

Director's Name	Meetings Attended
Mr. Kaiser Bengali	4
Mr. Shabbir Hashmi	4
Mr. Mohammad Yasir Khan	2

In 2024, The Board People's Committee held 1 meetings. The attendance record of the Directors is as follows:

Director's Name	Meetings Attended
Ms. Nausheen Ahmad	1
Ms. Maryam Aziz	1
Mr. Vaqar Zakaria	1


Athar Abrar Khwaja
Chairman


Semeen Akhtar
Chief Executive Officer

February 14, 2025

quarterly analysis

quarter 1

operating performance

The EPQL Plant demonstrated a billable availability factor of 100% in Q1 2024. It dispatched a total Net Electrical Output (NEO) of 216 GWh to the national grid with a load factor of 45% as compared to 56% in Q1 2023. The decline in load factor was partly on account of lower offtake from the Power Purchaser.

The Company maintains its high level of commitment towards Health, Safety & Environment (HSE) standards.

financial performance

Sales revenue for the period was PKR 3,088 Mn compared to PKR 3,380 Mn in the same period last year. The decline in sales revenue is mainly attributable to lower dispatch and capacity payments. Consequently, gross profit for the period was also lower at PKR 457 Mn, as compared to PKR 483 Mn in the same period last year. The Company earned a higher net profit of PKR 585 Mn in Q1 2024 as compared to PKR 438 Mn in Q1, 2023. Earnings per share stood at PKR 1.81 as compared to PKR 1.35 for the same period last year mainly due to higher net finance income.

quarter 2

operating performance

The EPQL Plant demonstrated a billable availability factor of 100% in Q2 2024. It dispatched a total Net Electrical Output (NEO) of 221GWh to the national grid with a load factor of 47% compared to 50% in Q2 2023. The decline in load factor was partly on account of lower offtake from the Power Purchaser.

financial performance

Sales revenue for Q2 2024 was PKR 3,504 Mn compared to PKR 3,700 Mn in the same period last year. The decrease in sales revenue is mainly attributable to lower dispatch. As a result, gross profit for Q2 2024 stood slightly lower at PKR 876 Mn as compared to PKR 889 Mn in the same period last year. The Company earned a net profit of PKR 1,025 Mn in Q2 2024 as compared to PKR 783 Mn in Q2 2023. Increase in net profit was due to higher net finance income. Earnings per share stood at PKR 3.17 as compared to PKR 2.42 for the same period last year.

quarter 3

operating performance

The EPQL Plant demonstrated a billable availability factor of 100% in Q3 2024. It dispatched a total Net Electrical Output (NEO) of 212 GWh to the national grid with a load factor of 45%, in line with load factor of same period lasy year.

The Company continued to maintain its high level of commitment towards Health, Safety & Environment (HSE) standards.

financial performance

Sales revenue for Q3 2024 was PKR 3,817 Mn compared to PKR 3,821 Mn in Q3 2023. Gross profit for Q3 2024 stood at PKR 1,166 Mn as compared to PKR 1,213 Mn in the same period last year. The Company earned a slightly higher net profit of PKR 1,265 Mn in Q3 2024 as compared to PKR 1,221 Mn in Q3 2023 due to higher net finance income. Earnings per share stood at PKR 3.91 as compared to PKR 3.77 for Q3 2023.

quarter 4

operating performance

The EPQL Plant demonstrated a billable availability factor of 100% in Q4 2024. It dispatched a total Net Electrical Output (NEO) of 198 GWh to the national grid with a load factor of 42% compared to 34% in Q4 2023. Lower load factor last year in Q4 2023 was on account of scheduled maintenance activity during the period.

financial performance

Sales revenue for the period was PKR 2,841 Mn compared to PKR 2,355 Mn in the same period last year mainly due to higher dispatch. Consequently, gross profit for the period stood at PKR 302 Mn as compared to PKR 78 Mn in the same period last year. During the period, provisions arising due to ongoing PPA renegotiations with the power purchaser were recorded. The company recorded a net loss of PKR 734 Mn in Q4 2024. Loss per share stood at PKR 2.28 as compared to earnings per share of PKR 0.21 for Q4 2023.

Description	Q1	Q2	Q3	Q4	FY 2024
Net Sales	3,088,186	3,503,638	3,817,046	2,840,909	13,249,779
Cost of Sales	(2,631,671)	(2,627,252)	(2,651,351)	(2,539,114)	(10,449,388)
Gross Profit	456,515	876,386	1,165,695	301,795	2,800,391
Administrative expenses	(102,562)	(68,955)	(119,923)	(143,683)	(435,123)
Other expenses	(3,909)	(18,974)	(12,604)	(415,908)	(451,395)
Other income	217	1,290	1,040	7,105	9,652
Profit from operations	350,261	789,747	1,034,208	(250,691)	1,923,525
Finance Income-net	237,610	236,625	234,049	(482,856)	225,428
Profit before Tax	587,871	1,026,372	1,268,257	(733,547)	2,148,953
Tax	(3,228)	(1,291)	(3,205)	(422)	(8,146)
Profit after tax	584,643	1,025,081	1,265,052	(733,969)	2,140,807
EPS	1.81	3.17	3.91	-2.28	6.61

horizontal analysis

balance sheet

Rs. In '000

	2024	24 Vs. 23 %	2023	23 Vs. 22 %	2022	22 Vs. 21 %	2021	21 Vs. 20 %	2020	20 Vs. 19 %	2019
EQUITY AND LIABILITIES											
EQUITY											
Share capital	3,238,000	-	3,238,000	-	3,238,000	-	3,238,000	-	3,238,000	-	3,238,000
Share premium	80,777	-	80,777	-	80,777	-	80,777	-	80,777	-	80,777
Maintenance reserve	1,425,647	50	948,156	317	227,182	-	227,182	-	227,182	-	227,182
Hedging reserve	-	-	-	-	-	(100)	11,575	(7)	12,449	(7)	13,325
Unappropriated profit	9,450,490	(7)	10,215,675	7	9,558,830	(24)	12,620,274	4	12,078,318	16	10,403,899
Total equity	14,194,914	(2)	14,482,608	11	13,104,789	(19)	16,177,808	3	15,636,726	12	13,963,183
NON-CURRENT LIABILITIES											
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Other Payable	-	-	-	-	-	-	-	(100)	986,605	100	-
CURRENT LIABILITIES											
Trade and other payables	3,110,040	(31)	4,475,786	(7)	4,822,707	(25)	6,432,479	24	5,190,675	(38)	8,406,839
Unclaimed dividend	19,890	(2)	20,233	(1)	20,386	(1)	20,589	(9)	22,575	(2)	23,002
Accrued interest / mark up	136,412	(42)	235,030	18	199,306	225	61,319	11	55,268	(40)	92,640
Short term borrowings	3,985,789	3	3,863,821	(36)	6,014,459	27	4,752,443	31	3,618,445	(3)	3,712,840
Current portion of borrowings	-	-	-	-	-	-	-	-	-	(100)	857,047
Unpaid dividend	-	-	-	-	-	-	-	-	-	(100)	485,700
Total current liabilities	7,252,131	(16)	8,594,870	(22)	11,056,858	(2)	11,266,830	27	8,886,963	(35)	13,578,068
TOTAL EQUITY AND LIABILITIES	21,447,045	(7)	23,077,478	(4)	24,161,647	(12)	27,444,638	8	25,510,294	(7)	27,541,251
ASSETS											
NON-CURRENT ASSETS											
Property, plant and equipment	10,244,551	(3)	10,609,432	(5)	11,112,553	(6)	11,814,962	(7)	12,685,728	(5)	13,299,480
Intangible assets	155,374	(16)	184,184	(11)	206,095	(9)	225,726	273	60,459	(12)	68,651
Long term loans and advances	9,960	(20)	12,473	(4)	12,966	(7)	13,938	(40)	23,233	(33)	34,659
Long term deposits	2,574	-	2,574	-	2,574	-	2,574	-	2,574	-	2,574
Total non-current assets	10,412,459	(4)	10,808,663	(5)	11,334,188	(6)	12,057,200	(6)	12,771,994	(5)	13,405,364
CURRENT ASSETS											
Inventories	959,965	2	943,250	12	844,297	55	544,469	(36)	853,335	(1)	863,183
Trade debts	9,295,210	6	8,767,848	(11)	9,800,242	(17)	11,842,552	68	7,040,059	(28)	9,806,697
Short term Investment	-	(100)	49,993	(89)	449,997	815	49,179	(0)	49,321	(1)	49,963
Loans, advances, deposits and prepayments	140,666	(9)	155,283	5	148,006	62	91,304	(12)	104,018	(8)	113,298
Other receivables	579,502	(72)	2,053,003	39	1,473,159	(47)	2,780,455	(40)	4,644,272	44	3,225,441
Taxes recoverable	30,775	5	29,257	(8)	31,637	(10)	35,042	2	34,254	(47)	64,919
Balances with banks	28,468	(89)	270,181	237	80,121	80	44,437	241	13,041	5	12,386
Total current assets	11,034,586	(10)	12,268,815	(4)	12,827,459	(17)	15,387,438	21	12,738,300	(10)	14,135,887
TOTAL ASSETS	21,447,045	(7)	23,077,478	(4)	24,161,647	(12)	27,444,638	8	25,510,294	(7)	27,541,251

Note: Commercial operations commenced from March 27, 2010

vertical analysis

balance sheet

Rs. In '000

	2024	24 Vs. 23 %	2023	23 Vs. 22 %	2022	22 Vs. 21 %	2021	21 Vs. 20 %	2020	20 Vs. 19 %	2019
EQUITY AND LIABILITIES											
EQUITY											
Share capital	3,238,000	15	3,238,000	14	3,238,000	13	3,238,000	12	3,238,000	13	3,238,000
Share premium	80,777	0	80,777	0	80,777	-	80,777	-	80,777	-	80,777
Maintenance reserve	1,425,647	7	948,156	4	227,182	1	227,182	1	227,182	1	227,182
Hedging reserve	-	-	-	-	-	-	11,575	-	12,449	-	13,325
Unappropriated profit	9,450,490	44	10,215,675	44	9,558,830	40	12,620,274	46	12,078,318	47	10,403,899
Total equity	14,194,914	66	14,482,608	63	13,104,789	54	16,177,808	59	15,636,726	61	13,963,183
NON-CURRENT LIABILITIES											
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Other Payable	-	-	-	-	-	-	-	-	986,605	4	-
CURRENT LIABILITIES											
Trade and other payables	3,110,040	15	4,475,786	19	4,822,707	20	6,432,479	23	5,190,675	20	8,406,839
Unclaimed dividend	19,890	0	20,233	0	20,386	-	20,589	-	22,575	-	23,002
Accrued interest / mark up	136,412	1	235,030	1	199,306	1	61,319	-	55,268	-	92,640
Short term borrowings	3,985,789	19	3,863,821	17	6,014,459	25	4,752,443	17	3,618,445	14	3,712,840
Current portion of borrowings	-	-	-	-	-	-	-	-	-	-	857,047
Unpaid dividend	-	-	-	-	-	-	-	-	-	-	485,700
Total current liabilities	7,252,131	34	8,594,870	37	11,056,858	46	11,266,830	41	8,886,963	35	13,578,068
TOTAL EQUITY AND LIABILITIES	21,447,045	100	23,077,478	100	24,161,647	100	27,444,638	100	25,510,294	100	27,541,251
ASSETS											
NON-CURRENT ASSETS											
Property, plant and equipment	10,244,551	48	10,609,432	46	11,112,553	46	11,814,962	43	12,685,728	50	13,299,480
Intangible assets	155,374	1	184,184	1	206,095	1	225,726	1	60,459	-	68,651
Long term loans and advances	9,960	0	12,473	0	12,966	-	13,938	-	23,233	-	34,659
Long term deposits	2,574	0	2,574	0	2,574	-	2,574	-	2,574	-	2,574
Total non-current assets	10,412,459	49	10,808,663	47	11,334,188	47	12,057,200	44	12,771,994	50	13,405,364
CURRENT ASSETS											
Inventories	959,965	4	943,250	4	844,297	3	544,469	2	853,335	3	863,183
Trade debts	9,295,210	43	8,767,848	38	9,800,242	41	11,842,552	44	7,040,059	29	9,806,697
Short term Investment	-	-	49,993	0	449,997	2	49,179	-	49,321	-	49,963
Loans, advances, deposits and prepayments	140,666	1	155,283	1	148,006	1	91,304	-	104,018	-	113,298
Other receivables	579,502	3	2,053,003	9	1,473,159	6	2,780,455	10	4,644,272	18	3,225,441
Taxes recoverable	30,775	0	29,257	0	31,637	-	35,042	-	34,254	-	64,919
Balances with banks	28,468	0	270,181	1	80,121	-	44,437	-	13,041	-	12,386
Total current assets	11,034,586	51	12,268,815	53	12,827,459	53	15,387,438	56	12,738,300	50	14,135,887
TOTAL ASSETS	21,447,045	100	23,077,478	100	24,161,647	100	27,444,638	100	25,510,294	100	27,541,251

Note: Commercial operations commenced from March 27, 2010

horizontal and vertical analysis

profit and loss account

Amounts in '000

	2024 Rs.	24 Vs. 23 %	2023 Rs.	23 Vs. 22 %	2022 Rs.	22 Vs. 21 %	2021 Rs.	21 Vs. 20 %	2020 Rs.	20 Vs. 19 %	2019 Rs.
Horizontal Analysis											
Sales	13,249,779	(0.05)	13,256,377	32	10,026,884	(2)	10,203,775	26	8,097,818	(39)	13,201,094
Cost of Sales	(10,449,388)	(1)	(10,593,638)	27	(8,315,592)	(6)	(8,820,758)	39	(6,358,895)	(34)	(9,584,745)
Gross profit	2,800,391	5	2,662,739	56	1,711,292	24	1,383,017	(20)	1,738,923	(52)	3,616,349
Administrative Expenses	(435,123)	2	(426,505)	33	(321,133)	91	(168,020)	62	(103,724)	4	(99,509)
Other expenses	(451,395)	1,259	(33,209)	(52)	(69,310)	23	(56,414)	(15)	(66,350)	21	(54,807)
Other income	9,652	(44)	17,294	(24)	22,764	457	4,090	(95)	79,681	4,779	1,633
Profit from operations	1,923,525	(13)	2,220,319	65	1,343,613	16	1,162,673	(29)	1,648,530	(52)	3,463,666
Finance income / (cost) - net	225,428	(25)	302,021	123	135,180	(69)	433,529	(3)	445,715	(873)	(57,663)
Profit before taxation	2,148,953	(15)	2,522,340	71	1,478,793	(7)	1,596,202	(24)	2,094,245	(39)	3,406,003
Taxation	(8,146)	(27)	(11,221)	59	(7,037)	271	(1,895)	(87)	(15,075)	354	(3,321)
Profit for the year	2,140,807	(15)	2,511,119	71	1,471,756	(8)	1,594,307	(23)	2,079,170	(39)	3,402,682

	2024 Rs.	24 Vs. 23 %	2023 Rs.	23 Vs. 22 %	2022 Rs.	22 Vs. 21 %	2021 Rs.	21 Vs. 20 %	2020 Rs.	20 Vs. 19 %	2019 Rs.
Vertical Analysis											
Sales	13,249,779	100	13,256,377	100	10,026,884	100	10,203,775	100	8,097,818	100	13,201,094
Cost of Sales	(10,449,388)	(79)	(10,593,638)	(80)	(8,315,592)	(83)	(8,820,758)	(86)	(6,358,895)	(79)	(9,584,745)
Gross profit	2,800,391	21	2,662,739	20	1,711,292	17	1,383,017	14	1,738,923	21	3,616,349
Administrative expenses	(435,123)	(3)	(426,505)	(3)	(321,133)	(3)	(168,020)	(2)	(103,724)	(1)	(99,509)
Other expenses	(451,395)	(3)	(33,209)	-	(69,310)	(1)	(56,414)	(1)	(66,350)	(1)	(54,807)
Other income	9,652	0	17,294	-	22,764	-	4,090	-	79,681	1	1,633
Profit from operations	1,923,525	15	2,220,319	17	1,343,613	13	1,162,673	11	1,648,530	20	3,463,666
Finance income / (cost) - net	225,428	2	302,021	2	135,180	1	433,529	4	445,715	6	(57,663)
Profit before taxation	2,148,953	16	2,522,340	19	1,478,793	15	1,596,202	16	2,094,245	26	3,406,003
Taxation	(8,146)	(0)	(11,221)	-	(7,037)	-	(1,895)	-	(15,075)	-	(3,321)
Profit for the year	2,140,807	16	2,511,119	19	1,471,756	15	1,594,307	16	2,079,170	26	3,402,682

Note: Commercial operations commenced from March 27, 2010

key summary

Rs. In '000

	2024 Rs.	2023 Rs.	2022 Rs.	2021 Rs.	2020 Rs.	2019 Rs.
SUMMARY OF BALANCE SHEET						
Share capital	3,238,000	3,238,000	3,238,000	3,238,000	3,238,000	3,238,000
Maintenance Reserve	1,425,647	948,156	227,182	227,182	227,182	227,182
Shareholders' funds / Equity	14,194,914	14,482,607	13,104,789	16,177,808	15,636,726	13,963,183
Long term borrowings	-	-	-	-	-	857,047
Other payable	-	-	-	2,775,636	3,295,495	-
Capital employed	14,194,914	14,482,608	13,104,789	16,177,808	15,636,726	14,820,230
Property, plant & equipment	10,244,551	10,609,432	11,112,553	11,814,962	12,685,728	13,299,480
Long term assets	10,412,459	10,808,663	11,334,188	12,057,200	12,771,994	13,405,364
Net current assets (liabilities) / Working capital	3,782,455	3,673,945	1,770,601	6,896,244	6,160,227	1,414,866
SUMMARY OF PROFIT AND LOSS						
Sales	13,249,779	13,256,377	10,026,884	10,203,775	8,097,818	13,201,094
Gross profit	2,800,391	2,662,739	1,711,292	1,383,017	1,738,923	3,616,349
Profit from operations	1,923,525	2,220,319	1,343,613	1,162,673	1,648,530	3,463,666
Profit before taxation	2,148,953	2,522,340	1,478,793	1,596,202	2,094,245	3,406,003
Profit for the year	2,140,807	2,511,119	1,471,756	1,594,307	2,079,170	3,402,682
EBITDA	3,695,738	4,432,138	2,890,102	2,720,198	3,365,696	4,799,969
SUMMARY OF CASH FLOWS						
Net cash flow from operating activities	3,266,333	4,407,771	4,281,665	374,796	2,457,308	4,234,290
Net cash flow from investing activities	(413,085)	97,145	(544,366)	(108,518)	(53,889)	(114,387)
Net cash flow from financing activities	(3,216,928)	(2,164,219)	(4,963,631)	(1,368,880)	(2,308,369)	(4,124,606)
Changes in cash & cash equivalents	(363,680)	2,340,697	(1,226,332)	(1,102,602)	95,050	(4,703)
Cash & cash equivalents at year end	(3,957,321)	(3,593,641)	(5,934,338)	(4,708,006)	(3,605,404)	(3,700,454)
SUMMARY OF ACTUAL PRODUCTION						
Maximum Generation Possible	MWh	1,889,120	1,887,518	1,860,982	1,862,519	1,865,859
Declared Capacity Billable	MWh	1,889,120	1,868,612	1,742,045	1,862,519	1,865,583
Net Electrical Output	MWh	847,237	870,380	768,202	861,197	1,097,427

cash flow statement - direct method

(Rupees in thousand)

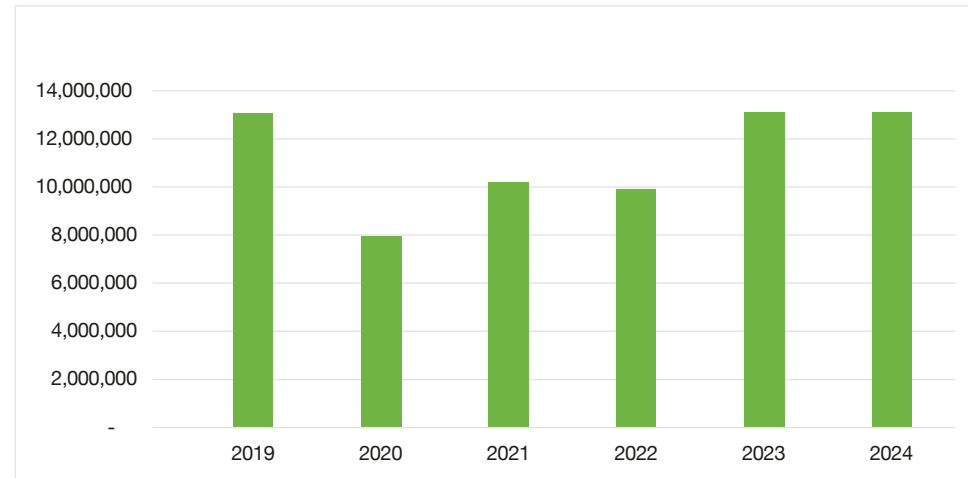
	2024	....Rupees....	2023
Cash Flows from Operating Activities			
Cash receipts from customers - net	14,309,455		17,353,436
Cash paid to suppliers / service providers and employees - net	(10,927,701)		(12,800,574)
Payment to Workers' Profit Participation fund - net	(105,756)		(136,250)
Taxes recovered / (paid) - net	(9,664)		(8,841)
Net cash generated from operating activities	3,266,333		4,407,771
Cash Flows from Investing Activities			
Purchase of property, plant and equipment	(473,888)		(327,651)
Purchase of intangible assets	(509)		(2,612)
Proceeds from disposal of property, plant and equipment	11,319		19,838
Investments made during the year	(99,991)		(197,862)
Investments encashed/matured during the year	149,984		605,432
Net cash utilised in investing activities	(413,085)		97,145
Cash Flows from Financing Activities			
Repayments of long-term borrowings			
Finance cost paid	(788,085)		(1,030,766)
Dividends paid	(2,428,843)		(1,133,453)
Net cash utilised in financing activities	(3,216,928)		(2,164,219)
Net increase/(decrease) in cash and cash equivalents	(363,680)		2,340,697
Cash and cash equivalents at beginning of the year	(3,593,641)		(5,934,338)
Cash and cash equivalents at end of the year	(3,957,321)		(3,593,641)

ratios of last six years

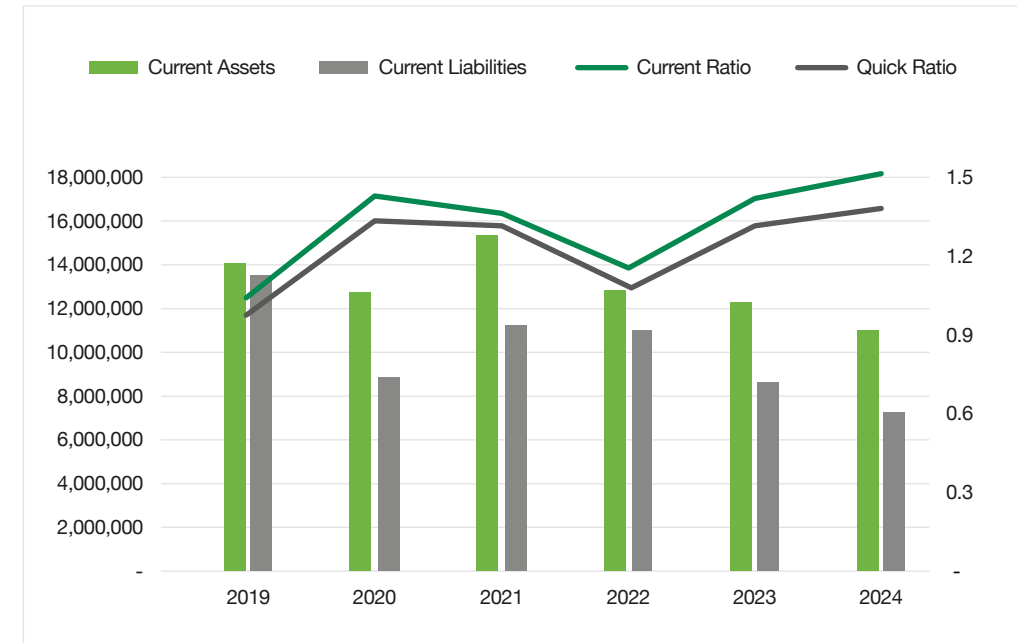
		2024	2023	2022	2021	2020	2019
Profitability Ratios:							
Gross profit to sales	%	21%	20%	17%	14%	21%	27%
Net profit to sales	%	16%	19%	15%	16%	26%	26%
EBITDA Margin to Sales	%	28%	33%	29%	27%	42%	36%
Return on Equity	%	15%	17%	11%	10%	13%	24%
Return on Capital Employed	%	15%	17%	11%	10%	14%	23%
Operating leverage ratio	Times	420.1	2.3	-3.9	-1.0	0.9	2.6
Liquidity Ratios:							
Current ratio	Times	1.52	1.43	1.16	1.37	1.43	1.04
Quick / acid test ratio	Times	1.39	1.32	1.08	1.32	1.34	0.98
Cash and cash equivalents to Current Liabilities	%	-55%	-42%	-54%	-42%	-41%	-27%
Cash flow from Operations to Sales	%	25%	33%	43%	4%	30%	32%
Activity / Turnover Ratios:							
No. of days in receivables	Days	221	227	394	338	380	241
Debtors turnover ratio	Times	1.66	1.61	0.93	1.08	0.96	1.52
No. of days in payables	Days	125.64	125.37	131.82	108.48	194.73	185.44
Credit turnover ratio	Times	2.91	2.91	2.77	3.36	1.87	1.97
Total assets turnover ratio	Times	0.62	0.57	0.41	0.37	0.32	0.48
Fixed Assets turnover ratio	Times	1.27	1.23	0.88	0.85	0.63	0.98
Operating cycle	Days	95	101.14	262	229	185	55
Investment / Market Ratios:							
Earnings per share	(PKR)	6.61	7.76	4.55	4.92	6.42	10.51
Price earnings ratio	(Times)	4.04	4.11	5.45	3.93	3.10	2.49
Price to book ratio	(Times)	0.61	0.71	0.61	0.39	0.41	0.61
Dividend payout ratio	(%)	113%	45%	176%	152%	47%	29%
Total share holder return (TSR)	(%)	174%	227%	174%	127%	109%	167%
Dividend cover ratio	(%)	88%	222%	57%	66%	214%	350%
Dividend yield ratio	(%)	14%	16%	32%	39%	15%	11%
Market value per share at the end of the year and	(PKR)	26.72	31.92	24.78	19.33	19.90	26.19
high during the year	(PKR)	32.44	32.05	30.15	23.19	27.63	30.45
low during the year	(PKR)	24.27	19.78	19	16.76	17.17	18.93
Breakup value per share	(PKR)	43.84	44.73	40.47	49.96	48.29	43.12
Cash dividend per share	(PKR per share)	6.00	5.00	8.00	7.50	3.00	3.00
Capital Structure Ratios:							
Financial leverage ratio	(Times)	0.00	0.00	0.00	0.00	0.00	0.06
Weighted average cost of debt	(%)	0%	0%	0%	0%	5%	8%
Debt to Equity ratio (as per book)	(Times)	0.00	0.00	0.00	0.00	0.00	0.06
Debt to Equity ratio (as per market value)	(Times)	0.00	0.00	0.00	0.00	0.00	0.10
Interest cover ratio	(Times)	0.00	0.00	0.00	0.00	79.39	19.61
Corporate Social Responsibility Ratios:							
Donation as a percentage of PAT	(%)	1%	1%	1%	1%	1%	1%

snapshots

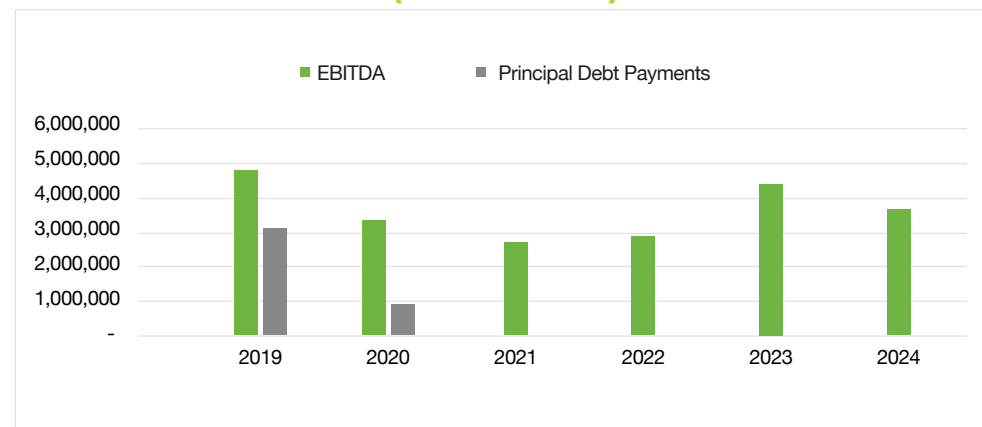
Sales (Rs. in 000's)



