



Annual Report
2015

Faith
Experience
Innovation
Growth



Ghani Global Glass Ltd.



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Company Overview





VISION

To be successful in this World and the Hereafter by utilizing the resources and commandments of ALLAH (ST) and ways/ teachings of Prophet MUHAMMAD (pbuh). We eventually through our efforts become a role model for other companies to the satisfaction of stakeholders.

MISSION

To achieve and maintain a high standard of quality product and customers' satisfaction in a manner that is superior to anyone by a wide margin and to become the leader amongst glass manufacturers.



CORE VALUES





CORPORATE INFORMATION

BOARD OF DIRECTORS

Atique Ahmad Khan
Masroor Ahmad Khan
Hafiz Farooq Ahmad
Mian Zahid Said
Rabia Atique
Saira Farooq
Farzand Ali

AUDIT COMMITTEE

Mian Zahid Said – Chairman
Hafiz Farooq Ahmad
Farzand Ali

COMPANY SECRETARY

Farzand Ali, FCS

AUDITORS

Rizwan & Company,
Chartered Accountants
Member Firm of DFK International

Chairman
Chief Executive Officer
Director
Director
Director
Director
Director

HR & R COMMITTEE

Mian Zahid Said – Chairman
Masroor Ahmad Khan
Hafiz Farooq Ahmad
Farzand Ali

CHIEF FINANCIAL OFFICER

Asim Mahmud, FCA

SHARE REGISTRAR

Vision Consulting Limited
1st Floor, 3-C, LDA Flats, Lawrence Road, LHR
Tel: 042-36375531, 36375339 Fax: 042-36312550

GLASS PLANT

52-K.M. Lahore Multan Road,
Phool Nagar Distt. Kasur
Ph: (049) 4510349-549, Fax: (049) 4510749
E-mail: glassplant@ghaniglobal.com

REGIONAL MARKETING OFFICE

301-302, 3rd Floor Yousaf Chamber,
KCHSU, Block 7/8, Near MCB Bank,
Shar-e-Faisal Karachi.
Phone: 021-34330595
Email: sales.south@ghaniglobal.com

REGISTERED/CORPORATE OFFICE

10-N, Model Town Ext. Lahore-54000, Pakistan
UAN: (042)111-ghani 1(442-641)
Phone: 042-35161424-5, Fax: 042-35160393
Email: info@ghaniglobal.com
Website: www.ghaniglobal.com

LEGAL ADVISOR

DSK Law, Lahore

BANKERS

Al Baraka Bank (Pakistan) Limited
Bank Al-Habib Limited
Bank Islami Pakistan Limited
Burj Bank Limited
Bank of Khyber
Dawood Islamic Bank Limited
Habib Metropolitan Bank Limited
MCB Bank Limited
Mezan Bank Limited
National Bank of Pakistan
United Bank Limited

CORPORATE SOCIAL RESPONSIBILITY



Corporate Social Responsibility (CSR) is undertaking the role of a "Corporate Citizen". It ensures that the business values and policies are aligned in such a way that it strikes a balance between improving and developing the wealth of business and contributing for betterment of society in an effective manner.

With the growth of our business, we endeavor to assume an even greater responsibility towards our society and stakeholders, including employees, their families and our business partners etc.

GGG is committed to both the sustainable business practices and its responsibilities as a corporate citizen. We believe that the Corporate Social Responsibility is primarily about conducting business in a transparent and ethical way that not only enhances value for all of our stakeholders but also supports the events that enhance the wellbeing of the community.

The Corporate Social Responsibilities and guidelines for corporate governance are steps in the right direction. The customer relation management is a strategic business philosophy and processes are rooted through ethical practices.

GGG supports a clean environment and motivates its customers for this cause.

GGG also tries its level best that business activities of customer must be environment-friendly and not be hazardous to that Society.

QUALITY MANAGEMENT SYSTEM

We are committed to ensure that the Ghani Global Glass become the industry leader in quality for every product and service it renders to all segments that it serves.

We have created an environment in which every employee is committed to providing the highest standard of personal efficiency .

We are carrying out our activities in a manner which:

- Uses the ISO 9001 quality management system to verify the quality and continuous improvement of our policies, procedures, work instructions and system, and
- Ensures that our products and services satisfy the highest standards through the application of best practices.

ISO - 9001 - 2008 Certified



Environment Management System



Ghani Global Glass!
commits to minimize any adverse
effect of its operation on the environment

"Go green for a better tomorrow, go recycling"

ISO 14001: 2004 Certified



European Technical Support

THE PRODUCTS

NEUTRAL BOROSILICATE GLASS
USP TYPE - I

CAPABLE TO PRODUCE: 5MM - 38MM (outer dia), 0.45MM - 1.50MM (wall thickness)

GLASS TUBING FOR AMPOULES



GLASS TUBING FOR VIALS



National Economy

Decades of internal political disputes and low levels of foreign investment have led to slow growth and under-development in Pakistan. Agriculture accounts for more than one-fourth of output and two-fifths of employment. Textiles account for most of Pakistan's export earnings, and Pakistan's failure to diversify its exports has left the country vulnerable to shifts in world demand. Unemployment was 6.0% in 2015, but this fails to capture the true picture, because much of the economy is informal and underemployment remains high. Pakistan's human development continues to lag behind most of the region.

The present government has since made modest progress by implementing fiscal and energy reforms, and in December 2014 the IMF described Pakistan's progress as broadly on track. Pakistan remains stuck in a low-income, low-growth trap, with growth about 4.2% during 2015 some marginal increase from 2014 which was 4.03%. Whereas Bangladesh has been growing at over 6pc for the past few years while India and China have been able to maintain average growth of 7pc in the last few years.

Policy makers of the country need to address the long-standing issues related to the government revenues and the electricity and natural gas sectors in order to spur the economic growth that will be necessary to employ its growing and rapidly urbanizing population, more than half of which is under 22. Other long term challenges include expanding investment in education and healthcare, adapting to the effects of climatic changes and natural disasters, and reducing dependence on the foreign donors.

Pakistan has been a relatively fast growing economy in comparison to other developing countries but has lagged far behind the dynamic economies of East Asia and China. The speed at which Pakistan successfully integrates into the global goods, services, financial and labor markets will determine the extent of benefit to external sector. In the absence of both diversifications of exports in composition as well as market the chances are that other countries will overtake us. The mindset, focus and efforts of the exporters in Pakistan have to undergo a radical change whereby attention to labor productivity, efficiency within the firm and plant, aggressive market and research and development should replace the traditional mode of looking to the government for concessions and subsidies. Supply of critical infrastructural facilities such as power, natural gas, pipelines and storage, roads and railways, urban mass transit, water supply and sewerage, ports and civil aviation have not kept pace with the growing demands of the industry commerce and general public. Government, despite increased development expenditures, would not be able to meet this demand in any meaningful way.

Once the Gawadar Port is fully operational and linked with the transport network of Central Asia Republics and China, the accrual of additional Economic gains to Pakistan in the coming decade shall be determined. The sooner this network, becomes effective and the Pak-China Economic Corridor network, with Chinese investment of USD46 billion, is completed the economy should be able to extract benefits of at least another 2 percentage point of GDP. The on going public and private investment projects such as construction of new dams and reservoirs, rehabilitation of canals, barrages and lining of water courses , new power generations plants, Iran Pakistan gas pipeline, Liquefied Natural Gas, oil refinery at Khalifa point, extensive road network in Baluchistan, new science and engineering universities, up-gradation of the quality of technical and vocational education, mass transit systems in Karachi and Lahore, and other projects if completed on time would give a big boost to the economy bridging some of the supply demand gaps.

Pakistan's Stock Market has achieved enormous growth during the current fiscal year as demonstrated by a sharp and impressive rise in KSE-100 index which was at the level of 29,344 at the end of last financial year and was closed at 34,398 level by the end of June 2015.

Stability in law and order situation in the business and financial hub of the country, successful operations against terrorism, and somehow capturing of the financial culprits of the nation have enlivened hope for some betterment in the economy as well.



Operations & Performance

Alhamdulillah your company has set up a brand new state-of-the-art glass tubing plant for manufacturing of glass tubes.

Plant is equipped with brand new machinery imported from world renowned manufacturers of glass manufacturing machinery from Italy, Japan, Germany, UK and China. Technical Know-How and Furnace Design of the plant is based on latest European technology namely "Kimbel" having handsome experience and patent name in glass Tubing field. Production capacity of the plant is 24 tons per day and 8400 tons per annum on 350 days / annum basis. Plant consists of two state-of-the-art glass tubing manufacturing lines to produce high quality European Standard tubing glass.

Tubing is used for manufacturing of Ampoules and Vials by the pharmaceutical industry itself and/ or being supplied by the Ampoules and Vial manufacturers to the Pharmaceutical Industry. In both the cases Glass Tubing is used as material to reshape as Ampoules and Vials.

After successful commissioning by the European experts the plant is under trial run operation and hopefully will commence commercial production shortly.

Expenses incurred and reflecting in profit and loss account are of administrative nature along with merger expenses. However due to better cash flow management these expenses have been set off with income generated from bank deposits. Accordingly we managed to earn the profit Rs. 1.475 million against loss Rs. 0.481 million during last year. A comparison of the key financial results of your company for the year ended June 30, 2015 is as under:

| Rupees in '000 | | |
|-----------------------------|---------|-------|
| | 2015 | 2014 |
| Administrative expenses | 5,266 | 435 |
| Other operating expense | 1,583 | 93 |
| Operating loss | (6,849) | (529) |
| Other income | 4,234 | 53 |
| Taxation | 4,409 | 0 |
| Profit/ loss after taxation | 1,475 | (481) |

Accordingly we have achieved earnings per share (EPS) Rs. 0.03 (2014: Rs. 0.01) if compared with the last year on account of aforementioned factors.



Sales & Marketing

At present, major share of the country's requirement is met through imports from different countries. Your company has envisaged to cater the import as well as local market and will supply international standard quality product with competitive prices.

Your company has hired the services of a highly qualified and experienced team of professionals to market and sale the products. Alhamdulillah we have received very positive response from the market for supply of local high quality products. In addition to local market our team of professionals have planned to cater export business from SAARC, Middle East and African countries.

How is 2016 looking?

Alhamdulillah the management of your company is committed to the projected results. Customers are waiting for products of your company and it is expected that import of glass tubing will be discouraged and the country will also be benefited by saving in import bill. After formal entry in the market we are seeing planned business and also expecting resistance from importers. However we are committed to be the most reliable supplier in the market without compromising on quality and safety. Our teams are committed to our ambition of becoming the recognized Pakistan leader in our industry.

The country has been experiencing continuous energy crisis, however, the situation is improving to some extent. To overcome energy crisis GGG has been utilizing multiple resources to ensure the continuity of production.

Overall economy seems to be on the right path after improvement of law and order situation in the wake of military and rangers operations. Government's concentration on economic reforms, startup of Pak-China Economic Corridor project and improvement in energy crisis will help improve the business activities.

Pay Out to the Shareholders

The management of your Company strongly believes in passing on the return of investment to their shareholders. However pay out to the shareholders will be recommended on earnings of profit by the company through formal business activities, "In Sha Allah".

Riba-Free Business

Alhamdulillah at GGG all the business transactions and financial deeds are ensured in accordance with the SHARIA.

Safety, Health, Environment & Quality (SHEQ)

Safety first is the number one objective of Ghani Global Glass, it is incumbent upon the company and the management to ensure that all the employees, customers and visitors coming to the site, go back to their families in safe conditions. All the safety programs, have been installed. To ensure continuity in the safety programs a full time safety engineer is on board who ensures that all the safety aspects including human, machines buildings, packing, vehicles and storage are met and taken care of.

Quality Management System

Ghani Global Glass is highly focused on quality standards. Your company has adopted the world's best quality management system ISO-9001:2008. Certification of the system has been obtained from world's known "UEAS".

