



NEW DADU SUGAR MILLS (PVT) LIMITED

Ref: NDSML/NEPRA/28022024

The Registrar

National Electric Power Regulatory Authority
NEPRA Tower, Ataturk Avenue (East), Sector G-5/1
Islamabad, Pakistan

SUBJECT: FOR THE GRANT OF GENERATION LICENSE TO NEW DADU SUGAR MILLS LIMITED (NDSML)

New Dadu Sugar Mills Limited (NDSML) hereby apply to the National Electric Power Regulatory Authority for the grant of a Generation - License to the New Dadu Sugar Mills Limited (NDSML) pursuant to section 15 of the Regulation of Generation, Transmission and Distribution of Electric Power Act, 1997.

New Dadu Sugar Mills Limited ("NDSML") is a private limited company located at Piaro Goth, District Dadu which owns and operates a sugar mill with 5.5 MW power house. NDSML is engaged in the manufacturing and sale of sugar and the generation of electricity.

NDSML produces power through burning of bagasse, a waste product of sugarcane processing, to meet its captive requirements. Bagasse is an environmentally friendly biomass fuel and helps reduce emission of Green House Gases. In addition to meeting its captive energy needs, NDSML has the surplus energy capacity of approximately 1.5 MW which can be supplied to the National Grid.

The set of documents presented herewith contain triplicate form of application as per schedule I of NEPRA Licensing procedure 2021, pay order of application fee indexed as per mechanism provided in schedule II of above-mentioned licensing procedure, pay order equivalent to applicable annual license fee for two years as per regulation 3, sub-regulation 8 of above-mentioned licensing procedure, further relevant applicable documents as per regulation 3 of licensing procedure are attached.

It is respectfully submitted that NDSML shall provide NEPRA such further or additional information, clarification or explanation as it may require from time to time and request authority to allow it to supplement and submit such information and supporting material that it may deem appropriate.

Date:

Authorized Signatory

Registered Office: Piaro Goth, Dist: Dadu.

(76200) Ph: 025-4551001-9

Corporate Office: CL-5/4, State Life Building # 10, Main Abdullah Haroon Road, Karachi - 75350 Pakistan.

UAN: 111-666-447, Fax: 92-21-35680533, 35657788, Email: newdadusugarmills@omnigroup.com.pk

Web: www.omnigroup.com.pk

PROSPECTUS

New Dadu Sugar Mills (Private) Limited is a private limited company incorporated under the companies ordinance 1984 and is limited by Shares. The company is engaged in the business of manufacture, purchase and sell and other related activities since its incorporation in May 2008. The facility is located at Piaro Goth, District Dadu, Sindh with its business office at State Life Building # 10, Main Abdullah Haroon Road, Karachi.

The company has a crushing capacity of 4,500 Tons per day of sugarcane. During the crushing season, the company operates a bagasse fired conventional steam turbine power plant with an installed capacity of 5.5 MW fulfill the power requirement of this process. The crushing season generally lasts around 115 to 120 days between the months of November and March. Bagasse is burned in a low-pressure boiler to generate steam, which is fed to steam turbine which generates electricity, later, the steam is fed in to the equipment of sugar processing. The company has been able to optimize its process and has excess electricity from the steam turbines, which can be sold as surplus power to SEPCO.

An expense of PKR 23 Million is estimated for procurement, installation and commissioning of new equipment (including transformer, Panels, Cables etc.) which will enable the power house of sugar mill to export surplus power to SEPCO.

On the social front, it has become a significant source of employment, providing jobs within the community. This has not only improved the local economy but also fostered community development by contributing to infrastructure and services. Additionally, the power plant has played a role in skill development, offering opportunities for individuals to enhance their capabilities.

On the environmental side, the use of bagasse, a byproduct from crushing sugarcane during sugar production, has proven to be environmentally friendly around the globe. The plant operates with reduced emissions, as bagasse is considered a carbon-neutral fuel source, meaning it doesn't add extra carbon dioxide to the atmosphere.

Furthermore, the plant contributes to waste reduction by utilizing bagasse, effectively recycling a byproduct that might otherwise become waste. This sustainable approach has also lessened our dependence on traditional fossil fuels, promoting a cleaner energy source. The overall impact includes a healthier environment with improved air quality, making the bagasse-fired power plant a positive force for both the community and the surroundings.

NDSML is already in coordination with Sukkur Electric Power Company (SEPCO) and have shared draft Power Purchase Agreement vide letter No. "NDSML/GMP/06032024" dated March 6th, 2024 in consideration of supplying surplus 1.5 MW to local grid and the application is under consideration. The replies / correspondence in response to our application are also attached with the letter.



NEW DADU SUGAR MILLS (PVT) LIMITED

Ref No. NDSML/GMP/07122023

Chief Executive Officer
Sukkur Electric Supply Company.(SEPCO),
Old Thermal House
Sukkur

December 07, 2023

SUBJECT: REQUEST FOR LETTER OF INTENT (LOI) - PROCUREMENT OF ELECTRIC POWER FROM NEW DADU SUGAR MILLS (PVT) LIMITED (NDSML)

Dear Sir,

NDSML is currently generating electricity through the combustion of bagasse, and we are pleased to offer you the 1.5 MW power supply at the 11KV voltage level.

We are interested in establishing a power purchase agreement (PPA) with Sukkur Electric Power Company (SEPCO) for the procurement of electricity generated by NDSML. The utilization of bagasse for power generation aligns with both environmental sustainability goals and the government's vision for promoting renewable and cheapest energy sources.

To formalize this arrangement, we kindly request SEPCO to issue a Letter of Intent (LOI) to signify your commitment to entering into negotiations for the power purchase agreement. This LOI will facilitate the smooth progression of discussions and further steps in finalizing the terms and conditions of the agreement.

The proposed procurement will cost SEPCO 7.57 PKR/KWh while the power purchase price (PPP) from CPPA (G) L is 24 PKR/KWh. The power available for purchase from NDSML is significantly lower in price and will result in decrease in the average power purchase price due to being cheaper than the expensive electricity which is being procured from Central Power Purchasing Agency (Guarantee) Limited and create a positive impact on basket price. In addition to that, the power being supplied directly to the 11KV levels and being situated close to the load centre will be available for consumption by end user with minimum losses. The proposed power procurement is based on "Take and Pay" basis which will reduce burden of capacity payment.

Looking forward for your prompt support in this regard.



Authorised Signatory

Registered Office: Piaro Goth, Dist: Dadu.

(76200) Ph: 025-4551001-9

Corporate Office: CL-5/4, State Life Building # 10, Main Abdullah Haroon Road, Karachi - 75350 Pakistan.

UAN: 111-666-447, Fax: 92-21-35680533, 35657788, Email: newdadusugarmills@omnigroup.com.pk

Web: www.omnigroup.com.pk



Phone:
Fax:

SUKKUR ELECTRIC POWER COMPANY

Office of the Chief Executive Officer, SEPCO, Sukkur

0719310044
071-5620237

Office of The
Director General MIRAD,
Al-Sehra Building 2nd Floor,
Near Dist: Jall, Minara Road, Sukkur

No. DG//MIRAD/ SEPCO/ 014-19

Dated: 05/01/2024

The Management,
New Dadu Sugar Mills (Pvt) Limited,
CL-5/4, State Life Building # 10,
Main Abdullah Haroon Road Karachi.

Subject: **REQUEST FOR LETTER OF INTENT (LOI) – PROCUREMENT OF ELECTRIC POWER FROM NEW DADU SUGAR MILLS (PVT) LIMITED (NDSML)**

Reference: Your letter No. NDSML/GMP/07122023.

This has reference to cited letter under reference on the subject matter, it is being intimated that all previous policies regarding power procurement has been repealed after notification of National Electric Power Regulatory Authority, (Electric Power Procurement) Regulations 2022.

Pursuant to Claus 08 of regulations your offered sale of power comes under negotiated power purchase contract; therefore before execution of negotiated power purchase contract Supplier of Last Resort shall file its proposed power purchase contract with the Registrar NEPRA for its approval by the authority. (SEPCO, still not licensed as Supplier of Last Resort).

Before proceeding further in the matter, you are advised to furnish following information.

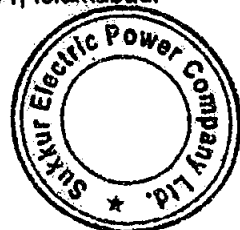
1. Board resolution in favor of authorized signatory, applying for contract with SEPCO.
2. Attested valid CNIC's of all BoD members and authorized signatory.
3. Certificate of incorporation with SECP, if any.
4. Type of Generation unit / power Plant, year of manufacture and Date of installation.
5. Type of Fuel
6. Location with GPS co-ordinates and detail of site conditions.
7. Maximum installed capacity.
8. Period of sale of Power. (months)
9. Period of contract.
10. Generation Licence, if any.
11. Any other data required if any will be collected on demand.

Please note that after gathering of all required documents / information, case will be presented before SEPCO BOD for its approval for submission before NEPRA and further proceeding as per Electric Power Procurement Regulations 2022.


Director General (MIRAD)
SEPCO Sukkur

Copy to:

1. The Registrar, NEPRA, NEPRA Tower, Ataturk Avenue (East), G-5/1, Islamabad.
2. Chief Technical Officer, SEPCO, Sukkur.
3. Chief Engineer Development (PMU), SEPCO, Sukkur.
4. Chief Commercial Officer, SEPCO, Sukkur
5. PSO to CEO SEPCO Sukkur.





NEW DADU SUGAR MILLS (PVT) LIMITED

Ref No. NDSML/GMP/25012024

Director General (MIRAD)
Sukkur Electric Supply Company (SEPCO),
Al-Sehra Building 2nd Floor,
Near Dist: Jail, Minara Road,
Sukkur

January 25th, 2024

SUBJECT: REQUEST FOR LETTER OF INTENT (LOI) - PROCUREMENT OF
ELECTRIC POWER FROM NEW DADU SUGAR MILLS (PVT)
LIMITED (NDSML)

Reference: Your Letter No. DG/MIRAD/SECPO/014-19

This is in reference to your letter cited above, the documents requested are enclosed for your record and further necessary action. List of the documents and related facts requested in above cited letter is being reproduced below for your ease,

1. Borad Resolution in favour of authorize signatory, applying for contract with SEPCO.
2. Attested CNIC's of all BoD members and authorized signatory.
3. Certificate of incorporation with SECP
4. Type of Generation unit / power plant, year of manufacture and Date of installation.
5. Type of Fuel
6. Location with GPS co-ordinates and detail of site conditions.
7. Maximum installed capacity.
8. Period of sale of Power. (months)
9. Period of contract.
10. Generation License, if any. (Application for generation license in under process)

Looking forward for your prompt support in this regard.

Authorised Signatory

Registered Office: Piaro Goth, Dist: Dadu.

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NEW DADU SUGAR MILLS (PVT) LIMITED

Ref No. NDSML/GMP/06032024

Chief Executive Officer
Sukkur Electric Supply Company (SEPCO),
Old Thermal House
Sukkur

March 6th, 2024

SUBJECT: REQUEST FOR THE POWER PURCHASE AGREEMENT WITH NEW DADU SUGAR MILLS (PVT) LIMITED (NDSML)

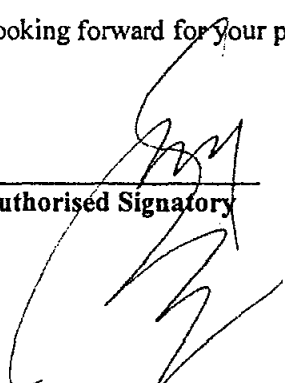
Dear Sir,

Please refer earlier sent letter No. "NDSML/GMP/07122023", NDSML is currently generating electricity through the combustion of bagasse, and we are pleased to offer you the 1.5 MW power supply at the 11KV voltage level.

We are interested in establishing a power purchase agreement (PPA) with Sukkur Electric Power Company (SEPCO) for the procurement of electricity generated by NDSML. The utilization of bagasse for power generation aligns with both environmental sustainability goals and the government's vision for promoting renewable and cheapest energy sources.

NDSML has filed application for issuance of generation license with NEPRA and is in close coordination to complete the requirements of the authority, NEPRA letter attached. Alongside, NDSML is pleased to submit draft of Power Purchase Agreement to the respected office for further approval from BOD and other relevant forums.

Looking forward for your prompt support in this regard.



Authorised Signatory

Registered Office: Piaro Goth, Dist: Dadu.

(76200) Ph: 025-4551001-9

Corporate Office: CL-5/4, State Life Building # 10, Main Abdullah Haroon Road, Karachi - 75350 Pakistan.

UAN: 111-666-447, Fax: 92-21-35680533, 35657788, Email: newdadusugarmills@omnigroup.com.pk

Web: www.omnigroup.com.pk



SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN
COMPANY REGISTRATION OFFICE
KARACHI

CERTIFICATE OF INCORPORATION

[Under section 32 of Companies Ordinance, 1984 (XLVII of 1984)]

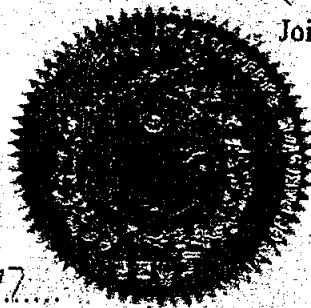
Company Registration No. 0066202

I hereby certify that **NEW DADU SUGAR MILLS (PRIVATE) LIMITED** is this day incorporated under the Companies Ordinance, 1984 (XLVII of 1984) and that the company is limited by Shares.

Given under my hand at **Karachi** this 30th day of May Two Thousand and Eight.

Fee Rs. 264,500/- (Two Hundred Sixty Four Thousand Five Hundred Only)

(Muhammad Naeem Khan)
Joint Registrar of Companies
Karachi



Dy. No Inc/JR-1/12517....

Dated: 30-05-2008

REVISED

Form A

THE COMPANIES ACT, 2017

THE COMPANIES (GENERAL PROVISIONS AND FORMS) REGULATIONS, 2018

[Section 130(1) and Regulation 4]

ANNUAL RETURN OF COMPANY HAVING SHARE CAPITAL

Securities & Exchange
Commission of Pakistan
Dian No.

PART-I

08 MAY 2023

(Please complete in typescript or in bold block capitals.)

1.1 CUIN (Registration Number)

0 0 6 6 2 0 2

1.2 Name of the Company

NEW DADU SUGAR MILLS (PVT) LIMITED

1.3 Fee Payment
Details

1.3.1 Challan No

M-2022-
477981

1.3.2 Amount

1,345/-

1.4 Form A made up to

dd
3 1mm
1 2yyyy
2 0 2 2

1.5 Date of AGM

-

-

-

PART-II

Section-A

2.1 Registered office address

Piaro Goth Railway Station Dadu Sindh 76200

2.2 Email Address:

Intizar. Hussain @omnigroup.com.pk

2.3 Office Tel. No.:

025-4551001-9

2.4 Office Fax No.:

2.5 Principal line of business

Sugar and Allied

2.6 Mobile No. of Authorized officer
(Chief Executive/ Director/ Company
Secretary/Chief Financial Officer)

0342-3647180

2.7 Authorized Share Capital

Classes and kinds of Shares	No. of Shares	Amount	Face Value
Ordinary Shares	3,456,120	345,612,000/-	100/-

2.8 Paid up Share Capital

Classes and kinds of Shares	No. of Shares	Amount	Face Value
Ordinary Shares	3,206,120	320,612,000/-	100/-

2.9

Particulars of the holding /subsidiary company, if any		
Name of company	Holding/Subsidiary	% of shares held

2.10 Chief Executive Officer

Name	Khawaja Nimr Majid											
Address	12-Runnymede Clifton Block -05, Karachi											
NIC No	4	2	0	0	0	1	2	4	6	9	0	5

2.11 Chief Financial Officer

Name	Ammanullah Shar											
Address	Hosue No B# 10, Ward # 04 Piaro Sugar Mills Colony Taluka Tando Bago District Badin Sindh.											
NIC No	4	1	4	0	5	2	8	2	8	9	4	9

2.12 Secretary

Name	Intizar Hussain											
Address	Ward # 250, Market Road, Samaro District Umer Coat, Sindh											
NIC No	4	4	1	0	6	3	8	2	8	3	4	9

2.13 Legal Advisor

Name	Kashif Hanif Law Associates											
Address	D-70/1, Block-09, Clifton Karachi											
NIC No												

2.14 Particulars of Auditor(s)

Name	Address											
J.A.S.B. & Associates (Chartered Accountants)	1104, Uni Tower, I.I Chundrigar Road, Karachi											

2.15 Particulars of Share Registrar (if applicable)

Name												
Address												
e-mail												

Section-B

2.16 List of Directors as on the date annual return is made

S#	Name	Residential Address	Nationality	NIC No. (Passport No. if foreigner)	Date of appointment or election
01	Khawaja Nimr Majid	12-Runny Mede Clifton	Pakistani	42000-1246900-5	25-01-2021

		Block # 05 karachi			
	Mrs. Noor Nimr Majid	12-Runny Mede Clifton Block # 05 Karachi	Pakistani	42301-7724218-6	25-01-2021

Use separate sheet, if necessary

2.17 List of members & debenture holders on the date upto which this Form is made

S#	Folio #	Name	Address	National ity	No. of shares held/Deb enture	NIC No. (Passport No. if foreigner)														
Members																				
01		Khawaja Nimr Majid	12-Runny Mede Clifton Block # 05 Karachi	Pakistani	2,206,080	4	2	0	0	0	-	1	2	4	6	9	0	0	-	5
02		Mrs. Noor Nimr Majid	12- Runny Mede Clifton Block # 05 Karachi		1,000,040	4	2	3	0	1	-	7	7	2	4	2	1	8	-	6
			Total		3,206,120															
Debenture holders																				

Use separate sheet, if necessary

2.18 Transfer of shares (debentures) since last Form A was made

S#	Name of Transferor	Name of Transferee	Number of shares transferred	Date of registration of transfer
Members				
Debenture holders				

Use separate sheet, if necessary

PART-III

3.1 Declaration:

I do hereby solemnly, and sincerely declare that the information provided in the form is:

- (i) true and correct to the best of my knowledge, in consonance with the record as maintained by the Company and nothing has been concealed; and
- (ii) hereby reported after complying with and fulfilling all requirements under the relevant provisions of law, rules, regulations, directives, circulars and notifications whichever is applicable.