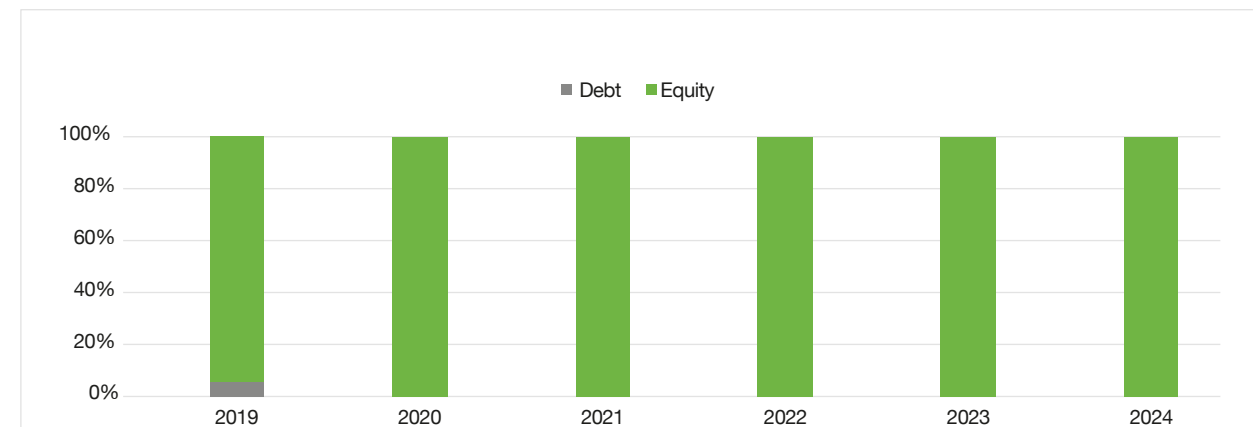
Liquidity Analysis (Rs. in 000's)



EBITDA and Principal Debt Repayments (Rs. in 000's)

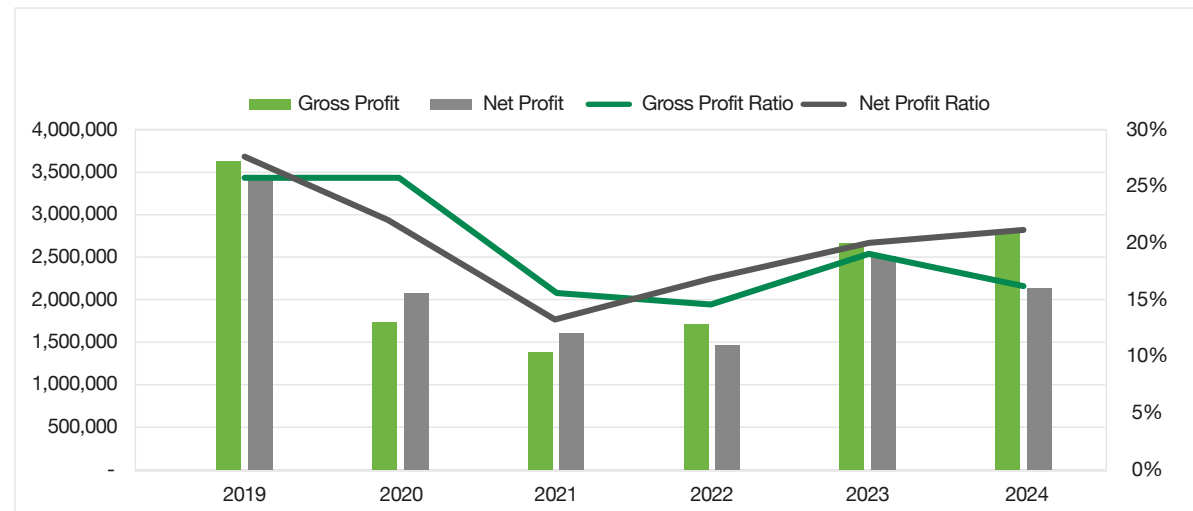


Capital Structure (%)

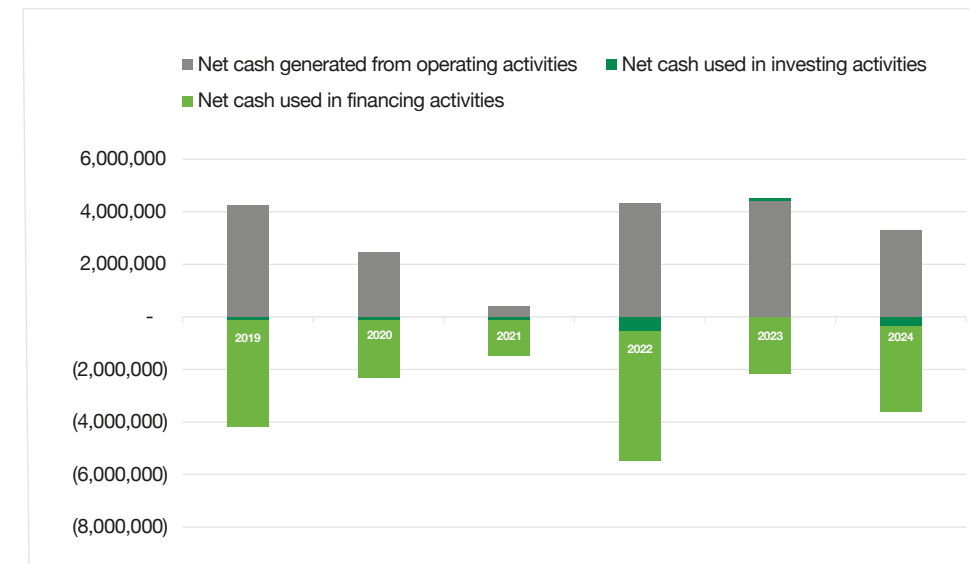


snapshots

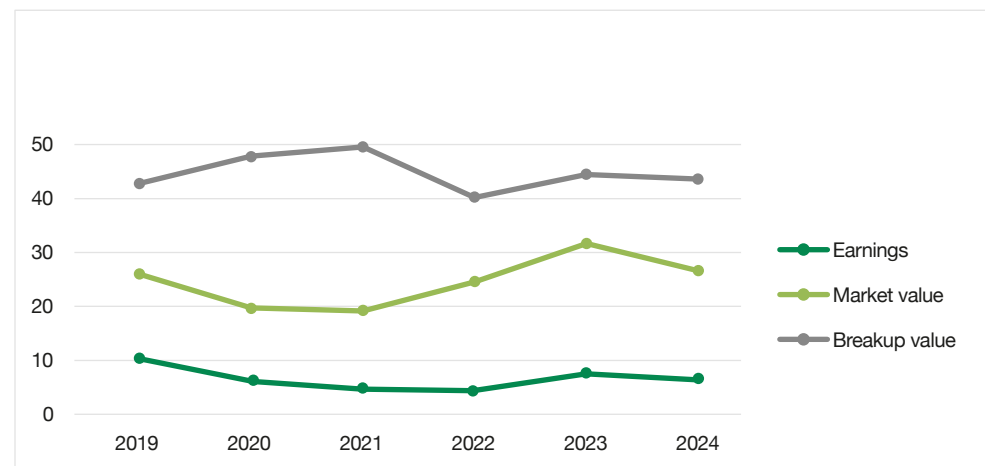
Gross Profit and Net Profit (Rs. in 000's)



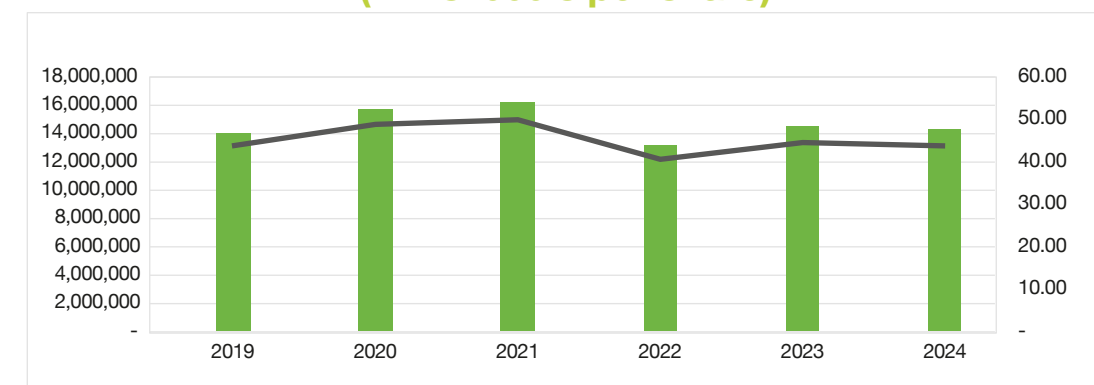
Cash Flow Analysis (Rs. in 000's)



Earnings, Break Up Value and Market Value (in Rs. per share)



Equity and Net Assets Per Share (in Rs. 000's per share)

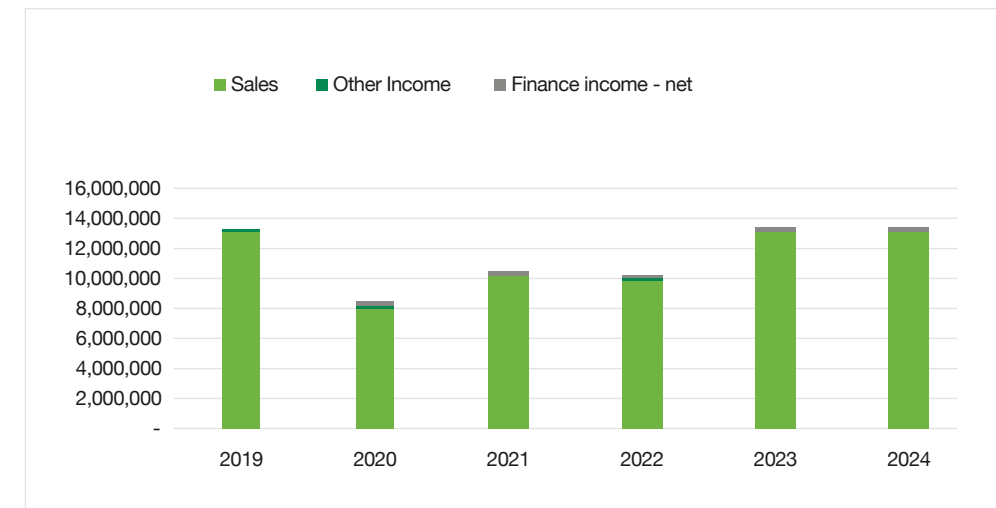


snapshots

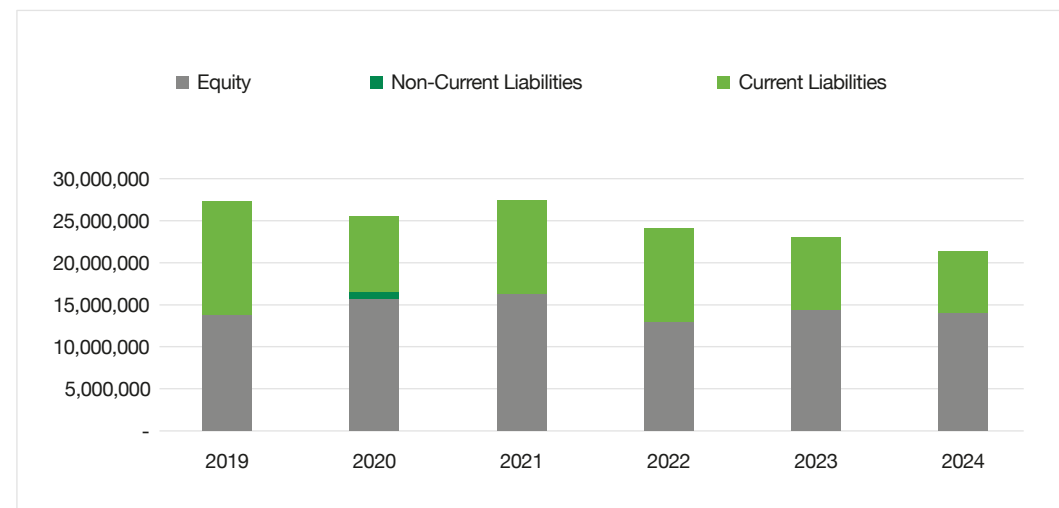
Balance Sheet Analysis (Assets) (Rs. in 000's)



Profit and Loss Analysis (Income) (Rs. in 000's)



Balance Sheet Analysis (Equity and Liabilities) (Rs. in 000's)

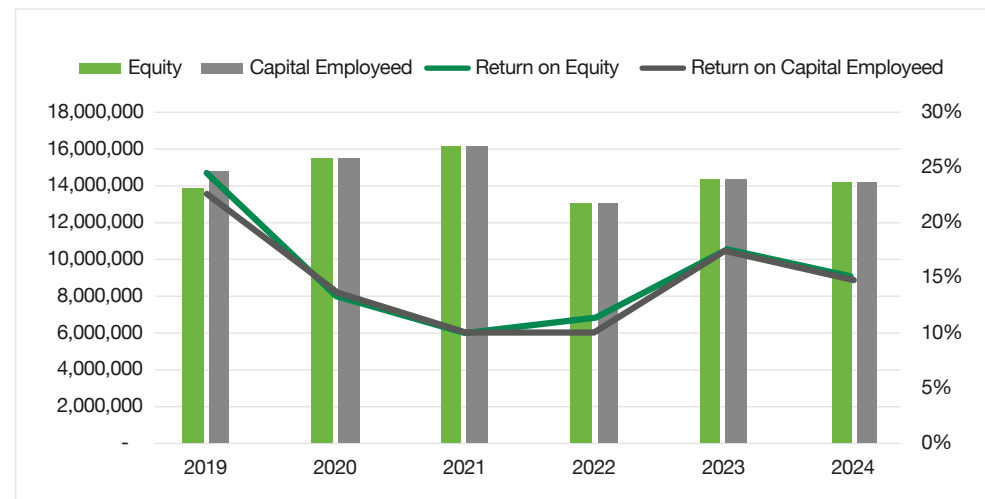


Profit and Loss Analysis (Expenses) (Rs. in 000's)

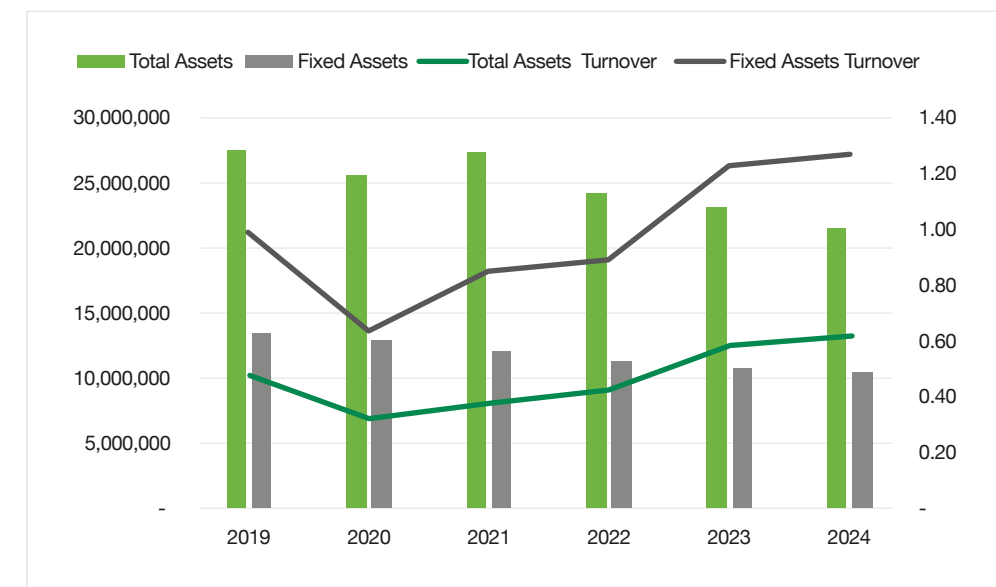


snapshots

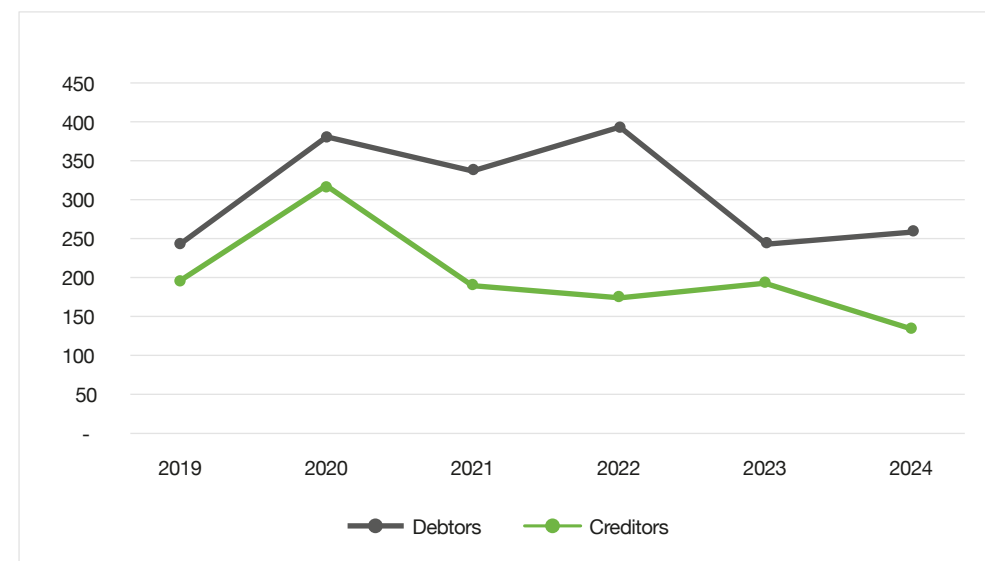
Return on Equity & Capital Employed (Rs. in 000's & in Percentage)



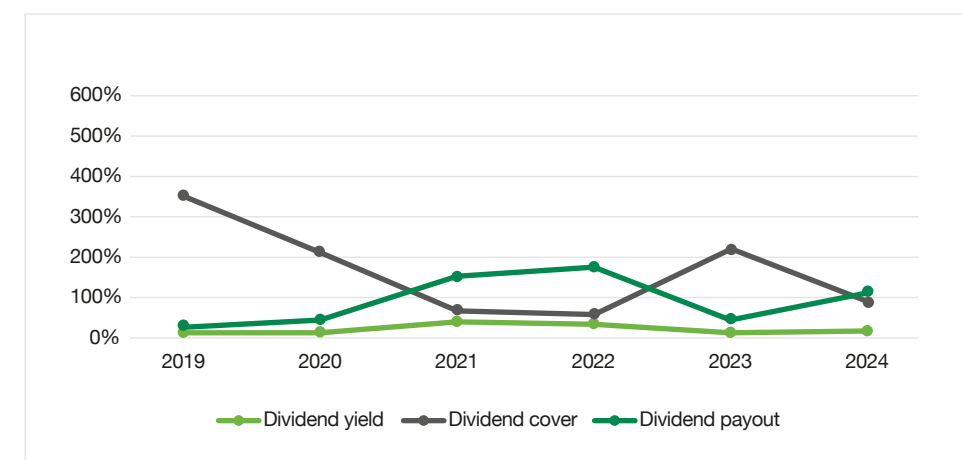
Total Assets and Fixed Assets Turnover (Rs. in 000's & in Times)



Operating Life Cycle Ratios in Days

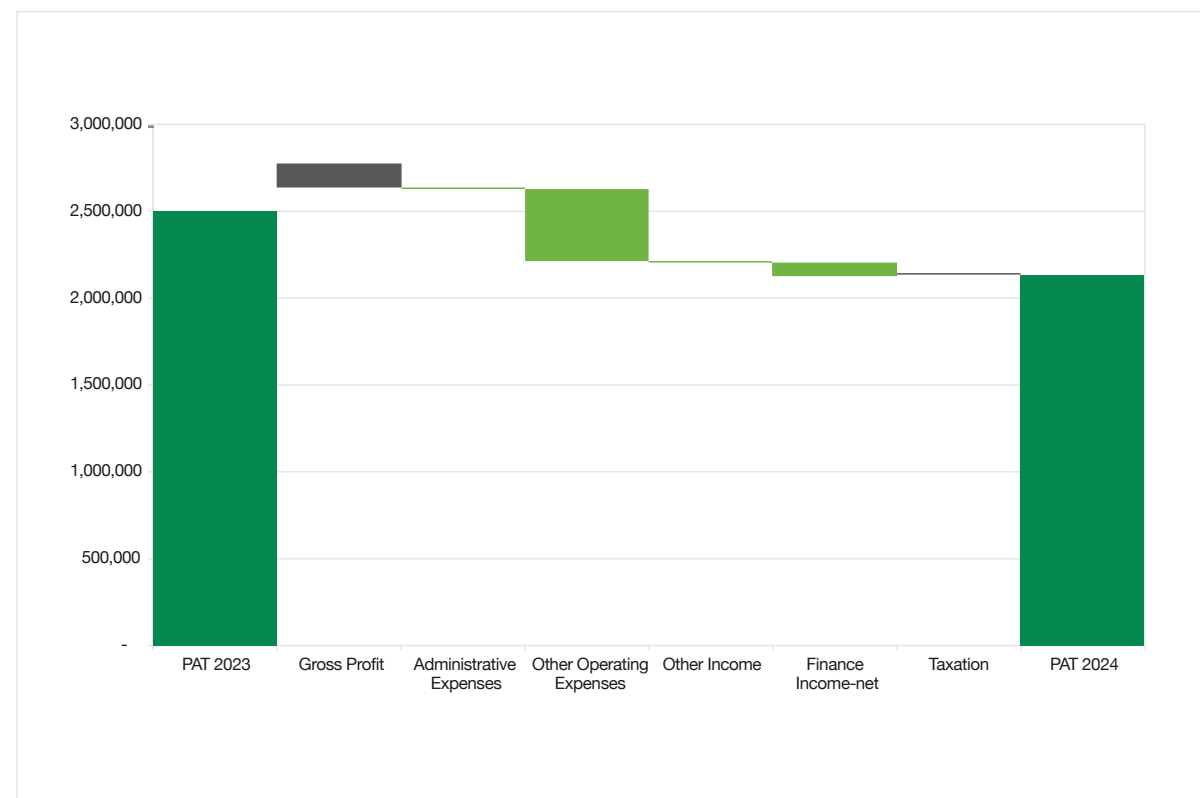


Dividend Yield, Cover and Payout (in Percentages)



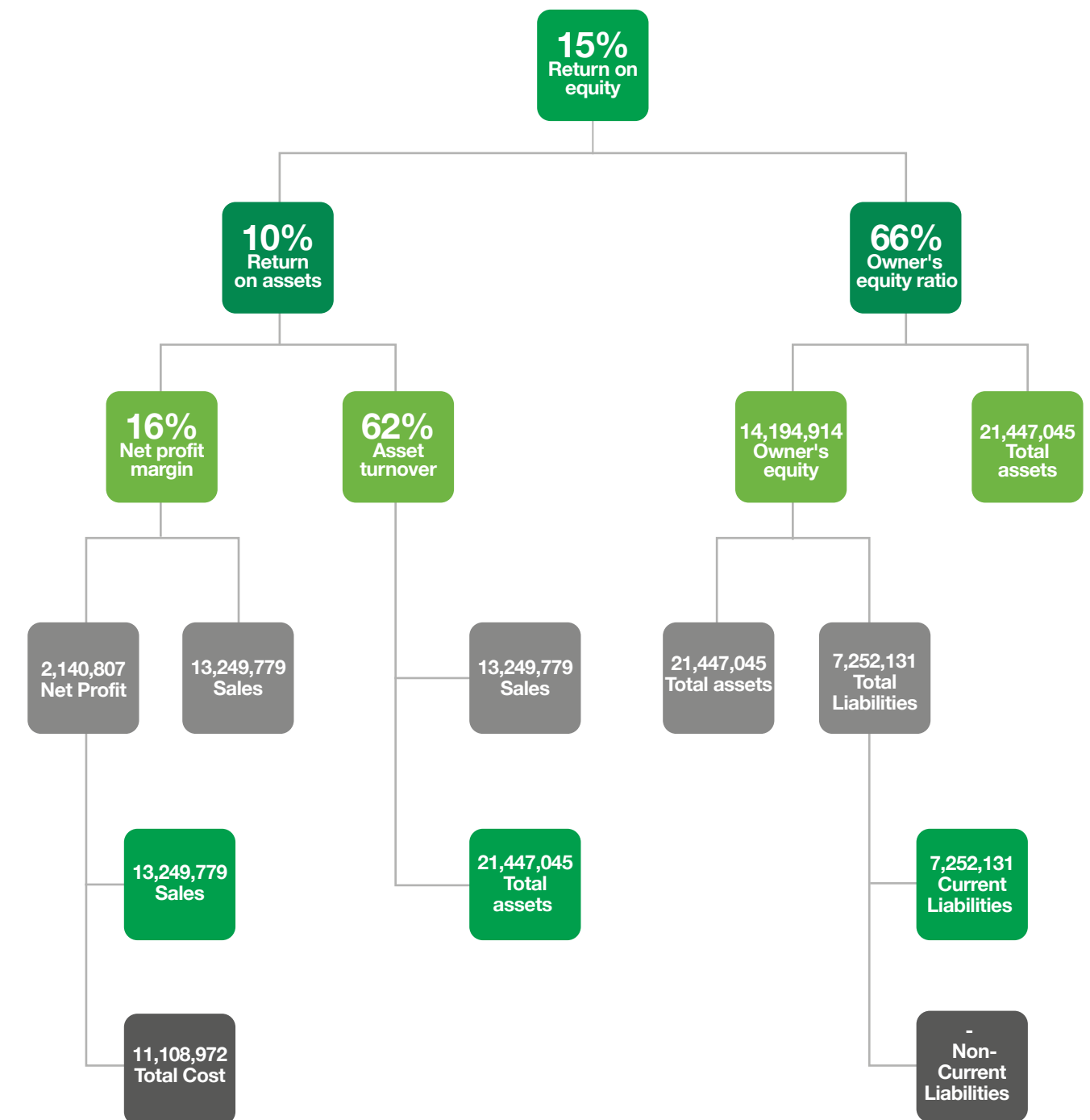
variance analysis

Variance Analysis (Rs. in 000's)