Environmental Quality Management System

Ghani Global Glass is environmentally alive and is ensuring zero air, water and ground pollution. The company is maintaining gardens and plants at the site to make the work place attractive and give comfortable environment to the employees, visitors and customers. Certification of the system has been obtained from world's known "UEAS".

Human Resource

Development of Human Resources is one of the priority areas in Ghani Global Glass as the management considers human capital as the most precious asset of the Company. Alhamdulillah Ghani Global Glass has hired highly qualified, experienced staff and all areas such as marketing, plant operations, furnace, quality assurance, finance and corporate have been covered.

Training and Development

To ensure the high standard of performance, the GGG plans to conduct on-job and regular classroom training sessions, covering operation and maintenance of plant/equipments, quality assurance and contamination free packing, on regular basis.

Customer Satisfaction

Ghani Global Glass is committed to have high focus on quality, environment and safety standards. In addition to Lahore, your company has setup marketing office in Karachi to the entire satisfaction of the customers.

Contribution to National Exchequer

During the year under review Ghani Global Glass has contributed Rs. 90.275 million (2014: Rs. 0.531 million) in shape of taxes, duties and levies paid to central, provincial government and local authorities.

Statutory Auditors of the Company

The present auditors M/s. Rizwan & Company, Chartered Accountants retire and offer themselves for re-appointment. As suggested by the Audit Committee, the Board of Directors has recommended their re-appointment as auditors of the Company for the year ending June 30, 2016.

Staff Retirement Benefit

Ghani Global Glass operates a funded contributory Provident Fund Scheme for its employees and contributions based on salaries of the employees are made to the fund on monthly basis.

Approval of Libaas Textile Limited

After unanimous approval of merger scheme by the shareholders of Libaas Textile Limited (LTL) and your company

in the extra-ordinary general meetings separately held on 12 December 2015, the Honourable Lahore High Court, Lahore sanctioned the scheme for merger / amalgamation of LTL with and into your company. The merger has been effected from 01 July 2014. Accordingly 2,000,000 ordinary shares of your company have been allotted to the shareholders of LTL in compliance with the swap ratio (01 share of Ghani Global Glass Limited against every 02 shares of LTL) sanctioned by the Court. Alhamdulillah all post-merger formalities have been successfully completed.

Listing of Ghani Global Glass

After completion of all formalities of the CDC and the stock exchanges and issuance of shares to the shareholders of LTL, your company was formally listed at Karachi and Lahore stock exchanges on 27 May 2015.

Share Price Trend

After formal listing, share price of Rs.10 each of your company opened on May 27, 2015 at Rs. 15.00 and at one stage rose as high as Rs. 20.97 during June 2015 and closed at Rs. 18.74 as on June 30, 2015.

Compliance with the Code of Corporate Governance

Ghani Global Glass has adopted the requirements of the code of Corporate Governance set out by the Karachi Stock Exchange in their Rule Book, relevant for the year ended June 30, 2015 and have been duly complied with.

Statement of Compliance with the Best Practices of Code of Corporate Governance

The Statement of Compliance with best practices of Code of Corporate Governance is annexed.

Code of Conduct

The board of Ghani Global Glass has adopted separate code of conduct for its Board of Directors and the employees. All concerns are informed of these codes and are required to observe the rules of conduct in relation to customers, suppliers and regulations.

Audit Committee

An audit committee of the Board has been in existence in accordance with the Code of Corporate Governance. The Audit Committee has its terms of reference which were determined by the Board of Directors in accordance with the guidelines provided in the Listing Regulations.

After formal listing from 27 May 2015, one meeting of the audit committee was held during the year ended June 30, 2015.

Relations with Stakeholder

Ghani Global Glass is committed to establishing mutually beneficial relations with all suppliers, bankers, employees, stock exchanges, SECP and other business partners of the Company. Alhamdulillah during the period under review relations with all stakeholders remained cordial.

Corporate Social Responsibility

GGG is committed to both sustainable business practices and its responsibilities as a corporate citizen. We believe that Corporate Social Responsibility is primarily about conducting business in a transparent and ethical way that not only enhances value of all of our stakeholders but also gives support to the events that enhance the well-being of the community.

Your company has established Corporate Social Responsibility and guidelines for corporate governance. Customer relation management is a strategic business philosophy and processes will be ensured to be rooted through the ethical practice.

GGG also supports a clean environment and shall motivate its customers for this cause. GGG shall try its level best that business activities of customers must be environment-friendly and not be hazardous to the society.

Ghani Global Glass endeavors to be a trusted corporate entity and fulfills the responsibility towards the environment and society in general.

Board of Directors

The present board of directors has been elected under section 178 of the Companies Ordinance, 1984 in the annual general meeting held on October 31, 2014 for a term of three years commencing from October 31, 2014.

Composition of the present board of directors is as under:

| | |
|----------------------------------|-----------|
| Independent director | 01 |
| Non-Executive directors | 06 |
| Executive directors | - |
| Total number of directors | 07 |

The Chairman board of directors is among the non-executive directors.

The Board of Directors, have responsibility to independently and transparently monitor the performance of the company and take strategic decisions to achieve sustainable growth in the company value.

A written notice of the board meeting along with working papers was sent to the members seven days before meetings. A total of five meetings of the Board of Directors were held during the year ended June 30, 2015.



The attendance of the board members¹ is as follows:

| Name of the Director | No. of meeting attended |
|----------------------|-------------------------|
| Masroor Ahmad Khan | 05 |
| Atique Ahmad Khan | 05 |
| Hafiz Farooq Ahmad | 05 |
| Rabia Atique | 04 |
| Saira Farooq | 03 |
| Farzand Ali | 05 |
| Mazir Ahmad | 05 |

¹ Resigned on 19 September 2015. To fill the casual vacancy, Mian Zahid Said has been appointed as Independent Director with effect from 22 September 2015.

Remunerations to the CEO

During the year under review, no remuneration has been paid to the CEO of the Company.

Corporate and financial framework

In compliance with the code of Corporate Governance, we give statement of Corporate and financial reporting framework;

- The financial statements together with the notes thereon have been drawn up by the management in conformity with the companies Ordinance, 1984. These statements present fairly the Company's state of affairs, the result of its operations, cash flow and changes in equity.
- Proper books of account have been maintained by the company.
- Appropriate accounting policies have consistently applied in the preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards, as applicable in Pakistan, have been followed in the preparation of financial statements and any departure there from has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the company's ability to continue as a going concern.
- There has been no material departure from the best practices of Corporate Governance, as detailed in the listing regulations.
- There has been no departure from the best practices of transfer pricing.
- Information about taxes and levies is given in the notes of accounts.
- The value of investments and bank balances in respect of staff retirement benefits.
Provident Fund Rs. 6.813 million (2014:Rs. NIL).

Pattern of shareholding under code of corporate governance

A statement of the pattern of shareholding of certain class of shareholders as at June 30, 2015, whose disclosure is required under the reporting framework, is included in the annexed shareholder's information.

Post balance sheet events

No material changes or commitments affecting the financial position of the company have occurred between the end of financial year of the company and date of this report except commencement of trial run operation by the company.


CODE OF CONDUCT

Acknowledgement

The directors express their deep appreciation to the dedication of company's employees to their professional obligations and cooperation by the bankers and government agencies.

We thank our shareholders who reposed their confidence on management of the company, the officials of the SECP, the Karachi and Lahore Stock Exchanges and pray for a better future for them and the Company.

For and on behalf of the Board of Directors



Atique Ahmad Khan
Chairman

Lahore
October 03, 2015

Ghani Global Glass Limited (the Company) is engaged in the manufacturing international quality Glass tubing and import substitute with the objective to achieve sustainable productivity, profitability and high standards of safety, occupational health and environmental care. This entails human resource development, enhancing value addition, implementing conservation measures and growth by up-graduation and addition of newer generation technologies.

The Company requires all its Board Members and Employees to act within the authority conferred upon them and in the best interests of the Company and observe all the Company's policies and procedures as well as relevant laws and regulations, as are applicable in individual capacity or otherwise, but not limited to the corporate value, business principles and the acceptable and unacceptable behavior (hereinafter called the Company's Code of Conduct) embodied in this document.

The Company believes that the credibility, goodwill and repute earned over the year by the Group can be maintained through continued conviction in our corporate values of honesty, justice, integrity and respect for people. The Company strongly promotes trust, openness, teamwork and professionalism in its entire business activities.

- The business principles are derived from the above stated corporate values and are applied to all facets of business through well-established procedures. These procedures define behavior expected from each employee in the discharge of his/her responsibility.
- Ghani Global Glass recognizes following obligations, which need to be discharged with best efforts, commitment and efficiency:
 - Safeguarding of shareholders' interest and a suitable return on equity.
 - Service customers by providing product, which offer value in terms of price, quality, safety and environment impact.
 - Respect human rights, provide congenial working environment, offer competitive terms of employment, develop human resource and be an equal opportunity employer.
 - Seek mutually beneficial business relationship with contractors, suppliers and investment partners.
- The Company believes that profit is essential for business survival. It is a measure of efficiency and the value that the customer places on products and services produced by the Company.
- The Company requires honesty and fairness in all aspects of its business and in its relationships with all those with whom it does business. The direct or indirect offer, payment, soliciting and accepting of bribe in any form is undesirable.
- The Company is fully committed to reliability and accuracy of financial statement and transparency of transactions in accordance with established procedures and practices.
- The Company does not support any political party or contribute funds to groups having political interests. The Company will however, promote its legitimate business interests through trade associations.

The Company will however, promote its legitimate business interests through trade associations.

- The Company, consistent with its commitments to sustainable developments, has a systematic approach to the management of health, safety and environment.
- The Company is committed to observe laws of Pakistan and is fully aware of its social responsibility. It would assist the community in activities such as education, sports, environment preservation, training programs, skill development and employment within the parameters of its commercial objectives.
- The Company supports free market system. It seeks to compete fairly and ethically within the framework of applicable competition laws in the country. The Company will not stop others from competing freely with it.
- In view of the critical importance of its business and impact on national economy, the Company provides all relevant information about its activities to legitimate interested parties, subject to any overriding constraints of confidentiality and cost.
- The company requires all its board members and employees to essentially avoid conflict of interest between private financial and/or other activities and their professional role in the conduct of company business.
- No board member or employee shall in any manner disclose to any person or cause disclosure of any information or documents, official or otherwise, relating to the company, except those published, and unless he/she is authorized by the management.
- All papers, books, drawings, sketches, photographs, documents and similar papers containing analysis, formulas, notes or information relating to the company's business affairs or operations shall always be treated as the company property, whether prepared by the employee or otherwise and no employee shall be permitted to carry any of these outside business premises unless specifically authorized to do so by the management.
- The company's property, funds facilities and services must be used only for authorized purposes.
- The board members or employees of the company specifically those coming in direct contact with the vendors doing or seeking to do business with the Company shall not receive favours or incur obligations. In case any contractor/supplier to have business relations with the company happen to be a relative of an official who is entrusted the responsibility of opening/evaluation/award of supply/contract job or with execution or certification of material/services, he/she shall immediately bring the fact to the notice of Chief Executive Officer who may entrust the responsibility to another.
- Each employee shall devote his full time and energy exclusively to the business and interests of the Company. In particular, no employee (including those on leave) unless otherwise permitted by the Company, shall directly or indirectly engage in any other profession or business or enter the services of or be employed in any capacity for any purpose whatsoever and for any part of his time by any other person,

government department, firm or company and /or shall not have any private financial dealing with any other persons or firms having business relations with the company for sale or purchase of any material or equipment or supply of labour or for any other purpose. Every employee shall hold himself in readiness to perform any duties required of him by his/her superiors to the best of his/her ability.

- No board member or employee of the Company shall, directly or indirectly, deal in the shares of the Company in any manner during the closed period, as determined and informed by the Company.
- No board member or employee of the Company shall practice insider trading.