3.2 Name of Authorized Officer with designation/ Authorized Intermediary

Intizar Hussain

Company Secretary

3.3 Signatures

3.4 Registration No of Authorized Intermediary, if applicable

NA

3.5 Date

Day

3

Month

1 2

Year

2 0 2 2

INSTRUCTIONS FOR FILLING FORM-A

1. The Form shall be made upto the date of last AGM of the Company or the last date of the calendar year where no AGM is held during the year.
2. Under S. No.2.17 above, the aggregate number of shares held by each member should be stated.
3. When the shares are of different classes the columns should be subdivided so that the number of each class held, is shown separately against S. Nos. 2.7, 2.8 and 2.17
4. If the space provided in the Form is insufficient, the required information should be listed in a separate statement attached to this return which should be similarly signed.
5. In case a body corporate is a member, registration number may be mentioned instead of NIC number.
6. In case of foreign nationals, indicate "passport number" in the space provided for "NIC No." Pakistani nationals will only indicate "NIC No."
7. This form is to be filed within 30 days of the date indicated in S.No.1.4.



PARTICULARS OF DIRECTORS AND OFFICERS, INCLUDING THE CHIEF EXECUTIVE, SECRETARY, CHIEF FINANCIAL OFFICER, AUDITORS AND LEGAL ADVISER OR OF ANY CHANGE THEREIN

1 MAR 2023

01 MAR 2023

0	0	6	6	2	0	2
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NEW DADU SUGAR MILLS (PVT.) LTD

15,985/-

...to the best of my

TO THE HONORABLE

[illegible]

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- In the case of a firm, the full name, address and above mentioned particulars of each partner, and the date on which each became a partner.*
- **** *In case the nationality is not the nationality of origin, provide the nationality of origin as well.*
- ***** *Also provide particulars of other directorships or offices held, if any."*
- ****** *In case of resignation of a director, the resignation letter and in case of removal of a director, member's resolution be attached*

PART-III

3.1 Declaration:

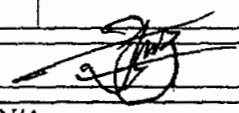
I do hereby solemnly, and sincerely declare that the information provided in the form is:

- true and correct to the best of my knowledge, in consonance with the record as maintained by the Company and nothing has been concealed; and
- hereby reported after complying with and fulfilling all requirements under the relevant provisions of law, rules, regulations, directives, circulars and notifications whichever is applicable.

3.2 Name of Authorized Officer with designation/ Authorized Intermediary

Intizar Hussain	Company Secretary
-----------------	-------------------

3.3 Signatures



3.4 Registration No of Authorized Intermediary, if applicable

N/A

3.5 Date

Day		Month		Year			
1	5	0	2	2	0	2	3

3(5(a)(ii))

Memorandum and

Articles

of

Association

THE COMPANIES ORDINANCE, 1984

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

- I. The name of the company is NEW DADU SUGAR MILLS (PRIVATE) LIMITED
- II. The Registered Office of the Company will be situated in the Province of Sindh.
- III. The objects for which the Company is established are:
 1. To purchase, manufacture, produce, boil, refine, prepare, import, export, sell and generally to deal in sugar, sugar-candy, jaggery, sugar-beet, sugar-cane, molasses, syrups, melada, spirits, and all sugar products such as confectionery, glucose, sugar-candy, canned fruit, golden syrup and aerated waters and/or by-products such as bagasse boards, paper pulp, paper, beetyl alcohol acetone, carbon dioxide, hydrogen, potash, can wax, and fertilizers and food products generally, and in connection therewith to acquire, construct, operate factories for the manufacture of sugar or any of its products or by-products and acquire or manufacture machinery for any of the above purposes.
 2. To cultivate, plant, produce and raise or purchase sugar-cane, sorghum, sugar beet, sago, palmyra juice and other crops or raw materials and to transact such other work or business as may be proper, necessary or desirable in connection with the above objects or any of them.
 3. To enter into negotiation, collaboration, technical or otherwise with any persons, firm, company, body corporate, institutions or Government for obtaining grant, license or on other term formulate and to obtain technical information, knowhow and expert advice.
 4. To acquire from time to time and deal or trade in all such stock-in trade, chattels, any patent, trade mark brevets, invention, licenses, concession and effect as may be necessary or convenient for any business for the time being, carried on by the Company.
 5. To borrow money in Pakistan as well as in foreign currencies at any time and from time to time for the purpose of the company with or without securities and to avail third party guarantees and collateral, upon such terms as the directors may deem expedients, to take advances from or by cash credit or current or overdraft accounts with any bank, financial institutions, society, company or organizations, including the directors of the company and/or mortgage, hypothecation, charges, pledge or by the issue of debenture charged upon or any of the company's properties (both present and future) or by such other means as the Directors may in their absolute discretion deem fit.
 6. To draw, make, accept, endures, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants, debentures and other negotiable



instruments in course of the Company's business

7. To apply for, purchase or otherwise acquire any patents, brevets, invention, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention for the purpose of the company, and to use, exercise, develop or grant or licenses in respect of or otherwise turn to account the property, rights or information so acquired.
8. To appoint agents except managing agents to promote the business of the company.
9. To pay for any property acquired by the company and remunerate any persons, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares or securities of the company which is paid in full or in part or otherwise.
10. To let on lease or to lend or otherwise dispose of any property belonging to the company.
11. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over in any other manner deal with or dispose of the undertaking.
12. To carry on business of consultancy for public issue work, drafting of prospectus, arranging press conference, preparing project report, getting it appraised and to carry on all activities connected with promotion of Capital Market.
13. To acquire and undertake all or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on business..
14. Subject to the provisions of the Companies Ordinance, 1984, to amalgamate, or to enter into partnership or into any arrangement for shares, profits, union of interest, co-operation, joint venture, of reciprocal concession or for limiting competition with any person or persons or company or companies carrying on or engage in or about to carry on or engage in, any business transaction on or engage in or which this company is authorized to carry on or engage in or which can be carried on in conjunction therewith.
15. To engage in any business or transaction within the limits of the company's objects, in connection with or any other person, corporation, company or to hold shares, stocks, or bonds in any such company or corporation, the business which this company is authorized to carry on.
16. To procure the recognition of the company in or under the laws of any place outside Pakistan.
17. To undertake and execute any undertaking of which may seem to the company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company or companies on behalf of or for the benefit of the company and with or without any declared trust in favour of the company for the purpose of the business of the company.
18. Subject to provisions of the Companies Ordinance, 1984, to give donations to create trusts for the welfare of the employees, members, directors and/or their dependents, heirs and children and for any deserving object and for other persons also and to act as trustees.
19. To subscribe or guarantee money for national, charitable, religious, educational, benevolent or other institutions, societies, clubs, funds, association, public general or useful objects or for any exhibition but not intended to serve any political cause or purpose.
20. To communicate with chambers of commerce and other mercantile and public bodies throughout the world and promote measures for the protection of trade, industry and persons engaged therein.
21. To subscribe for, become a member of, subsidize and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the company, and to procure from and communicate to any such association,



such information as may be likely to further the objects of the company.

22. To pay legally any premium or salaries and to pay for any property, right or privileges acquired by the company or for services rendered or to be rendered in connection with the promotion, formation of the business of the company or for services rendered or to be rendered by any person, firm or body corporate in placing or assisting to place or guaranteeing the placing of, any of the shares of the company or any debentures, or other securities of the company or otherwise either wholly or partly in cash or in shares, bonds, debentures, or other securities of the company or otherwise either wholly or partly in cash or in shares, bonds, debentures, or other securities of the company and to issue any such shares either as fully paid up or with amount credited as paid up therein as may be agreed upon to charge any such bond, debentures or other securities upon all or any part of the property of the company.
23. To appoint, agents except managing agent, selling representatives, commission agents, and to engage lawyers and solicitors and to grant them or any of them necessary power of attorney.
24. To payout of the funds of the company, all costs, charges or expenses preliminary and incidental to the promotion, formation establishment and registration of the Company.
25. To adopt such means of making known the services, business interest of the company as it may deem to expedient and in particular by advertising in the press, internet, radio, television and cinema, by circulars, by purchase, construction and exhibitions of work or at or general interest, by publication of books and periodicals, subject to the provision of the Companies Ordinance, 1984.
26. In the event of winding up, to distribute all or any of the property of the company amongst the members in specie or kinds or any proceeds or sale or disposal of any property of the company subject to the provisions of the Companies Ordinance, 1984.
27. To undertake, carryout, promote and sponsor development including and program for promoting the social and economic welfare or the uplift of the public in any rural area and to incur any expenditure on any program of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
28. To increase productivity, effective utilization materials and manpower resources, export promotion and continued application of modern techniques so as to discharge its social and moral responsibilities to the shareholders, employees, customers, local community and the society, and to undertake, carry out, promote and sponsor or assist any activity which the Directors consider likely to promote social, economic or moral uplift of the public or any Section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspaper or for organizing lectures or seminars likely to advance these objects or for giving merit awards, or giving scholarships or other person to enable them to prosecute their studies, academic pursuits or researchers and for establishing, conducting, or assisting any institution, fund, trust having anyone of the aforesaid objects as one of its objects by giving donations or otherwise in any other manner and two Directors may at their discretion in order to implement any of the above mention objects or purposes transfer without consideration or at such value as the Directors may think fit and driver the ownership of any property of the company to or in favor of any public or local body or authority or central or State Govt. or any public institutions or trust or funds or organizations or persons as the Directors may approve.
29. To act as principles, agents, contractors or otherwise by or through attorneys, agents otherwise and either alone or in conjunction with others and to establish offices, agencies or branches for carrying on any of the aforesaid objects in Pakistan or elsewhere in the world.
30. To publish any kind of information on Internet, a global computer network or otherwise compiled and update by the Company or any other person, for commercial purposes or otherwise, set up and/or give or take on lease/hire appropriate systems and technology to render these services to any person, including inviting subscriptions, advertisements from any persons, through agents, franchise, by any available means in Pakistan or abroad.



31. To undertake and provide Internet related services, systems, technology, information and software development services and products, including hardware's, to any person through agents, franchise, by any available means, in Pakistan or abroad including value added services such as interactive, Television, Internet, E-Mail, V-Sat, Telephony, Video Shopping, Entertainment, Infotainment, Teleshopping, E-Commerce, Games, Data Transmission, Computer networking, Video conferencing etc. and to establish links via Satellite uplink and downlink through available reception systems.
32. To manufacture all kinds of electrical conductors and insulated wires for power generator, transmission and distribution, to manufacture, deal, trade, export and import machines and plants, equipments and accessories for manufacture of electrical conductors and transformers, insulated wire and electrical equipment and to do all kinds of business, all varieties of electrical conductors, and transformers, insulated wire and electrical equipment and to all kinds of business, all varieties of electrical conductors, cables insulated wires and other equipments and to carry on in Pakistan or elsewhere the business of mechanical engineers, iron masters and manufacturers, processors, fabricators, drawers, rollers and refoller of steel and non-ferrous metals, shaftings, bars, flats, squares from scrap billets and ingots.
33. To manufacture, produce, buy, sell, import, export, stock, deal in machine tools, grinding machines, automatic latches, drilling machines, planning machines, planogrinders, machineries of every description, precision tools, cutting and small tools electric motors, electrical equipments, cables, wires, switch gears, flame and drip proof motors, electric fans, regulators of all types, electric kilowatt hour meters magnets, industrial jewels, meters, voltmeters, and other types of measuring instruments, electrical, non-electrical, die-castings, screws, nuts and bolts, transformers of all types, circuit breakers hoists, elevators, gears, trolleys, and coaches, winches, air compressors, welders, refrigerators, domestic washing machines, television and radio receivers and transmitters, micro wave components, radar equipments, valves, resistors, electronic instruments, conductors, materials, transistors and allied items, sewing machines, watches and clocks, tape recorders, household appliances and component part thereof.
34. To carry on the business as forwarding agents, representatives of manufacturers, sale and marketing organizers and insurance agents and to carry on the business or trade of stores suppliers, consultants, company promoters, landed proprietors and supplier of goods to government and other public and private bodies, shroffs, department store operators, publishers, guarantee brokers, carried by land and water, charter parties newspaper owners, wharfingers, warehousemen, marine, fire and other insurers, maccadums and all type of brokers including brokerage and for this purpose to appoint and remunerate any Directors, accountants, experts or agents.
35. To provide technical know-how in Pakistan and abroad which is likely to assist in the manufacture of the goods or the processing of materials or in the installation or erection of plant or machinery for such manufacture processing including providing technological design, installation and erection information and to render engineering, technical management and various types of skilled and other services to all types of business and industry or other organization.
36. To grow, cultivate, produce, buy, sell, manufacture, treat, blend, render marketable and transport whether in bulk or in packeted or concentrated forms tea, coffee, cocoa or any other beverages, all varieties of food and products, plantation crops, orchard crops, cereals, vegetables, spices, essential oils, aromatic substances, rubber, forestry produce and other produce of the soil, whether of spontaneous growth or not.
37. To carry on business as manufacturers, producers, dealers, processors, importers, exporters, stockiest, agents, brokers, traders, retailers, of all kinds of paper including writing, printing, rapping and tissues, newsprint, paper for packing including corrugated and craft paper, synthetic papers, all kinds of boards including paper and straw board and all kinds of pulp whether mechanical or chemical including dissolving pulp.
38. To produce, manufacture, refine, prepare, process, import, export, purchase, sell and generally deal in cement, portland cement, white/colored cement, alumina, cement pipes, fittings, sheets, asbestos cement pipes and their fitting, asbestos cement sheets, any other types of reinforced pipe fittings, sheets, boards, tanks, reinforced structural parts, blocks, tanks, bricks, stones, black marble, granite slabs, stone slabs of all type, cement tiles,



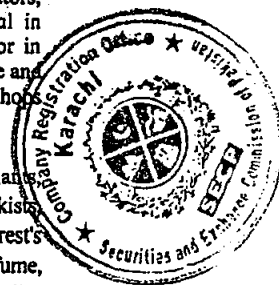
ceramic tiles, tiles of any other variety made out of any natural or synthetic material or wood or metal or any material and all other type of building materials used in construction.

39. To manufacture, process, import, export and deal in natural and synthetic resins, plastics, rubber, moulding powders, adhesives, paints, chemicals, nylon, polythene, poly-propylene, poly urethane, laminating materials, colours, varnishes, enamels and spirit in all its branches, raw materials for any of these products, and any materials produced out of these products.
40. To manufacture, produce, refine, prepare, purchase stores, sell and to trade and deal petroleum and all kinds of mineral oils and all products "and byproducts thereof, including wax, paraffin, soap, paints, lubricants, illuminant and butter substitute, oil cloth, candles, glycerin, steaming and in connection therewith to acquire, construct, repair, operate and use oil and other refineries, buildings, mills, factories, oil well derrick, distilleries, ghanies, rotaries, expellers, mechanical or hydraulic press.
41. To carry on business as timber merchants, saw-mill proprietors and timbers growers and to buy, sell, grow, prepare for market, manipulate, import, export, and deal in timber and wood of all kinds and to manufacture and deal in veneer products, for tea chests, packing cases and commercial boards, decorative veneer, laminated boards, composite boards, pressed boards, hard boards, chip boards, bent wood, molded wood and articles of all kind made of timber wood.
42. To deal in, purchase, sell, import, export or supply and to act as principals, dealers, agents, subagents, manufacturers, representatives, for leather and leather goods, gloves, wallets, bags, zippers, oil components, fibres, fibrous goods, garments, metalware, electronic items, spare parts, appliances, machinery equipments, jewelry, handicrafts, ivory, antiques and art of objects.
43. To carry on the business as manufacturers of, dealers in hires, repairers, cleaners, runners, characters, stores, and warehouses of earth moving and agricultural machines, motorcycles, cars, motors, scooters, cycles, tractors, trucks, three wheelers, bicycles, ships and carriage, lifts forklifts and handling equipments, launchers, boats, vans, airplanes, helicopters, hydroplanes, hover crafts and other conveyance of all descriptions.
44. To cultivate, plant, bring, buy, sell, spare, convert, process, treat or manipulate in any manner of all kinds of tobacco, jute, hemp, tea, lac, coffee, rubber, vanaspati oil, sugar cane, sugar beets, dal, oilseeds, vegetable products, food grains, plants and all other products of the soil.
45. To search, win, get, quarry, reduct, smelt, calcine, refine, dress, amalgamate, manipulate, and prepare for market ferrous and non-ferrous metal, ore, quartz, metal and mineral substance of all kinds including oil and to carry on any other prospecting, mining, and metallurgical operations and to work mines or quarries, and to search frame, getwork, process, calcine, raise, crush, smelt, manufacture, make merchantable, sell or otherwise deal in iron, coal, coat tar, stone, cement, lime, lime stone, chalk, clay, bauxite, soapstone, ores, metals, minerals-oil, precious and other stones, deposits, products and all other kinds of by-products thereof and carry on the business of mining in all its branches.
46. To carry on business as manufacturers, exporters, importers, dealers, stockists, agents, distributors of batteries, cells, torches, toys, personal aide and such items and goods which may be useful, skin or otherwise connected with anyone or more of the aforesaid items of products.
47. To carry on business of manufacturing, producing, processing, treating, making taking on hire or otherwise acquiring blending, formulating, packaging, selling, retailing, importing, exporting, buying, fabricating, assembling, servicing, repairing, maintaining, of all types of grades, kinds, sizes and descriptions of photographic-films, papers, chemicals, reagents, substances, equipments, instruments, accessories, machineries, raw materials, and things, tools, apparatus, products, suppliers for audiovisual communication films and products, image and document production and copying and information gathering recording, handling, storing, retrieval products to carry on business by making or providing applications for such equipments, apparatus, accessories, products, machineries, supplies and by providing services and processes relating to photography, audio-visual communication, image and document production and copying and

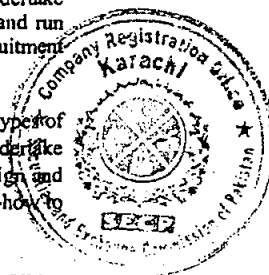


information gathering, recording, handling storing and retrieval.