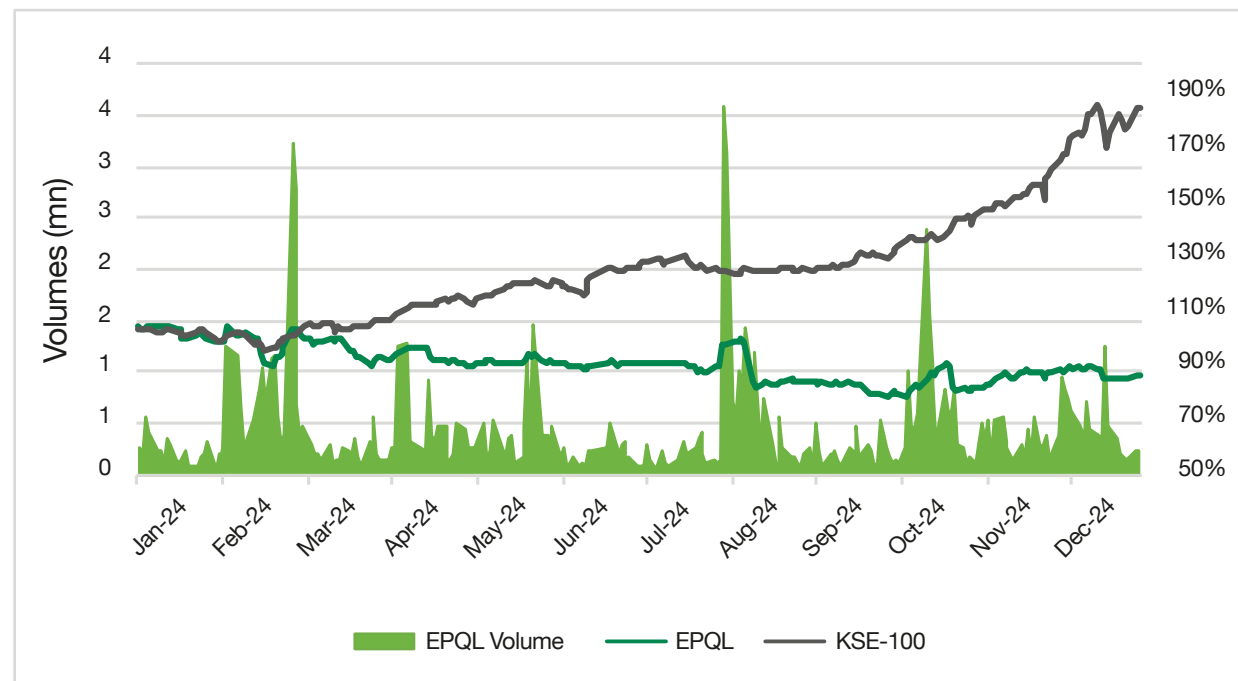
dupont analysis

(Rupees in thousand)



share price sensitivity analysis using key variables

During the year, ~102 Mn shares were traded at Pakistan stock exchange at an average price per share of Rs 28.01. The stock price peaked at RS 34.34 and bottomed at Rs 23.90.



interest rate

Interest rate is a key variable in the company's revenue and cost structure. EPQL's revenue from the working capital component of the CPP tariff and delayed payment income from WAPDA are highly sensitive to interest rates. On the other hand, the company utilizes RF lines to ensure adequate liquidity, therefore interest rates also play a key role in the company's short-term borrowing costs.

exchange rate sensitivity

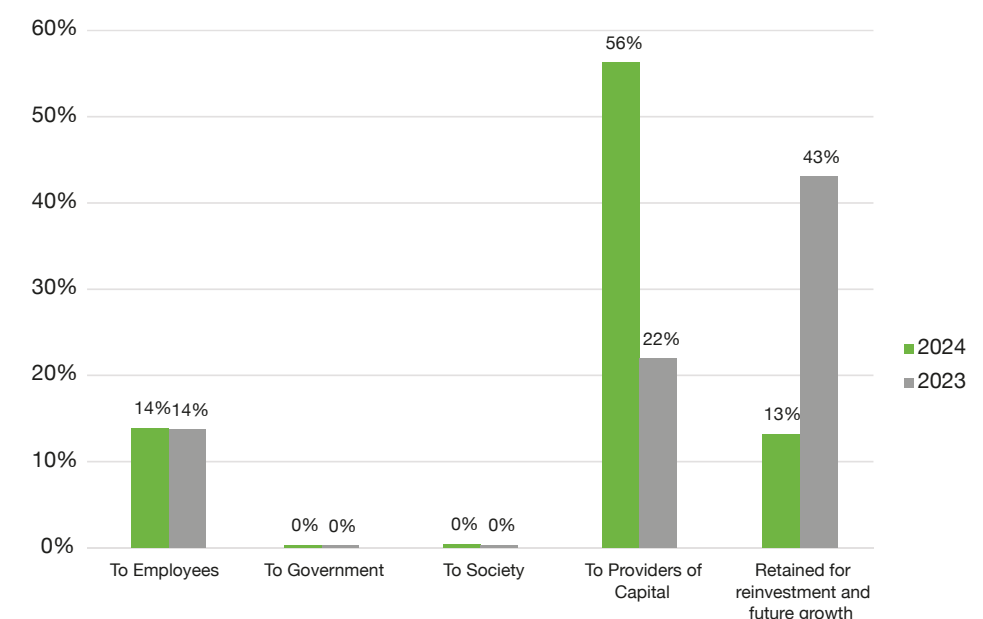
Foreign fixed O&M and foreign variable O&M components are indexed to the exchange rate.

statement of value addition & distribution

(Rupees in thousand)

	2024	2023
wealth generated		
Total revenue inclusive of sales tax and other income	15,884,201	16,345,754
Bought-in raw material and services	(11,567,925)	(11,190,665)
	4,316,276	5,155,089
wealth distributed		
To Employees		
Salaries, benefits and other costs	597,722	707,423
To Government		
Taxes and duties	12,371	3,463
To Society		
Donation towards education, health, environment and natural disaster	18,247	11,068
To Providers of Capital		
Dividend to shareholders	2,428,845	1,133,453
Mark-up/interest expense on borrowed money	689,467	1,066,490
	3,118,312	2,199,943
Retained for reinvestment and future growth		
Depreciation, amortization and retained profit (net of dividend paid)	569,625	2,221,127
	4,316,276	5,155,089

Statement of Value Addition 2024 vs. 2023



engaging stakeholders

EPQL understands the importance of stakeholder engagement and recognizes that there is no better way to ensure that our Company remains a responsible corporate citizen having a positive impact on all our stakeholders. We engage with our stakeholders both formally and informally, periodically and regularly.

EPQL's stakeholders include:

investors, lenders, and shareholders

Investors and shareholders are engaged through our Annual General Meeting as well as our Corporate Reports (quarterly, half yearly & annual reports), which include comprehensive information on both financial and non-financial matters related to the Company. Further, analyst briefings are conducted, while disclosures to the stock exchange on strategic events are made as and when required.

customers

Our primary customer is Central Power Purchasing Agency – Guaranteed (CPPA-G). We are in continuous contact and dialogue with our customer through regular meetings and correspondences on business issues.

suppliers

Our suppliers are engaged through periodic formal and informal meetings/conferences. We regularly provide them with technical assistance related to their business to benefit both the industry and the economy in which we operate.

host communities (local to our facilities and throughout Pakistan)

We consider ourselves responsible for our host communities and hold regular interaction to understand how we can improve our relationship. The Company is extremely active in health, education and livelihood projects for the betterment of these communities.

employees

We concentrate on employee engagement as it is key to performance. A survey is carried out at regular intervals to assess the levels of engagement and motivation at the workplace and based on feedback, areas of weaknesses are improved, and strengths held stable.

government

Moving beyond regulatory compliances, we continue to engage with the government and regulators in public policy lobbying and policy reforms at local, provincial, and federal level. EPQL's management frequently engages with government officials on various matters including energy sector issues, alternative power, local community development and infrastructure related issues.

regulators

The Company complies with regulatory requirements and in this regard maintains close coordination with relevant regulators including the National Electric Power Regulatory Authority (NEPRA), stock exchange, tax authorities, and Securities and Exchange Commission of Pakistan (SECP).

media

We engage with the print and visual media through regular press releases on key achievements and disclosures. The Company schedules regular media interactions via briefings on periodic results, through Plant visits and through informal conversations throughout the year on the Company's news and updates.

competitive landscape and market positioning

Power purchase in the sector is mainly determined through a merit order, which is based on variable pricing of electricity of power producers. Some power plants, particularly renewables, operate out of merit order. EPQL has largely received dispatch throughout the period due to its high merit order position. The Company maintains 11th rank on gas in the merit order list. EPQL recorded load factor of 45% in 2024, which is slightly lower than load factor of 46% last year. With increasing power generation capacity base and with the addition of new power producers that either operate out of merit order or rank higher in the merit order, threat to dispatch is imminent during winter months, especially if decline in power demand continues.

During the year, power demand remained subdued due to economic slowdown, especially in the early half of the year, and high electricity tariffs along with increase in adoption of rooftop solar based power systems. Moreover, the sector is gripped by circular debt, resulting from inefficiencies in the system, which affects the performances of the power producers by translating into liquidity constraints. Cash available in the system is scarce while payments required to be made continue to increase. The Company rigorously focuses on increasing shareholder value through remaining committed to promote the long-term development of Power Sector. EPQL has strong key business drivers which enable it to differentiate its offering and create value for the customers. The Company uses low-BTU high sulfur content permeate gas from Qadirpur gas field, which was previously being flared, for electricity generation. This utilization results in lower carbon emissions compared to other thermal plants and is hence considered a 'green solution'. The unique fuel usage makes the Company one of the lowest opportunity cost thermal power plants in the Country.

EPQL demonstrated operation excellence, maintained system reliability and remained compliant with international standards in safety and environment in providing reliable and affordable energy.

how the organization is currently equipped in responding to the critical challenges and uncertainties that are likely to arise

Gas depletion remains a critical challenge and as envisaged, the Company is currently facing curtailment from Qadirpur Gas field and has made its plant available on mixed mode. EPQL had submitted the final Gas Depletion Mitigation Plan (GDMP) to PPIB. It is engaged extensively with relevant parties to ensure conclusion of alternate fuel plan. The Company has a highly experienced management team which is in continuous engagement with stakeholders to avert any risk. To minimize the impact of gas depletion, it had also identified a local fuel source from PEL to supply 8 – 13 mscfd of gas to EPQL. Generation License Modification was approved by NEPRA; meanwhile, NEPRA has also issued the decision on Fuel Cost Component for gas to be supplied by PEL. During the year, EPQL also successfully signed Gas Sale and Purchase Agreement with PEL.

The deep-rooted issue of circular debt and its adverse impact on businesses continues to pose financial uncertainty. The Company continues to monitor and forecast circular debt levels including its impact on company cashflows and develops effective strategies to curb liquidity constraints through effective treasury operations and cost optimization strategies.

environmental stewardship



environmental stewardship

As one of the leading players in the energy sector, we recognize our responsibility to engage a broader stakeholder community to establish a truly sustainable business framework. We, as a company are passionate about ensuring that our policies & procedures remain eco-friendly and over the years, we have demonstrated our focus on the environment by taking ownership of our environmental footprint year on year. Our environmental stewardship strategy to align our focus on driving an eco-friendlier approach towards doing business we continue to focus our efforts on a four-pronged strategy to manage our investments in health, safety and environment. Based on these identified focus areas, we formulate our own health, safety and environmental stewardship strategy catering to our specific business operations.

This agenda includes Environmental Footprint Management, Adherence to Local Laws and Global Standards Occupational Health & Safety Conservation of Natural Resources Over the years, we have been able to maintain business growth while reducing our environmental impact through a focused eco-efficient approach. Our operations are ISO 14001 certified and fully compliant with the national environmental regulations. Moving beyond regulations and compliances, we have adopted strict international best practices on environmental management, like British Safety Council Environmental Program and WWF Green Office certification. We have a sound policy in place with regards to this agenda, which is factually enforced, across our business by designated teams having environmental experts. Our environmental management function is subject to internal audit and independent third-party audits as well.

During the year 2024, Environmental Action Plan and the Social & environmental covenants were regularly monitored, and quarterly reports were sent to Sindh Environmental Protection Agency as per legal requirement with no deviations reported during the year. The major plan of the operations-phase environmental monitoring at Qadirpur Site are as follows:

Activity	Objectives of monitoring	Parameters to be monitored	Measurements	Location	Frequency	Remarks
Plant noise Emission	To ensure that the noise levels at the plant boundary wall comply with the world bank noise standards	Ambient noise level at the boundary and various locations within the plant	A-weighted noise levels – 24 hours, readings taken at 15 s intervals over 15 min. every hour, and then averaged	Along the plant boundary wall at 100 m intervals and near the various noise emission sources in the plant 15.2 m from the source in four direction	Once in 3-months	Done as per plan. No deviation occurred.
Liquid Effluent Discharge	To ensure the discharge of liquid effluent in compliance with NEQS	pH, TDS, oil, Temperature	in house & 3rd party SEPA Lab on set frequency	Waste water dilution pit	Once in 3-months detail analysis. Daily monitoring of pH, TSS and sulphates	Done as per plan. No deviation occurred.
Plant Air Emissions	To ensure that the air emissions from the plant are in compliance with the NEQS and IFC standards	NOx, SOx, CO, and PM10	Plant stack emissions through sampling	At the plant stack	Once every three months on a typical working day	Done as per plan. No deviation occurred.
Exhaust Gas Quality	To estimate the air emissions from actual fuel consumption	Fuel consumed per day	Estimated through actual fuel usage	Import pipeline gas metering station	Monthly	Done as per plan. No deviation occurred.
Ambient Air Quality	To ensure that the ambient air quality around the plant site is within the required standards	NOx, SOx, CO, and PM10	12-hour ambient air sampling at each of the selected points	Maximum points of pollutant concentration worked out from air dispersion modeling	Once in 3 months	Done as per plan. No deviation occurred.
Solid Waste Disposal	To check the availability of waste management system and implementation	Inspection of waste generation, collection, segregation, storage, recycling and disposal will be undertaken at each site of the project activity	Visual inspections, waste records	Plant and office areas	Monthly	Done as per plan. No deviation occurred.

certifications

ISO-14001 & ISO-45001

Engro Powergen Qadirpur Limited is an ISO14001 (Environmental Management Systems) & ISO45001(Occupational Health & Safety) Certified Company. Surveillance audits were carried out in 2024 to ensure that the Company remains in conformity with the above certifications.

In 2024, EPQL completed 11.2 million work hours (5,394 calendar days) from COD to December 2024, with 608,040 hours recorded without Lost Work Incidents (LWI)

As part of Hazards and Effects Management Process, Engro Powergen Qadirpur Limited (EPQL) carried out PHA(Process Hazard Analysis) and SIL (Safety integrity level) of gas turbine and its auxiliaries.

3,000 trees were planted in 2024 at nearby schools and plant sites, enhancing local ecosystems and supporting environmental sustainability.

occupational health and safety performance

Indicators														
2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024
Total Number of Man-Hours Worked														
746,752	709,931	808,501	781,332	982,596	781,332	813,331	834,915	876,296	793,238	551,236	516,354	791,825	741,983	608,040
Contractual Man-hours														
517,417	496,103	587,619	543,877	667,423	543,877	497,340	527,540	589,528	535,003	303,576	278,004	516,959	507,971	384,413
Total Number of Fatalities														
0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Number of Lost Time Accidents														
0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Lost Day Rate														
0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Fatality Rate														
0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

incident statistics

Incident Statistics for the year 2023		Incident Statistics for the year 2024	
Total Injuries	0	Total Injuries	0
Fatalities	0	Fatalities	0
LWIs	0	LWIs	0
RWCs	0	RWCs	0
MTCs	0	MTCs	0
1st Aids	3	1st Aids	3
Fire	1	Fire	6
Violation of Safety Procedure	97	Violation of Safety Procedure	104
Environmental Accident	7	Environmental Accident	3
Process Safety Incident	1	Process Safety Incident	1
Total Incident+ Near Miss Year-2023	(260)	Total Incident+ Near Miss Year-2024	(261)
Vehicle Incident	10	Vehicle Incident	7

water consumption 2024

Year-2024	
Water Withdrawal IW Flow Avg (M3/Hr)	175.2
Water Discharge WW Avg Flow (M3/Hr)	71.5
Water Evaporated monthly Avg Flow (M3/hr)	103.8
Water consumption/Power Generated MW / M3/Hr	1.74
Water Recycle (Re-used) Avg flow m3/hr	144.124

summary of waste management

Type of waste (e.g. hazardous or non-hazardous)	Disposal method (e.g. Composting, Landfill, Incineration)	Unit	2023	2024	Recycling Rate (%)
Hazardous					
COVID-19 & Medical Waste	Incineration	Kg	11	3	100%
Lab Waste	Incineration	Kg	500	355	100%
Plastic Waste	Recycling	Kg	315	2441	100%
Used Tires	Recycling	Kg	600	ND	100%
Used Batteries	Recycling	Kg	3120	ND	100%
Used Oil	reclamation	Ltrs	25200	ND	100%
Non-Hazardous					
Solid Waste	Landfill	Kg	36505	26814	100%
Metal Waste	Recycling	Kg	16200	ND	100%
Paper Waste	Recycling	Kg	4000	ND	100%
Wooden Waste		Kg	ND	ND	100%
Kitchen Waste (Food & Kitchen Waste)		Kg	9324	29867	ND
					100%
Toilet (Tissue Roll/Towel Tissue)	Landfill	Bags	6337	7431	100%

ambient air quality compliance

Air Quality Parameters	Unit	World Bank Ambient Air Quality Guidelines	SEQS Standard (mg/Nm3)	Result of Monitoring Year-2022	Result of Monitoring Year-2023	Result of Monitoring Year-2024	Compliance Status
Particulate Matter (<10µm) - Annual Mean - Max 24-hour Average	µg/Nm3	50 /150	300	11	39.805	1	Compliant
SO2 - Annual Mean - Max 24-hour Average	µg/Nm3	80 /150	1700	126	80.0625	116.12	Compliant
NOx as NO2 - Annual Mean - Max 24-hour Average - Max 1-hour Average	µg/Nm3	100 /150 N.A.	400	11.7	8	20.07	Compliant



shareholder information



notice of annual general meeting

Notice is hereby given that the Nineteenth Annual General Meeting (“AGM”) of the members of Engro Powergen Qadirpur Limited (the “Company”) will be held at Karachi School of Business and Leadership (KSBL) situated at National Stadium Road, Opp. Liaquat National Hospital, Karachi – 74800 on Tuesday, March 25, 2025, at 02:30 p.m. to transact the following businesses:

Members are encouraged to attend the AGM through a video conference facility managed by the Company (please see the notes section for details).

a) ordinary business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2024, together with the Directors' and Auditor's Reports thereon and Chairman's Review Report.

As required under section 223(6) of the Companies Act 2017 (the “Act”), Financial Statements of the Company have been uploaded on the website of the Company which can be downloaded from the following link and/or QR enabled code

<https://www.engroenergy.com/epql/#financial>



2. To appoint Auditors for the year 2025 and fix their remuneration.

By Order of the Board

Saqib Rafique, FCA
Company Secretary

Dated: March 04, 2025
Karachi

b) notes

1. prohibition on grant of gifts to shareholders

The Securities and Exchange Commission of Pakistan (the “SECP”), through its Circular 2 of 2018, dated February 9, 2018, has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens / coupons / lunches / takeaway packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offense, and companies failing to comply may face penalties.

2. participation in the agm proceeding via video conferencing facility

Members are encouraged to attend the AGM proceedings via video-conferencing facility, which shall be made available by the Company.

All Shareholders / Members interested in attending the AGM, either physically or through video-conferencing facility are requested to register their Name, Folio Number, Cell Number, CNIC / Passport number at <https://forms.office.com/r/sBaaCZBBVL>. Confirmation email for physical meeting or video link and login credentials will be shared with only those Shareholders whose registration are received at least 48 hours before the time of AGM.

Shareholders can also provide their comments and questions for the agenda items of the AGM at the email address agm.epql@engro.com.

3. electronic transmission of annual report 2024

In compliance with section 223(6) of the Act, the Company has electronically transmitted the Annual Report 2024 through email to Shareholders whose email addresses are available with the Company's Share Registrar, M/s. FAMCO Share Registration Services (Private) Limited. In those cases, where email addresses are not available with the Company's Share Registrar, printed notices of AGM along with the weblink and QR enabled code to download the said Annual Report have been dispatched. However, the Company will provide hard copies of the Annual Report to any member on their demand, at their registered address, free of cost, within one week of receiving such request.

Further, Shareholders are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, M/s. FAMCO Share Registration Services (Private) Limited if the member hold shares in physical form or, to the Member's respective Participant/Investor Account Services, if shares are held in book entry form.

4. The Share Transfer Book of the Company will be closed from Tuesday, March 18, 2025 to Tuesday, March 25, 2025 (both days inclusive). Transfers received in order at the office of our Registrar, M/s. FAMCO Share Registration Services (Private) Limited, 8-F, Near Hotel Faran, Block 6, P.E.C.H.S. Shahrah-e-Faisal, Karachi, PABX No. (+92-21) 34380101-5 and email: info.shares@famcosrs.com by the close of business (03:00 p.m.) on Monday, March 17, 2025 will be treated in time for purpose of determining entitlement to attend and vote at the meeting.

5. A Member entitled to attend and vote at the AGM shall be entitled to appoint another person, as his / her proxy to attend, speak and vote instead of him / her, and a proxy so appointed shall have all such rights in respect of attending, speaking and voting at the AGM as are available to a Member. Proxies, in order to be effective, must be received by the Company not less than 48 hours before the meeting. A proxy holder may not need to be a member of the Company.

6. requirements for appointing proxies

- a) In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations, shall submit the proxy form as per the above requirement.
- b) The proxy form shall be witnessed by two male persons whose names, addresses and CNIC numbers shall be mentioned on the form.

- c) Attested copies of the valid CNICs or the passports of the beneficial owner(s) and the proxy shall be furnished with the proxy form.
- d) The proxy shall produce his/her valid original CNIC or original passport at the time of the AGM.
- e) In case of a corporate entity, the Board of Directors' resolution / power of attorney, with specimen signature of the nominee, shall be submitted to the Company along with the proxy form unless the same has been provided earlier.

7. unclaimed dividend

As per the provision of Section 244 of the Act, any shares issued, or dividend declared by the Company which have remained unclaimed / unpaid for a period of three years from the date on which it was due and payable are required to be deposited with SECP for the credit of Federal Government after issuance of notices to the Shareholders to file their claim. The details of the shares issued, and dividend declared by the Company which have remained due for more than three years were sent to Shareholders.

Shareholders are requested to ensure that their claims for unclaimed dividend and shares are lodged promptly. In case, no claim is lodged with the Company in the given time, the Company shall, after giving notice in the newspaper, proceed to deposit the unclaimed / unpaid amount and shares with the Federal Government pursuant to the provision of Section 244(2) of the Act.

8. conversion of physical shares into cdc account

The SECP, through its letter No. CSD/ED/Misc/2016-639-640 dated March 26, 2021, has advised all listed companies to adhere to the provisions of Section 72 of the Act, which requires all companies to replace shares issued in physical form to book-entry form within four years of the promulgation of the Act.

Accordingly, all Shareholders of the Company having physical folios/share certificates are requested to convert their shares from physical form into book-entry form at the earliest. Shareholders may contact a PSX Member, CDC Participant, or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. Maintaining shares in book-entry form has many advantages-safe custody of shares with the CDC, avoidance of formalities required for the issuance of duplicate shares etc. The Shareholders of the Company may contact the Share Registrar and Transfer Agent of the Company, namely FAMCO Share Registration Services (Private) Limited for the conversion of physical shares into book-entry form.

key shareholding & shares traded

Information of shareholding required under reporting framework is as follows:

1. Directors, Chief Executive Officer, and their Spouse and Minor Children

S.No.	Name	No. of Shares Held
1	Athar Abrar Khwaja	1
2	Mohammad Yasir Khan	1
3	Shabbir Hashmi	1
4	Vaqar Zakaria	1
5	Nausheen Ahmad	1
6	Maryam Aziz	1
7	Kaiser Bengali	1
	Total	7

2. Executives

S.No.	Name	No. of Shares Held
1	Total	-

3. Associated Companies, Undertakings and Related Parties

S.No.	Name	No. of Shares Held
1	Engro Energy Limited	223,049,993
	Total	223,049,993

4. NIT and ICP

S.No.	Name	No. of Shares Held
1	Total	-

5. Banks, Development Financial Institutions, Non-Banking Financial Institutions

S.No.	Name	No. of Shares Held
1	MCB Bank Limited – Treasury	4,966,000
	Total	4,966,000

6. Insurance Companies

S.No.	Name	No. of Shares Held
1	Dawood Family Takaful Limited	43,626
2	Progressive Insurance Company Limited	1,000
3	Dawood Family Takaful Limited	2,900
	Total	47,526

7. Mutual Funds and Modarabas

S.No.	Name	No. of Shares Held
1	CDC - Trustee Lakson Tactical Fund	25,946
2	CDC - Trustee Lakson Islamic Tactical Fund	315
3	Total	26,261

8. Shareholder holding 10% or more voting rights in the Company

S.No.	Name	No. of Shares Held
1	Engro Energy Limited	223,049,993
	Total	223,049,993

9. General Public (Local)

S.No.	Name	No. of Shares Held
1	Total	85,417,812

10. Others

S.No.	Name	No. of Shares Held
1	Total	10,292,401

categories of shareholders

as at december 31, 2024

S.No.	Director's Name	No. of Shareholders	No. of Shares	Percentage
1	Directors, Chief Executive Officer, and their Spouse and Minor Children	7	7	0.00
2	Associated Companies, Undertakings and Related Parties	1	223,049,993	68.89
3	NIT and ICP	-	-	-
4	Banks, Development Financial Institutions, Non-Banking Financial Institutions	1	4,966,000	1.53
5	Insurance Companies	3	47,526	0.01
6	Modarabas and Mutual Funds	2	26,261	0.01
7	Shareholder holding 10% or more	1	223,049,993	68.89
8	General Public:			
	a. Local	18,121	85,417,812	26.38
	b. Foreign	-	-	-
9	Others	70	10,292,401	3.18
	Total (excluding shareholder holding 10% or more)	18,206	323,800,000	100.00

Free Float Shares as of December 31, 2024

Total outstanding ordinary shares	323,800,000
Free Float shares	95,254,410
Free Float as a % of total outstanding shares	29.42%

pattern of shareholding

as at december 31, 2024

No of Shareholdings			
No of Shareholders	From	To	Total Shares
704	1	100	28,290
9,734	101	500	4,720,340
3,194	501	1,000	3,129,800
2,739	1,001	5,000	7,323,096
702	5,001	10,000	5,548,017
260	10,001	15,000	3,288,143
193	15,001	20,000	3,553,994
122	20,001	25,000	2,862,557
84	25,001	30,000	2,392,279
66	30,001	35,000	2,185,704
42	35,001	40,000	1,612,152
19	40,001	45,000	817,979
60	45,001	50,000	2,966,261
27	50,001	55,000	1,433,277
35	55,001	60,000	2,047,962
17	60,001	65,000	1,078,423
9	65,001	70,000	609,665
17	70,001	75,000	1,252,938
9	75,001	80,000	709,500
4	80,001	85,000	329,747
7	85,001	90,000	623,000
6	90,001	95,000	555,081
34	95,001	100,000	3,388,016
7	100,001	105,000	727,957
8	105,001	110,000	868,559
3	110,001	115,000	337,087
5	115,001	120,000	590,483
1	120,001	125,000	123,500

No of Shareholdings			
No of Shareholders	From	To	Total Shares
4	125,001	130,000	512,881
3	130,001	135,000	398,654
2	135,001	140,000	279,341
2	140,001	145,000	281,769
5	145,001	150,000	747,063
1	155,001	160,000	160,000
2	160,001	165,000	329,000
1	165,001	170,000	169,500
4	170,001	175,000	692,000
5	180,001	185,000	912,709
1	185,001	190,000	190,000
13	195,001	200,000	2,599,268
2	205,001	210,000	420,000
1	210,001	215,000	215,000
1	215,001	220,000	219,000
2	220,001	225,000	443,000
1	230,001	235,000	233,500
1	235,001	240,000	240,000
2	245,001	250,000	500,000
2	250,001	255,000	502,500
1	255,001	260,000	260,000
1	290,001	295,000	294,500
1	295,001	300,000	300,000
1	300,001	305,000	301,394
1	310,001	315,000	310,152
1	315,001	320,000	317,000
1	325,001	330,000	329,819
1	330,001	335,000	335,000
1	345,001	350,000	350,000
1	360,001	365,000	360,500
1	395,001	400,000	400,000
2	405,001	410,000	815,116

No of Shareholdings			
No of Shareholders	From	To	Total Shares
1	435,001	440,000	435,363
3	445,001	450,000	1,350,000
1	470,001	475,000	474,173
1	480,001	485,000	483,500
4	495,001	500,000	2,000,000
1	545,001	550,000	550,000
1	610,001	615,000	613,143
1	635,001	640,000	635,500
1	680,001	685,000	683,346
1	690,001	695,000	691,140
1	715,001	720,000	716,000
1	745,001	750,000	750,000
1	795,001	800,000	800,000
1	820,001	825,000	825,000
1	850,001	855,000	851,242
1	870,001	875,000	872,453
2	995,001	1,000,000	2,000,000
1	1,040,001	1,045,000	1,045,000
1	1,120,001	1,125,000	1,122,500
1	1,495,001	1,500,000	1,500,000
1	1,805,001	1,810,000	1,808,500
1	4,965,001	4,970,000	4,966,000
1	6,050,001	6,055,000	6,054,675
1	223,045,001	223,050,000	223,049,992
18,206			323,800,000

shareholder information

annual general meeting

The annual shareholders meeting will be held at Karachi School of Business and Leadership (KSBL), National Stadium Road, Opp. Liaquat National Hospital, Karachi on Tuesday, March 25, 2025, at 02:30 p.m.