Without prejudice to any penal action defined in any statute, as applicable, against any kind of non-compliance/violations, non compliance with the Company's Code of Conduct may expose the person involved to disciplinary actions as Company's rules and/or as determined by the management or the Board of Directors, as the case may be, on case to case basis.

On behalf of the Board of Directors

Atique Ahmad Khan
Chairman

STATEMENT OF COMPLIANCE WITH CODE OF CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 30 JUNE 2015

This statement is being presented to comply with the Code of Corporate Governance (CCG) contained in regulation No. 5.19.23 of Karachi Stock Exchange Rule Book and Chapter XIII of listing regulation of Lahore Stock Exchange for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The company has applied the principles contained in the CCG in the following manner:

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

| Category | Names |
|-------------------------|--|
| Independent Director | Mian Zahid Said |
| Non-Executive Directors | Masroor Ahmad Khan Atique Ahmad Khan Hafiz Farooq Ahmad Rabia Atique Saira Farooq Farzand Ali |



The independent director meets the criteria of independence as contained in the Code.


- The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company (excluding the listed subsidiaries of listed holding companies where applicable).
- All the resident directors of the company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFIs or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
- A casual vacancy on the board is filled up by the directors within 90 days.
- 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.
- The board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.
- All the powers of the board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the CEO, other executive and non-executive directors, have been taken by the board/shareholders.

- 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 and the board met at least once in every quarter. Written notices of the board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
- All the Directors on the Board are well conversant with the listing regulations, legal requirements and operational imperatives of the company, and as such are fully aware of their duties and responsibilities. The Board arranged training program for one of its directors.
- The Board has approved appointment of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms & conditions of employment.
- The directors' report for this year has been prepared in compliance with the requirements of the CCG and fully describes the salient matters required to be disclosed.
- The financial statements of the company were duly endorsed by CEO and CFO before approval of the board.
- The directors, CEO and executives do not hold any interest in the shares of the company other than that disclosed in the pattern of shareholding.
- The company has complied with all the corporate and financial reporting requirements of the CCG.
- The board has formed an Audit Committee. It comprises three members, of whom two directors are non-executive and one is independent.
- The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the company and as required by the CCG. The terms of reference of the committee have been formed and advised to the committee for compliance.
- The board has formed an HR and Remuneration Committee. It comprises four members of whom one director is executive, two are non-executive and one is independent.
- The board has set up an effective internal audit function/ or has outsourced the internal audit function managed by suitably qualified and experienced personnel who are conversant with the policies and procedures of the company.
- The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.

REVIEW REPORT TO THE MEMBERS ON THE STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

20. The statutory auditors or the persons associated with them have not been appointed to providing other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
21. The 'closed period', prior to the announcement of interim/final results, and business decisions, which may materially affect the market price of company's securities, was determined and intimated to directors, employees and stock exchange(s).
22. Material/price sensitive information has been disseminated among all market participants at once through stock exchange(s).
23. We confirm that all other material principles enshrined in the CCG have been complied with.

On behalf of the Board of Directors


 (ATIQUE AHMAD KHAN)
 Chairman

Lahore
October 03, 2015.

We have reviewed the Statement of Compliance (the Statement) with the best practices contained in the Code of Corporate Governance (the Code) for the year ended **30 June 2015** prepared by the Board of Directors of **GHAMI GLOBAL GLASS LIMITED** (the Company) comply with the regulations of the respective Stock Exchanges, where the Company is listed.

The responsibility for compliance with the Code is that of the Board of Directors of Company. Our responsibility is to review, to extent where such compliance can objectively be verified, whether the Statement reflects the status of the Company's compliance with the provisions of the Code and report if it does not. A review is limited primarily to inquiries of the Company personnel and review of various documents prepared by the Company to comply with the code.

As part of our audit of 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's audit approach. We have not carried out any special review of the internal control systems to enable us to express an opinion as to whether the Board's statement on internal control covers all controls and the effectiveness of such internal controls.

Further, Listing Regulations of Karachi Stock Exchange requires the Company to place before the Board of Directors for their consideration and approval, related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail in arm's length transactions and transactions which are not executed at arm's length price, recording proper justification for using such alternate pricing mechanism. Further, all such transactions are also required to be separately placed before the audit committee. We are only required and have ensured compliance requirement to the extent of approval of related party transactions by the Board Directors and placement of such transactions before the audit committee. We have not carried out any procedures to determine whether the related party transactions were undertaken at arm's length price or not.

Based on our review, nothing has come to our attention which causes us to believe that the Statement does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code for the year ended **30 June 2015**.

Lahore: 03 OCT 2015


 Rizwan & Company
 Chartered Accountants

TERMS OF REFERENCE OF THE AUDIT COMMITTEE

The Board has constituted a fully functional Audit Committee. The features of the terms of reference of the Committee in accordance with the Code of Corporate Governance are as follows:

- a) Determination of appropriate measures to safeguard the company's assets;
- b) Review of preliminary announcements of results prior to publication;
- c) Review of quarterly, half-yearly and annual financial statements of the company, prior to their approval by the Board of Directors, focusing on:
 - major judgmental areas;
 - significant adjustments resulting from the audit;
 - the going concern assumption;
 - any changes in accounting policies and practices;
 - compliance with applicable accounting standards;
 - compliance with listing regulations and other statutory and regulatory requirements; and
 - significant related party transactions
- d) Facilitating the external audit and discussion with the external auditors of major observations arising from the interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary);
- e) Review of management letter issued by external auditors and managements response thereto;
- f) Ensuring coordination between the internal and external auditors;
- g) Review of the scope and extent of internal audit and ensuring that the internal audit function has adequate resources and is appropriately placed;
- h) Consideration of major findings of internal investigations of activities characterized by fraud, corruption and abuse of power and management's response thereto;
- i) Ascertaining that the internal control systems including financial and operational controls, accounting systems for timely and appropriate recording of purchases and sales, receipts and payments, assets and liabilities and reporting structure are adequate and effective;
- j) Review of company's statement on internal control systems prior to endorsement by the Board of Directors and internal audit reports;
- k) Instituting special projects, value for money studies or other investigations on any matter specified by the Board of Directors, in consultation with the Chief Executive and to consider remittance of any matter to the external auditors or to any other external body;
- l) Determination of compliance with relevant statutory requirements;
- m) Monitoring compliance with the best practices of corporate governance and identification of significant violations thereof;
- n) Consideration of any other issue or matter as may be assigned by the Board of Directors; and
- o) Recommend to the Board of Directors the appointment of external auditors, their removal, audit fees, the provision by the external auditors of any service to the company in addition to audit of its financial statements.

TERMS OF REFERENCE OF HUMAN RESOURCE AND REMUNERATION (HR&R) COMMITTEE

The Board adopted the responsibilities contained in clause (xxv) of the Code 2012 from (i) to (iv) as the Terms of Reference (TOR) of the HR&R Committee.

The committee shall be responsible for:

- i) recommending human resource management policies to the board;
- ii) recommending to the board the selection, evaluation, compensation (including retirement benefits) and succession planning of the CEO;
- iii) recommending to the board the selection, evaluation, compensation (including retirement benefits) of Chief Executive Officer, Working Director(s), Company Secretary, and Head of Internal Audit; and
- iv) consideration and approval on recommendations of CEO on such matters for key management positions who report to the CEO or MD.

SIX YEARS AT A GLANCE

| | 2015 | 2014 | 2013 | 2012 | 2011 | 2010 |
|--------------------------------------|---------------|-------------|-------------|-------------|-------------|-------------|
| Profit and Loss Account | | | | | | |
| Administrative and general expenses | (5,265,905) | (528,721) | (397,402) | (518,154) | (667,202) | (816,900) |
| Other operating expenses | - | (5,193) | (679) | (459) | (568) | (960) |
| Other income | 4,233,666 | 53,375 | 486,565 | 407,026 | 1,717 | 5,737 |
| Provision for taxation | 4,409,434 | - | (2,319) | - | - | - |
| Profit/ (loss) after taxation | 1,475,041 | (480,539) | 66,165 | 111,587 | 666,053 | 812,123 |
| Earning per share- basic and diluted | 0.03 | (0.02) | 0.00 | 0.00 | (0.02) | (0.03) |
| Balance Sheet | | | | | | |
| Share Capital | 500,000,000 | 480,000,000 | 310,000,000 | 310,000,000 | 310,000,000 | 300,000,000 |
| Shareholders Equity | 490,567,384 | 469,092,343 | 299,572,882 | 299,506,717 | 300,035,304 | 298,744,357 |
| Fixed Assets including in process | 1,106,509,355 | 314,943,895 | 303,492,770 | 299,809,026 | 300,733,112 | 299,529,691 |
| Current Assets | 124,602,674 | 161,854,200 | 1,567,872 | 1,262,245 | 795,916 | 650,390 |
| Current Liabilities | 141,673,885 | 7,925,932 | 928,140 | 921,334 | 850,921 | 865,724 |



ANNUAL AUDITED
FINANCIAL STATEMENTS

INVEST IN STOCK MARKET WITH CONFIDENCE



To protect your assets, we advise you to follow the guidelines below:

- You cannot trade unless you have a Central Depository Company (CDC) Account
- Use Central Depository Company (CDC), free-of-cost eAlert, eStatement and SMS "Alert" services. Make sure that your correct mobile number and email address is entered in Central Depository System to ensure receipt of alert every time you move your securities from your account
- Ensure the correctness of securities balances and their status appearing in the statement received from the broker by comparing it with a statement directly obtained from CDC (Physical or eStatement)
- Please make sure that updated contact details are appearing in Central Depository System (contact details include: mailing address, email address and phone / mobile number); You can ensure this by obtaining registration details from CDC Web Access or Physical reports from any CDC office



For more information or to get registered in Investor Awareness Programs contact us on 800-2375 (CDCPL) or Email us at info@cdcpak.com



AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **GHANI GLOBAL GLASS LIMITED** as at **30 JUNE 2015** and the related profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended 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 our audit.

It is the responsibility of the company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that —

- In our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;
- In our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;
- In our opinion —
 - The balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of accounts and are further in accordance with accounting policies consistently applied;
 - The expenditure incurred during the year was for the purpose of the company's business; and
 - The business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the company;
- In our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company's affairs as at **30 June 2015** and of the profit, comprehensive profit, its cash flows and changes in equity for the year then ended; and
- In our opinion no Zakat deductible at source under the Zakat and Ushr ordinance, 1980 (XVIII of 1980).