48. To manufacture, prepare, import, export, buy, sell and otherwise deal in all kinds of glass, glassware, mirrors, looking glass, scientific glass sheet and plate glass, bangles, flase pears, bottles and all kinds of articles prepared of glass and carryon the business or glass patent solvers, glass embosser, acclesisatical lead worker, glass tabler, show card and show case manufacturers.
49. To carryon the business as refrigerating engineers, cold storage depots and to engage in cold storage trade, and to do the business of sanitary engineers and dealers of all varieties of sanitary-ware and exploiting solar or other energy in commercial or domestic use.
50. To carryon the business as manufacturers, producers, dealers, traders, importers, exporters, stockiest, distributors, or agents or GLS lamps, electric bulbs, lamps or tubes required or used for lighting or for industrial, domestic, electronics, transport vehicles of commercial purpose and glass shells, fittings, tubes, filaments, tungsten and molybdenum wires, caps and other materials, machinerics, accessories and spares required or used for manufacture of bulbs, lamps or tubes.
51. To acquire or set up and run hospitals, clinics, nursing homes, maternity and family planning units or pathological laboratories.
52. To carryon business as producers, manufacturers, processors, converters, refiners, makers, bottlers, stockiest, dealers, importers, exporters, traders, retailers, agents, buyers or sellers, of oxygen, acetylene, amonia, nitrogen, hydrogen, coal gas, natural gas, helium and other types and kinds of gases mineral oil, motor and aviation spirit, diesel oil, kerosene, diverse hydrocarbon oils and their blends including synthetic fuels and lubricating oils required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles space rockets and crafts, communication, object and media reactors, power plants, domestic, or public lighting, heating, cooling, purposes, lighters, plants, producing water, chemicals, or fuels, pesticides, defense or warfare, establishments, horticulture, forest or plant protection and growth and other allied purpose and to service, repair, manufacture, market or deal in machinery, plants spares, cylinders, containers, gadgets, appliance, and accessories for working on using or producing any of such gases, oils and products.
53. To carryon business as exporters, importers, manufacturers, producers, processors, printers, bleachers, combers, spinners, weavers, dyers, finishers, dealers, merchants, agents, in the various kinds and forms of yarn and fabrics of silk, cotton, wool, flax, jute, hemp, mohair, linen, rayon, nylon, terelyne and natural synthetics and other allied Textiles of any description and kid and to carry on the business as drapers and dealers of furnishing fabrics, and also in connected materials like starch, sizing materials and dye stuff.
54. To produce, manufacture, refine, prepare, import, export, purchase, sell, treat and generally to deal in all kinds of glass and glassware, ceramics, sanitary ware, ceramic ware, industrial ware, porous or coarse earthenware, stoneware, china, terra-cotta, porcelain products, bricks, fire bricks, fire clay, insulation bricks, tiles, pottery, pipes, insulators, refractories of all description and / or by-products thereof and building material in general, and in connection therewith, either as principle or agents, either solely or in partnership with others, to take on lease or acquire, erect, construct, establish, operate and maintain, ceramics, pottery industries, factories, quarries, mines, collieries, workshops and other works.
55. To carryon all or any of the business of buyers, sellers, suppliers, traders, merchants, importers, exporters, indentors, brokers, agents, assemblers, packers, stockists, distributors, and dealers of and in all kind of agricultural produces, food articles, forest's products, beverages, edible and non-edible oils and facts, soap silicate, perfume, chemicals, and detergents of all kinds, commercial, natural and manmade fibres, textiles of all kinds, all types of yarn, jute and jute products.



56. To design, erect, fabricate, process, hire out, buy, sell, prepare, process, manufacture, assemble, fabricate, cast fit, press, machine, treat, weld, harden, temper, annual domestic, electrical and industrial appliances, fans, motors, equipments, plants, machineries, moulds, accessories, components, spare parts, tools and implements.
57. To manufacture, produce, export, import, buy, sell and deal in vanaspati oil, food grains, seeds and their articles, produce and merchandise of all kinds and description either ready or for forward delivery.
58. To carry on the trade, industry, business, occupation and profession of architects, engineers, Contractors, electrical, sanitary and plumbing engineers, and contractors, flooring contractors, and furnishers, decorators, and contractors in all its branches.
59. To carry on the business as manufacturers and dealers in hardware, iron and structural goods of all kinds and in particular, T-irons, beams, angles, washers, railings, collapsible gates, stairs, columns, metal doors and windows and other building material including all kinds of ferrous and non-ferrous metal products, machinery spares and parts and stores of any description required for building constructions.
60. To carry on business as manufacturers of and dealers in any manner and all types of raw materials and products of plastics, thermoplastics, nylon, polythene laminating materials, laminated paper and board.
61. To carry on business as general, commercial, color crafts and process printers, painters, lithographers, engravers, diemakers, publishers of newspaper, books, magazines, art and musical productions, plan and chart printers, press and advertising agents, contractors, ink, dye, colour and chemicals manufacturers, manufactures of metal and other signs, manufacturers and dealers of containers and components and machinery manufacturers, and dealers in printing machinery, types and all printers, supplies, book binders and stationers and dealers in all kinds of supplies and equipment for mercantile and other uses.
62. To carry on the business as importers, exporters, manufacturers and distributors of agents, for and dealers in salt and salt based chemicals, Petro-chemicals organic, inorganic and organometallic chemicals including rubber chemicals, leather chemical, synthetic chemicals, industrial explosives and chemical products of every nature and descriptions.
63. To act as consultants and to provide management, financial, technical, engineering, industrial, administrative, advisory, commercial, accountancy, quality control, legal, taxation, electronic data processing, computer and other consultancy services, to undertake and execute design engineering and technical work for projects, to prepare and implement project and feasibility report and to take up contracts and jobs on Turnkeys basis or otherwise. To act as brokers, negotiators with bank, financial institution and others for arranging loans and underwriting of shares and debentures and to undertake and carry out promotion and formation of companies, firms, associations, trust and run and manage them for others and on own account and to assist in selection, recruitment and hiring or personnel.
64. To carry on the business of consultants and advisor and to provide and tender all types of services rendered by consulting engineers, technicians and experts and to undertake techno-economical survey, economic feasibility reports, projects reports and design and developments of new products to assist in selection of technology process, know-how to carry out laboratory test and trials and provide Turnkey engineering services.
65. To manufacture, import, assemble, develop, invent otherwise deal in Audio/ Video systems, electronic typewriters, computers, computers software, floppy diskettes, printers, ribbon, paper, magnetic tapes, cassettes and other allied, materials, computer data processing machine, computer printers, computer publication systems computer peripherals, accessories and their services.
66. To establish provide, perform systems, engineering services, related technical and



consultancy services, import technical know-how in the field of computers develop technical expertise for providing technological and technical knowhow.

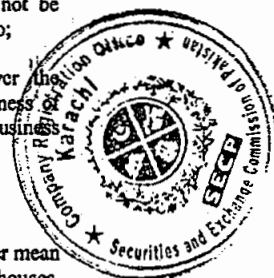
67. To manufacture, import, assemble, develop, invent and otherwise deal in all kinds of electrical and electronics systems, equipments, appliances, components and accessories thereof, suitable for commercial, industrial medical, scientific and consumer purpose.
68. To carry on the business of planters, Growers and cultivation of rubber, coffee and all other plantation activities.
69. To arrange for imparting education and / or training to the trainees in the workshops, factories, mills or other organizations in any part of Pakistan in such line or lines and / or branch or branches and / or industry or industries and / or where trainees may have full scope for the purpose of extending their technical and managerial skill and gaining practical knowledge in particular in branches or industries on such terms and conditions as the company may deem fit and proper and to lend or make available the services to such technicians and experts who will be trained by the company and / or others to such factories, establishments, mill workshop who are or will be in need of services in the discretion of the company may think fit and proper.
70. To carry on business as tourist agents and contractors and to facilitate travelling and to provide for tourists and travellers, or promote the provisions of conveniences of all kinds in the way of through tickets, circular tickets, sleeping cars or berths, reserved places, hotel and boarding and / or lodging accommodation and guides, enquiry bureau, libraries, resting rooms, baggage transport and otherwise and to charter steamships and aeroplanes for fixed periods or for particular voyages and flights and to organise religious, educational sightseeing and business tours and for the purpose of charter ships, trains, aeroplanes, minibuses, motor buses, motor lorries, motor cars, wagons carts and carriages of every description, to book and reserve accommodation and rooms in hotels, restaurants and boarding and or lodging houses and to take on hire houses or unfurnished.
71. To purchase or otherwise acquire, maintain, sell and give on lease all kinds of plant, machinery, motor vehicles, marine engines, marine boats, trawlers, launches, ships, vessels, barges, hotel equipments, medical equipments, airconditioners, air-conditioning plants, equipments, office equipments, computers, photo copying machines, cold storages, ice-cream manufacturing machinery, furniture and fixtures, televisions, electronic equipments, lifts aircrafts, helicopters, household equipments and appliances or any other equipments or assets that the Company may think fit.
72. To carry on all or any of the objects as set out in paragraphs (1) to (74) above as if the same were incorporated as part of this sub-clause as objects incidental or ancillary to the attainment of all or any of the other objects herein before mentioned. And it is declared that:

- a) The word "company" where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not, and whether domiciled in Pakistan or elsewhere;
- b) The headings hereto are for convenience of reference only and shall not be deemed to affect the construction of this clause or of any sub-clause thereto;

Provided that nothing herein contained shall be deemed to empower the Company to carry on the business of banking, Insurance Business, Business Investment companies or of leasing companies or any other business or businesses which may be illegal or unlawful under the laws applicable in Pakistan.

IV. The liability of the member is limited.

It is further undertaking that company shall not by advertisement, pamphlets, other mean or other negotiation, offer for sale or take money for the further sale of plots, houses, flats etc to the general public or individual unless such plot, house, or flats etc, are acquired and have been develop by the company.



It is further declared that the company would not indulge in any sort of real estate business, housing colonies/purchase and sale of plots and development of land and housing finance company as mentioned in NBFC Rules, 2003.

- V. The Authorized Share Capital of the Company is Rs. 345,612,000 (Rupees Three Hundred and Forty Five Million Six Hundred and Twelve Thousand only) divided into 3,456,120 (Three Million Four Hundred and Fifty Six Thousand One Hundred and Twenty Only) Ordinary Shares of Rs. 100/- (Rupees Hundred Only) each with the power to increase or reduce the Share Capital for the time being into several classes, and to attach thereto respectively such preferential. Qualified are special rights, privileges or conditions as may be determined by or in accordance with the Companies Ordinance, 1984 for the time being in force and regulations of the Company and to vary, modify or abrogate such rights.



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We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a company, in pursuance of these Memorandum of Association and we respectively agree to take the number of shares into the Capital of the Company set opposite our respective names:

Name and Surname (Present and Former) in full (in Block Letters)	Father's / Husband's Name in full	Nationality with former Nationality	Occupation	Residential address	Number of shares taken by each Subscriber	Signature
Mrs. NAZI MAJID 42301-4252576-6	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA ALI KAMAL MAJID 42301-8273075-3	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA NIMR MAJID 42000-1246900-5	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi.	20 Twenty Only	
					60 (Sixty Only)	

KARACHI: Dated: 27TH day of May 2008

Witness to the above signatures:

Name ASLAM MASOOD S/o. MASOOD UL HAQUE MALIQ

Address A 03/ 179, Qamar Bagh, Gulishtan-e-Johar, Karachi.

Occupation CERTIFIED TRUE COPY 42201-9968350-1

ASSISTANT REGISTRAR OF COMPANIES
COMPANY REGISTRATION OFFICE, KARACHI
 This Certified True Copy is not valid for purpose of bank
 account opening. The banks may verify company's record
 through bank portal launched by the SECP.



Under the
Secretariat
the 21.



Dr. A. H. Khan
Chairman
SECP

THE COMPANIES ORDINANCE, 1984

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

PRELIMINARY

Table "A-" excluded

1. The regulations contained in Table "A" in the First Schedule to the Companies Ordinance, 1984, shall not apply to the company except in so far as they are repeated or contained in these Articles.

Interpretation

2. The chapter headings shall not affect the construction hereof, and in these Articles unless there is something in the subject or context inconsistent therewith.

Articles

"The Articles" mean the Articles of Association, as originally framed or as altered from time to time or the Company acting at a meeting or pursuant to unanimous written consent.

Books and Papers etc.

"Book and Paper", "Book or Paper", or "Books of Account" includes accounts, deeds, vouchers, registers, writings and documents.

Company

"The Company" means NEW DADU SUGAR MILLS (PRIVATE) LIMITED

Chief Executive

"The Chief Executive" means the Chief Executive appointed from time to time by the company pursuant to these Articles.

Directors

"The Directors" mean the directors of the Company appointed from time to time pursuant to these Articles.

Debenture

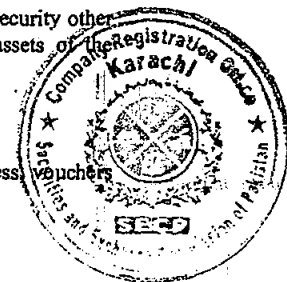
"Debenture" includes stock, bonds, term finance certificate and any other security other than the shares of the company whether constituting a charge on the assets of the company or not.

Documents

"Documents" include summon, notice, requisition, order, other legal process, vouchers and register.

Dividend

"Dividend" means the distribution of profits of the company to its members, and includes bonus.



Holding Company

"Holding Company" shall have the meaning assigned to it by section 3.

Member

"Member" means a member of the company within the meaning of the provision of Section 2(1) (21).

Month

"Month" means as calendar month according to the English calendar.

Ordinance

"The Ordinance" means the Companies Ordinance, 1984 as amended and any amendment or re-enactment thereof for the time being in force.

Office

"Office" means the registered office of the Company.

Participatory Redeemable Capital

"Participatory redeemable capital" means such redeemable capital as is entitled to participate in the profit and loss of the company.

Proxy

"Proxy" includes attorney duly constituted under a Power of Attorney.

Investor

"Investor" means a corporation, a company incorporated under the Ordinance, financial institution, Federal Government, Provincial Government or such other body which holds shares in the company.

Register

"The Register" means the register of members to be kept pursuant to Section 147 of the Ordinance.

Redeemable Capital

"Redeemable capital" has the meaning assigned to it by section 2(1)(30A).

Share

"Share" means share in the capital of the company.

Secretary

"Secretary" means any individual appointed to perform the secretarial, administrative and other duties ordinarily performed by the Secretary.

Section

"Section" means section of the Ordinance.

Security

"Security" has the meaning assigned to it by section 2(1) (34).

S.E.C.P.

"S.E.C.P." means Securities and Exchange Commission of Pakistan.

Special Resolution

"Special resolution" has the meaning assigned to it by Section 2(1) (36).



Seal

"The Seal" means the common seal adopted by the company.

In Writing and Written

"In writing" and "Written" includes printings, lithography and in writing and other modes of representing or reproducing words in a visible written form.

Word importing the singular number includes the plural number and vice versa.

Word importing the masculine gender only includes the feminine gender.

Words importing persons includes bodies corporate.

PRIVATE COMPANY

Private- Company

3. The Company is a private company within the meaning of Clause 28 of Section 2(1) of the Companies Ordinance, 1984 and accordingly:
 - (a) No invitation shall be issued to the public to subscribe for any shares, debentures or debenture stock of the Company.
 - (b) The number of the members of the Company (exclusive of persons in the employment of the Company) shall be limited to fifty, provided that for the purposes of this provision where two or more persons jointly hold one or more shares in the Company they shall be treated as a single member, and
 - (c) The right to transfer shares in the company is restricted in the manner and to the extent hereinafter appearing.

Business

4. The business of the Company shall include all or any of the business objects enumerated in the Memorandum of Association and can be commenced immediately after the incorporation of the Company as the Directors may think fit, notwithstanding that part of the capital has been subscribed.

Place of Business

5. The business of the Company shall be carried at Karachi or at such place in the whole of Pakistan or elsewhere as the Directors may deem proper or, advisable from time to time.

CAPITAL

Capital

6. The Authorized Share Capital of the Company is Rs. 345,612,000 (Rupees Three Hundred and Forty Five Million Six Hundred and Twelve Thousand only) divided into 3,456,120/- (Three Million Four Hundred and Fifty Six Thousand One Hundred and Twelve Only) each with powers to increase or reduce the capital, to divide the shares in the capital for the time being into several classes and to attach to them rights, privileges, conditions, and to vary, modify or abrogate any of such rights, privileges, conditions, as are required or permitted by the Companies Ordinance, 1984 and its statutory amendments, alterations and modifications for the time being in force

Increase of Capital

7. Where at any time the Board decides to increase the issued capital of the company by issuing any further shares, then subject to any direction to the contrary that may be given by the company in general meeting, such shares shall be offered to the members in proportion to the existing shares held by each member, and such offers shall be made by notice specifying the number of shares to which the member is entitled and limiting a time within which the offer, if not accepted, will be deemed to be declined and after the expiration of such time, or on receipt of an intimation from the members to whom such notice is given that he declines to accept the shares offered, the Board may dispose off



the same in such manners as they think most beneficial to the company. The notice shall be accompanied by the circular required under section 86.

Shares at the Disposal of Directors

8. The shares shall be under the control of the Directors who may allot or otherwise dispose of the same to such persons, firms or corporations, on such terms and conditions and at such time as may be thought fit.

Allotment of Shares

9. The Shares in the capital of the Company may be issued or allotted in payment or part-payment of any property, land, building, machinery, goodwill or goods supplied or any services rendered or likely to be rendered to the Company in promotion and establishment of the Company or conduct of its business and any shares so allotted may be issued as fully paid-up shares.

Consolidation or Sub-division of Shares

10. If and whenever as a result of an issue of new shares or any consolidation or subdivision of shares any member becomes entitled to hold shares in fractions, the Board shall not be required to issue such fractional shares and shall be entitled to sell whole shares at a reasonable price and pay and distribute to and amongst the members entitled to such fractional shares in due proportion with the net proceeds of the sale thereof. For the purpose of giving effect to any such sale the Board may authorize any person to transfer the shares sold, to the purchaser thereof, and the purchaser shall be registered as the holder of the shares comprised in any such transfer and he shall not be entitled to see the application of the purchase money nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

Issue of Convertible Securities

11. The company may issue ordinary shares or grant option to convert into ordinary shares the outstanding balance of any loans, advances or credit, as defined in the banking companies ordinance, 1962 (L VII of 1962) or other non-interest bearing securities and obligations in accordance with the provisions of section 87.
12. The company may issue to one or more schedule banks, financial institutions or such other persons, as are specified for the purpose by the Federal Government by notification in the official gazette, any investment in the nature of redeemable capital in any or several form in accordance with the provisions of section 120.