Shareholders as of March 17, 2025, are encouraged to participate and vote.

Any shareholder may appoint a proxy to vote on his or her behalf. Proxies should be filed with the company at least 48 hours before the meeting time.

CDC Shareholders or their Proxies are requested to bring with them copies of their Computerized National Identity Card or passport along with the Participant's ID number and their account number at the time of attending the Annual General Meeting in order to facilitate their identification.

shareholders

On December 31, 2024, there were 18,206 shareholders on record of the Company's ordinary shares.

electronic transmission of annual report 2024

In compliance with the section 223(6) of Companies Act 2017, the Company has electronically transmitted the Annual Report 2024 through email to shareholders whose email addresses are available with the Company's Share Registrar, M/s FAMCO Share Registration Services (Private) Limited. In those cases, where email addresses are not available with the Company's Share Registrar, M/s FAMCO Share Registration Services (Private) Limited, printed notice of AGM along with the QR enabled code/weblink to download the said financial statements have been dispatched. However, the Company would provide hard copies of the Annual Report to the Shareholders on their demand at their registered addresses, free of cost, within one week of such request.

Further, shareholders are requested to kindly provide the valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, M/s FAMCO Share Registration Services (Private) Limited if you hold shares in physical form or to the respective Participant/Investor Account Services if shares are held in book entry form.

e-dividend mandate (mandatory)

In accordance with the provisions of Section 242 of the Companies Act, 2017, a listed company, is required to pay cash dividend ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders are requested to provide the information mentioned on an E-Dividend Mandate Form available at the Company's website www.engroenergy.com and send the same to your brokers/the Central Depository Company Ltd. if the shares are held in the electronic form or to the Company's Shares Registrar if the shares are held in paper certificate form.

quarterly results

The Company issues quarterly financial statements and holds periodic briefings with security analysis to discuss the results and the business environment.

All annual/quarterly reports and periodic briefing presentations are regularly posted at the Company's website.

change of address

All registered shareholders should send information on changes of address to:

FAMCO Share Registration Services (Private) Limited
8-F, Near Faran Hotel, Nursery, Block-6
PECHS, Shahrah-e-Faisal, Karachi
Info.shares@famcosrs.com

epql calendar 2025

EPQL BARC (Morning)	February 13, 2025
EPQL Board (Morning)	February 14, 2025
EPQL AGM	March 25, 2025
EPQL BARC (Morning)	April 9, 2025
EPQL Board (Morning)	April 10, 2025
EPQL BARC (A. Noon)	July 28, 2025
EPQL Board (Morning)	July 29, 2025
EPQL BARC (Morning)	October 10, 2025
EPQL Board (Morning)	October 13, 2025
EPQL EOGM for Election	October 14, 2025
EPQL Board (Corp Plan 2026)	November 27, 2025

epqI activities 2024



financial statements





A.F. FERGUSON & CO.

independent auditor's review report

To the members of Engro Powergen Qadirpur Limited

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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Engro Powergen Qadirpur Limited (the Company) for the year ended December 31, 2024 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.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended December 31, 2024.

A.F. Ferguson & Co.
Chartered Accountants
Karachi

Date: March 04, 2025

Engagement Partner: Azhar Hussain

UDIN: CR202410290ldhemufBV

A. F. FERGUSON & CO., Chartered Accountants, a member firm of the PwC network
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KARACHI LAHORE ISLAMABAD



A.F. FERGUSON & CO.

independent auditor's report

To the members of Engro Powergen Qadirpur Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Engro Powergen Qadirpur Limited (the Company), which comprise the statement of financial position as at December 31, 2024, and the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at December 31, 2024 and of the profit and other comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matter

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

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KARACHI LAHORE ISLAMABAD



Following is the Key audit matter:

S.No.	Key audit matter	How the matter was addressed in our audit
i)	<p>Receivables from Central Power Purchasing Agency (Guarantee) Limited (CPPA)</p> <p>(Refer notes 3.7, 9 and 12 to the financial statements)</p> <p>The Company under the Power Purchase Agreement (PPA) sells available capacity and electrical output to CPPA. As at December 31, 2024 the Company has following receivables from CPPA:</p> <ul style="list-style-type: none"> Trade debts amounting to Rs. 9,295,210 thousand which include overdue debts of Rs. 6,662,142 thousand; Delayed payment charges amounting to Rs. 172,344 thousand; and Reimbursable costs amounting to Rs. 367,034 thousand. <p>Due to delays in recovery, the Company has financed its operations through short term financing arrangements.</p> <p>In view of the significant delays in settlement of receivables, potential impairment indicators, and the consequential impact of delay in settlement on liquidity and operations of the Company, we have considered this to be an area of higher assessed risk and a key audit matter.</p>	<p>Our audit procedures amongst others included the following:</p> <ul style="list-style-type: none"> assessed whether revenue and related receivables have been recognized in accordance with the applicable accounting policies of the Company; tested whether invoices raised by the Company during the year were in accordance with the PPA; obtained confirmation of receivable balance from CPPA; checked receipts from CPPA with bank statements; made inquiries from the management of the Company and examined minutes of the meetings of the Board of Directors and Board of Audit and Risk Committee to ascertain actions taken by them for the recoverability of the outstanding amounts; checked Implementation Agreement and assessed whether receivables are secured against guarantee from the Government of Pakistan and whether any impairment is required to be recognized thereagainst; assessed the availability of finance with the Company to fund its business operations through committed credit lines obtained from various financial institutions; and assessed adequacy of the related disclosures in the financial statements in accordance with the applicable accounting and reporting standards.



Following is the Key audit matter:

S.No.	Key audit matter	How the matter was addressed in our audit
ii)	<p>Ongoing negotiations to amend the PPA</p> <p>(Refer notes 1.5 and 4.1 to the financial statements)</p> <p>During the year, the Company entered into negotiations with the relevant authorities to amend its PPA. Consequently, in view of the ongoing negotiations, the Company has recognized adjustments to the amounts of relevant assets and liabilities.</p> <p>Further, the ongoing negotiations also necessitated the Company to evaluate the potential impact on the carrying amount of its power plant complex. Accordingly, the management performed an impairment assessment.</p> <p>The ongoing negotiations to amend the PPA was a significant event during the year. Considering its significance and the judgements involved in estimating the recoverable amount, we have considered this as a key audit matter.</p>	<p>Our audit procedures amongst others included the following:</p> <ul style="list-style-type: none"> evaluated the management's assessment of the related impacts in light of the ongoing negotiations held with the relevant authorities; obtained an understanding of the management's process to determine adjustments and recoverable amount; evaluated the appropriateness of the methodology used to estimate the recoverable amount for impairment assessment; checked the mathematical accuracy of the adjustments and the recoverable amount; and assessed the adequacy of the related disclosures in the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan.

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of the 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.



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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.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

The engagement partner on the audit resulting in this independent auditor's report is Azhar Hussain.

A.F. Ferguson & Co.
Chartered Accountants
Karachi

Date: March 04, 2025

UDIN: AR2024102908TStpg1Q3

statement of financial position

as at december 31, 2024

(Amounts in thousand)

	Note	2024	....Rupees....	2023
ASSETS				
Non-current assets				
Property, plant and equipment	5	10,244,551		10,609,432
Intangible assets	6	155,374		184,184
Long-term loans and advances	7	9,960		12,473
Long-term deposits		2,574		2,574
		10,412,459		10,808,663
Current assets				
Inventories	8	959,965		943,250
Trade debts	9	9,295,210		8,767,848
Short-term investments	10	-		49,993
Loans, advances and prepayments	11	140,666		155,283
Other receivables	12	579,502		2,053,003
Taxes recoverable		30,775		29,257
Balances with banks	13	28,468		270,181
		11,034,586		12,268,815
TOTAL ASSETS		21,447,045		23,077,478
EQUITY AND LIABILITIES				
Equity				
Share capital	14	3,238,000		3,238,000
Share premium		80,777		80,777
Maintenance reserve	15	1,425,647		948,156
Unappropriated profit		9,450,490		10,215,675
TOTAL EQUITY		14,194,914		14,482,608
LIABILITIES				
Current liabilities				
Trade and other payables	16	3,110,040		4,475,786
Unclaimed dividend		19,890		20,233
Accrued interest / mark-up		136,412		235,030
Short-term borrowings	17	3,985,789		3,863,821
TOTAL LIABILITIES		7,252,131		8,594,870
Contingencies and commitments	18			
TOTAL EQUITY AND LIABILITIES		21,447,045		23,077,478

The annexed notes from 1 to 41 form an integral part of these financial statements.


Chief Financial Officer


Chief Executive Officer


Director

statement of profit or loss and other comprehensive income

for the year ended december 31, 2024

(Amounts in thousand except for earnings per share)

	Note	2024	....Rupees....	2023
Revenue	19	13,249,779		13,256,377
Cost of revenue	20	(10,449,388)		(10,593,638)
Gross profit		2,800,391		2,662,739
Administrative expenses	21	(435,123)		(426,505)
Other expenses	22	(451,395)		(33,209)
Other income	23	9,652		17,294
Profit from operations		1,923,525		2,220,319
Finance income - net	24	225,428		302,021
Workers' Profits Participation Fund and Sindh Workers Welfare Fund	25	-		-
Profit before taxation		2,148,953		2,522,340
Taxation	26	(8,146)		(11,221)
Profit for the year		2,140,807		2,511,119
Other comprehensive income for the year		-		-
Total comprehensive income for the year		2,140,807		2,511,119
Earnings per share - basic and diluted	27	6.61		7.76

The annexed notes from 1 to 41 form an integral part of these financial statements.


Chief Financial Officer


Chief Executive Officer


Director

statement of cash flows for the year ended december 31, 2024

(Amounts in thousand)

	Note	2024....Rupees....	2023
Cash flows from operating activities			
Cash generated from operations	28	3,243,322	4,389,451
Taxes paid		(9,664)	(8,841)
Interest received		30,162	31,125
Long-term loans and advances		2,513	(3,964)
Net cash generated from operating activities		3,266,333	4,407,771
Cash flows from investing activities			
Purchase of property, plant and equipment - net		(473,888)	(327,651)
Purchase of intangible assets		(509)	(2,612)
Proceeds from disposal of property, plant and equipment		11,319	19,838
Investments made during the year		(99,991)	(197,862)
Investments encashed / matured during the year		149,984	605,432
Net cash (utilised in) / generated from investing activities		(413,085)	97,145
Cash flows from financing activities			
Finance cost paid		(788,085)	(1,030,766)
Dividends paid		(2,428,843)	(1,133,453)
Net cash utilised in financing activities		(3,216,928)	(2,164,219)
Net (decrease) / increase in cash and cash equivalents		(363,680)	2,340,697
Cash and cash equivalents at the beginning of the year		(3,593,641)	(5,934,338)
Cash and cash equivalents at the end of the year	29	(3,957,321)	(3,593,641)

The annexed notes from 1 to 41 form an integral part of these financial statements.


Chief Financial Officer


Chief Executive Officer


Director

statement of changes in equity for the year ended december 31, 2024

(Amounts in thousand)

	Share capital	Reserves		Unappropriated profit	Total
		Share premium	Maintenance reserve		
Balance as at January 1, 2023	3,238,000	80,777	227,182	9,558,830	13,104,789
Profit for the year	-	-	-	2,511,119	2,511,119
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	2,511,119	2,511,119
1st Interim dividend for the year ended December 31, 2023 @ Rs.1.5 per share	-	-	-	(485,700)	(485,700)
2nd Interim dividend for the year ended December 31, 2023 @ Rs.2 per share	-	-	-	(647,600)	(647,600)
Transfer from unappropriated profit (note 15.2)	-	-	720,974	(720,974)	-
Balance as at December 31, 2023	3,238,000	80,777	948,156	10,215,675	14,482,608
Profit for the year	-	-	-	2,140,807	2,140,807
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	2,140,807	2,140,807
Final dividend for the year ended December 31, 2023 @ Rs.1.5 per share	-	-	-	(485,700)	(485,700)
1st Interim dividend for the year ended December 31, 2024 @ Rs. 3.5 per share	-	-	-	(1,133,300)	(1,133,300)
2nd Interim dividend for the year ended December 31, 2024 @ Rs. 2.5 per share	-	-	-	(809,501)	(809,501)
Transfer from unappropriated profit (note 15.2)	-	-	477,491	(477,491)	-
Balance as at December 31, 2024	3,238,000	80,777	1,425,647	9,450,490	14,194,914

The annexed notes from 1 to 41 form an integral part of these financial statements.


Chief Financial Officer


Chief Executive Officer


Director

notes to the financial statements

for the year ended december 31, 2024

(Amounts in thousand)

1. legal status and operations

1.1 Engro Powergen Qadirpur Limited (the Company), is a public listed company, incorporated in Pakistan, and its shares are quoted on the Pakistan Stock Exchange Limited. The Company is a subsidiary of Engro Energy Limited, which is a wholly owned subsidiary of Engro Corporation Limited. Engro Corporation Limited is a subsidiary of Engro Holdings Limited (the Ultimate Parent Company).

1.2 The Company was established with the primary objective to undertake the business of power generation and sale. The Company owns a 217.3 MW combined cycle power plant and commenced commercial operations on March 27, 2010. The electricity generated is transmitted to the National Transmission and Despatch Company (NTDC) under the Power Purchase Agreement (PPA) dated October 26, 2007. This PPA is for a period of 25 years. The Company signed a novation agreement on February 11, 2021 with NTDC and Central Power Purchasing Agency (Guarantee) Limited (CPPA), whereby NTDC has novated its rights and obligations under the PPA to CPPA.

1.3 The business units of the Company are as follows:

Business unit	Geographical location
Head office (registered office)	16th Floor, Harbour Front Building, Plot Number HC-3, Marine Drive, Block 4, Scheme No. 5, Clifton, Karachi, Sindh.
Power plant	Deh Belo Sanghari, Ghotki, Sindh.

1.4 The gas supply from Qadirpur gas field is depleting and based on profile shared by the Sui Northern Gas Pipelines Limited (SNGPL), the Company has declared gas depletion phase and made its plant available in mixed fuel mode, i.e. on both permeate gas and High-Speed Diesel (HSD). Meanwhile, the Company is actively pursuing relevant stakeholders to finalize an alternate fuel plan for the plant. The Company is engaged with Petroleum Exploration Limited (PEL) for supply of 8–13 mmscfd low BTU gas from Badar gas field. The National Electric Power Regulatory Authority (NEPRA) has approved the modification in Generation License for the Company to include gas to be supplied by PEL. The tariff in respect of the gas to be supplied under the aforementioned arrangement has been issued. The gas sale and purchase agreement has also been successfully concluded with PEL.

1.5 As a result of on going renegotiations in respect of Power Purchase Agreement (PPAs) with IPPs, the Company is in discussions with the Task Force to negotiate the existing PPA, along with some other 2002 Policy IPPs, pursuant to which, among other key terms, existing tariff will be converted to “Hybrid Take and Pay” model, effective from November 2024. Consequently, in view of the expected renegotiated terms the Company has recognized adjustments to amounts of certain assets and liabilities which include amongst others:

- Receivable from CPPA-G in relation to capacity revenue recognized on operation of plant on mix fuel mode basis;
- Receivable in respect of delayed payment interest on outstanding invoices;
- Late payment surcharge on Gas infrastructure Development Cess Liability; and
- Late payment surcharge on gas charges.

Further, in light of the on going renegotiations, the management has evaluated the related impact of the carrying amount of its power plant complex. Accordingly, the recoverable amount of the Company's power plant complex was assessed (note 4.1) and determined to be higher than the carrying amount. Accordingly, no impairment was recognised in the financial statements.

2. basis of preparation

2.1 Statement of compliance

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

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

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

2.2 Accounting convention

These financial statements have been prepared under the historical cost convention as stated in relevant accounting policies below.

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupee, which is the Company's functional currency.

(Amounts in thousand)

2.4 Critical accounting estimates and judgements

The preparation of financial statements in conformity with the approved accounting and reporting standards require the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

3. material accounting policy information

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

3.1 Initial application of standards, amendments or interpretations to existing accounting and reporting standards

3.1.1 Amendments to existing accounting and reporting standards that became effective during the year

There are certain amendments to existing accounting and reporting standards that are applicable for the financial year beginning on January 1, 2024 but do not have any significant impact on the Company's financial reporting and, therefore, have not been disclosed in these financial statements.

3.1.2 Standards and amendments to existing accounting and reporting standards that are not yet effective and have not been early adopted by the Company

There are standards and certain amendments to existing accounting and reporting standards that are not yet effective and have not been early adopted by the Company for the financial year beginning on January 1, 2024. The standards and amendments are not expected to have any material impact on the Company's financial reporting and, therefore, have not been disclosed in these financial statements, except as follows:

IFRS 18 - Presentation and Disclosure in Financial Statements:

This is the new standard on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to:

- the structure of the statement of profit or loss;

(Amounts in thousand)

- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

Amendment to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments:

These amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

An important clarification brought about in these amendments is that a payment instruction (e.g. a cheque) that is prepared for a future payment will generally not meet the requirements for the financial liability to be discharged and hence derecognised. The previous practice of financial liabilities being derecognized upon issuance of cheques would need to be reconsidered.

3.2 Property, plant and equipment

Except for freehold land, capital work-in-progress and capital spares, all assets are stated at cost less accumulated depreciation and impairment, if any. Freehold land, capital spares and capital work-in-progress are stated at cost less impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items including borrowing costs. Self constructed assets include the cost of materials, direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use and exchange losses as explained in note 5.1.4. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

(Amounts in thousand)

Major components of an item of property, plant and equipment having different useful lives are accounted for as separate items of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future 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 recognised in the statement of profit or loss.

Disposal of assets is recognised when significant risk and rewards incidental to ownership have been transferred to buyers. Gains and losses on disposals or retirement of an asset are recognised in the statement of profit or loss.

Depreciation is charged to the statement of profit or loss using the straight line method whereby the cost of an operating asset less its estimated residual value is written-off over its estimated useful life at rates given in note 5.1. Depreciation on additions is charged from the month following the month in which the asset is available for use and on disposals upto the preceding month the asset was in use.

Assets residual values and useful lives are reviewed, and adjusted, if appropriate, at each reporting date.

3.3 Intangible assets

a) Computer software

Costs associated with maintaining computer software programmes are recognised as an expense in the statement of profit or loss when incurred. Costs directly attributable to identifiable software having probable economic benefits exceeding one year, are recognised as intangible assets. Direct costs include purchase costs (license fee) and related overheads.

Expenditure which enhances or extends the performance of the software programme beyond its original specification and useful life is capitalised.

Software costs and license fees capitalised as intangible assets are amortised to the statement of profit or loss from the date of use on a straight-line basis at rates given in note 6.

b) Right to use infrastructure facilities

Costs representing the right to use various infrastructure facilities are stated at historical cost. These costs are amortised to the statement of profit or loss over a period of 25 years.

(Amounts in thousand)

3.4 Impairment of non-financial assets

Non-financial assets carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised in the statement of profit or loss for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.5 Financial assets

3.5.1 Classification, initial recognition and measurement

Regular way purchases of fixed assets are accounted for at trade date. The Company classifies its financial assets in the following categories:

- a) those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- b) those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. Management determines the classification of its financial assets at initial recognition.

A financial asset is measured at amortised cost if both of the following conditions are met:

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

A financial asset is measured at fair value through other comprehensive income (FVOCI) if both of the following conditions are met:

- a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

(Amounts in thousand)

- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at fair value through profit or loss (FVPL) unless it is measured at amortised cost or at FVOCI.

All financial assets are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets at amortised cost are initially recognised at fair value and are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment losses are recognised in the statement of profit or loss. Financial assets carried at FVOCI are initially and subsequently measured at fair value, with gains and losses arising from changes in fair value recognised in other comprehensive income. Financial assets carried at FVPL are initially recorded at fair value and transaction costs are recognised in the statement of profit or loss. Realised and unrealised gains and losses arising from changes in the fair value of the financial assets held at FVPL are included in the statement of profit or loss in the period in which they arise.

3.5.2 Derecognition

Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership. On derecognition of a financial asset, in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in the statement of profit or loss.

3.5.3 Impairment

The Securities and Exchange Commission of Pakistan (SECP) through its SRO No. 985(I) / 2019 dated September 02, 2019 and clarification dated January 23, 2020 had exempted the applicability of expected credit losses (ECL) till June 30, 2022 on financial assets directly due from Government of Pakistan (GoP) or that are ultimately due from GoP, in consequence of circular debt, provided that the Company shall follow relevant requirements of IAS 39 'Financial Instruments: Recognition and Measurement'. During the year SECP through its SRO No 1784(1) / 2024 dated November 4, 2024 has further extended the exemption from application of ECL model till December 31, 2025.

Accordingly, amounts due from the GoP are assessed in accordance with the provisions of IAS 39 at each reporting date to determine whether there is any objective evidence that one or more events have had a negative effect on the estimated future cash flows of these receivables.

(Amounts in thousand)

For financial assets other than amounts due from GoP, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial assets has not increased significantly since initial recognition, the Company measures the loss allowance for that financial asset at an amount equal to 12-month ECL.

3.5.4 Financial liabilities

The Company recognises a financial liability in its statement of financial position when, and only when, it becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures a financial liability at its fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial liability. Subsequently, financial liabilities are stated at amortised cost.

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

3.5.5 Offsetting of financial assets and liabilities

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

3.6 Inventories

These are valued at weighted average cost except for items in transit which are stated at invoice value plus other charges paid thereon till the reporting date. For stores and spares which are slow moving and / or identified as surplus to the Company's requirements, adequate provision is made for any excess book value over estimated residual value.

3.7 Trade debts and other receivables

Trade debts and other receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds trade debts and other receivables with the

(Amounts in thousand)

objective to collect contractual cash flows and, therefore, measures them subsequently at amortised cost using the effective interest method. Provision for impairment is recognised as per note 3.5.3.

3.8 Cash and cash equivalents

Cash and cash equivalents in the statement of cash flows comprise cash in hand and in transit, balances with banks in current, deposit and savings accounts, other short-term highly liquid investments with original maturities of three months or less and short-term borrowings other than term finance.

3.9 Share capital

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

3.10 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost, any difference between the proceeds (net of transaction costs) and the redemption value is amortised over the period of the borrowings.

Borrowings are classified as current liabilities unless the Company has a right at the end of the reporting date to defer settlement of the liability for at least 12 months after the reporting date.

3.11 Trade and other payables

These are recognised initially at fair value and subsequently measured at amortised cost. Exchange gains and losses arising in respect of liabilities in foreign currency are added to the carrying amount of the respective liabilities.

Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). If not, they are presented as non-current liabilities.

3.12 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, 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. Provisions are not recognised for future operating losses. Provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

(Amounts in thousand)

3.13 Leases

The Company recognises leases as a right-of-use asset and corresponding liability at the date at which the leased asset is available for use by the Company, except for the assets under the PPA which are exempted from the applicability of IFRS 16 - 'Leases' (IFRS 16). SECP through its S.R.O. 986 (I) / 2019 dated September 2, 2019 exempted all companies to the extent of the power purchase agreements executed before the effective date of IFRS 16 i.e. January 1, 2019 from the application of requirements of the said standard.

3.14 Taxation

The Company's profits and gains from power generation are exempt from tax under clause 132 of Part I of the Second Schedule to the Income Tax Ordinance, 2001. The Company is also exempt from minimum tax on turnover under clause 11 A of part IV of the Second Schedule to the Income Tax Ordinance, 2001. However, the Company's income from other sources is subject to taxation.

3.15 Retirement and other service benefits obligations

3.15.1 Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contribution into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit or loss when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

The intermediary holding company - Engro Corporation Limited, operates a defined contribution provident fund and gratuity fund in which the permanent employees of the Company are members. Monthly contributions are made both by the Company and employees to the fund at the rate of 10% of basic salary in case of provident fund and, only by the Company, at the rate of 8.33% of basic salary in case of gratuity fund. Investments out of the funds have been made in accordance with the provisions of section 218 of the Act.

3.16 Foreign currency transactions and translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at period-end exchange rates are recognised in the statement of profit or loss, except as referred to in note 5.1.4.

(Amounts in thousand)

3.17 Revenue recognition

The Company recognises revenue when the following performance obligations are satisfied:

- Capacity revenue is recognised based on the capacity made available to CPPA; and
- Energy revenue is recognised based on the Net Electrical Output (NEO) delivered to CPPA.

Capacity and Energy revenue is recognised overtime based on the rates determined under the mechanism laid down in the PPA. The Company on or after first business day of each month submits an invoice to CPPA for seventy percent of the estimated available capacity during that month, and thirty percent of the estimated available capacity and energy payment due in respect of previous month. The payment is due 30 days after invoicing.

3.18 Interest on bank deposits and delayed payment income

Interest income on bank deposits and delayed payment income on overdue trade receivables is recognised on accrual basis.

3.19 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred except where such costs are directly attributable to the acquisition, construction or production of a qualifying asset in which case such costs are capitalised as part of the cost of that asset. Borrowing costs include exchange differences arising from foreign currency borrowings to the extent these are regarded as an adjustment to borrowing costs.

3.20 Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, if any.

3.21 Dividend

Dividends are recognised in the financial statements in the period in which these are approved.

3.22 Operating segments

For management purposes, the activities of the Company are organized in one reportable segment that is generation of electricity. This reporting segment is consistent with the internal financial reporting systems.

(Amounts in thousand)

4. critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Following are the significant areas where management used estimates and judgements, which are significant to the financial statements:

4.1 Property, plant and equipment

The Company reviews the appropriateness of the rates of depreciation, useful lives and residual values used in the calculation of depreciation on an annual basis. Further, if any indication exists, the Company makes an estimate of recoverable amount of assets for possible impairment. The Company defines its power plant complex as a cash generating unit. Where indicators of impairment are identified, the recoverable amount is estimated which includes judgements in respect of future expectations of the productivity potential and discount rate.

4.2 Provision for slow moving stores and spares

The Company conducts an annual review of stores and spares to assess potential impairment based on ageing analysis. Any future changes in estimates may impact the carrying amounts of these items, affecting the corresponding provisions.

4.3 Provisions

The Company assesses at each reporting date as to whether it has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. In the event of an affirmative assessment, provisions are revised, and adjusted, where considered necessary to reflect the current best estimate.