Lahore: 03 OCT 2015


Rizwan & Company
Chartered Accountants
Engagement Partner: Usman Sheikh

BALANCE SHEET

AS AT 30 JUNE 2015

| ASSETS | Note | 2015 | 2014 |
|--|------|---------------|--------------|
| | | (Rupees) | |
| Non-current assets | | | |
| Property, plant and equipment | 6 | 1,078,046,249 | 314,943,895 |
| Intangible assets | 7 | 19,794,072 | - |
| Long term deposits and prepayments | 8 | 4,259,600 | 313,600 |
| Deferred taxation | 9 | 4,409,434 | - |
| | | 1,106,509,355 | 315,257,295 |
| Current assets | | | |
| Stores, spare parts and loose tools | 10 | 9,437,984 | 33,109 |
| Stock in trade | 11 | 14,119,916 | - |
| Balance with statutory authorities | 12 | 52,058,422 | 461,825 |
| Loans and advances | 13 | 16,257,765 | 319,690 |
| Trade deposits and short term prepayments | 14 | 22,759,156 | 27,645,211 |
| Other receivables | 15 | 74,680 | 37,923 |
| Advance tax | | 3,081,023 | 217,903 |
| Cash and bank balances | 16 | 6,813,728 | 133,138,739 |
| | | 124,602,674 | 161,854,200 |
| TOTAL ASSETS | | 1,231,112,029 | 477,111,495 |
| EQUITY AND LIABILITIES | | | |
| Share capital and reserves | | | |
| Authorized share capital | | | |
| 650,000,000 (2014: 600,000,000) ordinary shares of Rs. 10 each | | 650,000,000 | 600,000,000 |
| Issued, subscribed and paid up share capital | 17 | 500,000,000 | 480,000,000 |
| Unappropriated profit / (loss) | | (9,432,616) | (10,907,657) |
| Total equity | | 490,567,384 | 469,092,343 |
| Non-current liabilities | | | |
| Long term financing | 18 | 553,570,760 | - |
| Loan from sponsors | 19 | 45,300,000 | 93,220 |
| | | 598,870,760 | 93,220 |
| Current liabilities | | | |
| Trade and other payables | 20 | 97,877,822 | 7,925,932 |
| Accrued profit on financing | | 15,927,596 | - |
| Short term borrowings | 21 | 27,868,467 | - |
| | | 141,673,885 | 7,925,932 |
| Total liabilities | | 740,544,645 | 8,019,152 |
| TOTAL EQUITY AND LIABILITIES | | 1,231,112,029 | 477,111,495 |
| CONTINGENCIES AND COMMITMENTS | 22 | - | - |

The annexed notes from 1 to 38 form an integral part of these financial statements.

Statement under section 241(2) of the Companies Ordinance, 1984:

These financial statements have been signed by two Directors instead of Chief Executive Officer and one Director as the Chief Executive Officer is not for the time being in Pakistan.

ATIQUE AHMAD KHAN
(DIRECTOR)

HAFIZ FAROOQ AHMAD
(DIRECTOR)

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 30 JUNE 2015

| | Note | 2015 | 2014 |
|---------------------------------|------|-------------|-----------|
| | | (Rupees) | |
| Administrative expenses | 23 | (5,265,905) | (435,721) |
| Other operating expenses | 24 | (1,582,917) | (93,000) |
| | | (6,848,822) | (528,721) |
| Other income | 25 | 4,233,666 | 53,375 |
| | | (2,615,156) | (475,346) |
| Finance cost | 26 | (319,237) | (5,193) |
| Profit / (loss) before taxation | | (2,934,393) | (480,539) |
| Taxation | 27 | 4,409,434 | - |
| Profit / (loss) after taxation | | 1,475,041 | (480,539) |
| Earnings per share | | | |
| - basic and diluted | 28 | 0.03 | (0.01) |

The annexed notes from 1 to 38 form an integral part of these financial statements.

Statement under section 241(2) of the Companies Ordinance, 1984:

These financial statements have been signed by two Directors instead of Chief Executive Officer and one Director as the Chief Executive Officer is not for the time being in Pakistan.

ATIQUE AHMAD KHAN
(DIRECTOR)

HAFIZ FAROOQ AHMAD
(DIRECTOR)

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2015

| | 2015 | 2014 |
|--|-----------|-----------|
| | (Rupees) | |
| Net profit / (loss) for the year | 1,475,041 | (480,539) |
| Other comprehensive income / (loss) | - | - |
| Total comprehensive income / (loss) for the year | 1,475,041 | (480,539) |

The annexed notes from 1 to 38 form an integral part of these financial statements.

Statement under section 241(2) of the Companies Ordinance, 1984:

These financial statements have been signed by two Directors instead of Chief Executive Officer and one Director as the Chief Executive Officer is not for the time being in Pakistan.

ATIQUE AHMAD KHAN
(DIRECTOR)

HAFIZ FAROOQ AHMAD
(DIRECTOR)

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2015

| | Share capital | Unappropriated profit / (loss) | Total |
|---|---------------|--------------------------------|-------------|
| | (Rupees) | | |
| Balance as at 30 June 2013 | 310,000,000 | (10,427,118) | 299,572,882 |
| Net profit / (loss) for the year | - | (480,539) | (480,539) |
| Other comprehensive income / (loss) for the year | - | - | - |
| Total comprehensive income / (loss) | - | (480,539) | (480,539) |
| Transactions with owners: | | | |
| Shares issued during the year | 170,000,000 | - | 170,000,000 |
| | 170,000,000 | - | 170,000,000 |
| Balance as at 30 June 2014 | 480,000,000 | (10,907,657) | 469,092,343 |
| Net profit / (loss) for the year | - | 1,475,041 | 1,475,041 |
| Other comprehensive income / (loss) for the year | - | - | - |
| Total comprehensive income / (loss) | - | 1,475,041 | 1,475,041 |
| Transactions with owners: | | | |
| Shares issued during the year pursuant to merger with Libas Textile Limited | 20,000,000 | - | 20,000,000 |
| | 20,000,000 | - | 20,000,000 |
| Balance as at 30 June 2015 | 500,000,000 | (9,432,616) | 490,567,384 |

The annexed notes from 1 to 38 form an integral part of these financial statements.

Statement under section 241(2) of the Companies Ordinance, 1984:

These financial statements have been signed by two Directors instead of Chief Executive Officer and one Director as the Chief Executive Officer is not for the time being in Pakistan.

ATIQUE AHMAD KHAN
(DIRECTOR)

HAFIZ FAROOQ AHMAD
(DIRECTOR)

CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 JUNE 2015

| Note | 2015 (Rupees) | 2014 |
|---|----------------------|---------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Cash generated from/ (used in) operating activities | 29 1,423,540 | (21,340,526) |
| Finance cost paid | (14,429,477) | (5,193) |
| Income tax paid | (2,835,490) | (5,044) |
| | (17,264,967) | (10,237) |
| Net cash from / (used in) operating activities | (15,841,427) | (21,350,763) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchase of property, plant and equipment | (17,349,265) | - |
| Addition in capital work in progress | (717,142,782) | (11,689,692) |
| Proceeds from disposal of property, plant and equipment | 950,000 | - |
| Long term deposits received / (paid) | (3,946,000) | - |
| Net cash used in investing activities | (737,488,047) | (11,689,692) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from issue of shares | - | 170,000,000 |
| Share deposit money | (5,510,000) | - |
| Long term financing - net | 553,570,760 | - |
| Loan from sponsors - net | 45,206,780 | (4,780,000) |
| Short term investment realized | 5,745,966 | - |
| Short term borrowings | 27,868,467 | - |
| Net cash generated from financing activities | 626,881,973 | 165,220,000 |
| Net increase / (decrease) in cash and cash equivalents | (126,447,501) | 132,179,545 |
| Cash and cash equivalents at the beginning of the year | 133,138,739 | 959,194 |
| Acquired due to business combination | 122,490 | - |
| Cash and cash equivalents at the end of the year | 6,813,728 | 133,138,739 |

The annexed notes from 1 to 38 form an integral part of these financial statements.

Statement under section 241(2) of the Companies Ordinance, 1984:

These financial statements have been signed by two Directors instead of Chief Executive Officer and one Director as the Chief Executive Officer is not for the time being in Pakistan.


ATIQUE AHMAD KHAN
(DIRECTOR)


HAFIZ FAROOQ AHMAD
(DIRECTOR)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2015

1 THE COMPANY AND ITS OPERATIONS

The Company was incorporated in Pakistan under the Companies Ordinance, 1984 as a private limited company on October 04, 2007 as Ghani Tableware (Private) Limited. Its status was changed to public unlisted company, consequently its name was changed to Ghani Tableware Limited as on July 24, 2007. Name of the Company was further changed to Ghani Global Glass Limited on January 14, 2009. Its registered office is situated at 10- N, Model Town Extension, Lahore. The Company is setting up plant for manufacturing of tubing and glass ware.

2 AMALGAMATION OF LIBAAS TEXTILE LIMITED WITH AND INTO THE COMPANY

The Board of Directors of the Company in their meeting approved the Scheme of Arrangement (the Scheme) of Libaas Textile Limited (LTL) into the Company. The Scheme was unanimously approved by the shareholders of both companies on 12 December 2014, in compliance with Honorable Lahore High Court, Lahore order.

2.1 Main features of Scheme of Arrangement:

Pursuant to the approval of Honorable Lahore High Court, Lahore on 27 January 2015, the entire undertaking of LTL including property, assets, liabilities and its rights and obligations including listing status with Karachi Stock Exchange, Lahore Stock Exchange and CDS rights with Central Depository Company of Pakistan Limited have been merged into and vested in the Company with effect from 01 July 2014 (the acquisition date). In consideration for the amalgamation, the Company issued and allotted 2,000,000 fully paid ordinary shares of Rupees 10 each to the registered shareholders of LTL in the ratio of 1 ordinary share of the Company for 2 ordinary share of LTL, which will rank pari passu with the existing shares of the Company.

The authorized capital of LTL shall upon completion of merger be deemed to have merged with the authorized capital of the Company so that the authorized capital of the Company shall be Rupees 650 million divided into 65 million ordinary shares of Rupees 10 each.

The amalgamation of LTL with and into the Company will rationalize business structure, bring economies of scale and significantly improve the flexibility, efficiency and financial strength of the Company.

2.2 Accounting for Scheme of Arrangement:

The amalgamation of LTL with and into the Company is a business combination of entities under common control and therefore outside the scope of IFRS - 3 - Business Combinations. However, the Scheme has been accounted for in these financial statements using "acquisition method" which requires to combine the financial results of LTL and the Company as at the acquisition date, consequently, current year figures present the merged position of both companies.

3 STATEMENT OF COMPLIANCE

3.1 These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

3.2 NEW ACCOUNTING STANDARDS AND IFRS INTERPRETATIONS THAT ARE NOT YET EFFECTIVE

The following International Financial Reporting Standards and Interpretations as notified by the Securities and Exchange Commission of Pakistan are only effective for accounting periods, beginning on or after the date mentioned against each of them:

| | Effective date (accounting periods beginning on or after) |
|---|--|
| Amendments to IFRS 5 Non-current Assets Held for Sale and Discontinued Operations | 01 July 2016 |
| Amendments to IFRS 7 Financial Instruments: Disclosures | 01 July 2016 |
| IFRS 10 Consolidated Financial Statements | 01 January 2015 |
| IFRS 11 Joint Arrangements | 01 January 2015 |
| IFRS 12 Disclosure of Interests in Other Entities | 01 January 2015 |
| IFRS 13 Fair Value Measurement | 01 January 2015 |
| IFRS 14 Regulatory Deferral Accounts | 01 January 2016 |
| IFRS 15 Revenue from Contracts with Customers | 01 January 2017 |
| Amendments to IAS 1 Presentation of Financial Statements | 01 January 2016 |
| Amendments to IAS 16 Property, Plant and Equipment | 01 January 2016 |
| Amendments to IAS 19 Employee Benefits | 01 January 2016 |
| Amendments to IAS 27 Separate Financial Statements | 01 January 2015 and 01 January 2016 |
| Amendments to IAS 28 Associates and Joint Ventures | 01 January 2015 and 01 January 2016 |
| Amendments to IAS 34 Interim Financial Reporting | 01 January 2016 |
| Amendments to IAS 38 Intangible Assets | 01 January 2016 |
| Amendments to IAS 41 Agriculture | 01 January 2016 |

The management believes that these accounting standards and interpretations do not have any impact on the present transactions of the Company other than presentation and disclosures. The Company would comply with these standards, interpretations and amendments when applicable.