Shares for Consideration Other than Cash

13. Subject to the provision of the Ordinance and these Articles, the Board may allot and issue Shares in the capital of the company as payment for any property sold or transferred, goods or machinery supplied, or for services rendered to the company in the conduct of its business or affairs and any shares which may be so allotted may be issued as fully paid up shares and if so issued, shall be deemed to be fully paid up shares.
14. Any application or subscription signed by or on behalf of an applicant or Subscriber for shares in the company, followed by an allotment of any shares therein, shall be deemed acceptance of shares, within the meaning of these Articles, and every person who thus or otherwise accepts any shares and whose name is entered on the register shall for the purpose of these Articles be a member.
15. The money (if any) which the Board shall on the allotment of any shares being made by it require or direct to be paid shall immediately on the insertion of the name of the allottee in the register of members as the holder of such Shares, become a debt due to and, recoverable by the company from the allottee thereof, and shall be paid by him accordingly.

Right of ownership of Shares

16. Save as herein otherwise provided the company shall be entitled to treat the person whose name appears on the register of members as the holder of any shares as the absolute owner thereof, and accordingly shall not (except as ordered by a court of competent jurisdiction or as required by law) be bound to recognize any trust or equity or benami, equitable, contingent or other claim to or interest in such shares, on the part of any other



person whether or not it shall have express or implied notice thereof.

UNDERWRITING, COMMISSION AND BROKERAGE

Brokerage

17. The Company may at any time pay a commission to any person for subscribing or agreeing to subscribe (whether absolutely or conditionally), for any shares or debentures or procuring or agreeing to procure, subscriptions, whether absolute or conditional, for, any shares or debentures of the company, but so that the amount or rate of commission shall not exceed the rate per cent of amount as may be fixed by the S.E.C.P. The commission may be paid or satisfied in cash or in any shares or debentures of the company. The company may also pay the usual brokerage not exceeding one (1) per cent in respect of any subscription for shares or debentures.

CERTIFICATES

Members Entitled to Share Certificate

18. Every member shall be entitled without payment to one certificate for all the shares registered in his name, or if the Board so approved (upon paying such fee as the Board may from time to time determine), to several certificates, each for one or more shares, Every certificate of shares shall specify the number and denoting numbers of the shares in respect of which it is issued and the amount paid thereon, such certificate shall be issued under seal and bear the signature of one Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed for that purpose by the Board.

Renewal of Certificate

19. If any certificate is worn out, defaced or rendered useless, then upon production thereof to the Board, it may order the same to be cancelled and may issue a new certificate in lieu thereof and if any certificate is lost or destroyed, then on proof thereof, to the satisfaction of the Board and on such indemnity as the board deems adequate being given, a new certificate thereof shall be given to the party entitled to such lost or destroyed certificate.
20. The company shall, within ninety (90) days after the allotment and within forty five (45) days after the application for the registration of the transfer of any share, complete and have ready for delivery the certificates for shares and unless sent by post or delivered to the persons entitled thereto, within that period, shall give notice of the fact to the shareholder immediately thereafter.

A duplicate of a certificate of shares, shall be issued within forty-five (45) days from the date of application.

TRANSFER AND TRANSMISSION

Register of Transfer

21. The Company shall keep a book to be called the "Register of Transfer" and therein shall be fairly and distinctly entered the particulars of any transfer and transmission of any shares.
22. The instrument of transfer of any share shall be in writing in the usual common form or as near thereto as circumstances will admit:

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

I _____
_____ being _____ National, in
Consideration of the sum of Rs. _____
(Rupees _____)
Paid to me by _____ S/O _____



of _____ National _____

Hereinafter called "The Transferee") do hereby transfer to the _____ Ordinary Share(s) numbered in the undertaking called **NEW DADU SUGAR MILLS (PRIVATE) LIMITED** to hold the same into the said Transferee, his (or her) executors, administrators and assigns subject to the several conditions on which I held the same immediately before the execution hereof, and I, the Transferee, do hereby agree to take the said share(s) subject to the said conditions aforesaid. As witness etc.

The Board may from time to time alter or vary the transfer form.

Condition for Transfer

23. The share shall be transferred subject to following restrictions:
- (a) the shares shall in the first instance be offered to the exiting shareholders.
 - (b) if the exiting shareholders are not willing to accept the shares the Board shall approved transfer of shares, subject to the consent of all exiting shareholders, to other persons.
 - (c) the shares shall be sold at a market value to be determined by the Auditors of the company with other experts of the company; if necessary.

No Transfer to an Infant

24. No shares in any circumstances shall be transferred to an infant, an Infant insolvent or person of unsound mind.

Closure of Transfer Books

25. The Board shall have power to close the register of transfer for such period or periods of time not exceeding thirty days at a time and 45 days in a year.

Right of Nomination

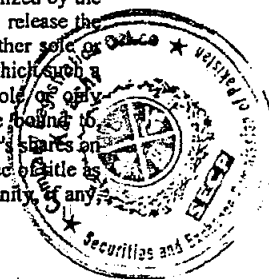
26. A person may on acquiring interest in the company as a member, nomination represented by shares, at any time after acquisition of such interest deposit with the company a nomination conferring on one or more persons the right to acquire interest in the shares specified therein in the event of his death.

Transmission of Shares

27. In the case of death of shareholders the survivor where the deceased was a joint holder, and (subject as hereinafter provided), where the deceased was a sole or only surviving holder, the execution or administrators of the deceased holding a grant of probate or letters of administration effective in Pakistan, shall be the only persons recognized by the company as having any title to the shares, but nothing herein contained shall release the estate of a deceased holder (whether sole or joint), from any liability (whether sole or joint), in respect of any share solely or jointly held by him. In any case in which such a grant of probate or letters of administration to the estate of a deceased sole or only surviving holder has not been obtained, the Board may, but shall not be bound to, recognize the title of any person claiming to be entitled to the deceased holder's shares on production by such claimant of a succession certificate or such other evidence of title as the Board may deem sufficient, and upon the claimant furnishing such indemnity, if any, as the Board may require.

Right of persons becoming entitled to share

28. Any person becoming entitled to a share in consequence of the death or insolvency of a member shall, upon such evidence being produced as may from time to time be required by the Board, have the right either to be registered as member in respect of the share or instead of being registered himself, to make such transfer of the share as the deceased or insolvent person could have made but the Board shall, in either cases have the Same right to decline registration as they would have had in the case of a transfer of the share by the deceased or insolvent person the death or insolvency.
29. A person becoming entitled to a share by reason at the death or insolvency of the holder shall subject to Article 28 above, be entitled to the same dividends and other advantages



to which he would be entitled if he was the registered holder of the share, except that he shall not before being registered as a member in respect of the share, be entitled in respect of it to exercise any rights conferred by membership in relation to meeting of the company.

30. The company shall incur no liability whatsoever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof (as shown or appearing in the register) to the prejudice of persons having or claiming any equitable right, title or interest to or in the same shares, notwithstanding that the company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and the company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest, or be under any liability whatsoever for refusing or neglecting so to do, but the company shall nevertheless be at liberty to regard and attend any such notice and give effect thereto, if the Board shall so think fit.

ALTERATION OF CAPITAL

Increase of Capital

31. The company may by a Resolution increase its Authorized Share Capital comprising of any class and denomination.
32. Except and so far as otherwise provided by the conditions of issued or by these Articles, any capital raised by the creation of new shares shall be considered part of the Authorized Capital and shall be subject to the provisions herein contained with reference to transfer and transmission, voting and otherwise.

Reduction of Share Capital

33. The company may by special resolution reduce its share capital in any manner and with and subject to any incident authorized and consent required by law.
34. The company may in general meeting by Resolution alter the conditions of its memorandum as follows:

Consolidation and Division of Share

- (a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
- (b) Sub-divide shares or any of them into shares of smaller amounts than originally fixed by the memorandum and subject nevertheless to the provisions of the Ordinance in that behalf;
- (c) Cancel shares which at the date of such General Meeting have not been taken or agreed to be taken by any person, and diminish the amount of its share capital by the amount of the shares so canceled.

Variation of Rights

35. The variation in the right of shareholders shall be made in the manner provided by Section 108.

BORROWING POWERS

Powers to Borrow

36. The Directors may from time to time at their discretion borrow or secure the payment of any sum or sums of money for the purposes of the Company from any persons, firms or companies, banks, or investment corporation, government or semi-government institutions or any other source whatsoever (expressly including any member of the Company) and may themselves but to the Company any such sum or sums on security or otherwise.

Condition on which money may be borrowed.

37. The Directors may borrow or secure the payment of such sum or sums of money in such manner and upon such terms and conditions in all respect as they think fit, either by



creation of any mortgage, hypothecation as charge on the whole or any part of the property of the Company and in particular by the issue of the debentures or debenture-stock of the Company charged upon the whole or any part of the property of the Company both present and future.

Assignment of Securities

38. The debenture, debenture-stock or other securities may be made assignable free from any equities between the company and the person to whom the same may be issued.

Issue at Discount etc.

39. Any bonds, debentures or other securities may be issued at a discount, premium or otherwise and with any special privileges as to redemption, surrender, drawings, Convertibility into shares, attending and voting at general Meeting of that company, appointment of Directors and otherwise, provided that debentures with the right to vote or be converted into shares shall not be issued without the consent of the company in General Meeting.

Liability for payment of sum due from the Company

40. If the Directors or any of them or any other person shall become personally liable for the payment of any sum primarily due from the company, the Board may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the company by way of indemnity to secure the Directors or persons so becoming liable as aforesaid from any loss in respect of such liability.

GENERAL MEETING

General Meeting

41. An Annual General Meeting shall be held within eighteen months from the date of incorporation of the Company, and thereafter once at least in every calendar year within a period of four months following the close of its financial year. Every Annual General Meeting shall be called during business hours on a day that is not Public holiday and shall be held either at the Registered Office of the Company or at some other place within the City, town or village in which Registered Office of the Company is situated and the notice calling the meeting shall specify it as the Annual General Meeting.

Extra-ordinary General Meeting

42. The Board may call an Extraordinary General Meeting whenever it shall think fit. An Extraordinary General Meeting may also be convened on the requisition of the members in accordance with the provision of Section 159.

Notice of Meeting

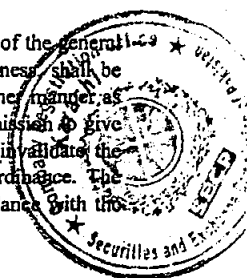
43. At least twenty-one days notice specifying the place, the day and the hour of the general meeting and in case of special business, the general nature of such business, shall be given to the members in the manner hereinafter mentioned, or in such other manner as may be prescribed by the Company in General Meeting but accidental omission to give such notice to or non-receipt of such notice by any member shall not invalidate the proceeding of the General Meeting, subject to the provisions of the Ordinance. The Directors may whenever they think fit, and shall on requisition in accordance with the ordinance proceed to convene of Extraordinary General Meeting.

Quorum

44. No business shall be transacted at any General Meeting unless a quorum of members is present, two members present, in person who represent at least twenty-five percent of the total voting power of the company either of their own account or as proxies shall be a quorum for a General Meeting.

Quorum for Adjourn Meeting

45. If within half an hour of the time appointed for the holding of a general meeting a quorum be not present, the meeting if convened on the requisition of shareholders, shall be dissolved and in every other case shall stand adjourned to the same day in the next



week, at time and place as was appointed for holding the general meeting and if as such adjourned meeting the quorum is not present within half an hour minutes from the time appointed for holding the meeting the members present being not less two shall be a quorum.

PROCEEDINGS AT GENERAL MEETINGS

Chairman to Preside

46. The Chairman of the Board of Directors shall preside at every general meeting but if at any meeting he may not be present within 15 minutes after the time appointed for holding the same or is unwilling to preside, members present shall choose some Director or if no Director be present or if the Directors present decline to take chair, the members shall choose some member to be the Chairman of the meeting.

Power of Chairman to Adjourn

47. The Chairman with the consent of the meeting may adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. The resolution at an adjourned meeting shall for all purposes, be treated as having been passed on the date on which it was in fact passed and shall not be deemed to have been passed on any earlier dates.

Carrying of Resolution

48. At any General Meeting a resolution put to the vote of the Meeting shall be decided on a show of hands unless poll is (before or on the declaration of the result of the show of hands) demanded by one Member having right to vote on the resolution and present in person or by proxy, if not more than seven members are personally present, and by two such members present in person or by proxy if more than seven such members are personally present or by the Chairman of the Meeting or any member or members present or by proxy and holding or representing not less than one - tenth of the issued capital carrying voting rights, and unless a poll is so demanded, as declaration by the chairman then a resolution has been carried or carried unanimously or by a particular majority or lost, and an entry to that effect in the books of the proceedings of the company, shall be conclusive evidence of the fact without further proof of the number or proportion of the votes recorded in favour of or against such resolution.

Demand for Poll

49. If a poll is demanded as aforesaid it shall be taken in such manner as the Chairman of the meeting directs, and either at once or after an interval or adjournment, and the results of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn at anytime by the person or persons who made the demand.

Time for taking poll

50. Any poll duly demanded on the election of a Chairman of a Meeting or on any question of adjournment shall be taken forthwith and without adjournment and a poll demanded on any other question shall be taken at such time, not more than fourteen days from the day on which it was demanded, as the chairman of the meeting may direct.

Business may proceed notwithstanding demand of poll

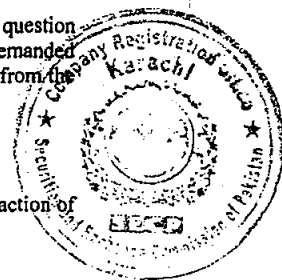
51. The demand for a poll shall not prevent the continuation of meeting for the transaction of any business other than the question on which the poll was demanded.

Minutes

52. Minutes shall be made in book provided for the purpose of all resolutions and proceedings at General Meetings, and such minutes if signed by any person purporting to have been the Chairman of the Meeting to which it relates or by the Chairman of the Board shall be receivable as evidence of the facts therein stated without further proof.

Minutes Book

53. The books containing minutes of proceedings of General Meetings of the company shall be kept at the registered office of the company and shall during business hours (subject to reasonable restrictions as the Board may from time to time impose but so that not less



than two hours each day is allowed for inspection) be open to the inspection of any member without charge.

VOTES OF MEMBERS

Votes

54. Upon a show of hands every member entitled to vote and present in person or by proxy shall have one vote, and upon a poll every member entitled to vote and present in person or by proxy shall have one vote for every share conferring voting rights as aforesaid held by him.

Right to Vote

55. Any person entitled under the Transmission Clause to Transfer any shares may vote at any General Meeting in respect thereof as if he was the registered holder of such shares, provided that at least 48 hours before the time of holding the meeting or adjourned meeting as the case may be at which he proposes to vote he shall satisfy the Directors of his right to transfer such shares unless the Director shall have previously admitted his right to vote at such meeting in respect thereof.

Appointment of Proxy

56. No person shall be appointed a proxy who is not a member of the company and qualified to vote, save that a corporation or a company being a member of the company may appoint as proxy or as its representative any person though not a member of the company, and the person so appointed shall be entitled to exercise the same powers on behalf of the corporation which he represents, as that corporation could exercise if it were an individual member of the company. Any such appointment shall be authorized by a resolution of Directors of that company or corporation.

Proxy in Writing

57. Every proxy shall be appointed in writing under the hand of the appointer or by an agent duly authorized under a power of Attorney or if such appointer is a company or corporation under the common seal of the company or corporation or the hand of its Attorney who may be the appointer.

Irrevocable Proxy

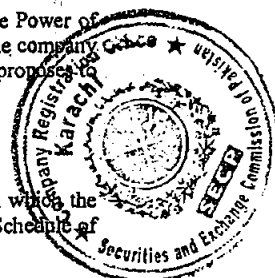
58. Any proxy declared expressly on its face to be irrevocable shall not be revoked or be deemed revoked by the member giving such proxy whether by attendant at any General Meeting held during the period of such proxy or by any other action on his part whatsoever, or otherwise during the term of such proxy if such proxy is furnished to and filed with the records of the company, and the company shall be bound to recognize and give effect to such proxy in accordance with the terms thereof.

Validity of Proxy

59. No person shall act as proxy unless the instrument of his appointment and the Power of Attorney, if any, under which it is signed shall be deposited as the office of the company at least forty eight hours before the time for holding the meeting at which he proposes to vote.

Form of Proxy

60. An instrument of proxy may be in the following form, or in any other form which the Directors, shall approve or in the form contained in Table "A" of the First Schedule of the Ordinance.



NEW DADU SUGAR MILLS (PRIVATE) LIMITED

"I _____ of _____ in
the district of _____ being a member of
_____ hereby appoint
_____ as my proxy to vote for me and on my behalf at the
Ordinary/Extraordinary (as the case may be) General Meeting of the Company to be held
on the _____ day of _____ and at any

62. No objection shall be made to the validity of any vote except at the meeting or at the poll at which such vote shall be tendered and every vote whether given personally or by proxy not disallowed at such meeting or poll shall be deemed valid for all purposes of such meeting or poll.
63. If question is raised, the Chairman of the Meeting shall decide on the validity of every vote tendered at such meeting in accordance with these Articles.

DIRECTORS

Number of Directors

64. (a) There shall be not less than two Directors of the company. The Directors shall fix the number of elected Directors of the company not later than thirty five (35) days before the convening of the General Meeting at which directors are to be elected, and the number so fixed shall not be changed except with the prior approval of the General Meeting of the Company.
- (b) The following shall be the first directors of the Company.
1. Mrs. NAZLI MAJID
 2. KHAWAJA ALI KAMAL MAJID
 3. KHAWAJA NIMR MAJID

Term of Directors

65. The first Directors shall hold office until the election of in the First Annual General Meeting. The Directors elected shall hold office for a period of three years unless he earlier resigns, becomes disqualified or otherwise ceases to hold office. The Director so retiring shall continue to perform his function until his successor is elected.