5. property, plant and equipment

Operating assets (note 5.1)
Capital work-in-progress (note 5.2)
Capital spares (note 5.3)

	2024	....Rupees....	2023
Operating assets (note 5.1)	9,467,520		10,133,522
Capital work-in-progress (note 5.2)	219,923		275,441
Capital spares (note 5.3)	557,108		200,469
	<u>10,244,551</u>		<u>10,609,432</u>

(Amounts in thousand)

5.1 Operating assets

	Freehold land	Plant & machinery	Buildings & civil works	Furniture, fixtures and equipment	Vehicles	Total
-----Rupees-----						
As at January 1, 2023						
Cost	110,065	16,898,271	2,582,496	133,476	105,337	19,829,645
Accumulated depreciation		(7,746,611)	(970,658)	(123,476)	(91,870)	(8,932,615)
Net book value	110,065	9,151,660	1,611,838	10,000	13,467	10,897,030
Year ended December 31, 2023						
Net book value at the beginning of the year	110,065	9,151,660	1,611,838	10,000	13,467	10,897,030
Transfers from capital work-in-progress (note 5.2)	-	10,216	-	10,893	42,302	63,411
Disposals (note 5.1.1)	-	-	-	(1,423)	(19,362)	(20,785)
Cost	-	-	-	1,175	7,625	8,800
Accumulated depreciation	-	-	-	(248)	(11,737)	(11,985)
Depreciation charge (note 5.1.2)	-	(745,824)	(57,995)	(6,484)	(4,629)	(814,932)
Net book value at the end of the year	110,065	8,416,052	1,553,843	14,161	39,403	10,133,524
As at December 31, 2023						
Cost	110,065	16,908,487	2,582,495	142,947	128,277	19,872,272
Accumulated depreciation	-	(8,492,435)	(1,028,652)	(128,786)	(88,874)	(9,738,748)
Net book value	110,065	8,416,052	1,553,843	14,161	39,403	10,133,524

(Amounts in thousand)

	Freehold land	Plant & machinery	Buildings & civil works	Furniture, fixtures and equipment	Vehicles	Total
-----Rupees-----						
Year ended December 31, 2024						
Net book value at the beginning of the year	110,065	8,416,052	1,553,843	14,161	39,403	10,133,523
Transfers from capital work-in-progress (note 5.2)	-	104,136	5,498	9,438	53,705	172,777
Reclassified to intangibles (note 6)	-	-	-	(9,019)	-	(9,019)
Cost	-	-	-	8,361	-	8,361
Accumulated depreciation	-	-	-	(658)	-	(658)
Written off	-	-	-	(16,035)	-	(16,035)
Cost	-	-	-	15,866	-	15,866
Accumulated depreciation	-	-	-	(169)	-	(169)
Disposals (note 5.1.1)	-	-	-	(137)	(13,227)	(13,364)
Cost	-	-	-	137	2,626	2,763
Accumulated depreciation	-	-	-	-	(10,601)	(10,601)
Depreciation charge (note 5.1.2)	-	(748,598)	(58,336)	(8,700)	(11,718)	(827,352)
Net book value at the end of the year	110,065	7,771,590	1,501,005	14,072	70,789	9,467,520
As at December 31, 2024						
Cost	110,065	17,012,623	2,587,993	127,194	168,755	20,006,631
Accumulated depreciation	-	(9,241,033)	(1,086,989)	(113,122)	(97,966)	(10,539,111)
Annual rate of depreciation		4% - 33%	2.5% - 8%	16% - 33%	20% - 25%	

5.1.1 The details of assets disposed off during the year having net booke value in excess of Rs 500 are as follows:

Description	Sold to	Mode of disposal and relationship with the Company	Cost	Accumulated depreciation	Net book value	Sale proceeds	Gain
-----Rupees-----							
Vehicle	Kamran Hussain	Company policy - employee	4,925	349	4,576	4,818	242
Vehicle	Yasir Javed	Company policy - employee	4,960	562	4,398	4,816	418
Vehicle	Javed Kasbati	Company policy - employee	3,342	1,715	1,627	1,678	51
Other operating assets having value less than Rs.500			137	137	-	7	7
Year ended December 31, 2024			13,364	2,763	10,601	11,319	718
Year ended December 31, 2023			20,785	8,800	11,985	19,838	7,851

(Amounts in thousand)

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

	2024	2023
Cost of revenue (note 20)	819,566	811,631
Administrative expenses (note 21)	7,786	3,301
	827,352	814,932

5.1.3 The details of immovable fixed assets (i.e. land and buildings) are as follows:

Description of location	Address	Total Area of Land (Acres)
Power plant and associated buildings	Deh Belo Sanghari, Ghotki, Sindh	41.5
Colony land	Colony Road, Daharki, Ghotki, Sindh	16.4

5.1.4 The SECP, through its S.R.O. 986(1)/2019 dated September 2, 2019 partially modified its previously issued S.R.O. 24/(1)/2012 dated January 16, 2012 and granted exemption to all companies that have executed their power purchase agreements before January 1, 2019, from the application of IAS 21 'The Effects of Changes in Foreign Exchange Rates' to the extent of capitalisation of exchange differences. Accordingly, the Company capitalised exchange losses aggregating Rs. 4,405,584 in prior years arising on foreign currency borrowings to the cost of the related property, plant and equipment. The amount of exchange losses net of depreciation as at December 31, 2024 amounts to Rs. 2,258,314 (2023: Rs. 2,478,638).

5.2 Capital work-in-progress

	Plant and machinery	Buildings and civil works	Furniture, fixtures and equipment	Vehicles	Capital spares	Intangible assets	Civil works	Total
Rupees								
Year ended December 31, 2023								
Balance at the beginning of the year	4,874	-	605	5,033	188	4,515	-	15,215
Additions	131,895	67,806	15,508	80,786	27,734	2,612	3,761	330,102
Transfers to intangible assets (note 6)	-	-	-	-	-	(6,465)	-	(6,465)
Transfers to operating assets (note 5.1)	(10,216)	-	(10,893)	(42,302)	-	-	-	(63,411)
Balance at the end of the year	126,553	67,806	5,220	43,517	27,922	662	3,761	275,441
Year ended December 31, 2024								
Balance at the beginning of the year	126,553	67,806	5,220	43,517	27,922	662	3,761	275,441
Additions	70,210	1,737	27,789	17,514	114,557	509	-	232,316
Reclassified	-	3,761	-	-	-	-	(3,761)	-
Transfers to intangible assets (note 6)	-	-	-	-	-	(498)	-	(498)
Transfers to operating assets (note 5.1)	(104,136)	(5,498)	(9,438)	(53,705)	-	-	-	(172,777)
Transfers to capital spares	-	-	-	-	(114,557)	-	-	(114,557)
Balance at the end of the year	92,627	67,806	23,571	7,326	27,922	673	-	219,925

(Amounts in thousand)

5.3 Movement in the capital spares

	2024	2023
Balance at the beginning of the year	200,469	200,308
Additions	242,243	161
Transfers from capital work-in-progress	114,557	-
Consumption during the year	(161)	-
Balance at the end of the year	557,108	200,469

6. intangible assets

	Computer software	Right to use infra-structure facilities (note 6.2)	Total
-----Rupees-----			
As at January 01, 2023			
Cost	241,390	96,627	338,017
Accumulated amortisation	(79,950)	(51,972)	(131,922)
Net book value	161,440	44,655	206,095
Year ended December 31, 2023			
Net book value at the beginning of the year	161,440	44,655	206,095
Transfers from capital work-in-progress (note 5.2)	6,465	-	6,465
Amortisation charge (note 6.1)	(24,655)	(3,721)	(28,376)
Net book value at the end of the year	143,250	40,934	184,184
As at December 31, 2023			
Cost	247,855	96,627	344,482
Accumulated amortisation	(104,605)	(55,693)	(160,298)
Net book value	143,250	40,934	184,184
Year ended December 31, 2024			
Net book value at the beginning of the year	143,250	40,934	184,184
Reclassified from operating fixed assets (note 5.1)	9,019	-	9,019
Cost	(8,361)	-	(8,361)
Accumulated amortization	658	-	658
Transfers from capital work in-progress (note 5.2)	498	-	498
Amortisation charge (note 6.1)	(26,245)	(3,721)	(29,966)
Net book value at the end of the year	118,161	37,213	155,374
As at December 31, 2024			
Cost	257,372	96,627	353,999
Accumulated amortisation	(139,211)	(59,414)	(198,625)
Net book value	118,161	37,213	155,374

Amortisation rate (% per annum)

13%- 25% 4%

(Amounts in thousand)

6.1 Amortisation charge for the year has been allocated as follows:

	2024	....Rupees....	2023
Cost of revenue (note 20)	14,219		13,583
Administrative expenses (note 21)	15,747		14,793
	<u>29,966</u>		<u>28,376</u>

6.2 Represents right to use Engro Fertilizers Limited's (an associated undertaking) various infrastructure facilities. This entitles the employees of the Company to full use of the Engro Fertilizers Limited's facilities. The amount paid by the Company is being amortised over 25 years.

7. long-term loans and advances, considered good

	2024	....Rupees....	2023
Executives (notes 7.1, 7.2 and 7.3)	20,778		26,452
Current portion shown under current assets (note 11)	(10,818)		(13,979)
	<u>9,960</u>		<u>12,473</u>

7.1 Movement in the loans and advances

Balance at the beginning of the year	26,452		22,488
Disbursements	16,745		19,618
Repayments / amortisation	(22,419)		(15,654)
Balance at the end of the year	<u>20,778</u>		<u>26,452</u>

7.2 During the year ended December 31, 2024 and 2023 no loans and advances were provided to any of the directors of the Company. The amount represents loans and advances for car earn out assistance, house rent, long-term incentive, retention loan and relocation assistance loans, as per the Company's policy to the executives.

7.3 The maximum aggregate amount outstanding at the end of any month in respect of loans and advances to key management personnel amounted to Rs. 641 (2023: Rs. 774).

7.4 The Company does not have any loans or advances placed under any arrangements not permissible under Shariah.

(Amounts in thousand)

8. inventories

	2024	....Rupees....	2023
High Speed Diesel (note 8.1)	442,084		444,371
Consumable stores	76,759		79,192
Spares	565,041		511,889
Provision for slow moving spares (note 8.2)	(123,919)		(92,202)
	<u>441,122</u>		<u>419,687</u>
	<u>959,965</u>		<u>943,250</u>

8.1 This comprises of High Speed Diesel (HSD) inventory required to be maintained for operating the power plant in case supply of gas is unavailable to the Company. As per clause (b) of section 5.14 of the PPA, the Company is required to maintain HSD inventory at a level sufficient for operating the power plant at full load for seven days. However, due to non-payment of dues in full by CPPA, the Company is maintaining a lower level of HSD inventory.

8.2 Movement in the provision for slow moving spares

	2024	....Rupees....	2023
Balance at the beginning of the year	(92,202)		-
Provision (note 20)	(31,717)		(92,202)
Balance at the end of the year	<u>(123,919)</u>		<u>(92,202)</u>

8.2.1 The provision against slow-moving spares has been recognised in accordance with the policy.

9. trade debts - secured, considered good

	2024	....Rupees....	2023
Receivable from CPPA	<u>9,295,210</u>		<u>8,767,848</u>

9.1 Trade debts, including delayed payment charges (note 12), are secured by a guarantee from the GoP under the Implementation Agreement and as such are considered good.

9.2 Receivables as at December 31, 2024 include adjustments amounting to Rs. 214,953 (note 19.1).

9.3 Trade debts include:

- Rs. 1,569,520 (2023: Rs. 988,035) which is unbilled;
- Rs. 1,063,548 (2023: Rs. 1,347,814) which is neither past due nor impaired; and

(Amounts in thousand)

- Rs. 6,662,142 (2023: Rs. 6,431,999) which is overdue but not impaired. Consequent to payment under Master Agreement and PPA Amendment Agreement dated February 11, 2021, 'Delayed Payment Rate' has been reduced for the first 60 days from KIBOR plus 4.5% per annum to KIBOR plus 2% per annum except for energy purchase price invoices on which delayed payment rate has not been changed. However, effective from November 2024 the rate is expected to be revised. The ageing of overdue receivables is as follows:

	2024	....Rupees....	2023
Upto 3 months	3,544,667		3,589,191
3 to 6 months	2,721,652		2,591,332
More than 6 months	395,823		251,476
	<u>6,662,142</u>		<u>6,431,999</u>

10. short-term investments - amortised cost

	2024	....Rupees....	2023
Treasury Bills (note 10.1)	-		49,993

- 10.1** Investments have been made in conventional Treasury Bills in respect of maintenance reserve (note 15). These have matured during the year and carry mark-up at Nil (2023: 21.40%) per annum.

11. loans, advances and prepayments

	2024	....Rupees....	2023
Current portion of long-term loans and advances to executives (note 7)	10,818		13,979
Advances	35,285		35,770
Prepayments	94,563		105,534
	<u>140,666</u>		<u>155,283</u>

(Amounts in thousand)

12 other receivables - considered good

	2024	....Rupees....	2023
Delayed payment charges (notes 12.1 and 12.2)	172,344		1,759,382
Receivable from associated undertakings / related parties (note 12.3):			
- Engro Powergen Thar (Private) Limited	3,388		4,286
- Engro Fertilizers Limited	2,059		-
- Thar Power Company Limited	16		-
- Engro Polymer & Chemicals Limited	403		-
- Engro Energy Services Limited	-		734
- Sindh Engro Coal Mining Company Limited	19,614		2,497
	<u>25,480</u>		<u>7,517</u>
Reimbursable cost from CPPA in respect of:			
- Workers' Profits Participation Fund	233,565		199,442
- Sindh Workers' Welfare Fund	100,820		57,841
- Other expense	32,649		17,536
	<u>367,034</u>		<u>274,819</u>
Workers' Profits Participation Fund (note 12.4)	8,441		10,133
Others	6,203		1,152
	<u>579,502</u>		<u>2,053,003</u>

- 12.1** This represents mark-up on overdue trade debts, as referred to in note 9.1, of which Rs. Nil (2023: Rs. 1,180,937) is overdue and Rs. 172,344 (2023: Rs. 578,445) is unbilled. Further, this amount is netted off against adjustment of Rs. 1,780,101 (2023: Nil) (notes 1.5 & 24.5)

- 12.2** The ageing of overdue delayed payment charges is as follows:

	2024	....Rupees....	2023
Upto 3 months	-		664,098
3 to 6 months	-		516,839
	<u>-</u>		<u>1,180,937</u>

- 12.3** These receivables are unsecured and interest free. The maximum aggregate amount outstanding at the end of any month from related parties amounted to Rs. 48,046 (2023: Rs 10,597). None of the receivables are past due or impaired.

(Amounts in thousand)

12.4 Movement in the Workers' Profits Participation Fund

	2024	....Rupees....	2023
Balance at the beginning of the year	10,133		1,060
Amount recovered from fund	-		(1,060)
Allocation (note 25)	(107,448)		(126,117)
Payments	105,756		136,250
Balance at the end of the year	8,441		10,133

13. balances with banks

	2024	....Rupees....	2023
Islamic			
- Current accounts:	-		5
- Deposit accounts:	48		45
	48		50
Conventional			
- Current accounts:			
- Local currency	2,319		7,560
- Deposit accounts:			
- Foreign currency	1,785		2,742
- Local currency	24,316		259,829
	26,101		262,571
	28,420		270,131
	28,468		270,181

13.1 The Company has no relations with shariah compliant accounts.

14. SHARE CAPITAL

14.1 Authorised capital

2024	2023		2024	2023
....Number of Shares....	....Number of Shares....		.....Rupees.....	.....Rupees.....
330,000,000	330,000,000	Ordinary shares of Rs. 10 each	3,300,000	3,300,000

14.2 Issued, Subscribed and paid-up-capital

2024	2023		2024	2023
....Number of Shares....	....Number of Shares....		.....Rupees.....	.....Rupees.....
323,800,000	323,800,000	Ordinary shares of Rs. 10 each, fully paid in cash	3,238,000	3,238,000

(Amounts in thousand)

14.2.1 As at December 31, 2024, Engro Energy Limited, the Holding Company, held 223,050,000 (2023: 223,050,000) ordinary shares of the Company.

14.2.2 These ordinary shares carry one vote per share and right to dividend.

14.3 During the year, the changes from financing cashflows in unclaimed dividend amounted to Rs. 2,428,843 (2023: Rs. 1,133,453) against balance at the beginning of the year amounted to Rs. 20,233 (2023: Rs. 20,386) resulting in balance at the end of the year amounting to Rs. 19,890 (2023: Rs. 20,233).

15. maintenance reserve

	2024	....Rupees....	2023
Balance at the beginning of the year (note 15.1)	948,156		227,182
Transfer from unappropriated profit (note 15.2)	477,491		720,974
Balance at the end of the year	1,425,647		948,156

15.1 In accordance with the PPA, the Company is required to establish and maintain a separate reserve fund (the Fund) with a depository institution for payment of major maintenance expenses. This represents the amount deposited in the fund with respect to the said requirement. Any interest income resulting from the depository arrangements of the Fund is to remain in the Fund to the extent of any shortfall from the contractual limit.

Under the PPA, 1/24th of the annual operating and maintenance budget of the Power Plant less fuel expenses is required to be deposited into the Fund on each capacity payment date until such reserve equals to nine such deposits. After the second agreement year and thereafter the Fund may be re-established at such other level that the Company and CPPA mutually agree.

In 2012, the Company, due to uncertain cash flows resulting from delayed payments by CPPA has, as per flexibility available under the PPA, reduced the amount deposited in a schedule bank, which has been invested in Treasury Bills having a face value of Nil (2023: Rs. 50,000) as at December 31, 2024 (note 10). Till such time the amount is deposited again to the required level, the Company has unutilised short term financing available to meet any unexpected maintenance requirement that may arise in the foreseeable future.

15.2 This represents amount transferred from unappropriated profit to the Fund because the operations and maintenance regime of the plant involves expenditure on equipment and overhaul of the complex on certain intervals that are based on plant operations. An amount covering these costs, calculated based on factored fired hours has been appropriated to maintenance reserve.

(Amounts in thousand)

16. trade and other payables

	2024	....Rupees....	2023
Trade payables (note 16.1)	803,533		2,382,419
Accrued liabilities (note 16.2)	1,317,243		1,530,799
Sindh Workers' Welfare Fund (note 25)	100,820		57,841
Security deposits (note 16.3)	33		33
Payable to related parties:			
- Defined contribution funds			
maintained by Engro Corporation Limited	678		654
- Engro Corporation Limited	426		18,148
- Engro Energy Services Limited	703		4,918
- Engro Polymer and Chemicals Limited	-		420
- Engro Energy Limited	22,064		24,090
- Engro Fertilizers Limited	-		9,634
- Engro Enfrashare (Private) Limited	528		-
Provisions (note 16.4)	778,000		381,620
Sales tax payable	84,712		63,568
Withholding tax payable	1,300		1,642
	3,110,040		4,475,786

16.1 This includes the impact of adjustments in respect of SNGPL gas LPS, SNGPL GIDC LPS and SNGPL old GIDC LPS amounting to Rs. 1,112,127 (2023: Nil) (notes 1.5 & 24.2).

16.2 Includes accrual in respect of gas charges amounting to Rs. 665,886 (2023: Rs. 687,898).

16.3 The amount is kept in a separate bank account and utilised in business in accordance with the requirements of section 217 of the Companies Act, 2017.

16.4 These represent adjustments recognised in respect of potential claims against the Company (notes 1.5 & 22).

17. short-term borrowings, secured

	2024	....Rupees....	2023
Conventional finances under mark-up arrangement (note 17.1 and 17.2)	2,985,794		3,863,821
Islamic finance under running musharka arrangements (note 17.1 and 17.2)	999,995		-
	3,985,789		3,863,821

(Amounts in thousand)

17.1 The Company has Working Capital / Running Finance Facility Agreements with Allied Bank Limited, MCB Bank Limited, The Bank of Punjab, Soneri Bank Limited, Bank Alfalah Limited, Pak Kuwait Investment Company (Private) Limited, Faysal Bank Limited and Habib Metropolitan Bank Limited under which Rs. 2,502,797 (2023: Rs. 1,863,822) have been utilised as at December 31, 2024. In addition, the Company has also utilised a money market loan facility with Allied Bank Limited amounting to Rs. 1,482,992 (2023: Rs. 2,000,000) for a period of two days maturing on January 2, 2025. The available facilities under these mark-up arrangements aggregate to Rs. 8,380,000 (2023: Rs. 7,230,000). The facilities carry mark-up at the rate of 1 - 3 months KIBOR plus 0.5% - 0.75% (2023: 1 - 3 months KIBOR plus 0.5% - 0.75%).

17.2 The above facilities are secured by (i) lien over Energy Purchase Price (EPP) account and charge over present and future receivables from the Power Purchaser in respect of EPP; and (ii) first charge over current assets of the Company and subordinated charge over present and future plant, machinery, equipment and other movable assets and immovable properties of the Company. The use of these facilities is restricted for payments of operations and maintenance cost of the power plant and payments to fuel suppliers against purchase of fuel.

18. contingencies and commitments

	2024	....Rupees....	2023
Contingent liabilities - guarantees (notes 18.1 and 18.2)	2,496,126		2,496,126
Commitments in respect of :			
- letters of credit (note 18.2)	129,797		110,454
- others	505,739		417,664
	635,536		528,118

18.1 These represent bank guarantees given to SNGPL representing an amount equivalent to three months contractual quantities of gas in accordance with the terms of GSA between the Company and SNGPL.

18.2 The facilities for opening letters of credit and bank guarantees as at December 31, 2024 amount to Rs. 2,722,394 (2023: Rs. 2,746,126) of which the amount remaining unutilised as at year end was Rs. 96,471 (2023: Rs.139,546).

(Amounts in thousand)

19. revenue

2024Rupees.... 2023

Capacity purchase price (note 19.1)	3,606,249	3,771,754
Energy purchase price (note 19.1)	11,348,836	11,188,195
	14,955,085	14,959,949
Sales tax	(1,705,306)	(1,703,572)
	13,249,779	13,256,377

19.1 This amount is net off provision amounting to Rs. 214,953 (2023: Nil) against trade debts (notes 1.5 & 9.2)

19.2 Revenue is from contract with Company's customer i.e. CPPA.

19.3 The revenue earned by the Company is Shariah compliant.

20. cost of revenue

2024Rupees.... 2023

Gas and fuel oil consumed	8,094,939	8,222,313
Depreciation (note 5.1.2)	819,566	811,631
Amortisation (note 6.1)	14,219	13,583
Salaries, wages and staff welfare (note 20.1)	469,939	525,273
Insurance	422,444	427,329
Travelling	51,527	38,841
Repairs and maintenance	67,691	42,177
Purchased services (note 20.2)	233,090	194,431
Stores and spares consumed	115,810	114,600
Provision for slow moving spares (note 8.2)	31,717	92,202
Security	79,718	68,002
Communication and other office expenses	48,728	43,256
	10,449,388	10,593,638

20.1 Salaries, wages and staff welfare include Rs. 29,401 (2023: Rs. 30,703) in respect of staff retirement benefits.

20.2 These represent charges for services rendered by Engro Corporation Limited and Engro Energy Limited and other associated undertakings, under respective service agreements.

(Amounts in thousand)

21. administrative expenses

2024Rupees.... 2023

Salaries, wages and staff welfare (note 21.1)	127,783	182,150
Purchased services (note 20.2)	221,797	181,758
Communication and other office expenses	50,053	36,161
Depreciation (note 5.1.2)	7,786	3,301
Amortisation (note 6.1)	15,747	14,793
Travelling	11,957	8,342
	435,123	426,505

21.1 Salaries, wages and staff welfare include Rs. 14,801 (2023: Rs.8,829) in respect of staff retirement benefits.

22. other expenses

2024Rupees.... 2023

Legal and professional services	24,655	13,217
Contributions for corporate social responsibility and other donations (note 22.1)	18,247	15,528
Auditor's remuneration (note 22.2)	7,467	4,464
Provision for arbitration (note 1.5 & 16.4)	396,380	-
Exchange Loss	4,646	-
	451,395	33,209

22.1 These include Rs.17,142 (2023: Rs. 14,500) paid to Engro Foundation (an associated undertaking) and Rs. Nil (2023: Rs. 960) paid to Engro Corporation Limited for reimbursement of salaries of Engro Corporation Limited employees rendering services to Engro Foundation. None of the directors or their spouse have any interest in the donees.

22.2 Auditor's remuneration

2024Rupees.... 2023

Fee for:		
- annual statutory audit	1,255	1,000
- half yearly review	438	350
- other services	3,095	478
- taxation services	2,088	1,990
- review of compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019	88	75
Out of pocket expenses	503	571
	7,467	4,464

(Amounts in thousand)

23. other income

2024Rupees.... 2023

Financial assets:

Profit on treasury bills (note 23.1)

5,545 7,567

Non-financial assets:

Scrap sale

3,558 1,535

Gain on disposals and write offs
of operating assets (note 5.1.1)

549 7,851

Exchange gain

- 192

Insurance claim

- 149

9,652 17,294

23.1 It represents income earned from investments in conventional treasury bills.

24. finance income - net

2024Rupees.... 2023

Interest income on bank deposits (note 24.1)

24,617 31,125

Late payment surcharge - overdue payables (note 24.2)

951,471 -

Delayed payment charges - overdue trade debts net

- 1,839,466

976,088 1,870,591

Interest / mark-up on short-term borrowings
(note 24.3 & 24.4)

(689,467) (1,066,490)

Delayed payment charges - overdue
trade debts net (note 24.5)

(32,007) -

Late payment surcharge - overdue payables

- (468,560)

Financial / bank charges

(29,186) (33,520)

(750,660) (1,568,570)

225,428 302,021

24.1 These includes Rs. 3 (2023: Rs. 3) earned from shariah compliant bank deposits.

24.2 This amount is net of late payment surcharge on gas charges amounting to Rs. 160,656 and reversal of late payment surcharge provision amounting to Rs. 1,112,127 as a result of on going negotiations (note 1.5).

24.3 This includes Rs. 909 (2023: Nil) incurred under Islamic mode of short-term finance.

24.4 During the year, the changes from financing cashflows in accrued mark-up amounted Rs. 788,085 (2023: Rs. 1,030,766) against balance at the beginning of the year amounting to Rs. 235,030 (2023: 199,306) resulting in balance at the end of the year amounting to Rs. 136,412 (2023: Rs. 235,030).

(Amounts in thousand)

24.5 This amount includes delayed interest income amounting to Rs.1,748,093 (2023: Rs.1,839,466) net of adjustments amounting to Rs.1,780,100 (2023: Nil) against delayed payment interest receivable (notes 1.5 & 12.1).

25. workers' profits participation fund and sindh workers' welfare fund

2024Rupees.... 2023

Provision for Workers' Profits Participation Fund (note 12.4)

107,448 126,117

Provision for Sindh Workers' Welfare Fund (note 16)

42,979 57,841

150,427 183,958

Recoverable from CPPA

(150,427) (183,958)

- -

25.1 The Company is required to pay 5% and 2% of its profit to the Workers' Profits Participation Fund and Sindh Workers' Welfare Fund respectively. However, such payment will not effect the Company's overall profitability as this is recoverable from CPPA as a pass through item under Schedule I Part IV of the PPA.

26. taxation - current

2024Rupees.... 2023

For the year

8,146 11,221

Represents tax at the rate of 29% and 15% (2023: 29% and 15%) on bank profits and capital gains, respectively as per the requirements of the Income Tax Ordinance, 2001. The Company's profits from power generation are exempt and accordingly, no tax reconciliation has been presented. The Company computes tax charge based on the generally accepted interpretations of tax laws to ensure that sufficient provision for the purpose of taxation is available.

27. earnings per share

2024Rupees.... 2023

There is no dilutive effect on the basic earnings per share of the Company, which is based on:

Profit for the year

2,140,807 2,511,119

.....Number of Shares.....

Weighted average number of ordinary
shares (in thousand)

323,800 323,800

(Amounts in thousand)

28. cash generated from operations

	2024	....Rupees....	2023
Profit before taxation	2,148,953		2,522,340
Adjustment for non-cash charges and other items			
Depreciation (note 5.1.2)	827,352		814,932
Amortisation (note 6.1)	29,966		28,376
(Gain) / loss on disposal of investments (notes 23 and 22)	-		(7,567)
(Gain) / loss on disposal of property, plant and equipment (note 23)	(549)		(7,851)
Interest income on bank deposits (note 24)	(24,617)		(23,558)
Accrued interest on short-term investments	(5,545)		(7,567)
Interest / mark-up on short-term borrowings (note 24)	689,467		1,066,490
Working capital changes (note 28.1)	(421,705)		3,856
	3,243,322		4,389,451

28.1 Working capital changes

	2024	....Rupees....	2023
Decrease / (increase) in current assets:			
Inventories	(16,715)		(98,953)
Trade debts	(527,362)		1,032,394
Loans, advances and prepayments - net	14,617		(2,820)
Other receivables	1,473,501		(579,844)
	944,041		350,777
Decrease in current liabilities:			
Trade and other payables	(1,365,746)		(346,921)
	421,705		3,856

29. cash and cash equivalents

Balances with banks (note 13)	28,468		270,181
Short-term borrowings (note 17)	(3,985,789)		(3,863,822)
	(3,957,321)		(3,593,641)

30. remuneration of chief executive officer, directors and executives

30.1 The aggregate amounts charged during the year in respect of remuneration, including all benefits, of the Chief Executive Officer, Directors and Executives of the Company are as follows:

(Amounts in thousand)

	2024			2023		
	Director	Others	Executives	Director	Others	Executives
	Chief Executive Officers			Chief Executive Officers		
	-----Rupees-----					
Managerial remuneration	42,474	-	375,948	32,235	-	236,986
Contribution for staff retirement benefits	3,019	-	29,875	3,425	-	26,867
Bonus	5,243	-	26,038	8,675	-	31,654
Other benefits	9	-	6,460	549	-	5,506
Fees for attending meetings	-	7,175	-	-	5,775	-
	50,745	7,175	438,321	44,884	5,775	301,013
Number of persons, including those who worked part of the year	1	9	85	1	9	70

30.2 The Company also provides Company owned vehicles and equipment for the use of Chief Executive and certain executives of the Company.

