



ITTEHAD CHEMICALS LIMITED



TOWARDS A
GREENER
TOMORROW

ANNUAL
REPORT
2025

“Towards
a greener tomorrow”
is our pledge to integrate
sustainability into every level of our
operations. From sourcing eco-friendly
materials and minimizing waste to investing
in clean technologies and supporting green
innovation.

We are committed to reducing our environmental
footprint while delivering value to our customers
and stakeholders. This slogan reflects our vision
of long-term growth built on responsibility,
transparency, and a shared journey toward a
healthier planet for future generations.

Contents

02	Corporate Information
04	Product Profile
06	Vision
06	Mission
06	Core Values
08	Enabling Technologies for Sustainability & Growth
12	ICL's ESG Strategy
14	Notice of Annual General Meeting
18	Chairman's Review
20	Directors' Report to the Shareholders
31	Operating and Financial Highlights
32	Statement of Value Added
33	Statement of Compliance with the Code of Corporate Governance
36	Independent Auditors' Review Report to the members on the Statement of Compliance
38	Independent Auditors' Report to the Members
44	Statement of Financial Position
45	Statement of Profit or Loss Account
46	Statement of Comprehensive Income
47	Statement of Cash Flows
48	Statement of Changes In Equity
49	Notes to the Financial Statements
98	Directors' Report on the Consolidated Financial Statement
99	Independent Auditors' Report to the Members of Ittehad Chemicals Limited
104	Consolidated Statement of Financial Position
105	Consolidated Statement of Profit or Loss
106	Consolidated Statement of Comprehensive Income
107	Consolidated Statement of Cash Flows
108	Consolidated Statement of Changes in Equity
109	Notes to the Consolidated Financial Statements
157	Pattern of Shareholding
163	Form of Proxy
176	Directors' Report to the Shareholders (Urdu)

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 CONCERNING THE SPECIAL BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING:

This statement sets out the material facts concerning the Special Business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2025.

Item No. 5 of the Agenda - To ratify and approve transactions carried out by the Company with Related Parties as specified in statement under Section 134(3) of the Companies Act, 2017 by passing the following Special Resolution with or without modification.

Transactions carried out with related parties have to be approved by the Board of Directors as recommended by the Audit Committee under the prevailing corporate laws and Company’s Related Party Transaction Policy. Ittehad Chemicals Limited (the “ICL”) is enjoying marketing advisory services from Chemi Multifabrics Limited (the “CML”) which is a Public Limited Company. However, relative(s) of director(s) of ICL holds few shares in CML (which the relevant ICL Directors have disclosed to the ICL Board); nevertheless, the marketing advisory services agreement executed between the ICL and CML has been approved by shareholders in the General Meeting as a “Special resolution”. However, in order to ensure that the related party transactions are more transparent, the management has decided to place the related party transactions as provided in Note # 44 of the unconsolidated Financial Statements for the year ended June 30, 2025 in the Annual General Meeting of the shareholders to be held on October 28, 2025 to get the transactions approved from shareholders as a “Special Resolution”. The Company’s Financial Statements are available on its website www.ittehadchemicals.com

STATEMENT UNDER REGULATION 4(2) OF THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKINGS) REGULATIONS 2017:-

(1) M/s Ittehad Salt Processing (Pvt.) Limited (A wholly owned subsidiary)

Name of the investee Company	Ittehad Salt Processing (Pvt.) Limited
(a) total investment approved;	Rupees 300,000,000
(b) amount of investment made as on Balance Sheet Date	Rupees 2,500,000
(c) reasons for deviations from the approved timeline of investment, where investment decision was to be implemented in specified time;	No deviation. The Company is a wholly owned subsidiary of Ittehad Chemicals Limited. The investment will be made as per requirements of the subsidiary.
(d) material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment.	No Change.

(2) M/s ICL Power (Pvt.) Limited (A wholly owned subsidiary)

Name of the investee Company	ICL Power (Pvt.) Limited
(a) total investment approved;	Rupees 10,000,000,000
(b) amount of investment made as on Balance Sheet Date	Rupees 1,695,913,540
(c) amount of investment (Loan) made as on Balance Sheet Date	Nil
(c) reasons for deviations from the approved timeline of investment, where investment decision was to be implemented in specified time;	No deviation. The Company is a wholly owned subsidiary of Ittehad Chemicals Limited. The investment will be made as per requirements of the subsidiary.
(d) material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment.	No Change except as stated above

a) Audit Committee

Names	Designation held
Mr. Pervez Ismail	Chairman
Mr. Ahmed Mustafa	Member
Mr. Ali Asrar Hossain Aga	Member

b) HR and Remuneration Committee

Names	Designation held
Mr. Ali Asrar Hossain Aga	Chairman
Mr. Waqas Siddiq Khatri	Member
Mr. Ahmed Mustafa	Member

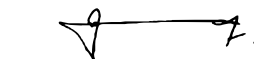
c) Risk Management Committee

Names	Designation held
Mr. Pervez Ismail	Chairman
Mr. Abdul Sattar Khatri	Member
Mr. Waqas Siddiq Khatri	Member

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance;
14. The frequency of meetings of the aforesaid committees during the Financial Year ended June 30, 2025 were as per following:
 - a) Audit Committee: Five (05) meetings held (at least one (01) meeting in each quarter).
 - b) HR and Remuneration Committee: One (01) meeting held.
 - c) Risk Management Committee: Three (03) meetings held
15. The Board has set up an effective internal audit function. The staff is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the company;
16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all requirements of regulations 3,6,7,8,27,32,33 and 36, of the Regulations have been complied with; and

19. The Company has fully ensured the compliance of mandatory provisions of the Code. Since the Code requires “comply or explain approach” towards the non-mandatory provisions of the Code; hence, we confirm that all requirements of optional provisions also complied with except presently the Board has not constituted a separate Nomination Committee and the functions are being performed by the HR & RC and the fractional requirement for Independent directors has not been rounded up as one keeping in view the requisite qualification, experience and expertise of the present Board of Directors. At present the Board provides governance and oversight in relation to the Company’s initiatives on Environmental, Social and Governance (ESG) matters. The matter of establishment of a dedicated sustainability committee having at least one female director or assign additional responsibilities to an existing board committee, as stated in the SECP’s notification dated June 12, 2024, will be considered by the Board in due course.

Lahore
September 18, 2025



Muhammad Siddique Khatri
Chairman



Abdul Sattar Khatri
Chief Executive Officer

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the unconsolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the unconsolidated financial statements, including the disclosures, and whether the unconsolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

The engagement partner on the audit resulting in this independent auditors' report is Sajjad Hussain Gill.



BDO Ebrahim & Co
Chartered Accountants

Lahore
Dated: September 24, 2025

UDIN: AR20251008711TqwgP5