Delegation of Power

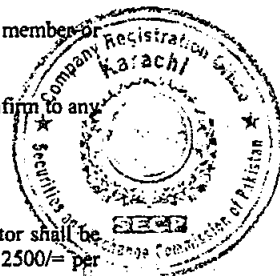
66. The Directors may delegate either powers to committees consisting of such members or members as they think fit.
67. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on them by the directors.

Remuneration of Directors

68. Until otherwise determined by the company in General Meeting, each Director shall be entitled to be paid as remuneration for his services a fee at the rate of Rs. 2500/= per meeting.
69. Any director who serves on any committee or who devotes special attention to the business of the company or who otherwise performs services which, in the opinion of the Board are outside the scope of the ordinary duties of a director may be paid such extra remuneration by way of salary or allowance as the company in General Meeting may determine.

Share Qualification of Director

70. A director shall be required to hold at least one qualification share subject to Section 187.



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adjournment thereof."

Validity of Vote

61. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal or revocation of the proxy or of any power of attorney under which such proxy was signed provided that no intimation in writing of the death or revocation shall have been received at the office before the

On Transfer

circumstances shall be
and mind.

and of being registered in
person could have obtained
the registration as
or insolvent person

Nomination by Directors

71. The investor shall have powers to nominate such number of directors in the Board of Directors of the Company, as are proportionate to its holding in the paid up capital of the company. The Directors so nominated shall not be subject to the provisions of these Articles and Ordinance relating to the eligibility for appointment, election, retirement, removal, filling of casual vacancy and vacation of office etc.

POWERS AND DUTIES OF DIRECTORS

Management of Business

72. The control of the company shall be vested in the Board and the business of the company shall be managed by the Board, which may pay all expenses incurred in forming and registering the company, and may exercise all such powers of the company as are not by Ordinance or by these Articles required to be exercised by the company in General Meeting, subject nevertheless to the regulations of these Articles, to the provisions of the Ordinance and such regulations (not inconsistent with the aforesaid regulations or provisions), as may be prescribed by the company in General Meeting but no regulation made by the company in General Meeting shall invalidate any prior act of the board which have been valid if the regulation had not been made.

Power of Board

73. The Board may exercise all the powers of the company to borrow money and to mortgage or charge its undertaking, property and assets (both present and future), and to issue debentures and other securities whether out right or as collateral security for any debt, liability or obligation of the company, or of any third party.

Books to keep

74. The Board shall cause minutes to be made in books provided for the purpose;
- (a) of the name of Director present at each meeting of the Board and of any Committee of Directors;
 - (b) of all resolutions and proceedings at all meetings of the company and of the Board and of committee of Directors.

Any such minutes of any meeting of Board or of a Committee of Directors or of the company, if signed or purporting to be signed by the Chairman of such meeting, or of the next succeeding meeting, shall be receivable as evidence of the matters stated in such minutes. The books containing minutes of General Meeting shall be kept at the registered office of company and shall be open to inspection as required by Section 173.

Payment of Retirement Benefits

75. The Board may pay and agree to pay pension or other retirement, superannuation, death or disability benefits or allowances to any person in respect of any Director or former Director who may hold or may have held any executive office or employment under the company, or any subsidiary company of the company, or its holding company (if any) and for the purpose of providing any such pensions or other benefits or allowances, may contribute to any scheme or fund and may make payments towards insurance or towards respect of such persons.

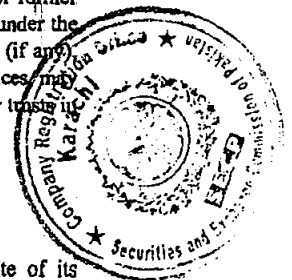
CHIEF EXECUTIVE

Appointment of Chief Executive

76. The Directors as from a date not later than the fifteenth day after the date of its incorporation, appoint any individual to be the Chief Executive of the company. The Chief Executive shall be deemed to be its Director and be entitled to all the rights and privileges and subject to all the liabilities of that office.

Chief Executive to hold office till First Annual General Meeting

77. The Chief Executive shall, unless he earlier resigns or otherwise ceases to hold office,



hold up to the First Annual General Meeting or, if a shorter period is fixed by the Directors at the time of his appointment, for such period.

Eligibility for Appointment

78. No person who is ineligible to become a director of the company shall be appointed or continue as the Chief Executive.

Term of office of Subsequent Chief Executive

79. Within fourteen days from the date of election of Directors or the office of the Chief Executive falling vacant, as the case may be the Directors shall appoint any person, including an elected Director, to be the Chief Executive, but such appointment shall not be for a period exceeding three years from the date of appointment.

Eligibility of Re-appointment

80. On the expiry of his term of office under Article 78 & 79 the Chief Executive shall be eligible for reappointment.
81. The Chief Executive retiring under Article 78 & 79 shall continue to perform his functions until his successor is appointed unless non-appointment of his successor is due to any fault on his part or his office is expressly terminated.

Removal of Chief Executive

82. The Directors by resolution passed by not less than three-fourths of the total number of directors for the time being, or the company by a special resolution, may remove a Chief Executive before the expiration of his term of office notwithstanding anything contained in these articles or in any agreement between the company and such Chief Executive.

Remuneration of Chief Executive

83. The Chief Executive shall receive such remuneration (Whether by way of salary, commission, participation in profits, allowances perquisites, etc., or partly in one way and partly in another) as the Board may fix.

Power of Chief Executive

84. The Director may entrust to and confer upon the Chief Executive of the power exercisable by them upon such terms and conditions and with such restrictions as they may think fit, and either collateral with or to the exclusion of their own powers, and may from time to time revoke, withdraw, alter or vary all or any of such powers.

DISQUALIFICATION AND VACATION OF OFFICE OF DIRECTORS

Qualification of Directors

85. No person shall be appointed as a Director of the company if he is ineligible to be appointed as Director under any of the provisions of the Ordinance or any other law for the time being in force.

86. The office of a Director shall be vacated if:

Vacation of office of Directors

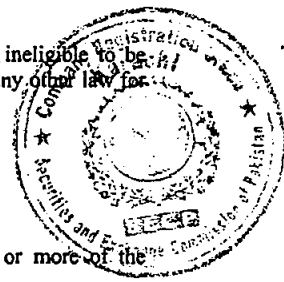
- (a) he becomes ineligible to be appointed a director on anyone or more of the grounds enumerated in clauses (a) to (h) of section 187;

Absent from Meeting

- (b) he absents himself from three consecutive meetings of the Directors or from all the meetings of the Directors for a continuous period of three months, whichever is the longer, without leave of absence from the Directors;

- (c) he or any firm of which he is a partner or any private company of which he is a Director;

- (i) without the sanction of the company in General Meeting excepts or holds



any office of profit under the Company other than that of Chief Executive or a legal or technical or a banker; or

- (ii) accepts a loan or guarantee from the Company in contravention of Section 195.
- (d) he suspends payment to or compounds with his creditors; or
- (e) he resigns office by notice in writing addressed to the Company or to the Directors; or
- (f) he is removed from his office by the Company in General Meeting; or
- (g) he is convicted by a court in Pakistan of any offence and is sentenced in respect thereof to imprisonment for not less than six months or is convicted by a court in Pakistan of any offence involving moral turpitude; or
- (h) he acts in contravention of section 214

The appointment of an Alternate Director under these Articles shall constitute leave of absence to the Director for whom such an alternate is appointed during such Directors absence.

Directors Contract with the Company

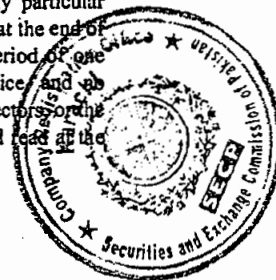
87. Subject to the provisions of Section 214 of the Ordinance the Directors shall not be disqualified from contracting with the company either as vendor, purchaser or otherwise nor shall any such contract or arrangement entered into, by or on behalf of the company with any company or partnership of or in which any director shall be a member or so interested be liable to account the company for any profit realized by any such contract or arrangement by reasons of such Director holding that office or of the fiduciary relation thereby established but the nature of his interest must be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined on if the interest then exists, or in any other case at the meeting of the Directors after the acquisition of the interest. Provided nevertheless that no Directors shall take part in the discussion of such contract or arrangement or Vote as a Director in respect of any contract or arrangement in which he is so interested as aforesaid and if he does so vote his vote shall not be counted but he shall be entitled to be present at the meeting during the transaction of the business in relation to which he is precluded from voting although he shall not be reckoned for the purpose of ascertaining whether there is a quorum of directors present. This provision shall not apply to any contract by or on behalf of the company to give to the Directors or any loss which they or any of advanced or by way of indemnity against any loss which they or any of them may suffer by reason of becoming or being sureties for the company. A general notice that any Director is a director or a member of any specified company, or is a member of any specified firm and is to be regarded as interested in and subsequent transaction with such firm or company shall, as regards any such transactions, be sufficient disclosures under this Article, and after such general notice it shall not be necessary to give any special notice relating to any particular transaction with such firm or company. Any such general notice shall expire at the end of the financial year in which it is given, but may be renewed for further period of one financial year in which it would otherwise expire. No such general notice, and its renewal thereof, shall be of effect unless it is given at the meeting of the Directors or the Directors concerned take reasonable step to ensure that it is brought up and read at the first meeting of the Directors after it is given.

Register of Directors Contract

88. A register shall be kept by the Director in which shall be entered particulars of all contracts or arrangement to which Article 87 applies.

Loan to Directors

89. The Company shall not, directly or indirectly make any loan to, or give any guarantee or provide any security in connection with a loan made by any other person to, or to any other person by such persons as are specified in and to the extent permitted by section 195.



ROTATION, ELECTION AND REMOVAL OF DIRECTORS

Election of Directors

90. Any person who seeks to contest an election to the office of Director shall, whether he is a retiring Director or otherwise, file, with the company, not later than fourteen days before the date of the meeting at which election are to be held, a notice of his intention to offer himself or election as Director. The notice shall be transmitted by the company to the members not later than seven-days before the date of the meeting.

Manner of Election of Director

91. The Director shall be elected by the members of the company in General Meeting in the following manner namely:
- (a) a member shall have such number of votes as is equal to the product of the number of voting shares held by him and the number of Directors to be elected;
 - (b) a member may give all his votes to a single candidate or divide them between more than one of the candidates in such manner as he may choose and the candidate who gets the highest number of votes shall be declared elected as Director and then the candidate who gets the next highest number of votes shall be so declared and so on until the total number of Directors to be elected.

Casual Vacancy

92. Any casual vacancy occurring among the Directors may be filled up by the Directors and the person so appointed shall hold office for the remainder of the term of the Director in whose place he is appointed.

Removal of Directors

93. A resolution for removing a Director elected in the manner provided for in Article 91 or for reducing the number of Directors shall not be deemed to have been passed if the number of votes against it is equal to election of a Director at the immediately preceding annual election of Director in the aforesaid manner.

PROCEEDINGS OF DIRECTORS

Meeting of Directors

94. The directors may meet together for the dispatch of business, adjourn and otherwise regulate meetings of the Board as they think fit. The Chairman or the Chief Executive if any may at any time and shall on the written requisition of two Directors at any time summons a meeting of the Board. At least Ten clear days notice must be given to all Directors to summon a meeting of the Board and such notice shall set forth the purpose or purposes for which such meeting is Summoned. However with the consent of all Directors entitled to receive notice of a meeting or to attend and vote at any such meeting, a meeting of the Board may be convened by shorter notice than specified in this Article.

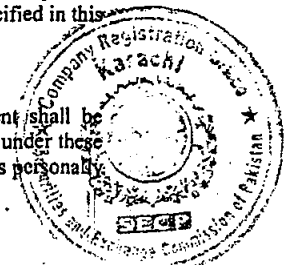
Quorum

95. A meeting of the board for the time being at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under these Articles vested in or exercisable by the Board generally at least two Directors personally present shall constitute a quorum.

Election of Chairman

96. The Chairman shall whenever present preside as Chairman at each meeting of the Board but if at any meeting the Chairman is present and not willing to act or is absent beyond ten minutes after the time fixed for holding the same, the Vice Chairman shall act as Chairman, in the absence of both the Chairman and the Vice Chairman or in the event of the unwillingness of both to act, the directors present shall within fifteen minutes of the time fixed for the meeting choose one of their members to be Chairman of such meeting.

When Act of Directors or Committee valid notwithstanding defective appointment etc.



97. All acts done by meeting of the Board or of a Committee of Directors, or by any person acting as a Director or Alternate Director shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Directors or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such Director or person had been duly appointed and was qualified to act.

Resolution in Writing

98. A resolution in writing, except for the matter specified in section 196, signed by all Directors present in Pakistan shall be effective as if such resolution had been passed at a meeting of the Directors. Any director may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

ALTERNATE DIRECTORS

Alternate Director

99. Any Director not permanently resident in Pakistan and any Director so resident but intending to be absent there from for a period of not less than three months may appoint any person acceptable to the Board to be an Alternate Director of the Company to act for him. Every such appointment shall be in writing under the hand of the Director making the appointment. An Alternate Director so appointed shall not be entitled to appoint another Alternate Director, but shall otherwise be subject to the provisions of these Articles with regard to Directors, except that he shall require no share qualification. An Alternate Director shall be entitled to receive notices of all meetings of the Board and to attend and vote as a director at any such meeting at which the Director appointing him is not personally present, and generally to such appointed An Alternate Director shall ipso facto cease to be as Alternate Director if his appointer for any reason ceases to be a Director or if and when his appointer returns to Pakistan, or removes the appointee from office by notice in writing under the hand of the appointer.

DIVIDENDS AND RESERVES

Declaration of Dividend

100. The company in General Meeting may declare dividends, but no dividends shall exceed the amount recommended by the Board.

Payment of Interim Dividend

101. The Board may from time to time pay to the members such interim dividend as appear to be justified by the profits of the company.

No Dividend Except out of profit

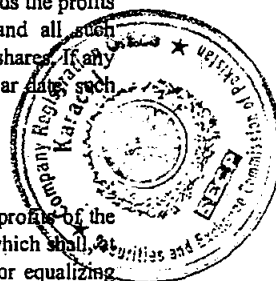
102. No dividends shall be paid otherwise than out of profits of the year or of any other undistributed profits from prior years or in contravention of section 235 and 248.

103. Subject to the right of any person entitled to shares with rights as to dividends the profits distributed as dividends shall be distributed among the shareholders and all such dividends shall be declared and paid according to the amounts paid on the shares. If any shares are issued on term that it shall rank for dividend as from a particular date, such share shall rank for dividend accordingly.

Creation of Reserve

104. The Board may, before recommending any dividend, set aside out of the profits of the company such sums as they think proper reserve as a reserve or reserves, which shall, at the discretion of the Board, be applicable for meeting contingencies, or for equalizing dividends, or for any other purpose to which the profits of the company may be properly applied and pending such application may, at the like discretion, either be employed in the business of the company or be invested in such investments subject to the provisions of section 208, or any other provisions of the Ordinance (other than shares of the company) as the Board may from time to time think fit.

Payment of Dividend to Joint Holders



105. If several persons are registered as joint holders of any share, anyone of them may give effectual receipts for any dividends payable on the share.

Dividend shall bear no Interest

106. No dividend shall bear interest against the company.

Mode of payment of Dividend

107.

- (a) Any dividend may be paid by cheque or warrant sent through the registered post to the registered address of the member or person entitled thereto, or in the case of joint holders to anyone of such joint holders at his registered address or to such person and at such address as the member or person entitled or such joint holders, as the case may be direct. No dividend shall be paid by the company in respect of any share therein except to the registered holder or to his order or to his banker or to a financial institution nominated by him for the purpose and the payment shall be made within thirty (30) days of the declaration.
- (b) Dividends unclaimed for one year may be invested or otherwise used by the Board for the benefit of the company until claimed.

CAPITALIZATION

Capitalization of Reserves

108. Any General Meeting may, upon recommendation of the Board resolve that any undivided profits of the company (including profits carried and standing to the credit of any reserve or reserves or other Special accounts or representing premiums received on the issue of shares and standing to the credit of the share premium account), not required for paying the Dividends on any shares issued be capitalized. Such capitalized undivided profits shall be distributed amongst such of the shareholders as would be entitled thereto as capital. All or any part of such capitalized fund may be applied on behalf of such shareholders for payment in full or in part either at par or at such premium as the resolution may provide, for any unissued share or debentures of the company which shall be distributed accordingly, or for outwards payment of uncalled liability on any issued debentures and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum.

ACCOUNTS

Books of Account

109. The Board shall cause to be kept proper books of accounts as required under section 230.

Keeping of Books of Account

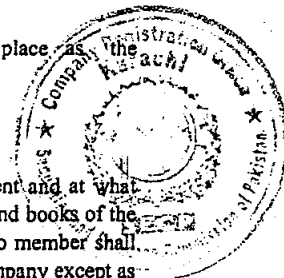
110. The books of account shall be kept at the registered office or at such other place as the Board shall think fit in accordance section 230.

Inspection of Books of Account

111. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to inspection of members and no member shall have any right of inspecting any account or books or document of the company except as conferred by Laws or authorized by the Board or by special resolution of the company in General Meeting.

Laying Account before the Annual General Meeting

112. Within eighteen months of the incorporation of the company, and subsequently once in every Calendar year, within a period of Four months following the close of its financial year and not more than fifteen months after the holding of its last preceding Annual General Meeting, the Director shall lay before the company in General Meeting a balance sheet and profit and loss account, both made up in accordance with the



Ordinance. Every such balance sheet shall be accompanied by auditor's report and the Director's report, in accordance with the provisions of the Ordinance in that behalf.

Dispatch of Accounts & Directors Report to Members

113. A copy of the report of the Directors and of the balance sheet (including every document required by law to be annexed thereto) and of the profit and loss account shall be sent to all members along with the notice convening the General Meeting before which the same are required to be laid.

AUDIT

Auditors

114. Auditors shall be appointed at each Annual General Meeting and their appointment, qualification, removal, casual vacancy, powers and duties etc. shall be regulated in accordance with sections 252 to 255.
115. The Auditors report shall be read before the company in general meeting and shall be open to inspection by any member.