31. financial instruments by category

31.1 Financial assets as per statement of financial position

Financial assets at amortised cost

Long-term deposits	2,574	2,574
Long-term loans	20,778	26,452
Trade debts	9,295,210	8,767,848
Short-term investments	-	49,993
Other receivables	571,061	2,042,870
Balances with banks	28,468	270,181
	9,918,091	11,159,918

31.2 Financial liabilities as per statement of financial position

Financial liabilities at amortised cost

Short-term borrowings	3,985,789	3,863,821
Trade and other payables	2,922,530	4,352,081
Unclaimed dividend	19,890	20,233
Accrued interest / mark-up	136,412	235,030
	7,064,621	8,471,165

(Amounts in thousand)

32. financial risk management objectives and policies

32.1 Financial risk factors

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

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

a) Market risk

i) Currency risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risks exists due to the Company's exposure resulting from outstanding import payments and bank deposits maintained in foreign currency accounts. As at reporting date, the Company is not materially exposed to currency risk. Tariff used in calculation of revenue is subject to indexation for fluctuation in US dollars. Accordingly the Company is not subject to foreign currency risk.

ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest rate risk primarily arises from borrowings and interest bearing financial assets such as investments. These are benchmarked to variable rates which expose the Company to cash flow interest rate risk. As at reporting date, the Company is not materially exposed to currency risk.

iii) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors effecting all similar financial instruments traded in the market. As at reporting date, the Company is not exposed to other price risk.

(Amounts in thousand)

b) Credit risk

Credit risk represents the risk of financial loss being caused if counter party fails to discharge an obligation.

Credit risk mainly arises from deposits with banks and financial institutions, trade debts, loans, short-term investments and other receivables. The maximum exposure to credit risk is equal to the carrying amount of financial assets. The credit risk on liquid funds is limited because the counter parties are banks with reasonably high credit ratings. The Company maintains an internal policy to place funds with commercial banks having a minimum short-term credit rating of A1 and a minimum long term credit rating of AA-. Trade debts, including delayed payment charges are secured by a sovereign guarantee from the GoP. The Company considers that a financial asset is in default when chances of recovery are remote. Financial assets considered irrecoverable are written off.

The Company monitors the credit quality of its financial assets with reference to historical performance of such assets and available external credit ratings. The carrying values of financial assets which are neither past due nor impaired are as under:

	2024	....Rupees....	2023
Long-term deposits	2,574		2,574
Long-term loans	20,778		26,452
Trade debts	2,633,068		2,335,849
Short-term investments	-		49,993
Other receivables	172,344		860,872
Balances with banks	28,468		270,181
	<u>2,857,231</u>		<u>3,545,921</u>

The carrying value of financial assets which are past due but not impaired are as follows:

	2024	....Rupees....	2023
Trade debts	6,662,142		6,431,999
Other receivables	-		1,180,937
	<u>6,662,142</u>		<u>7,612,936</u>

The credit quality of receivables can be assessed with reference to their historical performance with delays in recent history, however, no losses incurred. The credit quality of the bank and investments in which the Company held balances as at December 31, 2024 and 2023 is represented by the related credit ratings assigned by external agencies. The material balances held with the banks and investees have credit ratings of at least A1 in short term and AA- in long term.

(Amounts in thousand)

c) Liquidity risk

Liquidity risk represents the risk that the Company will encounter difficulties in meeting obligations associated with financial liabilities.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities. Due to dynamic nature of the business, the Company maintains flexibility in funding by maintaining committed credit lines available.

The Company's liquidity management involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans. All financial liabilities of the Company are payable within one year.

The Company manages liquidity risk by keeping committed credit lines and borrowing facilities available at all times and by managing timing of payments to its suppliers. Details of borrowing facilities have been provided in note 17.

33. fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

As at December 31, 2024 and December 31, 2023, the fair values of all assets and liabilities reflected in the financial statements approximate the fair values.

34. capital risk management

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

The Company manages its capital structure and makes adjustment to it in the light of changes in economic conditions. To manage its capital structure, the Company may issue shares or use dividend policy to influence the retention rate.

The management at all times seeks to earn returns higher than its weighted average cost of capital, by increasing efficiencies in operations, so as to increase profitability.

(Amounts in thousand)

	2024	....Rupees....	2023
The proportion of debt to equity at the year end was:			
Short-term borrowings (note 17)	3,985,789		3,863,821
Balances with banks (note 13)	(28,468)		(270,181)
Net debt	3,957,321		3,593,640
Total equity	14,194,914		14,482,608
Total capital	18,152,235		18,076,248
Gearing ratio	0.22		0.20

35. number of employees

	Total number of employees		Average number of employees	
	2024	2023	2024	2023
Management employees	109	107	107	106

36. capacity and production

	2024	....(MWh)....	2023
Maximum generation possible	1,889,120		1,887,518
Declared capacity billed	1,889,120		1,868,612
Net electrical output	847,237		870,380

36.1 Output produced by the plant is dependent on the load demanded and the plant availability.

37. transactions with related parties

37.1 The following are the names of related parties and associated undertakings with whom the Company had entered into transactions or had agreements and / or arrangements in place during the year:

(Amounts in thousand)

Name of Related parties	Direct shareholding	Relationship
Engro Energy Limited	68.89%	Parent Company
Engro Corporation Limited	N/A	Common directorship / intermediary holding company
Engro Fertilizers Limited	N/A	Common directorship
Engro Energy Services Limited	N/A	Common directorship
Engro Powergen Thar (Private) Limited	N/A	Common directorship
Engro Enfrashare (Private) Limited	N/A	Common directorship
Engro Vopak Terminal Limited	N/A	Common directorship
Engro Polymer and Chemicals Limited	N/A	Common directorship
Sindh Engro Coal Mining Company Limited	N/A	Associated Company
Engro Foundation	N/A	Common directorship
Retirement benefit funds:		
Engro Corporation Limited - Provident Fund	N/A	Post employment benefits
Engro Corporation Limited - MPT Employees Gratuity Fund	N/A	Post employment benefits
Semeen Akhter	N/A	Chief Executive Officer
Shabbir Hashmi	N/A	Director
Yusuf Jamil Siddiqui	N/A	Former Director
Muhammad Yasir Khan	N/A	Director
Maryam Aziz	N/A	Director
Vaqar Zakaria	N/A	Director
Nadir Salar Qureshi	N/A	Former Director
Kaiser Bengali	N/A	Director
Nausheen Ahmad	N/A	Director
Athar Abrar Khawja	N/A	Director
Usman Hassan	N/A	Key management personnel

37.2 Details of transactions with related parties, other than those which have been disclosed elsewhere in these financial statements, are as follows:

(Amounts in thousand)

Name of relationship	Nature of transactions	2024 ....Rupees....	2023
Holding companies	Reimbursement of expenses:		
	- incurred for the Company	518,780	367,794
	- incurred by the Company	8,940	33,460
	Contribution for Corporate Social Responsibility (CSR) activities	1,142	960
	Loan received	-	2,450,000
	Loan repaid	-	2,450,000
	Finance cost	-	9,861
	Dividend	1,672,875	780,699
Associated companies	Reimbursement of expenses:		
	- incurred for the Company	35,548	13,534
	- incurred by the Company	40,374	13,342
	Contribution for Corporate Social Responsibility (CSR) activities	16,000	13,000
Key management personnel	Managerial remuneration, including bonuses and other benefits	56,412	55,040
	Contribution / charge for retirement benefit schemes	4,965	4,856
	Directors fee	7,150	5,775
Staff retirement benefits	Managed and operated by Engro Corporation Limited Contribution to:		
	- Gratuity fund	19,177	19,344
	- Provident fund	59,766	52,167

38. shariah compliance disclosures

Note	2024			2023			
	Coventional	Shariah Compliant	Total	Coventional	Shariah Compliant	Total	
Statement of Financial Position							
-----Rupees-----							
- Short-term running finances	17	2,985,794	999,995	3,985,789	3,863,821	-	3,863,821
Accrued interest / markup		135,503	909	136,412	235,030	-	235,030
Short-term investment	10	-	-	-	49,993	-	49,993
Cash and bank balances	13	28,420	48	28,468	270,130	50	270,180
Statement of profit or loss and other comprehensive income							
Revenue from contract with customer - net	19	-	13,249,779	13,249,779	-	13,256,377	13,256,377
Delayed payment charges on overdue trade debts	24	(32,007)	-	(32,007)	1,839,466	-	1,839,466
Delayed payment charges	24	951,471	-	951,471	(468,560)	-	(468,560)
Interest earned on short-term investment	23	5,545	-	5,545	7,567	-	7,567
Interest paid on short-term borrowings		553,055	-	553,055	1,066,490	-	1,066,490
Other income							
- Gain on disposal of operating assets	23	-	549	549	-	7,851	7,851
- Interest income on bank deposits	24	24,614	3	24,617	31,122	3	31,125

39. non adjusting event after reporting date

The Board of Directors in its meeting held on 14th February 2025 has proposed a final cash dividend of Rs. Nil per share for the year ended December 31, 2024 amounting to Rs. Nil for approval of the members at the Annual General Meeting to be held on 25th March, 2025.

40. date of authorisation for issue

These financial statements were authorised for issue on 14th February 2025 by the Board of Directors of the Company.

41. general

Figures have been rounded off to the nearest thousand rupees unless otherwise stated.



Chief Financial Officer



Chief Executive Officer



Director



annexure



glossary

BTU	British Thermal Unit
CCG	Code of Corporate Governance
CDC	Central Depository Company
CEO	Chief Executive Officer
CFO	Chief Financial Officer
COD	Commercial Operations Date
DAE	Diploma in Associated Engineering
DB	Defined Benefit
DC	Defined Contribution
DFI	Development Finance Institutions
DSC	Defence Saving Certificates
EBITDA	Earnings Before Interest, Taxes, Depreciation and Amortization
ECL	Engro Corporation Limited
EPA	Environmental Protection Agency
EEL	Engro Energy Limited
EPQL	Engro Powergen Qadirpur Limited
GIDC	Gas Infrastructure Development Cess
GSA	Gas Supply Agreement
GWh	Giga Watt hour
HRSG	Heat Recovery Steam Generator
HSD	High Speed Diesel
HSE	Health Safety & Environment
IA	Implementation Agreement
ICAP	Institute of Chartered Accountants of Pakistan
IFAC	International Federation of Accountants International
IFC	Finance Corporation
IPO	Initial Public Offering
HRB	Human Resource Business partner
TSA	Termination Settlement Agreement
IPP	Independent Power Producer

IRC	Indus Resource Center
MoU	Memorandum of Understanding
PSX	Pakistan Stock Exchange
LWI	Lost Workday Injury
MMCFD	Million Cubic Feet per Day
MWh	Mega Watt hour
NBFI	Non-Banking Finance Institutions
NCCPL	National Clearing Company of
NEO	Pakistan Limited
NEPRA	Net Electrical Output
NTDC	National Electric Power Regulatory Authority National Transmission and Dispatch Company
OHIH	Occupational Health and Industrial Hygiene
PEPCO	Pakistan Electric Power Company
PIB	Pakistan Investment Bonds
PICG	Pakistan Institute of Corporate Governance
PPA	Power Purchase Agreement
PPAF	Pakistan Poverty Alleviation Fund
PPIB	Private Power Infrastructure Board
RIC	Regular Income Certificates
SECP	Securities & Exchange Commission
SEPA	Sindh Environmental Protection Agency
SNGPL	Sui Northern Gas Pipelines Limited
SSC	Special Saving Certificates
TFC	Term Finance Certificate
TRIR	Total Recordable Injury Rate
TTC	Technical Training College
WWF	Workers' Welfare Fund
PHC	Primary Health care Center
NEQS	National Environmental Quality Standards

standard request form

Circulation of Annual Audited Accounts.

The Share Registrar
 Engro Powergen Qadirpur Limited.
 M/s. FAMCO Share Registration Services (Private) Limited
 8-F, Near Faran Hotel, Nursery, Block-6
 PECHS, Shahrah-e-Faisal, Karachi
 E-mail: Info.shares@famcosrs.com
 Telephone No. (9221) 3438 0101-5, 3438 4621-3

Dated: _____

Dear Sirs,
 Subject: **Request for Hard Copy of Annual Report of Engro Powergen Qadirpur Limited.**

I, _____ S/o, D/o, W/o _____ being a registered shareholder of Engro Powergen Qadirpur Limited with the particulars as mentioned below would request that my name be added to the list of Shareholders of the Company who opt for delivery of a hardcopy of the Annual Audited Accounts of the Company and hereby request you send to me the Annual Audited Accounts in hard copy form at my registered address as contained in the member register instead of providing the same through email.

Particulars	
Name of Shareholder	
Folio No. / CDC ID No.	
CNIC/NICOP/ Passport No.	
Land Line Telephone No. (if any)	
Cell No. (if any)	

Yours truly,

 Shareholder's Signature

Copy to:
 Company Secretary
 Engro Powergen Qadirpur Limited
 16th Floor, The Harbour Front, Dolmen City
 HC-3, Block 4, Clifton, Karachi-75600.



proxy form

I/We _____
 of _____ being a member of
 ENGRO POWERGEN QADIRPUR LIMITED and holder of _____
 (Number of Shares)

Ordinary shares as per share Register Folio No. _____ and/or CDC Participant I.D. No. _____ and Sub Account No. _____, hereby appoint _____ of _____ or failing him/her _____ of _____ as my proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on the 25th day of March, 2025 and at any adjournment thereof.

Signed this _____ day of _____ 2025.

WITNESSES:

- Signature: _____
 Name: _____
 Address: _____

 CNIC No: _____
 or Passport No: _____
- Signature: _____
 Name: _____
 Address: _____

 CNIC No: _____
 or Passport No: _____

 Signature
 Signature should agree with the specimen registered with the Company.

Note:
 Proxies in order to be effective, must be received by the Company not less than 48 hours before the meeting. A Proxy holder may not need to be a member of the Company.

CDC Shareholders and their proxies are each requested to attach an attested photocopy of their Computerized National Identity Card or Passport with this proxy form before submission to the Company.

2. Strategy and Resource Allocation		
S.No.		Pg no.
2.01	Short, medium and long-term strategic objectives and strategies in place to achieve objectives.	85
2.02	Resource allocation plans to implement the strategy. Resource mean 'Capitals' including: a) Financial Capital; b) Human Capital; c) Manufactured Capital; d) Intellectual Capital; e) Social and Relationship Capital; and f) Natural Capital.	85 & 86
2.03	The capabilities and resources of the company that provide sustainable competitive advantage, resulting in value creation by the company.	83 & 84
2.04	Company's strategy on market development, product and service development.	77
2.05	The effects of the given factors on the company strategy and resource allocation: a) Technological Changes; b) Sustainability reporting and challenges; c) Initiatives taken by the company in promoting and enabling innovation; and d) Resource shortages (if any).	70 & 71
2.06	Key Performance Indicators (KPIs) to measure the achievement against strategic objectives including statement as to whether the indicators used will continue to be relevant in the future.	71
2.07	The linkage of strategic objectives with company's overall mission, vision and objectives.	71 & 72
2.08	Board's statement on the significant plans and decisions such as corporate restructuring, business expansion, major capital expenditure or discontinuance of operations.	85 & 87
2.09	a) Information about defaults in payment of any debt with reasons and its repayment plan; b) Board strategy to overcome liquidity problems and plans to meet operational losses.	87 86
3. Risks and Opportunities		
S.No.		Pg no.
3.01	Key risks and opportunities (internal and external), including Sustainability-related risks and opportunities affecting availability, quality and affordability of Capitals.	74-77
3.02	A Statement from the Board for determining the following: a) Company's level of risk tolerance by establishing risk management policies; b) Company's robust assessment of the principal risks being faced, including those that would threaten the business model, future performance and solvency or liquidity.	72-74 72
3.03	Risk Management Framework covering principal risks and uncertainties facing by the company, risk methodology, risk appetite and risk reporting.	72-74
3.04	Specific steps being taken to mitigate or manage key risks or to create value from key opportunities by identifying the associated strategic objectives, strategies, plans, policies, targets and KPIs.	74-76
3.05	Disclosure of a risk of supply chain disruption due to an environmental, social or governance incident and company's strategy for monitoring and mitigating these risks (ifany).	76

4. Sustainability Reporting and Corporate Social Responsibility (CSR)		
S.No.		Pg no.
4.01	Board's statement for the adoption of CSR best practices including Board's commitment to continuous improvement and implementation updates in the form of periodic reviews to ensure the relevance and effectiveness of CSR practices in business strategies.	54
4.02	<i>Board's statement about the company's strategic objectives and the intended impact on stakeholders on ESG (Environmental, Social and Governance) reporting/ Sustainability Reporting in line with IFRS S1 ' General Requirements for Disclosure of Sustainability-related Financial Information' and IFRS S2 'Climate-related Disclosures.'</i> Weightage will be given to companies who provides following disclosures (as per IFRS S1 and IFRS S2) along with the company specific examples for each factor for the investor's information: a) Disclosures of company specific sustainability-related risks and opportunities and their impact on the financial performance in the short, medium and long term; b) Disclosures about four-pillars core content (Governance, Strategy, Risk Management and Metrics and Targets), together with the specific metrics designed by the company to demonstrate the performance and progress of the company. c) Disclosures of material information about sustainability-related risks and opportunities throughout a company's value chain together with specific examples of initiatives taken by the company. [In IFRS S1, the 'value chain' is the full range of interactions, resources and relationship a company's business model and the external environment in which it operates] d) Disclosure about company's climate -related risks and opportunities, as required in IFRS S2 including explanation of the specific methodologies and tools used by the company. <i>[Climate-related opportunities refer to the potential positive effects arising from climate change for a company. Climate-related risks refers to the potential negative effects of climate change on a company and are of two types, physical risks (such as those resulting from increased severity of extreme weather) and transition risks (such as those associated with policy action and changes in technology)]</i>	69-80
4.03	A chairman's overview on how the company's sustainable practices can affect the financial performance of the company.	65
4.04	Highlights of the company's performance, policies, initiatives and plans in place relating to the various aspects of sustainability and CSR: Social initiatives such as research and development initiatives, employment generation, community health and education, and health and safety of staff etc.; Environmental initiatives like climate change mitigation etc. by focusing on 3R's (Reduce, Reuse & Recycle) and how does the company reduce pollution, depletion and degradation of natural resources; Technological innovation such as contributing to sustainability (i.e. energy-efficient processes or eco-friendly product designs); Information on consumption and management of materials, energy, water, emissions and waste.	123-127
4.05	Status of adoption/ compliance of the Corporate Social Responsibility (Voluntary) Guidelines, 2013 issued by theSECP. ISO certifications acquired for best sustainability and CSR practices.	125

5. Governance		
S.No.		Pg no.
5.01	Board composition:	29-36
a)	Leadership structure of those charged with governance;	
b)	Name of independent directors indicating justification for their independence;	
c)	Diversity in the board i.e. competencies, requisite knowledge & skills, and experience;	
d)	Profile of each director including education, experience and engagement in other entities as CEO, Director CFO or Trustee etc.;	
e)	No. of companies in which the executive director of the reporting organization is serving as non-executive director.	
5.02	A brief description about role of the Chairman and the CEO.	43
5.03	A statement of how the board operates, including a high-level statement of which types of decisions are to be taken by the board and which are to be delegated to management.	46 & 47
5.04	Chairman's Review Report on the overall performance of the board including:	65
a)	Effectiveness of the role played by the board in achieving the company's objectives;	
b)	Chairman's significant commitments, such as strategic, financial, CSR and ESG etc., and any changes thereto from last year';	
c)	Board statement on the company's structure, processes and outcomes of internal control system and whether board has reviewed the adequacy of the system of internal control.	
5.05	Board statement of its commitment to establish high level of ethics and compliance in the company.	49
5.06	Annual evaluation of performance, along with a description of criteria used for the members of the board, including CEO, Chairman, and board's committees.	43-46
5.07	Disclosure if the board's performance evaluation is carried out by an external consultant once in every three years.	N/A
5.08	Details of formal orientation courses for directors.	43
5.09	Directors' Training Program (DTP) attended by directors, female executives, and head of departments from the institutes approved by the SECP, along with names of those who availed exemptions during the year.	57
5.10	Description of external oversight of various functions like systems audit or internal audit by an external specialist and other measures taken to enhance credibility of internal controls and systems.	N/A
5.11	Disclosure about related party transactions:	47
a)	Approved policy for related party transactions;	

5. Governance		
S.No.		Pg no.
	n) Whistle blowing policy including mechanism to receive and handle complains in a fair and transparent manner, and provide protection to the complainant against victimization and reporting in Audit Committee's report.	49
	o) Safety of records of the company.	48
5.13	Board statement of the organization's business continuity plan or disaster recovery plan.	52 & 53
5.14	Compliance with the Best Practices of Code of Corporate Governance (No marks in case of any non-compliance).	53
5.15	Disclosure about:	52 & 53
a)	Shares held by Sponsors / Directors / Executives;	
b)	Distribution of shareholders (Number of shares as well as category, e.g. Promoter, Directors / Executives or close family member of Directors / Executives etc.) or foreign shareholding (if any).	134-136
5.16	Details about Board meetings and its attendance.	94
5.17	TORs, composition and meeting attendance of the board committees including (Audit, Human Resource, Nomination and Risk management).	41 & 42
5.18	Timely Communication: Date of authorization of financial statements by the board of directors: Within 40 days - 6 marks Within 50 days - 6 marks (in case of holding company who has listed subsidiary /subsidiaries) Within 60 days - 3 marks <i>(Entities requiring approval from a Regulator before finalization of their financial statements would be provided a 20 days relaxation, on providing evidence to the Committee).</i>	193
5.19	Audit Committee report should describe the work of the committee in discharging its responsibilities. The report should include:	59-62
a)	Composition of the committee with at least one member qualified as "financially literate" and all members are non -executive / Independent directors including the Chairman of the Audit Committee.	
b)	Committee's overall role in discharging its responsibilities for the significant issues related to the financial statements, and how these issues were addressed.	
c)	Committee's overall approach to risk management and internal control, and its processes, outcomes and disclosure.	
d)	Role of Internal Audit in risk management and internal control, and the approach to Internal Audit to have direct access to Audit Committee and evaluation of Internal Auditor's performance.	
e)	Review of arrangements for staff and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters, and recommended instituting remedial and mitigating measures.	

5. Governance		
S.No.		Pg no.
	<ul style="list-style-type: none"> f) An explanation as to how it has assessed the effectiveness of the external audit process and the approach taken to the appointment or reappointment of the external auditor; and if the external auditor provides non-audit services, an explanation as to how auditor's objectivity and independence is safeguarded. g) If Audit Committee recommends external auditors other than the retiring external auditors, before the lapse of three consecutive years, reasons shall be reported. h) The Audit Committee's views whether the Annual Report was fair, balanced and understandable and also whether it provided the necessary information to shareholders to assess the company's position and performance, business model and strategy. i) Results of the self-evaluation of the Audit Committee carried out of its own performance. j) Disclosure of the number of whistle-blowing incidences reported to the Audit Committee during the year. 	
5.20	Presence of the chairman of the Audit Committee at the AGM to answer questions on the Audit Committee's activities / matters that are within the scope of the Audit Committee's responsibilities.	53 & 54
5.21	Board disclosure on Company's use of Enterprise Resource Planning (ERP) software including: <ul style="list-style-type: none"> a) How it is designed to manage and integrate the functions of core business processes / modules like finance, HR, supply chain and inventory management in a single system; b) Management support in the effective implementation and continuous updation; c) Details about user training of ERP software; d) How the company manages risks or control risk factors on ERP projects; e) How the company assesses system security, access to sensitive data and segregation of duties. 	52
5.22	Disclosure about the Government of Pakistan policies related to company's business / sector in Directors' Report and their impact on the company business and performance.	87 & 88
5.23	Information on company's contribution to the national exchequer (in terms of payment of duties, taxes and levies) and to the economy (measured in terms of GDP contribution, new jobs creation, increase in exports, contributions to society & environment and community development etc.)	83 & 84

6. Analysis of the Financial Information		
S.No.		Pg no.
6.01	Analysis of the financial and non-financial performance using both qualitative and quantitative indicators, showing linkage between: <ul style="list-style-type: none"> a) Past and current performance; b) Performance against targets /budget; and The analysis should cover significant deviations from previous year in operating results and the reasons for loss, if incurred, as well as future prospects of profits.	95-116
6.02	<ul style="list-style-type: none"> a) Analysis of financial ratios (Annexure I) with graphical presentation and disclosure of methods and assumptions used in compiling the indicators. b) Explanation of negative change in the performance as compared to last year. 	106-116 95 & 96
6.03	Vertical and horizontal analysis of Balance Sheet, Profit and Loss Account and summary of Cash Flow Statement for last 6 years. Weightage to be given to graphical presentation.	97-104
6.04	Cash Flow Statement based on Direct Method (separate Cash Flow for specific funds e.g. Zakat).	105
6.05	<ul style="list-style-type: none"> a) Information about business segment and non-business segment; and b) Segmental analysis of business performance including segment revenue, segment results, profit before tax, segment assets and liabilities. 	102 N/A
6.06	Share price sensitivity analysis using key variables (i.e. selling price, raw material cost, interest rate and currency) with the consequent impact on the company's earning.	117
6.07	Composition of local versus imported material and sensitivity analysis in narrative form due to foreign currency fluctuations.	N/A
6.08	Disclosure of market share of the company and its products and services.	87-94
6.09	Statement of value added and its distribution with graphical presentation: <ul style="list-style-type: none"> a) Employees as remuneration; b) Government as taxes (separately direct and indirect); c) Shareholders as dividends; d) Providers of financial capital as financial charges; e) Society as donation; and f) Retained within the business. 	118
6.10	Statement of Economic value added (EVA) <i>[EVA = NOPAT – WACC x TC, where NOPAT is Net Operating Profit After Tax, WACC is Weighted Average Cost of Capital, and TC is Total Invested Capital]</i>	N/A
6.11	CEO presentation video on the company's business performance of the year covering the company business strategy to improve and future outlook. (Please provide relevant webpage link of the video in the company's annual report).	5

7. Business Model		
S.No.		Pg no.
7.01	Describe the business model including inputs, business activities, outputs and outcomes as per international applicable framework.	83 & 84
7.02	Explanation of any material changes in the entity's business model during the year.	87-94

8. Disclosures on IT Governance and Cybersecurity		
S.No.		Pg no.
8.01	The Board responsibility statement on the evaluation and enforcement of legal and regulatory implications of cyber risks and the responsibilities of the board in case of any breaches.	48
8.02	Disclosure related to IT governance and cybersecurity programs, policies and procedures and industry specific requirements for cybersecurity and strategy in place.	
8.03	Disclosures about how cybersecurity fits into the board's risk oversight function and how the board is engaging with management on this issue.	
8.04	Disclosure that at least one board-level committee is charged with oversight of IT governance and cybersecurity matters and how the board administers its IT risk oversight function related to these risks.	
8.05	Disclosure about Company's controls and procedures about an "early warning system" that enables the company to identify, assess, address, make timely disclosures and timely communications to the board about cybersecurity risks and incidents.	
8.06	Disclosure of policy related to independent comprehensive security assessment of technology environment, including third party risks and when last such review was carried out.	
8.07	Disclosure about resilient contingency and disaster recovery plan in terms of dealing with a possible IT failure or cyber breach and details about company's cyber insurance.	
8.08	Disclosure of advancement in digital transformation on how the organization has leveraged 4.0 Industrial revolution (RPA, Block Chain, AI, Cloud Computing etc.) to improve transparency, reporting and governance.	
8.09	Disclosure about education and training efforts of the Company to mitigate cybersecurity risks.	