3.3 ACCOUNTING STANDARDS AND IFRS INTERPRETATIONS THAT HAVE NOT BEEN NOTIFIED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

The following International Financial Reporting Standards and Interpretations have been issued by the International Accounting Standards Board (IASB), which have not been notified upto 30 June 2015 by the Securities and Exchange Commission of Pakistan for the purpose of applicability in Pakistan:

**Effective date
(accounting periods
beginning on or after)**

| | |
|---|-----------------|
| IFRS 1 First time adoption of International Financial Reporting Standards | 01 July 2009 |
| IFRS 9 Financial Instruments - Classification and Measurement | 01 January 2015 |

3.4 ACCOUNTING STANDARDS, IFRS AND INTERPRETATIONS TO EXISTING STANDARDS THAT ARE EFFECTIVE AND NOT APPLICABLE TO THE COMPANY

There are certain new standards, amendments and International Financial Reporting Interpretations Committee (IFRIC) interpretations that have become effective during the year and are mandatory for accounting periods on or after 01 July 2014 but are considered not to be relevant or have any significant effect on the Company's operations and are, therefore, not disclosed in these financial statements.

4 BASIS OF PREPARATION

4.1 These financial statements have been prepared under the historical cost convention except for certain financial instruments, which are carried at their fair values.

4.2 Significant accounting judgments and critical accounting estimates / assumptions

The Company's main accounting policies affecting its result of operations and financial conditions are set out in note 5. Judgments and assumptions have been used by the management in applying the Company's accounting policies in many areas. Actual results may differ from estimates calculated using these judgments and assumptions. Key sources of estimation, uncertainty and critical accounting judgments are as follows:

a) Income taxes

The Company takes into account relevant provisions of the current income tax laws while providing for current and deferred taxes.

b) Useful lives, patterns of economic benefits and impairments

Management has made estimates of residual values, useful lives and recoverable amounts of certain items of property, plant and equipment. Any change in these estimates in future years might affect the carrying amounts of the respective items of property, plant and equipment with a corresponding effect on the depreciation charge and impairment loss.

c) Provision for slow moving /obsolete items

Provision is made for slow moving and obsolete items, based on review by the technical head at each balance sheet date.

4.3 Functional and presentation currency

These financial statements are presented in Pak rupee, which is the functional and presentation currency for the Company.

5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

5.1 Taxation

Current

Provision for taxation is based on taxable income at current rates after taking into account tax rebates and credits available, if any or minimum tax on turnover or alternate corporate tax on accounting profit and tax paid under final tax regime under relevant provisions of Income Tax Ordinance, 2001. The charge for current tax also includes adjustments, where considered necessary, to provision for taxation made in previous years arising from orders under Income Tax Ordinance, 2001 passed during the year of any previous year(s).

Deferred

Deferred taxation is accounted for using the balance sheet liability method providing for temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of the taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary timing differences and deferred tax assets to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized.

Deferred tax is calculated based on the rates that have been enacted or substantively enacted up to the balance sheet date and are expected to apply to the period when the difference arises.

5.2 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received.

5.3 Provisions

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

5.4 Property, plant and equipment

Owned

These are stated at cost less accumulated depreciation and impairment, if any, except freehold land which is stated at cost. Cost of operating fixed assets comprises historical cost, borrowing cost and other expenditure pertaining to the acquisition, construction, erection and installation of these assets.

Depreciation is charged to profit and loss account using the reducing balance method so as to write off the cost over the expected useful life of assets at rates, which are disclosed in notes to the financial statements. Depreciation on additions to property, plant and equipment is charged from the month in which the asset is acquired or capitalized, while no depreciation is charged for the month in which the asset is disposed of.

Residual value and the useful life of assets are reviewed at each financial year end and if expectations differ from previous estimates the change is accounted for as change in accounting estimate in accordance with IAS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.

Normal repairs and maintenance costs are charged to profit and loss account as and when incurred. Major renewals and improvements are capitalized. Gains and losses on disposal of property, plant and equipment are taken to profit and loss account.

Ijarah assets

Ijarah assets in terms of which the Company assumes substantially all the risks and rewards of ownership are classified as Ijarah assets. Ijarah assets are stated at an amount equal to the lower of its fair value and the present value of minimum Ijarah payments at the inception of Ijarah, less accumulated depreciation and any identified impairment loss.

Each Ijarah payment is allocated between the liability and profit so as to achieve a constant rate on the balance outstanding. Profit element of the rental is charged to profit and loss account.

Depreciation on assets subject to Ijarah financing is recognized in the same manner as for owned assets on the rates specified in note to the financial statements.

Any excess of sales proceeds over the carrying amount of Ijarah assets resulting from sale and Ijarah back transactions, is deferred and amortized over the Ijarah term, whereas, any loss is recognized immediately in profit or loss account.

Capital work in progress

Capital work-in-progress represents expenditure on property, plant and equipment which are in the course of construction and installation. Transfers are made to relevant property, plant and equipment category as and when assets are available for use.

Capital work-in-progress is stated at cost less any identified impairment loss.

Impairment

The Company assesses at each balance sheet date whether there is any indication that assets excluding inventory may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amounts. Where the carrying value exceeds the recoverable amount, assets are written down to the recoverable amount and the difference is charged to the profit and loss account.

5.5 Stores, spare parts and loose tools

These are valued at moving average cost less provision for slow moving and obsolete items except for items in transit, which are valued at cost comprising invoice value, plus other charges paid thereon. Provision is made for slow moving and obsolete items.

5.6 Stock in trade

Stock-in-trade is stated at lower of cost and net realizable value. The cost is determined using average cost method, and includes expenditure incurred in acquiring the stocks, conversion costs and other costs incurred in bringing them to their existing location and condition.

Net realizable value signifies the estimated selling price in the ordinary course of business less estimated costs of completion and selling expenses.

Stock in transit is valued at cost comprising invoice value plus other charges incurred thereon.

5.7 Trade debts

Trade debts are carried at the amounts billed / charged which is fair value of consideration to be received in the future. An estimate is made for doubtful receivables based on review of outstanding amounts at the year end, if any. Provisions are made against amounts that are considered doubtful by the management. Balances considered bad and irrecoverable are written off when identified.

5.8 Other receivables

Other receivables are recognized at nominal amount which is fair value of the consideration to be received in the future.

5.9 Cash and bank balance

Cash in hand and at bank are carried at nominal amount.

5.10 Financial instruments

All the financial assets and financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities recognized initially at cost, which is the fair value of the consideration given or received as appropriate, plus any directly attributable transaction costs, these financial assets and liabilities are subsequently measured at fair value or amortized cost using the effective rate of interest method, as the case may be.

Financial assets are derecognized when the Company loses control of the contractual rights that comprise the financial asset. The Company loses such control if it realizes the rights to benefits specified in contract, the rights expire or the Company surrenders those rights. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expired.

Any gain or loss on de-recognition of the financial assets and financial liabilities is taken to profit and loss account.

5.11 Impairment of financial assets

The Company assesses at each balance sheet date whether there is any indication that assets excluding inventory may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceed recoverable amount, assets are written down to the recoverable amount and the difference is charged to profit and loss account.

5.12 Off setting of financial assets and financial liabilities

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

5.13 Derivative financial instruments

These are initially recorded at cost and are re-measured to fair value at subsequent reporting dates. Any resulting gain or loss is recognized in current year profit and loss account. Derivatives with positive market values are included in other receivables and derivatives with negative market values are included in other liabilities in the balance sheet.

5.14 Foreign currency translation

Assets and liabilities in foreign currencies are translated at the rates of exchange prevailing at balance sheet date or at the contracted rates while foreign currency transactions are recorded at the rates of exchange prevailing at the transaction date or at the contracted rates. Exchange gains and losses are charged to profit and loss account.

5.15 Revenue recognition

Revenue is measured at the fair value of consideration received and receivable. Revenue is recognized to the extent it is probable that the economic benefits will flow to company and revenue can be measured reliably.

- i) Revenue from the sale of goods is measured net of sales tax, returns and trade discounts, and is recognized when significant risk and rewards of ownership are transferred to buyer, that is, when deliveries are made and recovery of consideration is probable.
- ii) Profit on bank deposits is recognized on time proportion basis taking into account principal outstanding and rates of profit applicable thereon.

5.16 Employees' benefits

Defined contribution plan

The Company operates a funded employees' provident fund scheme for its permanent eligible employees. Equal monthly contributions at the rate of 8.33 percent of gross pay are made both by the Company and employees to the fund.

Compensated absences

Compensated absences are accounted for employees of the Company on un-availed balance of leave in the period in which the absences are earned.

5.17 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are charged to profit and loss account whenever incurred. Finance cost is accounted for on accrual basis.

5.18 Related party transactions and transfer pricing

Transactions and contracts with the related parties are based on the policy that all transactions between the Company and related parties are carried out at an arm's length.

5.19 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash at banks on current and deposit accounts and other short term highly liquid instruments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

5.20 Intangible assets

Goodwill

Goodwill represents the difference between the cost of the acquisition (fair value of consideration paid) and the fair value of the net identifiable assets acquired.

Goodwill is stated at cost less any identified impairment loss.

5.21 Operating segments

Segment reporting is based on the operating (business) segments of the Company. An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to the transactions with any of the Company's other components. An operating segment's operating results are reviewed regularly by the chief executive officer to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. The Company's format for segment reporting is based on its products and services.

Segment results that are reported to the chief executive officer include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Those income, expenses, assets, liabilities and other balances which can not be allocated to a particular segment on a reasonable basis are reported as unallocated.

Transaction among the business segments are recorded at cost. Inter segment sales and purchases are eliminated from the total.

The management has determined that the Company has a single reportable segment as the Board of Directors view the Company's operations as one reportable segment.

6 PROPERTY, PLANT AND EQUIPMENT

Operating fixed assets - Tangible
Capital Work in Progress

| | 2015 | 2014 |
|--|---------------|-------------|
| | (Rupees) | (Rupees) |
| | 52,733,737 | 36,811,021 |
| | 1,029,312,492 | 278,131,874 |
| | 1,078,046,249 | 314,942,895 |

6

6.1 OPERATING FIXED ASSETS - TANGIBLE

| DESCRIPTION | BALANCE AS AT 01 JULY 2014 | | | FOR THE YEAR 2015 | | | BALANCE AS AT 30 JUNE 2015 | | | DEPRECIATION RATES | |
|------------------------|----------------------------|--------------------------|----------------|-------------------|--|---------------------|----------------------------|--------------------------|----------------|--------------------|----|
| | Cost | Accumulated Depreciation | Net Book Value | Additions | Disposal (Cost) / Accumulated Depreciation | Depreciation Charge | Cost | Accumulated Depreciation | Net Book Value | % | % |
| | | | | | | | | | | | |
| Land - Fremont | 35,287,764 | - | 35,287,764 | - | - | - | 35,287,764 | - | 35,287,764 | - | - |
| Furniture and fixtures | 994,066 | 460,951 | 533,115 | 1,763,172 | - | 99,937 | 2,777,170 | 994,066 | 2,162,290 | 10 | 10 |
| Office equipment | 7,900 | 4,017 | 3,883 | 342,510 | - | 7,108 | 350,410 | 11,126 | 339,284 | 10 | 10 |
| Computers | 115,477 | 104,534 | 10,943 | 516,328 | - | 71,586 | 631,895 | 178,140 | 455,665 | 30 | 30 |
| Vehicles | 2,896,730 | 1,875,534 | 1,021,196 | 14,707,235 | (1,954,033) | 770,753 | 16,097,932 | (1,630,198) | 14,467,734 | 15 | 15 |
| | 39,389,877 | 2,578,056 | 36,811,821 | 17,340,265 | (1,594,033) | 940,385 | 55,145,169 | 2,411,352 | 52,733,797 | | |
| | | | | 1,116,089 | 1,116,089 | | | | | | |

| DESCRIPTION | BALANCE AS AT 01 JULY 2013 | | | FOR THE YEAR 2014 | | | BALANCE AS AT 30 JUNE 2014 | | | DEPRECIATION RATES | |
|------------------------|----------------------------|--------------------------|----------------|-------------------|--|---------------------|----------------------------|--------------------------|----------------|--------------------|----|
| | Cost | Accumulated Depreciation | Net Book Value | Additions | Disposal (Cost) / Accumulated Depreciation | Depreciation Charge | Cost | Accumulated Depreciation | Net Book Value | % | % |
| | | | | | | | | | | | |
| Land - Fremont | 35,287,764 | - | 35,287,764 | - | - | - | 35,287,764 | - | 35,287,764 | - | - |
| Furniture and fixtures | 994,066 | 438,369 | 555,697 | 533,617 | - | 55,582 | 994,066 | 490,951 | 503,095 | 10 | 10 |
| Office equipment | 7,900 | 3,586 | 4,314 | 431 | - | 431 | 7,900 | 4,017 | 3,883 | 30 | 30 |
| Computers | 115,477 | 95,673 | 19,804 | 15,604 | - | 4,681 | 115,477 | 104,534 | 10,923 | 30 | 30 |
| VEHICLES | 2,896,730 | 1,797,441 | 1,099,289 | 14,817,289 | - | 178,083 | 2,984,730 | 1,975,534 | 1,009,196 | 15 | 15 |
| | 39,389,877 | 2,330,268 | 37,059,609 | - | - | 235,767 | 39,389,877 | 2,578,056 | 36,811,821 | | |