NOTICE

Dispatch of Notices to Members and Directors

- 116.
- (a) A notice may be given by the company to any member either personally or by sending it by post to him at his registered address or (if he has not registered address in Pakistan), to the address, if any, within Pakistan supplied by him to the company for the giving of notices to him.
 - (b) Where a notice is sent by post, services of the notice shall deemed to be effective by properly addressing, prepaying and posting a letter containing the notice, and unless the contrary is proved to have been effected at the time at the letter would be delivered in the ordinary course of post.
- 117.
- (a) If a member has no registered address in Pakistan and has not supplied to the company an address within Pakistan for the giving of notice to him, a notice advertised in a newspaper circulating in the neighborhood of the registered office of the company shall be deemed to duly given to him on the day which the advertisement appears.
 - (b) If a member has supplied an address to the company within Pakistan as contemplated by sub-clause (a) above, the company, in addition, shall furnish to such members notice at an address outside Pakistan which has been supplied by him to the company.

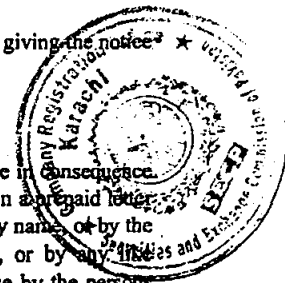
Notice to Joint Holders

118. A notice may be given by the company to the joint holders of shares by giving the notice to the joint holder named first in the register in respect of the shares.

Notice at death of a member

119. A notice may be given by the company to the persons entitled to a share in consequence of the death or insolvency of a member by sending it through the post in a prepaid letter addressed to them by name, or by the title of letter addressed to them by name, or by the title of representative of the deceased, or assignee of the insolvent, or by any other description, at the address (if any) in Pakistan supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been supplied) by giving the notice in any manner in which the same might have been given if the death or insolvency had not occurred.

Notice of General Meeting



120. Notice of every general meeting shall be given in some manner here in before authorized to:

- (a) Every member of the company;
- (b) Every person entitle to a share in consequence of the death or insolvency of a member; and
- (c) The auditors of the company;

SECRETARY

Secretary

121. A secretary shall be appointed by Directors at such remuneration and upon such terms and conditions as they may think fit and any secretary so appointed may be removed by them. The Secretary shall be responsible to ensure compliance with the secretarial formalities under the Ordinance.

THE SEAL

Affixing of Seal

122. The Board shall provide for the safe custody of the Seal, and the seal shall never be used except by the authority of the Board or a Committee of Directors previously given, and one Director at least shall sign every instrument to which the seal is affixed provided, nevertheless, that any instrument bearing the seal of the company and issued for valuable consideration shall be binding on the company notwithstanding any irregularity touching any authority to issue the same.

SECRECY

Secrecy

123. Every Director, Chief Executive, Manager, Auditor, Trustee member of a committee, officer, servant, agent, accountant or other person employed in the business of the company shall, if so required by the Board before entering upon his duties, sign a declaration in the form approved by the Board pledging himself to observe strict secrecy respecting all transaction of the company its customers and the statement of accounts with individuals and in matters relating thereto, and shall by declaration pledge himself not to reveal any of the matters which come to his knowledge in the discharge of his duties except when required so to do by the Board or by any general meeting, or by a court of law, and except as may be necessary in order to comply with any provisions in these presents contained.

Entitlement to enter the property of the Company

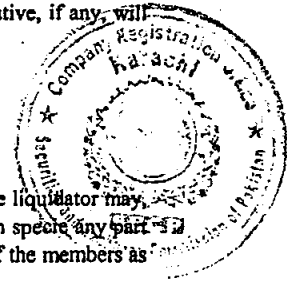
124. No member or other person (not being a Director), shall be entitled to enter the property of the company, without permission of the Board or the, Chief Executive and to require disclosure of any information respecting any detail of the company's trading, or any matter which is or may be in the nature over trade secret, mystery of trade, or secret process or of any matter whatsoever which may relate to the conduct of the business of the company and which in the opinion of the Board or the Chief Executive, if any, will be inexpedient in the interest of the members to communicate.

WINDING UP

Distribution of Assets

125. If the company shall be wound up (whether voluntarily or otherwise), the liquidator may, with the sanction of a Special Resolution, divide among the members in specie any part of the assets of the company in trustees upon such trust for the benefit of the members as liquidator shall think fit.

INDEMNITY



Indemnity of Directors and Officers

126. Every Director, Chief Executive, Manager or Officer of the company or any person (whether an officer of the company or not), employed by the Company as Auditor or Advisor shall be indemnified out of the funds of the company against any liability incurred by him, as such Director, Chief Executive, Manager, Officer, Auditor or Advisor, in defending any proceedings, whether civil or criminal, in which judgment is given or in which he is acquitted, or in Connection with any application under Section 488 in which relief to him by court.
127. No Director, Chief Executive, or other Officer of the company will be liable for the acts, receipts, neglects or defaults of any other Director or any Officer or for joining in any receipt of other act for Conformity, or for any loss or expense happening to the company through the insufficiency or deficiency of title to any property acquired by order of the Directors, Chief Executive, or other Officer for or on behalf of the company, or for inefficiency or deficiency of any security in or upon which any of the monies of the company shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any monies, securities or effects shall be deposited, or for any loss occasioned by an error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto, unless the same happens through his own dishonesty.



We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a company, in pursuance of these Articles of Association and we respectively agree to take the number of shares into the Capital of the Company set opposite our respective names:

Name and Surname (Present and Former) in full (in Block Letters)	Father's / Husband's Name in full	Nationality with former Nationality	Occupation	Residential address	Number of shares taken by each subscriber	Signature
Mrs. NAZLI MAJID 42301-4252576-6	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA ALI KAMAL MAJID 42301-8273075-3	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA NIMR MAJID 42000-1246900-5	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi.	20 Twenty Only	
					60 (Sixty Only)	

KARACHI: Dated 27th day of May 2008

Witness to the above signatures:

Name ASLAM MASOOD S/o. MASOOD UL HAQUE MALIK

Address A 03/179, Qamar Bagh, Gulishtan-e-Johor, Karachi

Occupation PRIVATE SERVICE CNIC.No. 42201-9968350-1



THE COMPANIES ORDINANCE, 1984

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

- I. The name of the company is **NEW DADU SUGAR MILLS (PRIVATE) LIMITED**
- II. The Registered Office of the Company will be situated in the Province of Sindh.
- III. The objects for which the Company is established are:
 1. To purchase, manufacture, produce, boil, refine, prepare, import, export, sell and generally to deal in sugar, sugar-candy, jaggery, sugar-beet, sugar-cane, molasses, syrups, melada, spirits, and all sugar products such as confectionery, glucose, sugar-candy, canned fruit, golden syrup and aerated waters and/or by-products such as bagasse boards, paper pulp, paper, beetyl alcohol acetone, carbon dioxide, hydrogen, potash, can wax, and fertilizers and food products generally, and in connection therewith to acquire, construct, operate factories for the manufacture of sugar or any of its products or by-products and acquire or manufacture machinery for any of the above purposes.
 2. To cultivate, plant, produce and raise or purchase sugar-cane, sorghum, sugar beet, sago, palmyra juice and other crops or raw materials and to transact such other work or business as may be proper, necessary or desirable in connection with the above objects or any of them.
 3. To enter into negotiation, collaboration, technical or otherwise with any persons, firm, company, body corporate, institutions or Government for obtaining grant, license or on other term formulate and to obtain technical information, knowhow and expert advice.
 4. To acquire from time to time and deal or trade in all such stock-in trade, chattels, any patent, trade mark brevets, invention, licenses, concession and effect as may be necessary or convenient for any business for the time being, carried on by the Company.
 5. To borrow money in Pakistan as well as in foreign currencies at any time and from time to time for the purpose of the company with or without securities and to avail third party guarantees and collateral, upon such terms as the directors may deem expedients, to take advances from or by cash credit or current or overdraft accounts with any bank, financial institutions, society, company or organizations, including the directors of the company and/or mortgage, hypothecation, charges, pledge or by the issue of debenture charged upon or any of the company's properties (both present and future) or by such other means as the Directors may in their absolute discretion deem fit.
 6. To draw, make, accept, endures, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants, debentures and other negotiable



instruments in course of the Company's business

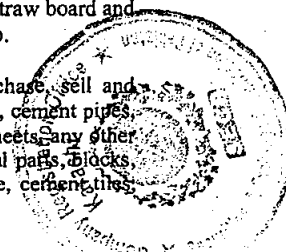
7. To apply for, purchase or otherwise acquire any patents, brevets, invention, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention for the purpose of the company, and to use, exercise, develop or grant or licenses in respect of or otherwise turn to account the property, rights or information so acquired.
8. To appoint agents except managing agents to promote the business of the company.
9. To pay for any property acquired by the company and remunerate any persons, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares or securities of the company which is paid in full or in part or otherwise.
10. To let on lease or to lend or otherwise dispose of any property belonging to the company.
11. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over in any other manner deal with or dispose of the undertaking.
12. To carry on business of consultancy for public issue work, drafting of prospectus, arranging press conference, preparing project report, getting it appraised and to carry on all activities connected with promotion of Capital Market.
13. To acquire and undertake all or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on business.
14. Subject to the provisions of the Companies Ordinance, 1984, to amalgamate, or to enter into partnership or into any arrangement for shares, profits, union of interest, co-operation, joint venture, of reciprocal concession or for limiting competition with any person or persons or company or companies carrying on or engage in or about to carry on or engage in, any business transaction on or engage in or which this company is authorized to carry on or engage in or which can be carried on in conjunction therewith.
15. To engage in any business or transaction within the limits of the company's objects, in connection with or any other person, corporation, company or to hold shares, stocks, or bonds in any such company or corporation, the business which this company is authorized to carry on.
16. To procure the recognition of the company in or under the laws of any place outside Pakistan.
17. To undertake and execute any undertaking of which may seem to the company desirable and either gratuitously or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the company in any person or company or companies on behalf of or for the benefit of the company and with or without any declared trust in favour of the company for the purpose of the business of the company.
18. Subject to provisions of the Companies Ordinance, 1984, to give donations to create trusts for the welfare of the employees, members, directors and/or their dependents, heirs and children and for any deserving object and for other persons also and to act as trustees.
19. To subscribe or guarantee money for national, charitable, religious, educational, benevolent or other institutions, societies, clubs, funds, association, public general or useful objects or for any exhibition but not intended to serve any political cause or purpose.
20. To communicate with chambers of commerce and other mercantile and public bodies throughout the world and promote measures for the protection of trade, industry and persons engaged therein.
21. To subscribe for, become a member of, subsidize and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the company, and to procure from and communicate to any such association,

such information as may be likely to further the objects of the company.

22. To pay legally any premium or salaries and to pay for any property, right or privileges acquired by the company or for services rendered or to be rendered in connection with the promotion, formation of the business of the company or for services rendered or to be rendered by any person, firm or body corporate in placing or assisting to place or guaranteeing the placing of, any of the shares of the company or any debentures, or other securities of the company or otherwise either wholly or partly in cash or in shares, bonds, debentures, or other securities of the company or otherwise either wholly or partly in cash or in shares, bonds, debentures, or other securities of the company and to issue any such shares either as fully paid up or with amount credited as paid up therein as may be agreed upon to charge any such bond, debentures or other securities upon all or any part of the property of the company.
23. To appoint, agents except managing agent, selling representatives, commission agents, and to engage lawyers and solicitors and to grant them or any of them necessary power of attorney.
24. To payout of the funds of the company, all costs, charges or expenses preliminary and incidental to the promotion, formation establishment and registration of the Company.
25. To adopt such means of making known the services, business interest of the company as it may deem to expedient and in particular by advertising in the press, internet, radio, television and cinema, by circulars, by purchase, construction and exhibitions of work or at or general interest, by publication of books and periodicals, subject to the provision of the Companies Ordinance, 1984.
26. In the event of winding up, to distribute all or any of the property of the company amongst the members in specie or kinds or any proceeds or sale or disposal of any property of the company subject to the provisions of the Companies Ordinance, 1984.
27. To undertake, carryout, promote and sponsor development including and program for promoting the social and economic welfare or the uplift of the public in any rural area and to incur any expenditure on any program of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
28. To increase productivity, effective utilization materials and manpower resources, export promotion and continued application of modern techniques so as to discharge its social and moral responsibilities to the shareholders, employees, customers, local community and the society, and to undertake, carry out, promote and sponsor or assist any activity which the Directors consider likely to promote social, economic or moral uplift of the public or any Section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspaper or for organizing lectures or seminars likely to advance these objects or for giving merit awards, or giving scholarships or other person to enable them to prosecute their studies, academic pursuits or researchers and for establishing, conducting, or assisting any institution, fund, trust having anyone of the aforesaid objects as one of its objects by giving donations or otherwise in any other manner and two Directors may at their discretion in order to implement any of the above mention objects or purposes transfer without consideration or at such value as the Directors may think fit and driver the ownership of any property of the company to or in favor of any public or local body or authority or central or State Govt. or any public institutions or trust or funds or organizations or persons as the Directors may approve.
29. To act as principles, agents, contractors or otherwise by or through attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies or branches for carrying on any of the aforesaid objects in Pakistan or elsewhere in the world.
30. To publish any kind of information on Internet, a global computer network or otherwise, compiled and update by the Company or any other person, for commercial purposes or otherwise, set up and/or give or take on lease/hire appropriate systems and technology to render these services to any person, including inviting subscriptions, advertisements from any persons, through agents, franchise, by any available means in Pakistan or abroad.



31. To undertake and provide Internet related services, systems, technology, information and software development services and products, including hardware's, to any person through agents, franchise, by any available means, in Pakistan or abroad including value added services such as interactive, Television, Internet, E-Mail, V-Sat, Telephony, Video Shopping, Entertainment, Infotainment, Teleshopping, E-Commerce, Games, Data Transmission, Computer networking, Video conferencing etc. and to establish links via. Satellite uplink and downlink through available reception systems.
32. To manufacture all kinds of electrical conductors and insulated wires for power generator, transmission and distribution, to manufacture, deal, trade, export and import machines and plants, equipments and accessories for manufacture of electrical conductors and transformers, insulated wire and electrical equipment and to do all kinds of business, all varieties of electrical conductors, and transformers, insulated wire and electrical equipment and to all kinds of business, all varieties of electrical conductors, cables insulated wires and other equipments and to carry on in Pakistan or elsewhere the business of mechanical engineers, iron masters and manufacturers, processors, fabricators, drawers, rollers and refoller of steel and non-ferrous metals, shaftings, bars, flats, squares from scrap billets and ingots.
33. To manufacture, produce, buy, sell, import, export, stock, deal in machine tools, grinding machines, automatic latches, drilling machines, planning machines, planogrinders, machineries of every description, precision tools, cutting and small tools electric motors, electrical equipments, cables, wires, switch gears, flame and drip proof motors, electric fans, regulators of all types, electric kilowatt hour meters magnets, industrial jewels, meters, voltmeters, and other types of measuring instruments, electrical, non-electrical, die-castings, screws, nuts and bolts, transformers of all types, circuit breakers hoists, elevators, gears, trolleys, and coaches, winches, air compressors, welders, refrigerators, domestic washing machines, television and radio receivers and transmitters, micro wave components, radar equipments, valves, resistors, electronic instruments, conductors, materials, transistors and allied items, sewing machines, watches and clocks, tape recorders, household appliances and component part thereof.
34. To carry on the business as forwarding agents, representatives of manufacturers, sale and marketing organizers and insurance agents and to carry on the business or trade of stores suppliers, consultants, company promoters, landed proprietors and supplier of goods to government and other public and private bodies, shroffs, department store operators, publishers, guarantee brokers, carried by land and water, charter parties newspaper owners, wharfingers, warehousemen, marine, fire and other insurers, maccadums and all type of brokers including brokerage and for this purpose to appoint and remunerate any Directors, accountants, experts or agents.
35. To provide technical know-how in Pakistan and abroad which is likely to assist in the manufacture of the goods or the processing of materials or in the installation or erection of plant or machinery for such manufacture processing including providing technological design, installation and erection information and to render engineering, technical management and various types of skilled and other services to all types of business and industry or other organization.
36. To grow, cultivate, produce, buy, sell, manufacture, treat, blend, render marketable and transport whether in bulk or in packeted or concentrated forms tea, coffee, cocoa or any other beverages, all varieties of food and products, plantation crops, orchard crops, cereals, vegetables, spices, essential oils, aromatic substances, rubber, forestry products and other produce of the soil, whether of spontaneous growth or not.
37. To carry on business as manufacturers, producers, dealers, processors, importers, exporters, stockiest, agents, brokers, traders, retailers, of all kinds of paper including writing, printing, rapping and tissues, newsprint, paper for packing including corrugated and craft paper, synthetic papers, all kinds of boards including paper and straw board and all kinds of pulp whether mechanical or chemical including dissolving pulp.
38. To produce, manufacture, refine, prepare, process, import, export, purchase, sell and generally deal in cement, portland cement, white/colored cement, alumina, cement pipes, fittings, sheets, asbestos cement pipes and their fitting, asbestos cement sheets, any other types of reinforced pipe fittings, sheets, boards, tanks, reinforced structural parts, blocks, tanks, bricks, stones, blocks marble, granite slabs, stone slabs of all type, cement tiles.

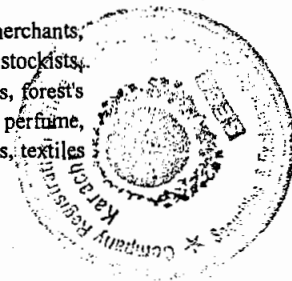


ceramic tiles, tiles of any other variety made out of any natural or synthetic material or wood or metal or any material and all other type of building materials used in construction.