9. Future Outlook		
S.No.		Pg no.
9.01	Forward-looking statement in narrative and quantitative form, including projections or forecasts about known trends and uncertainties that could affect the company's resources, revenues and operations in the short, medium and long term.	77,87,88 & 89
9.02	Explanation as to how the performance of the company aligns with the forward-looking disclosures made in the previous year.	87-89
9.03	Status of the projects in progress and those disclosed in the forward-looking statement in the previous year.	87-94
9.04	Sources of information and assumptions used for projections / forecasts in the forward-looking statement, and any assistance taken by any external consultant.	N/A
9.05	Disclosure about company's future Research & Development initiatives.	87

10. Stakeholders Relationship and Engagement		
S.No.		Pg no.
10.01	Stakeholder's engagement policy of the company and how the company has identified its stakeholders.	119 & 120
10.02	Stakeholders' engagement process and the frequency of such engagements during the year. Explanation on how the relationship is likely to affect the performance and value of the company, and how those relationships are managed. These engagements may be with: a) Institutional investors; b) Customers & suppliers; c) Banks and other lenders; d) Media; e) Regulators; f) Local committees; and g) Analysts.	119 & 120
10.03	Steps taken by the management to encourage the minority shareholders to attend the general meetings.	53 & 54
10.04	Investors' Relations section on the corporate website.	53
10.05	Issues raised in the last AGM, decisions taken and their implementation status.	53
10.06	a) Steps board has taken to solicit and understand the views of stakeholders through corporate briefing sessions; and b) Disclosure of brief summary of Analyst briefing conducted during the year.	119
10.07	Highlights about redressal of investors' complaints including number of complaints received and resolved during the year.	47
10.08	Details about corporate benefits to shareholders like value appreciation, dividend etc.	89

11. Striving for Excellence in Corporate Reporting		
S.No.		Pg no.
11.01	Board's responsibility statement on full compliance of financial accounting and reporting standards as applicable in Pakistan (i.e. <i>International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB)</i>).	53
11.02	BCR criteria cross referred with page numbers of the annual report. (details can be maintained by companies on the Investor Relation section of the company's website).	119 & 120

12. Specific Disclosures of the Financial Statements		
S.No.		Pg no.
12.01	Specific disclosures of the financial statements required under the Companies Act, 2017 and IFRSs (Annexure II).	157-190

13. Assessment based on Qualitative Factors		
S.No.		Pg no.
13.01	Assessment of overall quality of information contained in the annual report based on the following qualitative factors: a) Clarity, simplicity and lucidity in presentation of Financial Statements; b) Theme on the cover page; c) Effective use of presentation tools, particularly diagrams, graphs, charts, smart arts, icons, tables and infographics in the annual report; d) Effectiveness and relevance of photos and graphs; e) Effectiveness of the theme on the cover page.	N/A

Annexure II - Specific Disclosures of the Financial Statements (refer section 12 of the criteria)		
S.No.		Pg no.
1	Fair value of Property, Plant and Equipment.	157-170
2	Particulars of significant / material assets and immovable property including location and area of land.	171
3	Capacity of an industrial unit, actual production and the reasons for shortfall.	190
4	Forced sale value in case of revaluation of Property, Plant and Equipment or investment property.	N/A
5	Specific disclosures required for shariah compliant companies / companies listed on the Islamic Indices as required under clause 10 of the Fourth Schedule of the Companies Act, 2017.	193
6	Disclosure requirements for common control transactions as specified under the Accounting Standard on 'Accounting for common control transactions' developed by ICAP and notified by SECP (through SECP S.R.O. 53(1)/2022 dated January 12, 2022)	N/A
7	Disclosure about Human Resource Accounting (includes the disclosure of process of identifying and measuring the cost incurred by the company to recruit, select, hire, train, develop, allocate, conserve, reward and utilize human assets).	N/A
8	In financial statements issued after initial or secondary public offering(s) of securities or issuance of debt instrument(s) implementation of plans as disclosed in the prospectus/offering document with regards to utilization of proceeds raised till full implementation of such plans.	N/A
9	Where any property or asset acquired with the funds of the company and is not held in the name of the company or is not in the possession and control of the company, this fact along with reasons for the property or asset not being in the name of or possession or control of the company shall be stated; and the description and value of the property or asset, the person in whose name and possession or control it is held shall be disclosed.	N/A

بہترین ٹیلنٹ کو برقرار رکھنے کے پیش نظر، کمپنی کی مشاہرے کی پالیسیوں کو موجودہ انڈسٹری ٹرینڈز اور بزنس پریکٹس کے مطابق مرتب کیا جاتا ہے۔ 2024 میں ڈائریکٹرز اور چیف ایگزیکٹو آفیسر کے مشاہرے کی معلومات کے لیے مالیاتی گوشواروں کے نوٹس ملاحظہ کریں۔

ڈائریکٹرز کی ذمہ داریوں سے متعلق اسٹیٹمنٹ

ڈائریکٹرز نے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے کوڈ آف کارپوریٹ گورننس اور فنانشل رپورٹنگ فریم ورک پر عمل درآمد کی تصدیق کی ہے:

- 1- کمپنی انتظامیہ کی جانب سے تیار کردہ مالیاتی گوشوارے، کمپنی کے معاملات، آپریشن کے نتائج، کیش فلوز اور ایکویٹی میں تبدیلیوں کی شفاف صورتحال پیش کر رہے ہیں۔
- 2- کمپنی کی جانب سے باقاعدہ طور پر اکاؤنٹس کی بکس برقرار رکھی گئی ہیں۔
- 3- مالیاتی گوشواروں کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں پر عمل درآمد کیا جاتا ہے اور اکاؤنٹنگ تخمینے مناسب اور محتاط انداز کی بنیاد پر لگائے گئے ہیں۔
- 4- مالیاتی گوشواروں کی تیاری پاکستان میں لاگو انٹرنیشنل فنانشل رپورٹنگ اسٹینڈرڈز کے تحت کی جاتی ہے اور کسی قسم کے انحراف کو واضح کیا جاتا ہے۔
- 5- انٹرنل کنٹرول کا سسٹم بہترین ہے اور اس پر موثر انداز میں عمل درآمد اور نگرانی کی جاتی ہے۔
- 6- کمپنی کے استحکام اور آگے بڑھنے کی صلاحیت پر کسی بھی شک و شبہ کی کوئی گنجائش نہیں۔
- 7- کارپوریٹ گورننس کی کارروائیوں سے کسی طرح کا بھی انحراف دیکھنے میں نہیں آیا جیسا کہ لسٹنگ ریگولیشنز میں تفصیل ہے۔

بورڈ کے اجلاس اور حاضری

2024 میں، کاروباری امور کی نگرانی کے لیے بورڈ آف ڈائریکٹرز کے 14 اجلاس منعقد کئے۔ جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
جناب یوسف جمیل صدیقی	1
جناب شبیر ہاشمی	4
جناب وقار زکریا	4
محترمہ نوشین احمد	4
جناب قیصر بنگالی	4
محترمہ سیمین اختر	4
جناب محمد یاسر خان	4
محترمہ مریم عزیز	4
جناب نادر سالار قریشی*	3
جناب اطہر ابرار خواجہ**	-


* جناب نادر سالار قریشی کو 08 اپریل 2024 کو جناب یوسف جمیل صدیقی کی جگہ مقرر کیا گیا جنہوں نے 31 مارچ 2024 کو بطور ڈائریکٹر متعلقہ دے دیا۔
** جناب اطہر ابرار خواجہ کو 10 دسمبر 2024 کو جناب نادر سالار قریشی کی جگہ مقرر کیا گیا جنہوں نے 17 اکتوبر 2024 کو بطور ڈائریکٹر متعلقہ دے دیا۔

2024 میں، بورڈ آڈٹ اور رسک کمیٹی کے 14 اجلاس منعقد کئے جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
جناب قیصر بنگالی	4
جناب شبیر ہاشمی	4
جناب محمد یاسر خان	2

2024 میں، بورڈ پیپلز کمیٹی کا ایک اجلاس منعقد ہوا جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

ڈائریکٹر کا نام	اجلاسوں میں شرکت
محترمہ نوشین احمد	1
محترمہ مریم عزیز	1
محترم وقار زکریا	1


سیمین اختر
چیف ایگزیکٹو آفیسر


اطہر ابرار خواجہ
چیئر مین

14 فروری 2025

ڈیویڈنڈ (منافع منقسمہ)

سال کے دوران، کمپنی نے یکم اگست 2024 کو 3.5 روپے فی شیئر کے عبوری ڈیویڈنڈ اور 14 اکتوبر 2024 کو 2.5 روپے فی شیئر کے ایک اور عبوری ڈیویڈنڈ کا اعلان کیا، جس سے پورے سال کی ادائیگی 6.0 فی شیئر ہو جاتی ہے۔

ریٹائرمنٹ پیمنٹ فنڈز

کمپنی ایسے پلانز ترتیب دیتی ہے جن سے ملازمت یارٹائرمنٹ کے بعد کمپنی کے ملازمین کو فوائد حاصل ہوتے ہیں۔ ان میں ڈیفائنڈ کنٹری بیوشن (ڈی سی) گریجویٹ فنڈ اور ڈی سی پروویڈنٹ فنڈ شامل ہیں۔ اینگرو کارپوریشن گریجویٹ فنڈ اور اینگرو کارپوریشن پروویڈنٹ فنڈ حتمی پیرنٹ کمپنی اینگرو کارپوریشن کی جانب سے ان کے ملازمین، متعلقہ ذیلی اداروں بشمول اینگرو پاور جن قادر پور لمیٹڈ (EPQL) کے لیے چلائے جاتے ہیں۔ مذکورہ بالا فنڈز ٹیکس اتھارٹیز سے تصدیق شدہ ہیں اور کمپنی ایکٹ 2017 کے سیکشن 218 کے تحت ان پر عمل درآمد ہوتی ہے۔

1۔ رقم میں دیگر اینگرو ذیلی اداروں کے بقایا جات شامل ہیں اور انہیں اینگرو کارپوریشن کی جانب سے مرکزی طور پر منظم کیا جاتا ہے۔

2۔ بورڈ آف ڈائریکٹرز کی تشکیل درج ذیل ہے:

ڈائریکٹر کا نام	
الف، آزاد ڈائریکٹرز	محترم قیصر بیگالی محترمہ مریم عزیز محترمہ نوشین احمد
ب، نان ایگزیکٹو ڈائریکٹرز	محترم اطہر ابرار خواجہ محترم شہیر حسین ہاشمی محترم وقار زکریا محترم محمد یاسر خان
ج، چیف ایگزیکٹو آفیسر	محترمہ سیمین اختر

3۔ بورڈ آڈٹ اور رسک کمیٹی کی تشکیل درج ذیل ہے:

ڈائریکٹر کا نام	
چیئر مین	محترم قیصر بیگالی (چیئر مین)
رکن	محترم محمد یاسر خان
رکن	محترم شہیر حسین ہاشمی

4۔ بورڈ پیپلز کمیٹی کی تشکیل درج ذیل ہے:

ڈائریکٹر کا نام	
چیئر مین	محترمہ نوشین احمد (چیئر پرسن)
رکن	محترمہ مریم عزیز
رکن	محترم وقار زکریا

ڈائریکٹرز کا مشاہرہ

بورڈ ممبران کا مشاہرہ بورڈ کی طرف سے ہی منظور کیا جاتا ہے۔ تاہم کوڈ آف کارپوریٹ گورننس کی تعمیل میں، یقینی بنایا جاتا ہے کہ کوئی بھی ڈائریکٹر اپنے مشاہرے کا فیصلہ کرنے میں شامل نہیں ہوتا۔ کمپنی نان ایگزیکٹو ڈائریکٹرز کو اجلاس میں شرکت کی فیس کے علاوہ کسی طرح کا مشاہرہ نہیں دیتی۔

ریٹائرمنٹ فنڈ		
اینگرو کارپوریشن لمیٹڈ پروویڈنٹ فنڈ 1	اینگرو کارپوریشن لمیٹڈ گریجویٹ فنڈ 1	روپے ملین میں
31 دسمبر 2024	31 دسمبر 2024	
6,668	5,060	ٹوٹل اثاثہ جات
1,363	875	سیونگ اسکیمز
3,680	3,105	گورنمنٹ سیکورٹیز
1,105	743	لٹری سیکورٹیز
193	167	بینک بیلنس اور ٹرم ڈپازٹ سٹیٹس
327	170	دیگر
6,668	5,060	ٹوٹل

* غیر آڈٹ شدہ

31 دسمبر 2024 کے مطابق بورڈ آف ڈائریکٹرز اور بورڈ کمیٹیوں کی تشکیل

1۔ درج ذیل کے مطابق ڈائریکٹرز کی کل تعداد 8 ہے:



* بشمول چیف ایگزیکٹو آفیسر

ان اقدامات کے ذریعے، ہم ایک ترقی پذیر، مصروف، اور حوصلہ افزا افرادی قوت کی تیاری کے لیے پرعزم ہیں جو ہمارے مشن اور مستقبل کی کامیابی کو آگے بڑھاتی ہے۔

ہیلتھ، سیفٹی اینڈ انوائرنمنٹ

2024 میں، EPQL نے حفاظت اور آپریشنل برتری کے لیے اپنے عزم کو برقرار رکھا، شاندار کارکردگی کے لیے اپنی ساکھ کو مزید مستحکم کیا۔ کمپنی نے 27 مارچ 2010 کو کمرشل آپریشنز کے آغاز کے بعد سے لگاتار 5,394 دنوں تک بغیر کسی ورک ڈے انجری (LWI) کے حفاظتی سلسلے کو جاری رکھتے ہوئے ایک قابل فخر سنگ میل عبور کیا اور کامیابی کے ساتھ تقریباً 11.2 ملین محفوظ کام کے اوقات مکمل کیے ہیں۔

حفاظت کے لیے ہماری غیر متزلزل وابستگی ہماری ماحولیاتی ذمہ داری سے جڑی ہوئی ہے۔ ہم اس بات کو یقینی بناتے رہتے ہیں کہ ہمارے پرسنل، صحت، حفاظت اور ماحولیاتی (HSE) معیارات بہترین عالمی طریقوں کے ساتھ ہم آہنگ رہیں۔ 2024 میں، ہم نے نیشنل انوائرنمنٹ کوالٹی اسٹینڈرڈز (NEQS) کی 100% تعمیل حاصل کی اور ورلڈ بینک گروپ کے رہنما خطوط کی پابندی کو برقرار رکھا۔

اس کے علاوہ، کمپنی نے ISO 14001 اور ISO 45001 ریٹنگ کی کامیابی کے ساتھ دوبارہ سرٹیفیکیشن حاصل کی جس سے HSE سے متعلق کمپنی کے عزم کا ثبوت ملتا ہے۔

سال کے دوران، ہم نے مضبوط حفاظتی ٹریک ریکارڈ کے ساتھ دو بڑی بندش کی سرگرمیاں مکمل کیں۔ دونوں بندشیں کسی قسم کے زخمی ہونے اور حادثات میں قابل ذکر کمی کے ساتھ انجام دی گئیں، جو ہمارے آپریشنز کے ہر مرحلے پر کام کے محفوظ ماحول کو برقرار رکھنے پر ہماری بھرپور توجہ کی عکاسی کرتی ہیں۔

2024 میں، EPQL نے نیچر کی HSE پرفارمنس ایویلیویشن رپورٹ میں 97 فیصد اسکور اور ”آؤٹ اسٹینڈنگ“ ریٹنگ حاصل کر کے ایک شاندار سنگ میل عبور کیا۔ اس کامیابی نے 164 لائسنس یافتہ کمپنیوں میں کمپنی کو چوتھا مقام دلایا، جس نے توانائی کے شعبے میں حفاظت، آپریشنل عمدگی اور مسلسل بہتری کے ہمارے غیر متزلزل عزم کو اجاگر کیا۔

2024 میں، اپنے ملازمین کی حفاظت کی ترجیح کے پیش نظر، ہم نے اپنے روناٹریول مینجمنٹ سسٹم کو بہتر بنانے کے لیے کئی بڑے اقدامات کیے ہیں۔ ان میں سے چند میں وہیکل مانیٹرنگ سسٹم کی تنصیب، تمام ڈرائیوروں کی DDC سرٹیفیکیشن، تھرڈ پارٹی اسپیکشن اور تمام گاڑیوں کی سرٹیفیکیشن وغیرہ شامل ہیں۔

2024 میں تربیت اور ترقی بھی توجہ کے اہم شعبے تھے، جس میں EPQL نے تقریباً 11,000 ورکنگ آرزو ہماری افرادی قوت کی تربیت اور اپ سکلنگ کے لیے وقف کئے۔

پروسیس سیفٹی مینجمنٹ (PSM) اور طرز عمل، ماحولیاتی اور OHIH اینڈیکسٹرز (Lis) میں ہماری کامیابیوں سے ہمارے مضبوط حفاظتی کلچر کا مزید تقویت ملتی ہے۔ یہ اینڈیکسٹرز حفاظت کے لیے ٹیم کے عزم کی عکاسی کرتے ہیں، جس نے 2024 میں مسلسل چھٹے سال ”زیوریکارڈ“ ایبل انجریز“ حاصل کرنے میں ہماری کامیابی میں حصہ لیا۔

مستقبل قریب کا جائزہ

کمپنی پلانٹ کے متبادل ایندھن کے آپشن کو حتمی شکل دینے کے لیے ریگولیشنز اور متعلقہ اسٹیک ہولڈرز کے ساتھ بات چیت میں مصروف ہے۔ EPQL بدر فیڈل سے 8-13 mmscfد گیس کی فراہمی کے لیے پیٹرولیم ایکسپلوریشن لمیٹڈ (PEL) کے ساتھ مصروف عمل ہے۔ نیچر اٹھارٹی PEL کی جانب سے فراہم کی جانے والی گیس پر جنریشن لائسنس اور ایندھن کی لاگت کے اجزاء میں ترمیم کا فیصلہ پہلے ہی جاری کر چکی ہے۔

سال 2024 کے دوران، EPQL نے آپریشن کی تیاری کو یقینی بنانے کے لیے PEL گیس سیلانی سسٹم کی ٹیسٹنگ مکمل کر لی ہے۔ اگست 2024 میں، کمپنی نے PEL کے ساتھ گیس کی فروخت اور خریداری کے معاہدے (GSPA) پر بھی کامیابی سے دستخط ہو گئے ہیں۔ اس کے علاوہ، کمپنی موجودہ اہم معاہدوں میں ضروری ترمیم کو لاگو کرنے کے لیے باقی ماندہ منظوری حاصل کرنے کے لیے کام کر رہی ہے۔ اس کے ساتھ ہی کمپنی ایندھن کے دیگر آپشنز کو بھی تلاش کر رہی ہے۔

سال کے دوران، حکومت نے آئی پی بی پیز کے ساتھ پاور پریچر ایگریمنٹ (پی پی اے) پر دوبارہ گفت و شنید کرنے کے لیے ایک انرجی ٹرانسک فورس کمیٹی تشکیل دی۔ کمپنی 2002 کی پالیسی رکھنے والے آئی پی بی پیز کے ساتھ اپنے موجودہ کنٹریکٹ کو تبدیل کرنے کے لیے ٹرانسک فورس کے ساتھ بات چیت کر رہی ہے، جس کے مطابق، دیگر اہم شرائط کے ساتھ، موجودہ ٹیرف کو ”ہائبرڈ ٹیک اینڈ پے“ ماڈل میں تبدیل کر دیا جائے گا، جو نومبر 2024 سے لاگو ہوگا۔ بجلی خریدار کمپنی کو یکم نومبر 2024 تک جمع شدہ وصولیوں کے لیے 90 روز کے اندر 8.04 بلین روپے بطور تصفیہ ادا کرے گا۔

اہم شیئر ہولڈنگ اور شیئرز کی تجارت

31 دسمبر 2024 کے مطابق، کمپنی کا اکثریتی شیئر ہولڈر اینگری و انرجی لمیٹڈ، سابقہ اینگری و پاور جن لمیٹڈ ہے۔ رپورٹنگ فریم ورک کے تحت مطلوب شیئر ہولڈنگ کے عمومی طریقہ کار کا اسٹیٹمنٹ بشمول شیئر ہولڈرز کی کچھ مخصوص کلاسز کی شیئر ہولڈنگ اور ڈائریکٹرز، ان کے شریک حیات اور چھوٹے بچوں کی جانب سے شیئرز کی خرید و فروخت کا اسٹیٹمنٹ آگے اس رپورٹ میں دیا گیا ہے۔

آڈیٹرز

کمپنی کے موجودہ آڈیٹرز اے ایف فرگوسن چارٹرڈ اکاؤنٹنٹس ریٹائر ہو رہے ہیں، اور اہلیت کی بنیاد پر انہوں نے خود کو دوبارہ انتخاب کے لیے پیش کیا ہے۔ بورڈ آڈٹ اور رسک کمیٹی نے 31 دسمبر 2025 کو ختم ہونے والے سال کے لیے انہیں منتخب کرنے کی تجویز دی ہے۔

اپنے لوگوں کے ساتھ مل کر، ہم نے مقصد کے ساتھ شمولیت اور قدر کی تخلیق کا اپنا سفر جاری رکھا ہوا ہے۔

ہمارے لوگ

سالہا سال سے ہماری جہد مسلسل کا نتیجہ ہمارے محنت کش اور باصلاحیت لوگ ہیں جو ہمارا اہم ترین اثاثہ ہیں۔ ملازمین کی شمولیت، پیشہ وارانہ مہارت یافتہ اور باختیار ہونے کا ماحول ایسا ماحول یقینی بناتے ہیں جس میں ہمارے ملازمین محفوظ، باختیار اور جدت سے آراستہ رہتے ہیں اور اسی سے ہی پاکستان میں توانائی کا استحکام حاصل کیا جاسکتا ہے۔

ہم ایک مساوی کام کی جگہ کو فروغ دینے پر فخر محسوس کرتے ہیں۔ ہمیں یہ بتاتے ہوئے خوشی ہو رہی ہے کہ EPQL میں صنف کے اعتبار سے تنوع میں کوئی فرق نہیں ہے۔ اپنی خواتین ملازمین کو مزید سپورٹ کرنے کے لیے، ہم نے کچھ پالیسیاں نافذ کی ہیں جیسے کہ خواتین ملازمین کو بزنس ٹرپ پر نیچے اور ایک اٹینڈنٹ کے لیے سفر اور رہائش کے خرچ کی اجازت، زچگی کے موقع پر 6 ماہ چھٹی، ڈے کیئر کی سہولیات اور خواتین کی فلاح و بہبود کو یقینی بنانے کے لیے ہر اسگی مخالف پالیسی کے ذریعے خواتین کی 66 فیصد نمائندگی پر مشتمل کمیٹی کی حمایت حاصل ہے۔

اس سال، ہم نے ملازمین کی فلاح و بہبود پر توجہ مرکوز کرتے ہوئے ایک قابل عمل کام کی جگہ کو فروغ دینے کو ترجیح دی۔ ہم نے جسمانی اور ذہنی صحت کی بہتری کرنے کے لیے مختلف اقدامات متعارف کروائے، جن میں گیمنگ، ایڈونچر اور اسپورٹس سوسائٹی کی زیر قیادت سرگرمیوں کے ساتھ ساتھ Saaya ہیلتھ کے تعاون سے ”غیر یقینی صورتحال سے نمٹنے“ پر ایک سیشن بھی شامل ہے۔ پیشہ وارانہ ترقی کی اہمیت کو تسلیم کرتے ہوئے، ہمارے ملازمین نے اجتماعی طور پر 1,960 سے زیادہ ٹریننگ آؤٹز مکمل کیے، جن میں اہم مہارتوں جیسے ٹیم کی ترقی، اسٹریٹجک سوچ، بات چیت کا انداز اور دیگر تکنیکی مہارتوں پر زور دیا۔

EPQL کی قیادت نے کمپنی کی کارکردگی پر تبادلہ خیال کرنے کے لیے سال بھر مختلف ٹاؤن ہال سیشنز کا انعقاد بھی کیا اور ملازمین کو درپیش چیلنجز کے بارے میں سوچ بوجھ حاصل کرنے کے لیے پیپل کنیکٹ سیشنز کا انعقاد کیا۔ ہم نے ایکسی لینس ایوارڈز، سپاٹ اور لانگ سروس ایوارڈز تقریب کے ذریعے ملازمین کی کامیابیوں کو سراہا گیا اور ملازمین کی غیر معمولی کارکردگی کی حوصلہ افزائی بھی کی گئی۔

HR ٹیم نے ہماری خواتین افرادی قوت کے ساتھ مشغولیت پر توجہ مرکوز کی، خدشات کو دور کرنے اور تنوع اور شمولیت کو مضبوط کرنے کے مواقع کی نشاندہی کرنے کے لیے ان کے ساتھ تبادلہ خیال کرتی رہی۔

اپنی پیشرفت کو مسلسل بہتر بنانے اور اس کا اندازہ لگانے کے لیے، ہم نے 2024 میں اپنے ملازمین کی مصروفیت کا سالانہ سروے کیا۔ نتائج میں 85% کی زبردست مصروفیت کا انڈیکس سامنے آیا جو پورے EPQL کے لیے حوصلے اور اطمینان کی عکاسی کرتا ہے۔

EPQL نے بدرگیس فیلڈ سے 8-13 mmscfd BTU کم گیس کی فراہمی کے لیے پیٹرولیم ایکسپلوریشن لمیٹڈ (PEL) کے ساتھ مصروف عمل ہے۔ NEPRA اتھارٹی PEL سے فراہم کی جانے والی گیس پر جزییشن لائسنس اور ایندھن کی لاگت کے اجزاء میں ترمیم کا فیصلہ پہلے ہی جاری کر چکی ہے۔ سال کے دوران، کمپنی نے آپریشن کی تیاری کو یقینی بنانے کے لیے PEL گیس سپلائی سسٹم کی ٹیسٹنگ بھی مکمل کر لی ہے۔ اگست 2024 میں، کمپنی نے PEL کے ساتھ گیس کی فروخت اور خریداری کے معاہدے (GSPA) پر کامیابی سے دستخط کر لیے ہیں۔ اس کے علاوہ، کمپنی موجودہ اہم معاہدوں میں ضروری ترمیم کے لیے کوشاں ہے۔

طویل مدتی قدر کی تخلیق اور ذمہ دار کارپوریٹ گورننس کے لیے ہماری وابستگی کے ایک حصے کے طور پر، کمپنی کے پاس تمام آپریشنز میں پائیداری سے متعلق خطرات کا جائزہ لینے کے لیے ایک جامع طریقہ کار موجود ہے۔ ہمارے کاروباری مقاصد پر ان کے ممکنہ اثرات کو سمجھنے کے لیے ان خطرات کا باقاعدگی سے جائزہ لیا جاتا ہے۔

EPQL پائیداری کے طریقوں کو بڑھانے کے لیے پرعزم ہے اور کاروبار اور اسٹیک ہولڈرز کے تحفظ کے لیے ضروری ایڈجسٹمنٹ کرتے ہوئے ان خطرات کی نگرانی جاری رکھی جائے گی۔

سماجی سرمایہ کاری

EPQL کارپوریٹ گورننس کے معیار کو بہتر بناتے ہوئے سماجی اہلیت کی طویل مدتی ترقی سے ہی کاروبار کی ترقی پر یقین رکھتی ہے۔ اسٹیک ہولڈرز کا اعتماد ہماری اولین ترجیح ہے، اس لئے ہم با مقصد سرمایہ کاریوں پر یقین رکھتے ہیں۔ ہم ملکی قوانین اور سماجی روایات کے عین مطابق کاروباری دیانداری پر یقین رکھتے ہیں۔ ہم دیانت دار، شفاف، واضح کاروباری سمت کے ساتھ اپنے اسٹیک ہولڈرز سے بھی اسی عمل کی توقع