6.1.1 Particulars of operating fixed assets disposed of during the year are as follows:

| Description | Cost | Accumulated Depreciation | Net Book Value | Sale proceeds | Mode of disposal | Particulars of purchaser |
|-------------|-----------|--------------------------|----------------|---------------|------------------|--------------------------|
| Whiskies | 1,594,033 | 1,116,089 | 477,944 | 950,000 | Exportation | Dr. Nazard |
| Honda Civic | 1,594,033 | 1,116,089 | 477,944 | 950,000 | | |
| 2015 | - | - | - | - | | |
| 2014 | - | - | - | - | | |

6.1.2 Depreciation charge for the year on operating fixed assets has been allocated to administrative expenses.

6.2. CAPITAL WORK IN PROGRESS

| | 2015 | | 2014 | |
|---------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| | Balance as at 01 July 2014 | Balance as at 30 June 2015 | Balance as at 01 July 2013 | Balance as at 30 June 2014 |
| Buildings | 71,586,841 | 126,842,434 | 70,673,381 | 713,467 |
| Mach. and machinery | 206,644,033 | 599,470,009 | 195,365,001 | 10,397,232 |
| | 278,131,874 | 726,312,443 | 266,038,382 | 11,580,699 |
| | - | - | - | 278,131,874 |

6.2.1 Borrowing cost amounting to Rupees 30,089 million (2014: 4,489 million) has been capitalized during the year.

7. INTANGIBLE ASSETS

| DESCRIPTION | 2015 | | 2014 | | BALANCE AS AT 30 June 2015 | BALANCE AS AT 30 June 2014 | RATES % |
|-------------|------|--------------------------|----------------|------------|----------------------------|----------------------------|---------|
| | Cost | Accumulated Amortization | Net Book Value | Cost | | | |
| Goodwill | - | - | 19,794,072 | 19,794,072 | - | 19,794,072 | - |
| 2015 | - | - | 19,794,072 | 19,794,072 | - | 19,794,072 | - |
| 2014 | - | - | - | - | - | - | - |

7.1 Goodwill represents the difference between the cost of the acquisition (fair value of consideration paid) and the fair value of the net identifiable assets acquired at the time of merger of Lhasa Textile Mills with and into the Company.

The Company assessed the recoverable amount at 30 June 2015 and determined that as of this date there is no indication of impairment of goodwill. The recoverable amount was calculated on the basis of five year financial business plan which assumes cash inflows from trading and financing activities.

8. LONG TERM DEPOSITS AND PREPAYMENTS

Considered good:

Security deposits for utilities
Security deposits for rented premises
Central Depository Company of Pakistan

9. DEFERRED TAXATION

This comprises of following

Deductible temporary differences

Unused tax losses

Taxable temporary differences

Accelerated tax depreciation

10. STORES, SPARE PARTS AND LOOSE TOOLS

Stores

Spare parts

Loose tools

11. STOCK IN TRADE

Raw Material

12. BALANCE WITH STATUTORY AUTHORITIES

Sales tax refundable

13. LOANS AND ADVANCES

Unsecured and Considered good:

Loans to employees

Advances

To employees against expenses

To suppliers and contractors

14. TRADE DEPOSITS AND SHORT TERM PREPAYMENTS

Considered good:

Security deposits

Short term prepayments

Letter of credit margins and in transit

Note

| | 2015 (Rupees) | 2014 (Rupees) |
|---|-------------------|-------------------|
| 8 | | |
| <i>Considered good:</i> | | |
| Security deposits for utilities | 3,589,600 | 13,600 |
| Security deposits for rented premises | 620,000 | 300,000 |
| Central Depository Company of Pakistan | 50,000 | - |
| | <u>4,259,600</u> | <u>313,600</u> |
| 9 | | |
| DEFERRED TAXATION | | |
| This comprises of following | | |
| <i>Deductible temporary differences</i> | | |
| Unused tax losses | 5,062,035 | - |
| <i>Taxable temporary differences</i> | | |
| Accelerated tax depreciation | (672,601) | - |
| | <u>4,409,434</u> | <u>-</u> |
| 10 | | |
| STORES, SPARE PARTS AND LOOSE TOOLS | | |
| Stores | 222,521 | - |
| Spare parts | 8,924,061 | 33,109 |
| Loose tools | 291,402 | - |
| | <u>9,437,984</u> | <u>33,109</u> |
| 11 | | |
| STOCK IN TRADE | | |
| Raw Material | 14,119,916 | - |
| | <u>14,119,916</u> | <u>-</u> |
| 12 | | |
| BALANCE WITH STATUTORY AUTHORITIES | | |
| Sales tax refundable | 52,058,422 | 461,625 |
| 13 | | |
| LOANS AND ADVANCES | | |
| <i>Unsecured and Considered good:</i> | | |
| Loans to employees | 641,069 | - |
| Advances | | |
| To employees against expenses | 643,134 | 7,860 |
| To suppliers and contractors | 14,973,542 | 311,830 |
| | <u>15,616,676</u> | <u>319,690</u> |
| | <u>16,257,766</u> | <u>319,690</u> |
| 14 | | |
| TRADE DEPOSITS AND SHORT TERM PREPAYMENTS | | |
| <i>Considered good:</i> | | |
| Security deposits | 956,371 | - |
| Short term prepayments | 441,229 | 31,738 |
| Letter of credit margins and in transit | 21,361,556 | 27,613,473 |
| | <u>22,759,156</u> | <u>27,645,211</u> |

| | Note | 2015 (Rupees) | 2014 |
|---|---|-------------------------|-------------------------|
| 15 OTHER RECEIVABLES | | | |
| <i>Considered good:</i> | | | |
| Bank Profit receivables | | 74,680 | 37,923 |
| | | <u>74,680</u> | <u>37,923</u> |
| 16 CASH AND BANK BALANCES | | | |
| Cash in hand | | 801,637 | 3,470 |
| Balances with banks in: | | | |
| Current accounts | | 735,221 | 20,243 |
| Deposit accounts | 16.1 | 5,276,870 | 133,115,026 |
| | | <u>6,012,091</u> | <u>133,135,269</u> |
| | | <u>6,813,728</u> | <u>133,138,739</u> |
| 16.1 | The rate of return on deposit accounts ranges from 4% to 9% (2014: 3% to 8%) per annum. | | |
| 17 ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL | | | |
| | | 2015 (No. of Shares) | 2014 (No. of Shares) |
| | | 48,000,000 | 48,000,000 |
| | Ordinary shares of Rupees 10 each fully paid in cash | 480,000,000 | 480,000,000 |
| | | 2,000,000 | - |
| | Ordinary shares of Rupees 10 each issued for consideration other than cash | 20,000,000 | - |
| | | <u>50,000,000</u> | <u>48,000,000</u> |
| 17.1 Movement during the year | | 2015 (No. of Shares) | 2014 (No. of Shares) |
| | | 48,000,000 | 31,000,000 |
| | Beginning balance | 2,000,000 | 17,000,000 |
| | Issued during the year | 50,000,000 | 48,000,000 |
| | Ending balance | | |
| 17.2 Shares held by related parties | | | |
| | Ghani Gases Limited held 4,500,000 (2014: 4,500,000) number of ordinary shares representing 9% (2014: 9.375%) of the paid up capital of the Company as at 30 June 2015. | | |

18 LONG TERM FINANCING

From banking companies - secured:

Finance 1

Less: Current portion taken as current liability

| Note | 2015 (Rupees) | 2014 |
|------|--------------------|----------|
| | 553,570,760 | - |
| | 553,570,760 | - |
| | - | - |
| | <u>553,570,760</u> | <u>-</u> |

18.1 This Islamic finance facility carrying profit at the rate of 3 month KIBOR plus 1.95% per annum (2014: Nil) repayable quarterly and is secured against first pari passu charge on all present and future fixed assets of the Company for Rupees 800 million, corporate guarantee of Ghani Gases Limited and pledge of Rupees 25,049 million sponsor shares of the company with grace period for principal repayment of 24 months from the date of first drawdown.

19 LOAN FROM SPONSORS - unsecured

This loan has been obtained from sponsors of the Company, which is unsecured and interest free. There is no fixed tenure or schedule for repayment of this loan. The repayment is at the option of the Company. The fair value of loan from sponsors is estimated at present value of all future cash flows discounted using weighted average borrowing cost of the Company.

20 ACCRUED AND OTHER PAYABLES

Payables to Suppliers
Bills payable
Accrued liabilities
Withholding sales tax
Withholding income tax
Temporary overdraft

| Note | 2015 (Rupees) | 2014 |
|------|-------------------|------------------|
| | 92,859,509 | 6,074,400 |
| | 758,214 | 758,214 |
| | 3,300,167 | 1,093,036 |
| | 27,231 | 282 |
| | 106,519 | - |
| | 826,182 | - |
| | <u>97,877,822</u> | <u>7,925,932</u> |

20.1 This includes amount payable to Ghani Engineering (Private) Limited (associated company) amounting to Rupees 18.9 million (2014: Rupees 6 million).

20.2 This represents overdraft due to cheques issued by the Company in excess of balance with banks which will be presented for payment in subsequent period.

21 SHORT TERM BORROWING

From banking companies - secured:

Finance 1

| Note | 2015 (Rupees) | 2014 |
|------|-------------------|----------|
| | 27,868,467 | - |
| | <u>27,868,467</u> | <u>-</u> |

21.1 This Islamic facility had been availed against sanctioned limit of Rupees 100 million and carried profit at the rate of respective KIBOR plus 2% (2014: Nil) and secured against first pari passu charge on present and future current assets of the Company.

22 CONTINGENCIES AND COMMITMENTS**22.1 Contingencies**

22.1.1 Bank guarantee issued by the Company's bank in the ordinary course of business of Rupees 32.35 million (2014: Nil) against gas connection by Sul Northern Gas Pipelines Limited.