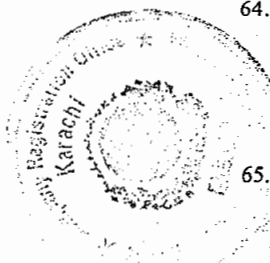
39. To manufacture, process, import, export and deal in natural and synthetic resins, plastics, rubber, moulding powders, adhesives, paints, chemicals, nylon, polythene, poly-propylene, poly urethane, laminating materials, colours, varnishes, enamels and spirit in all its branches, raw materials for any of these products, and any materials produced out of these products.
40. To manufacture, produce, refine, prepare, purchase stores, sell and to trade and. deal petroleum and all kinds of mineral oils and all products "and byproducts thereof, including wax, paraffin, soap, paints, lubricants, illuminant and butter substitute, oil cloth, candles, glycerin, steaming and in connection therewith to acquire, construct, repair, operate and use oil and other refineries, buildings, mills, factories, oil well derrick, distilleries, ghanies, rotaries, expellers, mechanical or hydraulic press.
41. To carryon business as timber merchants, saw-mill proprietors and timbers growers and to buy, sell, grow, prepare for market, manipulate, import, export, and deal in timber and wood of all kinds and to manufacture and deal in veneer products, for tea chests, packing cases and commercial boards, decorative veneer, laminated boards, composite boards, pressed boards, hard boards, chip boards, bent wood, molded wood and articles of all kind made of timber wood.
42. To deal in, purchase, sell, import, export or supply and to act as principals, dealers, agents, subagents, manufacturers, representatives, for leather and leather goods, gloves, wallets, bags, zippers, oil components, fibres, fibrous goods, garments, metalware, electronic items, spare parts, appliances, machinery equipments, jewelry, handicrafts, ivory, antiques and art of objects.
43. To carryon the business as manufacturers of, dealers in hires, repairers, cleaners, runners, characters, stores, and warehouses of earth moving and agricultural machines, motorcycles, cars, motors, scooters, cycles, tractors, trucks, three wheelers, bicycles, ships and carriage, lifts forklifts and handling equipments, launchers, boats, vans, airplanes, helicopters, hydroplanes, hover crafts and other conveyance of all descriptions.
44. To cultivate, plant, bring, buy, sell, spare, convert, process, treat or manipulate in any manner of all kinds of tobacco, jute, hemp, tea, lac, coffee, rubber, vanaspati oil, sugar cane, sugar beets, dal, oilseeds, vegetable products, food grains, plants and all other products of the soil.
45. To search, win, get, quarry, reduct, smelt, calcine, refine, dress, amalgamate, manipulate, and prepare for market ferrous and non-ferrous metal, ore, quartz, metal and mineral substance of all kinds including oil and to carryon any other prospecting, mining, and metallurgical operations and to work mines or quarries, and to search frame, getwork, process, calcine, raise, crush, smelt, manufacture, make merchantable, sell or otherwise deal in iron, coal, coat tar, stone, cement, lime, lime stone, chalk, clay, bauxite, soapstone, ores, metals, minerals-oil, precious and other stones, deposits, products and all other kinds of by-products thereof and carryon the business of mining in all its branches.
46. To carryon business as manufacturers, exporters, importers, dealers, stockiest, agents, distributors of batteries, cells, torches, toys, personal aide and such items and goods which may be useful, skin or otherwise connected with anyone or more of the aforesaid items of products.
47. To carryon business of manufacturing, producing, processing, treating, making taking on hire or otherwise acquiring blending, formulating, packaging, selling, retailing, importing, exporting, buying, fabricating, assembling, servicing, repairing, maintaining, of all types of grades, kinds, sizes and descriptions of photographic-films, papers, chemicals, reagents, substances, equipments, instruments, accessories, machineries, raw materials, and things, tools, apparatus, products, suppliers for audio-visual communication films and products, image and document production and copying and information gathering recording, handling, storing, retrieval products to carryon business by making or providing applications for slch equipments, apparatus, accessories, products, machineries, supplies and by providing services and processes relating to photography, audio-visual communication, image and document production and copying and

information gathering, recording, handling storing and retrieval.

48. To manufacture, prepare, import, export, buy, sell and otherwise deal in all kinds of glass, glassware, mirrors, looking glass, scientific glass sheet and plate glass, bangles, flase pears, bottles and all kinds of articles prepared of glass and carryon the business or glass patent solvers, glass embosser, acclesisatical lead worker, glass tabler, show card and show case manufacturers.
49. To carryon the business as refrigerating engineers, cold storage depots and to engage in cold storage trade, and to do the business of sanitary engineers and dealers of all varieties of sanitary-ware and exploiting solar or other energy in commercial or domestic use.
50. To carryon the business as manufacturers, producers, dealers, traders, importers, exporters, stockiest, distributors, or agents or GLS lamps, electric bulbs, lamps or tubes required or used for lighting or for industrial, domestic, electronics, transport vehicles of commercial purpose and glass shells, fittings, tubes, filaments, tungsten and molybdenum wires, caps and other materials, machineries, accessories and spares required or used for manufacture of bulbs, lamps or tubes.
51. To acquire or set up and run hospitals, clinics, nursing homes, maternity and family planning units or pathological laboratories.
52. To carryon business as producers, manufacturers, processors, converters, refiners, makers, bottlers, stockiest, dealers, importers, exporters, traders, retailers, agents, buyers or sellers, of oxygen, acetylene, amonia, nitrogen, hydrogen, coal gas, natural gas, helium and other types and kinds of gases mineral oil, motor and aviation spirit, diesel oil, kerosene, diverse hydrocarbon oils and their blends including synthetic fuels and lubricating oils required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles space rockets and crafts, communication, object and media reactors, power plants, domestic, or public lighting, heating, cooling, purposes, lighters, plants, producing water, chemicals, or fuels, pesticides, defense or warfare, establishments, horticulture, forest or plant protection and growth and other allied purpose and to service, repair, manufacture, market or deal in machinery, plants spares, cylinders, containers, gadgets, appliance, and accessories for working on using or producing any of such gases, oils and products.
53. To carryon business as exporters, importers, manufacturers, producers, processors, printers, bleachers, combers, spinners, weavers, dyers, finishers, dealers, merchants, agents, in the various kinds and forms of yarn and fabrics of silk, cotton, wool, flax, jute, hemp, mohair, linen, rayon, nylon, terelyne and natural synthetics and other allied Textiles of any description and kid and to carry on the business as drapers and dealers of furnishing fabrics, and also in connected materials like starch, sizing materials and dye stuff.
54. To produce, manufacture, refine, prepare, import, export, purchase, sell, treat and generally to deal in all kinds of glass and glassware, ceramics, sanitary ware, ceramic ware, industrial ware, porous or coarse earthenware, stoneware, china, terra-cotta, porcelain products, bricks, fire bricks, fire clay, insulation bricks, tiles, pottery, pipes, insulators, refractories of all description and / or by-products thereof and building material in general, and in connection therewith, either as principle or agents, either solely or in partnership with others, to take on lease or acquire, erect, construct, establish, operate and maintain, ceramics, pottery industries, factories, quarries, mines, collieries, workshops and other works.
55. To carryon all or any of the business of buyers, sellers, suppliers, traders, merchants, importers, exporters, indentors, brokers, agents, assemblers, packers, stockists, distributors, and dealers of and in all kind of agricultural produces, food articles, forest's products, beverages, edible and non-edible oils and facts, soap silicate, perfume, chemicals, and detergents of all kinds, commercial, natural and manmade fibres, textiles of all kinds, all types of yarn, jute and jute products.



56. To design, erect, fabricate, process, hire out, buy, sell, prepare, process, manufacture, assemble, fabricate, cast fit, press, machine, treat, weld harden, temper, annual domestic, electrical and industrial appliances, fans, motors, equipments, plants, machineries, moulds, accessories, components, spare parts, tools and implements.
57. To manufacture, produce, export, import, buy, sell and deal in vanaspati oil, food grains, seeds and their articles, produce and merchandise of all kinds and description either ready or for forward delivery.
58. To carry on the trade, industry, business, occupation and profession of architects, engineers, Contractors, electrical, sanitary and plumbing engineers, and contractors, flooring contractors, and furnishers, decorators, and contractors in all its branches.
59. To carryon the business as manufacturers and dealers in hardware, iron and structural goods of all kinds and in particular, T-irons, beams, angles, washers, railings, collapsible gates, stairs, columns, metal doors and windows and other building material including all kinds offerrous and non-ferrous metal products, machinery spares and parts and stores of any description required for building constructions.
60. To carryon business as manufacturers of and dealers in any manner and all types of raw materials and products of plastics, thermoplastics, nylon, polythene laminating materials, laminated paper and board.
61. To carryon business as general, commercial, color crafts and process printers, painters, lithographers, engravers, diemakers, publishers of newspaper, books, magazines, art and musical productions, plan and chart printers, press and advertising agents, contractors, ink, dye, colour and chemicals manufacturers, manufactures of metal and other signs, manufacturers and dealers of containers and components and machinery manufacturers, and dealers in printing machinery, types and all printers, supplies, book binders and stationers and dealers in all kinds of supplies and equipment for mercantile and other uses.
62. To carryon the business as importers, exporters, manufacturers and distributors of agents for and dealers in salt and salt based chemicals, Petro-chemicals organic, inorganic and organametallic chemicals including rubber chemicals, leather chemical, synthetic chemicals, industrial explosives and chemical products of every nature and descriptions.
63. To act as consultants and to provide management, financial, technical, engineering, industrial, administrative, advisory, commercial, accountancy, quality control, legal, taxation, electronic date processing, computer and other consultancy services, to undertake and execute design engineering and technical work for projects, to prepare and implement project and feasibility report and to take up contracts and jobs on Turnkeys basis or otherwise. To act as brokers, negotiators with bank, financial institution and others for arranging loans and underwriting of shares and debentures and to undertake and carry out promotion and formation of companies, firms, associations, trust and run and manage them for others and on own account and to assist in selection, recruitment and hiring or personnel.
64. To carryon the business of consultants and advisor and to provide and tender all types of services rendered by consulting engineers, technicians and experts and to undertake techno-economical survey, economic feasibility reports, projects reports and design and developments of new products to assist in selection of technology process, know-how to carry out laboratory test and trials and provide Turnkey engineering services.
65. To manufacture, import, assemble, develop, invent otherwise deal in Audio/ Video systems, electronic typewriters, computers, computers software, floppy diskettes, printers ribbon, paper, magnetic tapes, cassettes and other allied, materials, computer data processing machine, computer printers, computer publication systems computer peripherals, accessories and their services.
66. To establish provide, perform systems, engineering services, related technical and



consultancy services, import technical know-how in the field of computers develop technical expertise for providing technological and technical knowhow.

67. To manufacture, import, assemble, develop, invent and otherwise deal in all kinds of electrical and electronics systems, equipments, appliances, components and accessories thereof, suitable for commercial, industrial medical, scientific and consumer purpose.
68. To carryon the-business of planters, Growers and cultivation or rubber, coffee and all other plantation activities.
69. To arrange for imparting education and / or training to the trainees in the workshops, factories, mills or other organizations in any part of Pakistan in such line or lines and / or branch or branches and / or industry or industries and / or where trainees may have full scope for the purpose of extending their technical and managerial skill and gaining practical knowledge in particular in branches or industries on such terms and conditions as the company may deem fit and proper and to lend or make available the services to such technicians and experts who will be trained by the company and / or others to such factories, establishments, mill workshop who are or will be in need of services in the discretion of the company may think fit and proper.
70. To carryon business as tourist agents and contractors and to facilitate travelling and to provide for tourists and travellers, or promote the provisions of conveniences of all kinds in the way of through tickets, circular tickets, slipping cars or berths, reserved places, hotel and boarding and / or lodging accommodation and guides, enquiry bureau, libraries, resting rooms, baggage transport and otherwise and to charter steamships and aeroplanes for fixed periods or for particular voyages and flights and to organise religious, educational sightseeing and business tours and for the purpose of charter ships, trains, aeroplanes, minibuses, motor buses, motor lorries, motor cars, wagons carts and carriages of every description, to book and reserve accommodation and rooms in hotels, restaurants and boarding and or lodging houses and to take on hire houses or unfurnished.
71. To purchase or otherwise acquire, maintain, sell and give on lease all kinds of plant, machinery, motor vehicles, marine engines, marine boars, trawlers, launches, ships, vessels, barges, hotel equipments, medical equipments, airconditioners, air-conditioning plants, equipments, office equipments, computers, photo copying machines, cold storages, ice-cream manufacturing machinery, furniture and fixtures, televisions, electronic equipments, lifts aircrafts, helicopters, household equipments and appliances or any other equipments or assets that the Company may think fit.
72. To carryon all or any of the objects as set out in paragraphs (1) to (74) above as if the same were incorporated as part of this sub-clause as objects incidental or ancillary to the attainment of all or any of the other objects herein before mentioned. And it is declared that:
 - a) The word "company" where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not, and whether domiciled in Pakistan or elsewhere;
 - b) The headings hereto are for convenience of reference only and shall not be deemed to affect the construction of this clause or of any sub-clause thereto;

Provided that nothing herein contained shall be deemed to empower the Company to carryon the business of banking, Insurance Business, Business of Investment companies or of leasing companies or any other business or business which may be illegal or unlawful under the laws applicable in Pakistan.

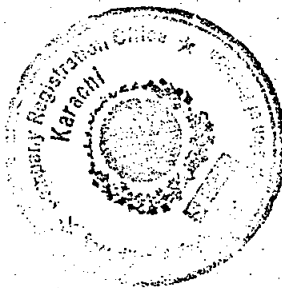
IV. The liability of the member is limited.

It is further undertaking that company shall not by advertisement, pamphlets, other mean or other negotiation, offer for sale or take money for the further sale of plots, houses, flats etc to the general public or individual unless such plot, house, or flats are acquired and have been develop by the company.



It is further declared that the company would not indulge in any sort of real estate business, housing colonies/purchase and sale of plots and development of land and housing finance company as mentioned in NBFC Rules, 2003.

- V. The Authorized Share Capital of the Company is Rs. 345,612,000 (Rupees Three Hundred and Forty Five Million Six Hundred and Twelve Thousand only) divided into 3,456,120 (Three Million Four Hundred and Fifty Six Thousand One Hundred and Twenty Only) Ordinary Shares of Rs. 100/- (Rupees Hundred Only) each with the power to increase or reduce the Share Capital for the time being into several classes, and to attach thereto respectively such preferential. Qualified are special rights, privileges or conditions as may be determined by or in accordance with the Companies Ordinance, 1984 for the time being in force and regulations of the Company and to vary, modify or abrogate such rights.



We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a company, in pursuance of these Memorandum of Association and we respectively agree to take the number of shares into the Capital of the Company set opposite our respective names:

Name and Surname (Present and Former) in full (in Block Letters)	Father's / Husband's Name in full	Nationality with former Nationality	Occupation	Residential address	Number of shares taken by each Subscriber	Signature
Mrs. NAZI MAJID 42301-4252576-6	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	J-SH.
KHAWAJA ALI KAMAL MAJID 42301-8273075-3	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA NIMR MAJID 42000-1246900-5	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi.	20 Twenty Only	
					60 (Sixty Only)	

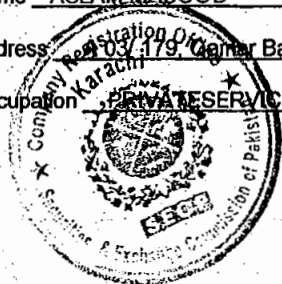
KARACHI: Dated: 27TH day of May 2008

Witness to the above signatures:

Name ASLAM MASOOD S/o. MASOOD UL HAQUE MALIQ

Address 103/179, Qamar Bagh, Gulistan-e-Johar, Karachi.

Occupation PRIVATE SERVICE CNIC.No. 42201-9968350-1



Certified to be True Copy
[Signature]
Asst. Deputy Registrar of Companies

THE COMPANIES ORDINANCE, 1984

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

PRELIMINARY

Table "A-" excluded

1. The regulations contained in Table "A" in the First Schedule to the Companies Ordinance, 1984, shall not apply to the company except in so far as they are repeated or contained in these Articles.

Interpretation

2. The chapter headings shall not affect the construction hereof, and in these Articles unless there is something in the subject or context inconsistent therewith.

Articles

"The Articles" mean the Articles of Association, as originally framed or as altered from time to time or the Company acting at a meeting or pursuant to unanimous written consent.

Books and Papers etc.

"Book and Paper", "Book or Paper", or "Books of Account" includes accounts, deeds, vouchers, registers, writings and documents.

Company

"The Company" means NEW DADU SUGAR MILLS (PRIVATE) LIMITED

Chief Executive

"The Chief Executive" means the Chief Executive appointed from time to time by the company pursuant to these Articles.

Directors

"The Directors" mean the directors of the Company appointed from time to time pursuant to these Articles.

Debenture

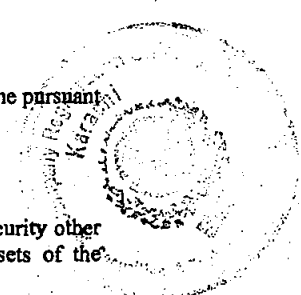
"Debenture" includes stock, bonds, term finance certificate and any other security other than the shares of the company whether constituting a charge on the assets of the company or not.

Documents

"Documents" include summon, notice, requisition, order, other legal process, vouchers and register.

Dividend

"Dividend" means the distribution of profits of the company to its members, and includes bonus.



Holding Company

"Holding Company" shall have the meaning assigned to it by section 3.

Member

"Member" means a member of the company within the meaning of the provision of Section 2(1) (21).

Month

"Month" means as calendar month according to the English calendar.

Ordinance

"The Ordinance" means the Companies Ordinance, 1984 as amended and any amendment or re-enactment thereof for the time being in force.

Office

"Office" means the registered office of the Company.

Participatory Redeemable Capital

"Participatory redeemable capital" means such redeemable capital as is entitled to participate in the profit and loss of the company.

Proxy

"Proxy" includes attorney duly constituted under a Power of Attorney.

Investor

"Investor" means a corporation, a company incorporated under the Ordinance, financial institution, Federal Government, Provincial Government or such other body which holds shares in the company.

Register

"The Register" means the register of members to be kept pursuant to Section 147 of the Ordinance.

Redeemable Capital

"Redeemable capital" has the meaning assigned to it by section 2(1)(30A).

Share

"Share" means share in the capital of the company.

Secretary

"Secretary" means any individual appointed to perform the secretarial, administrative or other duties ordinarily performed by the Secretary.

Section

"Section" means section of the Ordinance.

Security

"Security" has the meaning assigned to it by section 2(1) (34).

S.E.C.P.

"S.E.C.P." means Securities and Exchange Commission of Pakistan.

Special Resolution

"Special resolution" has the meaning assigned to it by Section 2(1) (36).



Seal

"The Seal" means the common seal adopted by the company.

In Writing and Written

"In writing" and "Written" includes printings, lithography and in writing and other modes of representing or reproducing words in a visible written form.

Word importing the singular number includes the plural number and vice versa.

Word importing the masculine gender only includes the feminine gender.

Words importing persons includes bodies corporate.