اس وقت، سماجی اور ماحولیاتی اعتبار سے ایک ذمہ دار ادارے کی صورت میں، زندگیوں میں مثبت تبدیلی لانا، معیار زندگی بلند کرنا اور اپنے قریبی آبادیوں میں واضح تبدیلی لانا ہمارا اہم مقصد ہے۔ اینگرو فائونڈیشن جو ایک موثر ادارے کے طور پر اینگرو کے تمام بزنسز کے سماجی بہبود کے کاموں میں مصروف عمل ہے، اور مختلف آبادیوں میں فلاحی امور انجام دے رہی ہے۔ ہم مختلف کمیونٹیز سے ساتھ کام کرتے ہوئے وہاں کے اصل مسائل اور ان کے حل کی سمجھ بوجھ رکھتے ہیں۔ ان آبادیوں میں ہماری سرمایہ کاری تعلیم، ٹیکنیکل ٹریننگ، مہارتوں کی ترقی اور صحت سماج کی بہتری کے ذریعے انسانی فلاح پر خرچ ہو رہی ہے۔

2024 میں، ہمارے وقف کردہ پرائمری ہیلتھ کیئر سینٹر (PHC) نے قریبی دیہات کے لیے پیڈلز کے تعاون سے 10,000 سے زائد مریضوں کو علاج و معالجہ کی سہولیات فراہم کیں۔ اینگرو پاور جن قادر پور لمیٹڈ (EPQL)، اینگرو فائونڈیشن اور انڈس ریسورس سینٹر کے تعاون سے ضلع گھوٹکی کے سب سے بڑے ایڈاپٹڈ اسکول نیٹ ورک کو چلانے میں مدد دے رہا ہے۔ اس نیٹ ورک کے ذریعے گھوٹکی کے رشید احمد آرائیں، گل محمد عار بانی اور جمعہ خان عار بانی کے نام سے تین سرکاری اسکول چلاتے ہوئے سالانہ 800 سے زائد اسٹوڈنٹس کو تعلیم کے زیور سے آراستہ کیا جا رہا ہے۔ ان اسکولوں میں 37 فیصد سے زائد گرلز اسٹوڈنٹس تعلیم حاصل کر رہی ہیں۔ مزید برآں، اینگرو فائونڈیشن کے تعاون سے پسماندہ کمیونٹی کی 15 لڑکیوں نے ٹیکنیکل ٹریننگ کالج (TTC) ڈہر کی میں ایسوسی ایٹڈ انجینئرنگ (الیکٹریکل پروگرام) کا تین سالہ ڈپلومہ مکمل کر لیا ہے۔

اینگرو پاور جن قادر پور لمیٹڈ

ڈائریکٹرز کا جائزہ برائے شیئر ہولڈرز

سال ختم شدہ 31 دسمبر 2024

ڈائریکٹرز 31 دسمبر 2024 کو ختم ہونے والے سال کے لیے کمپنی کے آڈٹ شدہ مالیاتی گوشواروں اور کمپنی کی کارکردگی کا جائزہ پیش کرتے ہوئے خوش محسوس کر رہے ہیں۔

بنیادی مقصد

اینگرو پاور جن قادر پور لمیٹڈ (EPQL) کے قیام کا بنیادی مقصد بجلی کی پیداوار اور اس کی فروخت ہے۔ اس مقصد کے لیے کمپنی نے ضلع گھونگی میں قادر پور کے قریب 217.3 میگا واٹ کا کمبائنڈ سائیکل پاور پلانٹ لگایا اور 27 مارچ 2010 کو پلانٹ نے اپنے کمرشل آپریشنز کا آغاز کیا۔

اینگرو پاور جن قادر پور (EPQL) پاکستان کی ان ماحول دوست کمپنیوں میں سے ایک ہے جو پریمیٹ گیس (کم IBTU اور زیادہ سلفر کے حامل گیس) کو بجلی پیدا کرنے کے لیے استعمال کرتی ہیں۔ EPQL سے قبل پریمیٹ گیس ضائع ہو جاتی تھی۔ 26 اکتوبر 2007 کو دستخط شدہ پاور پراجیکٹ ایگریمنٹ (PPA) کے تحت بجلی نیشنل ٹرانسمیشن اینڈ ڈسٹریبیویشن کمپنی (NTDC) کو منتقل کی جاتی ہے۔ یہ معاہدہ تجارتی سرگرمیوں کے آغاز کی تاریخ سے 25 سال کی مدت کے لیے فعال ہے۔

کمپنی اینگرو انرجی لمیٹڈ کا ماتحت ادارہ ہے جو پہلے اینگرو پاور جن لمیٹڈ (EPL) کہلاتا تھا، اینگرو انرجی لمیٹڈ، کمپنی میں 68.89 فیصد کے ساتھ اکثریتی شیئر ہولڈنگ رکھتی ہے۔ کمپنی کو پاکستان اسٹاک ایکسچینج (PSX) میں 2014 میں شامل کیا گیا۔

مارکیٹ کا جائزہ

اقتصادی سرگرمیوں میں سست روی اور مہنگائی میں اضافے نے 2024 میں بجلی کی طلب کو متاثر کیا نتیجے میں CPPA-G سسٹم میں بجلی کی پیداوار 125 بلین یونٹس کے ساتھ 2024 میں 4 فیصد کم رہی۔ تاہم، EPQL نے اپنے اعلیٰ میرٹ آرڈر پوزیشن کی وجہ سے سال بھر بجلی کی فراہمی جاری رکھی۔ بجلی کی طلب میں اضافہ گزشتہ سالوں کے اضافی اخراجات میں کمی لاگت کو کم کرنے میں بہت معاون رہا۔ مزید برآں، یہ ضروری ہے کہ مجموعی نظام زیادہ موثر ہو اور نقصانات کو کم سے کم کیا جائے۔

گردشی قرضہ توانائی کے مقامی شعبے کے لیے ایک مستقل مسئلہ رہا ہے۔ سرکلر ڈیٹ کے بڑھنے میں T&D کے زیادہ نقصانات، کم ریکوری، بجلی کی چوری اور بہت زیادہ کپسٹی بیمنٹ اہم اسباب ہیں۔ آئی ایم ایف کے تقاضوں کو پورا کرنے کے لیے، حکومت اس شعبے میں مختلف اسٹریٹجیوں اور اصلاحات کر رہی ہے، جس کا مقصد گردشی قرضوں کو بڑھنے کو کم کرنا ہے۔ کمپنی اپنی لیکویڈیٹی پوزیشن کو منظم کرنے کے لیے متعلقہ اسٹیک ہولڈرز کے ساتھ بڑے پیمانے پر مصروف عمل رہتی ہے۔

انتظامی کارکردگی

2024 میں کمپنی کا پلانٹ 100% قابل فروخت بجلی کی موجودگی کے قابل رہا اور پلانٹ سے نیشنل گرڈ کو 45 فیصد لوڈ فیکٹر کے ساتھ 847 GWH کا ٹوٹل نیٹ الیکٹریکل آؤٹ پٹ فراہم کیا جبکہ گزشتہ سال کا لوڈ فیکٹر 46 فیصد تھا۔

مالیاتی کارکردگی

زیر جائزہ سال کے لیے سبزی کی آمدنی گزشتہ سال کی اسی مدت کے 13,256 ملین روپے کے مقابلے میں 13,250 ملین روپے رہی۔ بجلی کی فراہمی اور کپسٹی بیمنٹ میں کمی کی قیمت فروخت بڑھ جانے سے تلافی ہوئی۔ نتیجتاً زیر جائزہ مدت کے لیے مجموعی منافع 2,800 ملین روپے کے ساتھ گزشتہ سال کے 2,663 ملین روپے کے مقابلے میں زائد رہا۔ سال کے دوران، آئی پی پیز کے ساتھ جاری دوبارہ مذاکرات میں کچھ شرائط شامل کی گئیں ہیں۔

کمپنی نے 2024 کے دوران، 2,141 ملین روپے کا خالص منافع کمایا جو 2023 میں 2,511 ملین روپے تھا۔ اس طرح گزشتہ سال کے 7.77 روپے فی شیئر کے مقابلے میں 2024 کے لیے ہر ایک شیئر پر منافع 6.61 روپے بنتا ہے۔

بجلی خریداری کی طرف زائد المیعا درقم 31 دسمبر 2024 کو 6.6 بلین روپے بنتی ہے جو کہ 31 دسمبر 2023 کو 7.7 بلین روپے تھی۔ سوئی نادرن گیس پائپ لائن (SNGPL) کو قابل الادا درقم 31 دسمبر 2024 کے مطابق 0.8 بلین روپے بنتی ہے جو کہ 2023 میں 1.5 بلین روپے تھی۔ آئی پی پیز (IPPs) کے ساتھ جاری دوبارہ مذاکرات کی شرائط میں بقایہ جات کے معاملے کو شامل کیا گیا ہے۔

کمپنی نے اپنے فنانسز کو منظم کرنے پر توجہ برقرار رکھی ہوئی ہے اور تمام شرائط داروں کو بروقت ادائیگی یقینی بنانے کے لیے کوشاں ہے۔

گیس کی صورتحال

قادر پور گیس فیلڈ سے پریمیٹ گیس کی فراہمی کے لئے کمپنی کا سوئی نادرن گیس پائپ لائنز لمیٹڈ (SMGPL) کے ساتھ گیس سپلائی کا معاہدہ (GSA) ہے۔ قادر پور گیس فیلڈ سے گیس کی سپلائی ختم ہو رہی ہے اور گیس سپلائر کے فراہم کردہ پروفائل کی بنیاد پر، کمپنی نے گیس کی کمی کا مرحلہ قرار دیا ہے اور اس پلانٹ کو کس موڈ میں دستیاب کر دیا ہے۔ چنانچہ پلانٹ گیس اور ہائی اسپیڈ ڈیزل (HSD) دونوں پر چلایا جا رہا ہے۔ اس کے ساتھ ساتھ کمپنی متعلقہ اسٹیک ہولڈرز کے ساتھ متبادل فیول پلان سے متعلق بھرپور انداز میں مصروف عمل ہے۔

نوٹس

- ۱- **شیئر ہولڈرز کو تخائف دینے پر پابندی**
سیکو ریٹائر اینڈ ایکسچینج کمیشن آف پاکستان ("SECP") نے اپنے سرکلر 2 کے ذریعے، مورخہ 9 فروری 2018، کمپنیوں کو شیئر ہولڈرز کے لیے عام اجلاسوں میں یا متعلقہ سلسلے میں تخائف یا مراعات (ٹوکن / کوپن / لٹچ / ٹیک اوے ہینڈلنگ) کسی بھی شکل یا انداز میں دینے سے سختی سے منع کیا ہے۔ ایکٹ کے سیکشن 185 کے تحت، اس ہدایت کی کسی بھی خلاف ورزی کو جرم تصور کیا جاتا ہے اور خلاف ورزی کرنے والی کمپنیوں کو جرمانے کا سامنا کرنا پڑ سکتا ہے۔
- ۲- **ویڈیو کانفرنس سہولت کے ذریعے اجلاس عام کی کارروائی میں شرکت**
ممبران کی حوصلہ افزائی کی جاتی ہے کہ ویڈیو کانفرنس کی سہولت کے ذریعے سالانہ اجلاس عام میں شرکت فرمائیں، جس کا انتظام کمپنی کی جانب سے کیا جائے گا۔
- ۳- **اجلاس میں ذاعتی یا ویڈیو کانفرنس کی سہولت کے ذریعے شرکت کرنے والے شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنا نام، موبائل نمبر، ای این آئی سی / پاسپورٹ نمبر "https://forms.office.com/r/2nKNTGkxJN" پر رجسٹر کروائیں۔** فزیکل میٹنگ یا ویڈیو لنک کی تصدیق اور لاگ ان سے متعلق معلومات ان شیئر ہولڈرز سے شیئر کی جائے گی جن کی رجسٹریشن تفصیلات سالانہ اجلاس عام سے کم از کم 48 گھنٹے قبل موصول ہوگی۔
- ۴- **شیئر ہولڈرز سالانہ اجلاس عام کے ایجنڈا آئٹمز پر اپنے تاثرات اور سوالات بھی ای میل ایڈریس agm.epqi@engro.com پر فراہم کر سکتے ہیں۔**
- ۵- **سالانہ رپورٹ 2024 کی الیکٹرانک ترسیل**
کمپنی ایکٹ 2017 کے سیکشن (6) 223 کی تعمیل میں کمپنی نے ان شیئر ہولڈرز کو سالانہ رپورٹ 2024 کی ای میل کے ذریعے الیکٹرانک ترسیل انجام دی ہے جن کے ای میل ایڈریس کمپنی کے شیئر رجسٹرار میسرز فیکو شیئر رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ کے پاس موجود ہیں۔ تاہم ایسے کیس جن میں کمپنی کے شیئر رجسٹرار کے پاس ای میل ایڈریس موجود نہیں ہیں انہیں سالانہ اجلاس عام کی اطلاع کے نوٹس کی پرنٹ شدہ کاپیاں بشمول سالانہ رپورٹ 2024 (جس میں مالیاتی گوشوارے درج ہیں) ڈاؤن لوڈ کرنے کے لیے QR کا حامل کوڈ / ویب لنک بھی بھیج دیئے گئے ہیں۔ اس کے باوجود کمپنی سالانہ رپورٹ 2024 کی ہارڈ کاپی، کسی بھی ممبر کی جانب سے درخواست بھیجے پر، ان کے رجسٹرڈ ایڈریس پر ایسی درخواست موصول ہونے کے ایک ہفتے کے اندر مفت میں فراہم کرے گی۔
- ۶- **مزید براں ذاعتی فارم میں شیئر ز رکھنے والے ممبران سے گزارش کی جاتی ہے کہ براہ مہربانی اپنا موٹرائی میل ایڈریس (اپنے موٹرائی میل کے ہمراہ) کمپنی کے شیئر رجسٹرار میسرز فیکو شیئر رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ کو فراہم کریں جبکہ بک انٹری فارم میں شیئر ز رکھنے والے ممبران اپنے متعلقہ پارٹیسپنٹ / انویسٹر اکاؤنٹ سروسز کو فراہم کریں۔**
- ۷- **کمپنی کی حصص منتقلی کتاب بروز منگل 18 مارچ 2025 تا منگل 25 مارچ 2025 (دونوں دن شامل ہیں) تک بند رہیں گے۔** ہمارے شیئر رجسٹرار میسرز فیکو شیئر رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ، F-8 نزد فاران ہوٹل، بلاک 6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی PABX نمبر 5-34380101-21 (92) اور ای میل info.shares@famcosrs.com پر بروز پیر 17 مارچ 2025 کو کاروبار کے اختتام تک شام (03:00) بجے وصول ہونے والی منتقلیوں کو اجلاس میں شرکت اور ووٹ دینے کے لیے بروقت تصور کیا جائے گا۔
- ۸- **سالانہ اجلاس عام میں شرکت کرنے اور ووٹ دینے کا مجاز ممبر کسی دوسرے شخص کو اجلاس میں شرکت کرنے، بولنے اور ووٹ دینے کے لئے اپنے پر کسی مقرر کرنے کا حق دار ہوگا، اور اس طرح مقرر کردہ پر کسی کے پاس ایسے تمام حقوق ہونگے جو سالانہ اجلاس عام میں شرکت والے ممبر کے لئے دستیاب ہوں۔** پراسیز کے فعال ہونے کے لئے ضروری ہے کہ ایسی درخواست کم از کم 48 گھنٹے پہلے کمپنی کو وصول ہونی چاہیے۔ پر کسی ہولڈرز کو کمپنی کا ممبر ہونا ضروری نہیں۔
- ۶- **پراسیز کے تقرر کے لیے:**
- (I) افراد کی صورت میں، اکاؤنٹ ہولڈر یا ذیلی اکاؤنٹ ہولڈر جن کی رجسٹریشن کی تفصیلات سینٹرل ڈیپازٹری کمپنی آف پاکستان لمیٹڈ ریگولیشنز کے مطابق اپ لوڈ کی گئی ہیں، مندرجہ بالا ضرورت کے مطابق پر کسی فارم جمع کرائیں گے۔
- (II) پر کسی فارم پر 2 افراد کی گواہ مطلوب ہیں، جن کے نام، پتے اور سی این آئی سی نمبر فارم پر درج ہوں گے۔
- (III) فعال CNICs کی تصدیق شدہ کاپیاں یا پینٹی فیسری اونرز (مالکان) کے پاسپورٹ اور پر کسی کو پر کسی فارم کے ساتھ پیش کیا جائے۔
- (IV) پر کسی کو سالانہ اجلاس عام کے وقت اپنا فعال CNIC یا پاسپورٹ دکھانا ہوگا۔
- (V) کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد / پاور آف آٹھری، نامزد شخص کے دستخط کے نمونے کے ساتھ، پر کسی فارم کے ساتھ کمپنی کو جمع کرنا ہوگا اگر پہلے فراہم نہ کیا گیا ہو۔
- ۷- **غیر دعویٰ شدہ ڈیویڈنڈ**
ایکٹ کے سیکشن 244 کی ہدایات کے مطابق، کمپنی کی جانب سے جاری کردہ شیئر یا اعلان کردہ ڈیویڈنڈ جو کہ اجرا کی تاریخ سے تین سالہ مدت کے دوران غیر دعویٰ شدہ یا غیر ادا شدہ رہا تو ایسے شیئر یا ڈیویڈنڈ کلیم فائل کرنے سے متعلق نوٹس جاری کرنے کے بعد سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کو وفاقی حکومت کے اکاؤنٹ میں جمع کرائے جائیں گے۔ تین سالہ مدت یا زائد سے غیر دعویٰ شدہ کمپنی کے جاری شدہ شیئر کی تفصیلات اور اعلان کردہ ڈیویڈنڈ کی تفصیل شیئر ہولڈرز کو بھیجی گئی ہے۔
- ۸- **ذاعتی شیئر کی CDC اکاؤنٹ میں تبدیلی**
سیکو ریٹائر اینڈ ایکسچینج کمیشن آف پاکستان نے اپنے خط CSD/ED/Misc/2016-639-640 بتاریخ 26 مئی 2021 میں لسٹڈ کمپنیوں کو مشورہ دیا ہے کہ کمپنیز ایکٹ 2017 کے سیکشن 72 کے مطابق اپنے فزیکل شیئر کو بک انٹری فارم میں تبدیل کریں۔ اس کی ضروریات کے پیش نظر تمام کمپنیز کو ایکٹ کے نفاذ سے 4 سال کے اندر فزیکل فارم والے شیئر کو بک انٹری فارم میں تبدیل کرنے ہوں گے۔
- ۹- **کمپنی کے تمام فزیکل فیلوز / شیئر ٹریکیٹ رکھنے والے شیئر ہولڈرز سے گزارش کی جاتی ہے کہ جلد سے جلد اپنے فزیکل فارم والے شیئر کو بک انٹری فارم میں تبدیل کرائیں۔** اس ضمن میں شیئر ہولڈرز اپنے PSX ممبر، سی ڈی سی پارٹیسپنٹ یا سی ڈی سی انویسٹر اکاؤنٹ سروس پرووائیڈر سے سی ڈی ایس اکاؤنٹ کھولنے اور فزیکل شیئر کو بک انٹری فارم میں تبدیل کرانے کے لیے مدد لے سکتے ہیں۔ بک انٹری فارم سے شیئر ہولڈرز کو شیئر کی محفوظ حوالگی سمیت کئی طریقوں سے سہولت ہوگی جبکہ ڈیپلکیٹ شیئر وغیرہ کے اجراء کے لیے مطلوبہ لوازمات سے بھی محفوظ رہیں گے۔ کمپنی کے شیئر ہولڈرز فزیکل شیئر کی بک انٹری فارم میں تبدیلی کے لیے کمپنی کے شیئر رجسٹرار اور ٹرانسفر ایجنٹ یعنی میسرز فیکو شیئر رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ سے رابطہ کر سکتے ہیں۔

سالانہ اجلاس عام کا نوٹس

مطلع کیا جاتا ہے کہ مندرجہ ذیل کاروباری امور کی انجام دہی کے لیے اینگرو پاور جن قادیور پور لمیٹڈ (کمپنی) کا انیسواں سالانہ اجلاس عام (AGM)، بروز منگل مورخہ 25 مارچ 2025 کو دوپہر 2:30 بجے، کراچی اسکول آف بزنس اینڈ لیڈرشپ (KSBL) نیشنل اسٹیڈیم روڈ، بالمقابل لیاقت نیشنل ہسپتال، کراچی۔ 74800 میں منعقد ہوگا۔ ممبران سے درخواست کی جاتی ہے کہ وہ ووڈ پوکا نفرس فیسلٹی کے ذریعے اجلاس میں شرکت کریں جس کے انتظامات کمپنی نے کیے ہیں (تفصیلات کے لیے براہ مہربانی نوٹس سیکشن کا مطالعہ کریں)۔

(A) عمومی امور

- 1۔ کمپنی کے 31 دسمبر 2024 کو اختتام پذیر ہونے والے سال کے آڈٹ شدہ مالیاتی گوشواروں کیساتھ ڈائریکٹرز رپورٹ اور آڈیٹرز رپورٹ اور چیئرمین کی جائزہ رپورٹ کی وصولی، ان پر غور اور منظوری دینا۔
کمپنی ایکٹ 2017 کے سیکشن (6) 223 کے مطابق کمپنی کے مالیاتی گوشوارے کمپنی کی ویب سائٹ پر اپ لوڈ کر دیئے گئے ہیں جو مندرجہ ذیل لنک / QR فعال کوڈ سے ڈاؤن لوڈ کیے جاسکتے ہیں:



<https://www.engroenergy.com/epql/#financial>

- 2۔ سال 2025 کے لیے آڈیٹرز کا تقرر اور ان کے معاوضے کا تعین کرنا۔

بحکم بورڈ

مورخہ 04 مارچ 2025
کراچی

نائب ریٹن، ایف سی اے
کمپنی سیکریٹری



چیئر مین کا جائزہ

محترم شیئر ہولڈرز،

تقریباً پندرہ سال کی تاریخ کے ساتھ، اینگرو پاور جن قادر پور لمیٹڈ (EPQL) مقامی ایندھن کو استعمال کرتے ہوئے پاکستان کے توانائی کے شعبے میں ایک اہم کردار ادا کر رہا ہے۔ آپریشنل برتری، پائیداری اور قدر پیدا کرنے کے لیے ہمارا عزم غیر متزلزل ہے کیونکہ ہم اپنے لوگوں، برادریوں اور معیشت میں سرمایہ کاری کرتے ہیں۔

بجلی کی طلب میں کمی پیشی، گرتی قرضے اور ایندھن کی فراہمی میں رکاوٹوں جیسے صنعتی چیلنجز کے باوجود، EPQL نے قابل اعتماد بجلی کی پیداوار کو یقینی بناتے ہوئے 2024 میں اعلیٰ میرٹ آرڈر پوزیشن کو برقرار رکھا۔ ہم نے 100% قابل فروخت دستیابی عنصر حاصل کرنے کے ساتھ، 847 مینٹ الیکٹریکل آؤٹ پٹ اور موثر وصولی کے انتظام سے مضبوط مالیاتی استحکام کو برقرار رکھا۔

حفاظت اور ماحولیاتی ذمہ داری ہمارے کاموں کا بنیادی مرکز ہے۔ کمرشل آپریشن شروع ہونے کے بعد سے 2024 تک، ہم نے 11.2 ملین محفوظ اوقات کار کو کامیابی سے مکمل کیا۔ مجھے آپ کو یہ بتاتے ہوئے خوشی ہو رہی ہے کہ ہمیں نپہر کی HSE کارکردگی کی تخصیص کی رپورٹ میں ”غیر معمولی“ درجہ بندی سے نوازا گیا جو ملک بھر میں 164 لائسنس یافتہ کمپنیوں میں چوتھے نمبر پر ہے۔

ہمارے ملازمین ہمارا سب سے بڑا اثاثہ ہیں اور ہم ایک جامع اور مساوی کام کی جگہ کو فروغ دینے کے لیے برعزم ہیں۔ EPQL نے صنف کے اعتباراً تنخواہ کے فرق کو ختم کیا ہے اور خواتین ملازمین کی فلاح و بہبود پر مشتمل پالیسیاں متعارف کرائی ہیں، جن میں زچگی کے فوائد، بچوں کی دیکھ بھال کی سہولیات، اور ہر اسٹیج سے پاک ماحول جیسے اقدامات شامل ہیں۔ ہماری افرادی قوت نے اجتماعی طور پر قیادت، حکمت عملی اور تکنیکی مہارتوں پر مرکوز 1,960 تربیتی گھنٹے مکمل کئے ہیں۔ ہمارے 2024 کے سروے میں 85% مصروفیت کے انڈیکس کے ساتھ ملازمین کی مصروفیت قابل رشک رہی ہے۔

قادر پور گیس فیلڈ سے پرمیٹ گیس کی فراہمی کے لیے EPQL کا سوئی ناردرن گیس پائپ لائنز لمیٹڈ (SNGPL) کے ساتھ گیس کی فراہمی کا معاہدہ (GSA) ہے۔ تاہم، قادر پور گیس فیلڈ سے گیس کی کمی کو پورا کرنے کے لیے EPQL بدر گیس فیلڈ سے کم BTU والی گیس کی فراہمی کے لیے پیٹرولیم ایکسپلوریشن لمیٹڈ (PEL) کے ساتھ مصروف عمل ہے۔ نپہر نے پی ای ایل گیس کے لیے جزییشن لائسنس اور فیول لاگت کے اجزاء میں ترمیم کی منظوری دے دی ہے۔

اگست 2024 میں، ہم نے PEL کے ساتھ گیس کی فروخت اور خریداری کے معاہدے (GSPA) پر کامیابی سے دستخط کر دیے ہیں۔ اب ہم کنٹریکٹ میں اہم ترمیم کو لاگو کرنے کے لیے ضروری ریگولیٹری منظوری حاصل کرنے پر کام کر رہے ہیں۔ اس کے علاوہ، EPQL نے طویل مدتی پائیداری کے لیے ریگولیٹرز اور اسٹیک ہولڈرز کے ساتھ ایندھن کے اضافی آپشنز پر مشغولیت جاری رکھی۔

مزید برآں، حکومت کی انرجی ٹاسک فورس کمیٹی نے EPQL سمیت آئی پی بیز کے ساتھ پاور پراجیکٹس (PPAs) پر دوبارہ بات چیت شروع کی ہے۔ نومبر 2024 سے نافذ ایک مجوزہ ”ہائبرڈ ٹیک اینڈ پے“ ماڈل کے تحت، پاور خریدار بقایا وصولیوں کو 90 دنوں کے اندر ادا کریں گے۔ مئی 2025 میں نئے ٹیرف ماڈل کے تحت کم لاگت طریقہ کو اپنانے پر توجہ دے گی۔

آپریشنز کے علاوہ، EPQL سماجی ذمہ داری کے لیے کوشاں رہی ہے۔ اینگرو فاؤنڈیشن کے ذریعے، ہم آس پاس کی کمیونٹی کے لیے تعلیم، تکنیکی تربیت اور صحت کی دیکھ بھال میں سرمایہ کاری کرتے ہیں۔ 2024 میں، ہمارے پرائمری ہیلتھ کیئر سنٹر (PHC) نے 10,000 سے زائد مریضوں کو طبی سہولیات فراہم کیں، جبکہ گھونگی میں ہمارے اسکول نیٹ ورک نے 800 سے زائد طلباء کی تعلیم کو یقینی بنایا، جن میں سے 37% گرلز اسٹوڈنٹس تھیں۔ مزید برآں، پسماندہ علاقوں کی 15 لڑکیوں نے ٹیکنیکل ٹریننگ کالج (TTC) ڈیپارٹمنٹ میں الیکٹریکل انجینئرنگ میں تین سالہ ڈپلومہ کے لیے مکمل اسکالرشپ حاصل کی۔

علاوہ ازیں، میں EPQL کی انتظامیہ، ملازمین، صارفین، شراکت داروں اور اسٹیک ہولڈرز کا تہہ دل سے شکریہ ادا کرتا ہوں۔ آپ کا اعتماد اور عزم ہمیں ایک پائیدار اور خوشحال مستقبل کی طرف لے جاتا ہے۔ مجھے یقین ہے کہ پچھلے سالوں کی طرح 2025 بھی EPQL کے لیے کامیابی کا سال ہوگا، جہاں ہم پاکستان کی کامیابی کے لیے بھی کوششیں جاری رکھیں گے۔

آپ کا مخلص،



اطہر ابراہن خواجہ

چیئر مین، اینگرو پاور جن قادر پور لمیٹڈ (EPQL)