22.2 Commitments

22.2.1 Commitments in respect of letter of credit amounted to Rupees 40.15 million (2014: Rupees 381 million).

22.2.2 Commitments for capital expenditure amounted to Rupees 10 million (2014: Rupees 60 million).

| | Note | 2015 (Rupees) | 2014 |
|---|------|------------------|----------------|
| 23 ADMINISTRATIVE EXPENSES | | | |
| Rent, rates and taxes | | 1,316,095 | - |
| Vehicle running and maintenance | | 501,960 | - |
| Donation & charity | 23.1 | 41,500 | - |
| Printing and stationery | | 222,130 | 34,210 |
| Fee and subscription | | 778,781 | 118,225 |
| Advertisement | | 323,079 | - |
| Depreciation | 6.1 | 949,385 | 238,767 |
| Others | | 1,132,975 | 44,519 |
| | | 5,265,905 | 435,721 |
| 23.1 The directors and their spouses have no interest in the donees. | | | |
| 24 OTHER OPERATING EXPENSES | | | |
| Legal and professional | | 1,232,917 | 26,000 |
| Auditors' remuneration | | | |
| Statutory audit | | 250,000 | 67,000 |
| Half yearly review and other certifications | | 100,000 | - |
| | | 350,000 | 67,000 |
| | | 1,582,917 | 93,000 |
| 25 OTHER INCOME | | | |
| Income from financial assets | 25.1 | 3,761,610 | 53,375 |
| Income from other than financial assets | 25.2 | 472,056 | - |
| | | 4,233,666 | 53,375 |

| Note | 2015 (Rupees) | 2014 |
|--|------------------|---------------|
| 25.1 Income from financial assets: | | |
| Profit on bank deposits | 3,761,610 | 53,375 |
| | 3,761,610 | 53,375 |
| 25.2 Income from other than financial assets: | | |
| Gain on disposal of assets | 472,056 | - |
| | 472,056 | - |
| 26 FINANCE COST | | |
| Short term borrowings | 200,691 | - |
| Bank charges and commission | 118,546 | 5,193 |
| | 319,237 | 5,193 |
| 27 TAXATION | | |
| Charge for the year: | | |
| Deferred | 4,409,434 | - |

25.1 Income from financial assets:

Profit on bank deposits

3,761,610 53,375

3,761,610 **53,375**

25.2 Income from other than financial assets:

Gain on disposal of assets

472,056 -

472,056 **-**

26 FINANCE COST

Short term borrowings

200,691 -

Bank charges and commission

118,546 5,193

319,237 **5,193**

27 TAXATION

Charge for the year:

Deferred

4,409,434 -

27.1 Assessment up to tax year 2014 is finalized (deemed assessment) and the available tax losses of the company are Rupees 8.93 million (2013: Rupees 10.721 million)

27.2 No provision for current tax was required keeping in view that no revenue was earned by the company during the year and available taxable business losses. Reconciliation of tax expense and product of accounting profit multiplied by the applicable tax rate is not meaningful as no tax provision was made. Provision for tax is made according to provisions of Income Tax Ordinance, 2001.

| | 2015 | 2014 |
|--|---------------------|------------|
| 28 EARNINGS PER SHARE | | |
| Profit attributable to ordinary shareholders | (Rupees) 1,475,041 | (480,539) |
| Weighted average number of ordinary shares outstanding during the year | (Number) 48,575,342 | 48,000,000 |
| Earnings per share - basic and diluted | (Rupees) 0.03 | (0.010) |

28.1 No figure for diluted earnings per share has been presented as the Company has not issued any instruments carrying options which would have an impact on earnings per share when exercised.

| 29 | CASH FLOWS FROM OPERATING ACTIVITIES | Note | 2015 | 2014 |
|----|--|------|--------------|--------------|
| | | | (Rupees) | |
| | Profit / (loss) before taxation | | (2,934,393) | (480,539) |
| | Adjustments to reconcile profit to net cash provided by operating activities | | | |
| | Depreciation on operating fixed assets | | 949,385 | 238,767 |
| | Profit on financings | | 319,237 | 5,193 |
| | Gain on disposal of assets | | (472,056) | - |
| | | | 796,566 | 243,960 |
| | Cash flows from operating activities before working capital changes | | (2,137,827) | (236,579) |
| | Cash flows from working capital changes | | | |
| | (Increase) / decrease in current assets: | | | |
| | Stores, spare parts and loose tools | | (9,404,875) | (33,109) |
| | Stock in Trade | | (14,119,916) | - |
| | Balance with statutory authorities | | (51,596,797) | (461,825) |
| | Loans and advances | | (15,881,403) | 73,810 |
| | Trade deposits and short term prepayments | | 4,886,055 | (27,645,211) |
| | Other receivables | | (36,757) | (37,923) |
| | Increase / (decrease) in current liabilities: | | | |
| | Trade and other payables | | 89,715,060 | 7,000,111 |
| | Net cash generated from / (used in) working capital changes | | 3,561,367 | (21,103,947) |
| | Cash generated from / (used in) operating activities | | 1,423,540 | (21,340,526) |
| 30 | BUSINESS COMBINATION | | | |
| | Detail of net assets acquired and goodwill are as follows: | | | |
| | Fair value of shares issued | | 20,000,000 | - |
| | Fair value of net assets acquired | | | |
| | Other assets | | 5,830,268 | - |
| | Cash and cash equivalents | | 122,490 | - |
| | Share deposit money | | (5,510,000) | - |
| | Other liabilities | | (236,830) | - |
| | | | 205,928 | - |
| | Goodwill | | 19,794,072 | - |

30.1 The fair value of shares issued is based on shares value used in determining swap ratio approved by the Honorable Lahore High Court, Lahore in its order dated 27 January 2015.

30.2 Loss amounting to Rupees 0.357 million of Libsas Textile Limited has been included in the profit and loss account for the reporting year since the acquisition date.

31 CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES' REMUNERATION

31.1 No amount was provided as remuneration, allowances including all benefits to the Chief Executive Officer, Director and other Executives of the company during the year.

31.2 The aggregate amount charged in financial statements for the year against fees for four (4) Board meetings was Rupees Nil (2014: Nil).

32 TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of subsidiary and associated companies, directors of the Company, companies in which directors also hold directorship, related companies, key management personnel and staff retirement benefit funds.

Transactions with related parties other than those disclosed elsewhere are as follows:

| Name | Nature of Transaction | 2015 | 2014 |
|----------------------|--|------------|-------------|
| | | (Rupees) | |
| Associated companies | Services | 12,900,000 | 6,000,000 |
| | Guarantee Charges | 2,600,000 | 852,222 |
| | Shares issued | - | 45,000,000 |
| | Gases purchase | 117,158 | - |
| Provident fund trust | Contribution | 1,354,766 | - |
| Sponsors | Loan received / (repaid) | 45,206,780 | (4,780,000) |
| | Shares issued | - | 120,696,000 |
| 32.1 | All transactions with related parties are carried out at an arms length. | | |
| | | 2015 | 2014 |
| | | (Rupees) | |

33 PROVIDENT FUND RELATED DISCLOSURES

The following information is based on un-audited financial statements of Ghani Global Glass Employees' Provident Fund as at 30 June 2015.

33.1 Information of Provident Fund

| | | |
|---------------------------------|-----------|---|
| Size of the fund (total assets) | 8,844,558 | - |
| Cost of investments made | 6,774,229 | - |
| Fair value of investments made | 6,813,558 | - |
| | (%) | |
| Percentage of investments made | 77 | - |

| | 2015 | 2014 | 2015 | 2014 |
|--|------|------|-----------|------|
| | (%) | | (Rupees) | |
| 33.2 Breakup of cost of investments | | | | |
| Investment plus deposit certificates | 44 | - | 3,000,000 | - |
| Investment in savings account in banks | 56 | - | 3,774,229 | - |
| | 100 | - | 6,774,229 | - |

33.3 Investments out of provident fund trust have been made in accordance with the provisions of section 227 of Companies Ordinance, 1984 and the rules formulated for the purpose.

34.1 Financial risk factors

The company's financial liabilities comprise of long term financings, liabilities against Diminishing musharka financing and trade and other payables. The main purpose of these financial liabilities is to raise finances for Company's operations. The company has short term loans and advances, other receivables, cash and bank balances and short term deposits that arise directly from its operations.

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

Risk management is carried out by the Board of Directors (the Board) and Chief Financial Officer (CFO). The Board provides principles for overall risk management, as well as policies covering specific areas such as currency risk, equity price risk, interest rate risk, credit risk and liquidity risk.

(a) Market risk

(i) Currency risk

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

The Company is not exposed to currency risk at reporting date.

(ii) Profit rate risk

The Company has no significant long-term profit-bearing assets. The Company's profit rate risk arises from long term liabilities. Borrowings obtained at variable rates expose the Company to cash flow profit rate risk. Borrowings obtained at fixed rate expose the Company to fair value profit rate risk.

At the balance sheet date the profit rate profile of the Company's profit bearing financial instruments was:

| | 2015 | 2014 |
|----------------------------------|-------------|-------------|
| | (Rupees) | |
| Floating rate instruments | | |
| Financial assets | | |
| Bank balances | 5,276,870 | 133,115,026 |
| Financial liabilities | | |
| Long term financing | 553,570,760 | - |

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in profit rate at the balance sheet date would not affect profit or loss of the Company.

Cash flow sensitivity analysis for variable rate instruments

The following analysis demonstrates the sensitivity to a reasonably possible change in profit rates, with all other variables held constant, of the company's profit before tax. This analysis is prepared assuming the amounts of floating rate instruments outstanding at balance sheet dates were outstanding for the whole year.

| | Changes in Interest Rate | Effects on Profit Before Tax |
|---|--------------------------|------------------------------|
| | (Rupees) | |
| Bank Balances - deposit accounts | | |
| 2015 | +1.50 | 79,153 |
| | -1.50 | (79,153) |
| 2014 | +1.50 | 1,996,725 |
| | -1.50 | (1,996,725) |
| Long term financing | | |
| 2015 | +2.00 | (11,071,415) |
| | -2.00 | 11,071,415 |
| 2014 | +2.00 | - |
| | -2.00 | - |

(ii) Other price risk

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

The Company does not have financial assets and liabilities whose fair value or future cash flows will fluctuate because of changes in market prices.

(b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. To manage credit risk the Company maintains procedures covering the application for credit approvals, granting and renewal of counterparty limits and monitoring of exposures against these limits. As part of these processes the financial viability of all counterparties is regularly monitored and assessed.

The Company is exposed to credit risk from its operating activities primarily for sundry receivables and other financial assets.

The Company's credit risk exposures are categorized under the following headings:

Counterparties

The Company conducts transactions with the following major types of counterparties:

Trade debts

Trade debts shall be essentially due from local customers against sale of glass products. Sales to the Company's customers shall be made on specific terms. Customer credit risk shall be managed by each business unit subject to the Company's established policy, procedures and controls relating to customer credit risk management. Credit limits are being established for all customers based on internal rating criteria. Credit quality of the customer is also being assessed based on an extensive credit rating. Outstanding customer receivables shall be regularly monitored.

Exposure to credit risk

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

| Note | 2015 (Rupees) | 2014 | |
|--------------------|------------------|-------------------|--------------------|
| Long term deposits | 8 | 4,259,600 | - |
| Loans to employees | 13 | 641,089 | - |
| Trade deposits | 14 | 956,371 | - |
| Other receivables | 15 | 74,680 | 37,923 |
| Bank balances | 16 | 6,012,091 | 133,135,269 |
| | | 11,943,831 | 133,173,192 |

Provision for trade debts

Based on age analysis, relationship with customers and past experience no provision for doubtful debts is required for the year ended 30 June 2015 and does not expect any party to fail to meet their obligation.

Cash at banks

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counter party default rate. The table below shows the bank balances held with some major counter parties at the balance sheet date:

| Agency | Rating | | 2015 (Rupees) | 2014 | |
|-----------------------------------|------------|-----------|------------------|------------------|--------------------|
| | Short term | Long term | | | |
| Banks | | | | | |
| MCB Bank Limited | PACRA | A1+ | AAA | 1,145 | 1,042 |
| United Bank Limited | JCR-VIS | A-1+ | AA+ | 9,434 | 9,434 |
| Habib Metropolitan Bank Limited | PACRA | A1+ | AA+ | 720,129 | 5,645 |
| BankIslami Pakistan Limited | PACRA | A1 | A+ | 119 | 113 |
| Meezan Bank Limited | JCR-VIS | A-1+ | AA | 1,719,283 | 1,223 |
| Burj Bank Limited | JCR-VIS | A-2 | A- | 275,300 | 2,119 |
| Al-Baraka Bank (Pakistan) Limited | PACRA | A1 | A | 3,283,204 | 133,112,728 |
| The Bank of Khyber | PACRA | A1 | A | 3,200 | 2,700 |
| Bank Al Habb Limited | PACRA | A1+ | AA+ | 277 | 265 |
| | | | | 6,012,091 | 133,135,269 |

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

(c) Liquidity risk

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

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Management believes the liquidity risk to be low.

The table below analyses the Company's financial liabilities into relevant maturity grouping based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

| Carrying Amount | Contractual cash flows | Less than 1 year | Between 1 and 5 years |
|-----------------|------------------------|------------------|-----------------------|
| (Rupees) | | | |

2015

| | | | | |
|--------------------------|--------------------|--------------------|-------------------|--------------------|
| Long term financing | 553,570,760 | 553,570,760 | - | 553,570,760 |
| Loan from sponsors | 45,300,000 | 45,300,000 | - | 45,300,000 |
| Trade and other payables | 97,877,822 | 97,877,822 | 97,877,822 | - |
| | 696,748,582 | 696,748,582 | 97,877,822 | 598,870,760 |

| Carrying Amount | Contractual cash flows | Less than 1 year | Between 1 and 5 years |
|--------------------------|------------------------|------------------|-----------------------|
| (Rupees) | | | |
| 2014 | | | |
| Long term financing | - | - | - |
| Loan from sponsors | 93,220 | 93,220 | 93,220 |
| Trade and other payables | 7,925,932 | 7,925,932 | - |
| | <u>8,019,152</u> | <u>8,019,152</u> | <u>93,220</u> |

The contractual cash flows relating to the above financial liabilities have been determined on the basis of profit rates effective as at balance sheet dates. The rates of profit have been disclosed in respective notes to the financial statements.

34.2 Fair values of financial assets and liabilities

The carrying values of all financial assets and liabilities reflected in financial statements approximate their fair values. Fair value is determined on the basis of objective evidence at each reporting date.

34.3 Financial instruments by categories

Assets as per balance sheet

| | 2015 | |
|------------------------|--------------------|-------------------|
| | Loans and advances | Total |
| (Rupees) | | |
| Long term deposits | 4,409,434 | 4,409,434 |
| Loans and advances | 16,257,765 | 16,257,765 |
| Trade deposits | 956,371 | 956,371 |
| Other receivables | 74,680 | 74,680 |
| Cash and bank balances | 6,813,728 | 6,813,728 |
| | <u>28,511,978</u> | <u>28,511,978</u> |

Liabilities as per balance sheet

| | 2015 | |
|------------------------------|--|--|
| | Financial Liabilities at amortized cost (Rupees) | |
| Long term financing | 553,570,760 | |
| Loan from sponsors | 45,300,000 | |
| Accrued profit on financings | 15,927,596 | |
| Trade and other payables | 97,877,822 | |
| | <u>712,676,178</u> | |

Assets as per balance sheet

| | 2014 | |
|------------------------|--------------------|--------------------|
| | Loans and advances | Total |
| (Rupees) | | |
| Long term deposits | - | - |
| Loans and advances | 319,690 | 319,690 |
| Trade deposits | - | - |
| Other receivables | 37,923 | 37,923 |
| Cash and bank balances | 133,138,739 | 133,138,739 |
| | <u>133,486,352</u> | <u>133,486,352</u> |

2014

Financial Liabilities at amortized cost (Rupees)

Liabilities as per balance sheet

| | |
|------------------------------|------------------|
| Long term financing | - |
| Loan from sponsors | 93,220 |
| Accrued profit on financings | - |
| Trade and other payables | 7,925,932 |
| | <u>8,019,152</u> |

34.4 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide return for shareholders and benefits for other stakeholders and to maintain healthier capital ratios in order to support its business and maximize shareholders value. The Company manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust dividend payments to the shareholders, return on capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes from the previous year. The Company monitors capital using gearing ratio, which is debt divided by equity plus net debt. Debt represents long term financing obtained by the Company as referred to in notes 18 and 21. Total capital employed includes 'total equity' as shown in the balance sheet plus debt. The Company's strategy, which was unchanged from last year, was to maintain optimal capital structure in order to minimize cost of capital.

The gearing ratio as at year ended 30 June 2015 and 30 June 2014 is as follows:

| | Note | 2015 | | 2014 | |
|------------------------|---------|----------------------|--------------------|----------|--|
| | | (Rupees) | | (Rupees) | |
| Debt | 18 & 21 | 581,439,227 | - | | |
| Equity | | 490,567,384 | 469,092,343 | | |
| Total capital employed | | <u>1,072,006,611</u> | <u>469,092,343</u> | | |
| Gearing ratio | | 54.24% | 0.00% | | |

35 SEGMENT INFORMATION

The financial statements have been prepared on single reportable segment basis. All non current assets of the company are presently located in Pakistan.

36 NUMBER OF EMPLOYEES

Total number of employees at year end

| 2015 | 2014 |
|------|------|
| 74 | 3 |
| 50 | 1 |

Average number of employees during the year

37 DATE OF AUTHORIZATION

These financial statements have been authorized for issue by Board of Directors of the Company on 03 OCT 2015.

38 GENERAL

38.1 Corresponding figures of these financial statements comprise balances as per annual audited financial statements of the Company for the year ended 30 June 2014 before merger with Libaas Textile Limited and are not comparable.

38.2 Corresponding figures have been re-arranged / re-classified wherever necessary to facilitate comparison. However, no significant reclassification has been made during the year.

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


ATIQUE AHMAD KHAN
(DIRECTOR)


HAFIZ FAROOQ AHMAD
(DIRECTOR)



PATTERN OF SHARE HOLDING NOTICE & FORMS

| | | |
|--|------|---------|
| ICP - Investment Corporation of Pakistan | 0.03 | 15,250 |
| Others - IFI Associates | 0.20 | 100,000 |

Shareholders holding 05% or more voting interest in the Company

| | | |
|---------------------------|--------|------------|
| *1 Mr. Masroor Ahmad Khan | 8.753 | 4,376,300 |
| *2 Mr. Atique Ahmad Khan | 7.173 | 3,586,300 |
| *3 Hafiz Farooq Ahmad | 7.173 | 3,586,400 |
| Syed Sohail Riaz | 7.600 | 3,800,000 |
| Mrs. Tahira Naheed | 28.270 | 14,135,200 |
| Ms. Waleeja Masroor | 6.028 | 3,013,900 |
| Ghani Gases Limited | 9.000 | 4,500,000 |

*These are also directors of the company

Trade in the shares of the company carried out by Directors, CEO, CFO, CS and their spouses and minor children since listing of the company

NIL

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 08th Annual General Meeting of Ghani Global Glass Limited will be held at Park Lane Hotel, M.M. Alam Road, Gulberg-III, Lahore on Saturday 31st October, 2015 at 10:30 AM to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended June 30, 2015 together with Directors' and Auditors' Report thereon.
2. To appoint Auditors of the Company for the year ending June 30, 2016 and to fix their remuneration. The retiring auditors M/S Rizwan & Company, Chartered Accountants, being eligible, have offered themselves for re-appointment.
3. To transact any other business with the permission of the Chair.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass the following resolution with or without modification as special resolution:

RESOLVED THAT consent of the shareholders be and is hereby accorded to place quarterly accounts of the company on website of the company in accordance with circular No. 9 of 2004 of the Securities & Exchange Commission of Pakistan instead of sending the same by post to the members.

By Order of the Board of Director



Farzand Ali

Director & Company Secretary

Place: Lahore
Dated: October 09, 2015

Notes:

1. The Share Transfer Books of the Company will remain closed from October 23, 2015 to October 30, 2015 (both days inclusive).
2. A member entitled to attend and vote at this meeting may appoint another member as a proxy to attend and vote on his/her behalf. A proxy should be a member.

Proxies in order to be effective must be received at the Registered Office of the Company, along with the attested copies of National Identity Card (NIC) or Passport, not less than 48 hours before the meeting and must be duly stamped, signed and witnessed by two persons.

3. The members are requested to notify any change in their address promptly.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the SECP.

FORM OF PROXY
8th Annual General Meeting
GHANI GLOBAL GLASS LIMITED

A. For Attending the Meeting:

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

B. For Appointing Proxies:

- i. In case of individuals, the Account holder or sub-account holder's registration details are uploaded as per the CDC regulations, shall submit the proxy form as per the above requirements.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and NIC numbers shall be mentioned on the form.
- iii. Attested copies of NIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his original NIC or original passport at the time of the meeting.
- v. In case of corporate entity, the Board of Director's resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the company.

C. The Securities & Exchange Commission of Pakistan has facilitated the companies to circulate annual financial statements to its members through email. The members who intend to receive the annual accounts through email are requested to kindly send their written consent alongwith their e-mail addresses to the company secretary or the share registrar of the company. Form has been placed at the company's website: www.ghaniglobal.com.

4. STATEMENT UNDER SECTION 160 OF THE COMPANIES ORDINANCE, 1984

The statement sets out the material facts about the special business to be transacted at the Annual General Meeting of the shareholders of Ghani Global Glass Limited to be held on October 31, 2015.

Sending of quarterly accounts to all the shareholders by mail is a costly and cumbersome exercise. Keeping this fact the Securities and Exchange Commission of Pakistan vide its Circular No. 9 of 2004 dated April 15, 2004 has been decided that a listed company may place its quarterly accounts on its website which will be treated compliance of Section 245 of the Companies Ordinance, 1984 subject to the fulfillment of certain conditions. To comply with the conditions of the said circular of the SECP, consent of the shareholders of the Company are being obtained.

All the directors of Ghani Global Glass Limited are interested in above stated special business to the extent of shares held by them. The directors have no other interest in the special business and/or resolution except as specified above.

I/We _____
of _____
being a member of **GHANI GLOBAL GLASS LIMITED** _____
hereby appoint _____
of _____
failing him _____

(being a member of the company) as my/our proxy to attend, act and vote for me/us on my/our behalf at 8th Annual General Meeting of the members of the Company to be held at Lahore on Saturday October 31, 2015 at 10:30 AM and at any adjournment(s) thereof.

Signed this _____ day of October 2015.

Sign by the said Member

Signed in the presence of:

1. Signature: _____ 2. Signature: _____
Name: _____ Name: _____
Address: _____ Address: _____
CNIC/Passport No. _____ CNIC/Passport No. _____

| Information required | | For Member (Shareholder) | For Proxy | For alternate Proxy (*) |
|-----------------------|------------------|--------------------------|-------------|-------------------------|
| | | | (If member) | |
| Number of shares held | | | | |
| Folio No. | | | | |
| CDC Account No. | Participant I.D. | | | |
| | Account No | | | |

Affix
Revenue
Stamp of
Rs.5/-

(*) Upon failing of appointed Proxy.

Notes:

1. A member entitled to attend and vote at Annual General Meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy must be a member.
2. This Proxy form, duly completed and signed, together with Board Resolution / Power authorized in writing. If any, under which it is signed or a materially certified copy thereof, should be deposited, with the Registered / Corporate Office of the Company, 10-N, Model Town Ext. Lahore -54000, Telephone No. 042-35161424-5 not later than 48 hours before the time of holding the meeting.
3. The instrument appointing a proxy should be signed by the member or his/her attorney duly authorized in writing. If the member is a corporate entity its common seal should be affixed on the instrument.
4. Any alteration made in this instrument of proxy should be initialed by the person who signs it.
5. Attested copies of CNIC or the passport of the beneficial owners and of the proxy shall be provided with the proxy form.
6. If a member appoints more than one proxy and more than one instruments of proxies are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
7. In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holder, and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
8. The proxy shall produce his / her original CNIC or passport at the time of the meeting.

AFFIX
CORRECT
POSTAGE

**Shares Department
Ghani Global Glass Limited**

10-N, Model Town, Lahore 54000, Pakistan.
UAN: 111 GHANI 1 (442-641)
Tel: 042 35161424-5