PRIVATE COMPANY

Private- Company

3. The Company is a private company within the meaning of Clause 28 of Section 2(1) of the Companies Ordinance, 1984 and accordingly:
 - (a) No invitation shall be issued to the public to subscribe for any shares, debentures or debenture stock of the Company.
 - (b) The number of the members of the Company (exclusive of persons in the employment of the Company) shall be limited to fifty, provided that for the purposes of this provision where two or more persons jointly hold one or more shares in the Company they shall be treated as a single member, and
 - (c) The right to transfer shares in the company is restricted in the manner and to the extent hereinafter appearing.

Business

4. The business of the Company shall include all or any of the business objects enumerated in the Memorandum of Association and can be commenced immediately after the incorporation of the Company as the Directors may think fit, notwithstanding that part of the capital has been subscribed.

Place of Business

5. The business of the Company shall be carried at Karachi or at such place in the whole of Pakistan or elsewhere as the Directors may deem proper or, advisable from time to time.

CAPITAL

Capital

6. The Authorized Share Capital of the Company is Rs. 345,612,000 (Rupees Three Hundred and Forty Five Million Six Hundred and Twelve Thousand only) divided into 3,456,120/= (Three Million Four Hundred and Fifty Six Thousand One Hundred and Twelve Only) each with powers to increase or reduce the capital, to divide the shares in the capital for the time being into several classes and to attach to them rights, privileges, conditions, and to vary, modify or abrogate any of such rights, privileges, conditions, as are required or permitted by the Companies Ordinance, 1984 and its statutory amendments, alterations and modifications for the time being in force

Increase of Capital

7. Where at any time the Board decides to increase the issued capital of the company by issuing any further shares, then subject to any direction to the contrary that may be given by the company in general meeting, such shares shall be offered to the members in proportion to the existing shares held by each member, and such offers shall be made by notice specifying the number of shares to which the member is entitled and limiting a time within which the offer, if not accepted, will be deemed to be declined and after the expiration of such time, or on receipt of an intimation from the members to whom such notice is given that he declines to accept the shares offered, the Board may dispose off

the same in such manners as they think most beneficial to the company. The notice shall be accompanied by the circular required under section 86.

Shares at the Disposal of Directors

8. The shares shall be under the control of the Directors who may allot or otherwise dispose of the same to such persons, firms or corporations, on such terms and conditions and at such time as may be thought fit.

Allotment of Shares

9. The Shares in the capital of the Company may be issued or allotted in payment or part-payment of any property, land, building, machinery, goodwill or goods supplied or any services rendered or likely to be rendered to the Company in promotion and establishment of the Company or conduct of its business and any shares so allotted may be issued as fully paid-up shares.

Consolidation or Sub-division of Shares

10. If and whenever as a result of an issue of new shares or any consolidation or subdivision of shares any member becomes entitled to hold shares in fractions, the Board shall not be required to issue such fractional shares and shall be entitled to sell whole shares at a reasonable price and pay and distribute to and amongst the members entitled to such fractional shares in due proportion with the net proceeds of the sale thereof. For the purpose of giving effect to any such sale the Board may authorize any person to transfer the shares sold, to the purchaser thereof, and the purchaser shall be registered as the holder of the shares comprised in any such transfer and he shall not be entitled to see the application of the purchase money nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

Issue of Convertible Securities

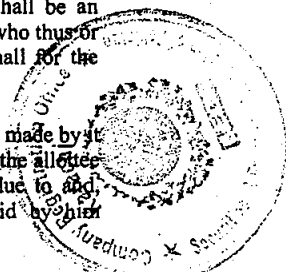
11. The company may issue ordinary shares or grant option to convert into ordinary shares the outstanding balance of any loans, advances or credit, as defined in the banking companies ordinance, 1962 (L VII of 1962) or other non-interest bearing securities and obligations in accordance with the provisions of section 87.
12. The company may issue to one or more schedule banks, financial institutions or such other persons, as are specified for the purpose by the Federal Government by notification in the official gazette, any investment in the nature of redeemable capital in any or several form in accordance with the provisions of section 120.

Shares for Consideration Other than Cash

13. Subject to the provision of the Ordinance and these Articles, the Board may allot and issue Shares in the capital of the company as payment for any property sold or transferred, goods or machinery supplied, or for services rendered to the company in the conduct of its business or affairs and any shares which may be so allotted may be issued as fully paid up shares and if so issued, shall be deemed to be fully paid up shares.
14. Any application or subscription signed by or on behalf of an applicant or Subscriber for shares in the company, followed by an allotment of any shares therein, shall be an acceptance of shares, within the meaning of these Articles, and every person who thus or otherwise accepts any shares and whose name is entered on the register shall for the purpose of these Articles be a member.
15. The money (if any) which the Board shall on the allotment of any shares being made by it require or direct to be paid shall immediately on the insertion of the name of the allottee in the register of members as the holder of such Shares, become a debt due to and recoverable by the company from the allottee thereof, and shall be paid by him accordingly.

Right of ownership of Shares

16. Save as herein otherwise provided the company shall be enty to treat the person whose name appears on the register of members as the holder of any shares as the absolute owner thereof, and accordingly shall not (except as ordered by a court of competent jurisdiction or as required tat law) be bound to recognize any trust or equity or benami, equitable, contingent or other claim to or interest in such shares, on the part of any other



person whether or not it shall have express or implied notice thereof.

UNDERWRITING, COMMISSION AND BROKERAGE

Brokerage

17. The Company may at any time pay a commission to any person for subscribing or agreeing to subscribe (whether absolutely or conditionally), for any shares or debentures or procuring or agreeing to procure, subscriptions, whether absolute or conditional, for, any shares or debentures of the company, but so that the amount or rate of commission shall not exceed the rate per cent of amount as may be fixed by the S.E.C.P. The commission may be paid or satisfied in cash or in any shares or debentures of the company. The company may also pay the usual brokerage not exceeding one (1) per cent in respect of any subscription for shares or debentures.

CERTIFICATES

Members Entitled to Share Certificate

18. Every member shall be entitled without payment to one certificate for all the shares registered in his name, or if the Board so approved (upon paying such fee as the Board may from time to time determine), to several certificates, each for one or more shares, Every certificate of shares shall specify the number and denoting numbers of the shares in respect of which it is issued and the amount paid thereon, such certificate shall be issued under seal and bear the signature of one Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed for that purpose by the Board.

Renewal of Certificate

19. If any certificate is worn out, defaced or rendered useless, then upon production thereof to the Board, it may order the same to be cancelled and may issue a new certificate in lieu thereof and if any certificate is lost or destroyed, then on proof thereof, to the satisfaction of the Board and on such indemnity as the board deems adequate being given, a new certificate thereof shall be given to the party entitled to such lost or destroyed certificate.
20. The company shall, within ninety (90) days after the allotment and within forty five (45) days after the application for the registration of the transfer of any share, complete and have ready for delivery the certificates for shares and unless sent by post or delivered to the persons entitled thereto, within that period, shall give notice of the fact to the shareholder immediately thereafter.

A duplicate of a certificate of shares, shall be issued within forty-five (45) days from the date of application.

TRANSFER AND TRANSMISSION

Register of Transfer

21. The Company shall keep a book to be called the "Register of Transfer" and therein shall be fairly and distinctly entered the particulars of any transfer and transmission of any shares.
22. The instrument of transfer of any share shall be in writing in the usual common form or in the following form or as near thereto as circumstances will admit:

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

I _____

_____ being _____ National, **AR M**

Consideration of the sum of Rs. _____

(Rupees _____)

Paid to me by _____ S/O _____

of _____ National _____

Hereinafter called "The Transferee") do hereby transfer to the _____ Ordinary Share(s) numbered in the undertaking called **NEW DADU SUGAR MILLS (PRIVATE) LIMITED** to hold the same into the said Transferee, his (or her) executors, administrators and assigns subject to the several conditions on which I held the same immediately before the execution hereof, and I, the Transferee, do hereby agree to take the said share(s) subject to the said conditions aforesaid. As witness etc.

The Board may from time to time alter or vary the transfer form.

Condition for Transfer

23. The share shall be transferred subject to following restrictions:
- (a) the shares shall in the first instance be offered to the exiting shareholders.
 - (b) if the exiting shareholders are not willing to accept the shares the Board shall approved transfer of shares, subject to the consent of all exiting shareholders, to other persons.
 - (c) the shares shall be sold at a market value to be determined by the Auditors of the company with other experts of the company; if necessary.

No Transfer to an Infant

24. No shares in any circumstances shall be transferred to an infant, an Infant insolvent or person of unsound mind.

Closure of Transfer Books

25. The Board shall have power to close the register of transfer for such period or periods of time not exceeding thirty days at a time and 45 days in a year.

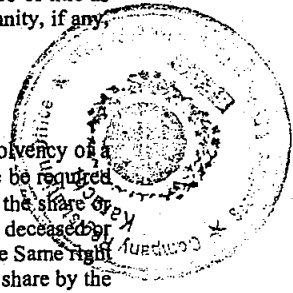
Right of Nomination

26. A person may on acquiring interest in the company as a member, nomination represented by shares, at any time after acquisition of such interest deposit with the company a nomination conferring on one or more persons the right to acquire interest in the shares specified therein in the event of his death.

Transmission of Shares

27. In the case of death of shareholders the survivor where the deceased was a joint holder, and (subject as hereinafter provided), where the deceased was a sole or only surviving holder, the execution or administrators of the deceased holding a grant of probate or letters of administration effective in Pakistan, shall be the only persons recognized by the company as having any title to the shares, but nothing herein contained shall release the estate of a deceased holder (whether sole or joint), from any liability (whether sole or joint), in respect of any share solely or jointly held by him. In any case in which such a grant of probate or letters of administration to the estate of a deceased sole or only surviving holder has not been obtained, the Board may, but shall not be bound to, recognize the title of any person claiming to be entitled to the deceased holder's shares on production by such claimant of a succession certificate or such other evidence of title as the Board may deem sufficient, and upon the claimant furnishing such indemnity, if any, as the Board may require.

Right of persons becoming entitled to share

28. Any person becoming entitled to a share in consequence of the death or insolvency of a member shall, upon such evidence being produced as may from time to time be required by the Board, have the right either to be registered as member in respect of the share or instead of being registered himself, to make such transfer of the share as the deceased or insolvent person could have made but the Board shall, in either cases have the same right to decline registration as they would have had in the case of a transfer of the share by the deceased or insolvent person the death or insolvency.
29. A person becoming entitled to a share by reason at the death or insolvency of the holder shall subject to Article 28 above, be entitled to the same dividends and other advantages
- 

to which he would be entitled if he was the registered holder of the share, except that he shall not before being register as a member in respect of the share, be entitled in respect of it to exercise any rights conferred by membership in relation to meeting of the company.

30. The company shall incur no liability whatsoever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof (as shown or appearing in the register) to the prejudice of persons having or claiming any equitable right, title or interest to or in the same shares, notwithstanding that the company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and the company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest, or be under any liability whatsoever for refusing or neglecting so to do, but the company shall nevertheless be at liberty to regard and attend any such notice and give affect thereto, if the Board shall so thinks fit.

ALTERATION OF CAPITAL

Increase of Capital

31. The company may by a Resolution increase its Authorized Share Capital comprising of any class and denomination.
32. Except and so far as otherwise provided by the conditions of issued or by these Articles, any capital raised by the creation of new shares shall be considered part of the Authorized Capital and shall be subject to the provisions herein contained with reference to transfer and transmission, voting and otherwise.

Reduction of Share Capital

33. The company may by special resolution reduce its share capital in any manner and with and subject to any incident authorized and consent required by law.
34. The company may in general meeting by Resolution alter the conditions of its memorandum as follows:

Consolidation and Division of Share

- (a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
- (b) Sub-divide shares or any of them into shares of smaller amounts than originally fixed by the memorandum and subject nevertheless to the provisions of the Ordinance in that behalf;
- (c) Cancel shares which at the date of such General Meeting have not been taken or agreed to be taken by any person, and diminish the amount of its share capital by the amount of the shares so canceled.

Variation of Rights

35. The variation in the right of shareholders shall be made in the manner provided by Section 108.

BORROWING POWERS

Powers to Borrow

36. The Directors may from time to time at their discretion borrow or secure the payment of any sum or sums of money for the purposes of the Company from any persons, firms or companies, banks, or investment corporation, government or semi-government institutions or any other source whatsoever (expressly including any member of the Company) and may themselves but to the Company any such sum or sums on security or otherwise.

Condition on which money may be borrowed.

37. The Directors may borrow or secure the payment of such sum or sums of money in such manner and upon such terms and conditions in all respect as they think fit, either by

creation of any mortgage, hypothecation as charge on the whole or any part of the property of the Company and in particular by the issue of the debentures or debenture-stock of the Company charged upon the whole or any part of the property of the Company both present and future.

Assignment of Securities

38. The debenture, debenture-stock or other securities may be made assignable free from any equities between the company and the person to whom the same may be issued ,

Issue at Discount etc.

39. Any bonds, debentures or other securities may be issued at a discount, premium or otherwise and with any special privileges as to redemption, surrender, drawings, Convertibility into shares, attending and voting at general Meeting of that company, appointment of Directors and otherwise, provided that debentures with the right to vote or be converted into shares shall not be issued without the consent of the company in General Meeting.

Liability for payment of sum due from the Company

40. If the Directors or any of them or any other person shall become personally liable for the payment of any sum primarily due from the company, the Board may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the company by way of indemnity to secure the Directors or persons so becoming liable as aforesaid from any loss in respect of such liability.

GENERAL MEETING

General Meeting

41. An Annual General Meeting shall be held within eighteen months from the date of incorporation of the Company, and thereafter once at least in every calendar year within a period of four months following the close of its financial year. Every Annual General Meeting shall be called during business hours on a day that is not Public holiday and shall be held either at the Registered Office of the Company or at some other place within the City, town or village in which Registered Office of the Company is situated and the notice calling the meeting shall specify it as the Annual General Meeting.

Extra-ordinary General Meeting

42. The Board may call an Extraordinary General Meeting whenever it shall think fit. An Extraordinary General Meeting may also be convened on the requisition of the members in accordance with the provision of Section 159.

Notice of Meeting

43. At least twenty-one days notice specifying the place, the day and the hour of the general meeting and in case of special business, the general nature of such business, shall be given to the members in the manner hereinafter mentioned, or in such other manner as may be prescribed by the Company in General Meeting but accidental omission to give such notice to or non-receipt of such notice by any member shall not invalidate the proceeding of the General Meeting, subject to the provisions of the Ordinance. The Directors may whenever they think fit, and shall on requisition in accordance with the ordinance proceed to convene of Extraordinary General Meeting.

Quorum

44. No business shall be transacted at any General Meeting unless a quorum of members is present, two members present, in person who represent at least twenty-five percent of the total voting power of the company either of their own account or as proxies shall be a quorum for a General Meeting.

Quorum for Adjourn Meeting

45. If within half an hour of the time appointed for the holding of a general meeting a quorum be not present, the meeting if convened on the requisition of shareholders, shall be dissolved and in every other case shall stand adjourned to the same day in the next

week, at time and place as was appointed for holding the general meeting and if as such adjourned meeting the quorum is not present within half an hour minutes from the time appointed for holding the meeting the members present being not less two shall be a quorum.

PROCEEDINGS AT GENERAL MEETINGS

Chairman to Preside

46. The Chairman of the Board of Directors shall preside at every general meeting but if at any meeting he may not be present within 15 minutes after the time appointed for holding the same or is unwilling to preside, members present shall choose some Director or if no Director be present or if the Directors present decline to take chair, the members shall choose some member to be the Chairman of the meeting.

Power of Chairman to Adjourn

47. The Chairman with the consent of the meeting may adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. The resolution at an adjourned meeting shall for all purposes, be treated as having been passed on the date on which it was in fact passed and shall not be deemed to have been passed on any earlier dates.

Carrying of Resolution

48. At any General Meeting a resolution put to the vote of the Meeting shall be decided on a show of hands unless poll is (before or on the declaration of the result of the show of hands) demanded by one Member having right to vote on the resolution and present in person or by proxy, if not more than seven members are personally present, and by two such members present in person or by proxy if more than seven such members are personally present or by the Chairman of the Meeting or any member or members present or by proxy and holding or representing not less than one - tenth of the issued capital carrying voting rights, and unless a poll is so demanded, as declaration by the chairman then a resolution has been carried or carried unanimously or by a particular majority or lost, and an entry to that effect in the books of the proceedings of the company, shall be conclusive evidence of the fact without further proof of the number or proportion of the votes recorded in favour of or against such resolution.

Demand for Poll

49. If a poll is demanded as aforesaid it shall be taken in such manner as the Chairman of the meeting directs, and either at once or after an interval or adjournment, and the results of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn at anytime by the person or persons who made the demand.

Time for taking poll

50. Any poll duly demanded on the election of a Chairman of a Meeting or on any question of adjournment shall be taken forthwith and without adjournment and a poll demanded on any other question shall be taken at such time, not more than fourteen days from the day on which it was demanded, as the chairman of the meeting may direct.

Business may proceed notwithstanding demand of poll

51. The demand for a poll shall not prevent the continuation of meeting for the transaction of any business other than the question on which the poll was demanded.

Minutes

52. Minutes shall be made in book provided for the purpose of all resolutions and proceedings at General Meetings, and such minutes if signed by any person purporting to have been the Chairman of the Meeting to which it relates or by the Chairman of the Board shall be receivable as evidence of the facts therein stated without further proof.

Minutes Book

53. The books containing minutes of proceedings of General Meetings of the company shall be kept at the registered office of the company and shall during business hours (subject to reasonable restrictions as the Board may from time to time impose but so that not less

than two hours each day is allowed for inspection) be open to the inspection of any member without charge.

VOTES OF MEMBERS

Votes

54. Upon a show of hands every member entitled to vote and present in person or by proxy shall have one vote, and upon a poll every member entitled to vote and present in person or by proxy shall have one vote for every share conferring voting rights as aforesaid held by him.

Right to Vote

55. Any person entitled under the Transmission Clause to Transfer any shares may vote at any General Meeting in respect thereof as if he was the registered holder of such shares, provided that at least 48 hours before the time of holding the meeting or adjourned meeting as the case may be at which he proposes to vote he shall satisfy the Directors of his right to transfer such shares unless the Director shall have previously admitted his right to vote at such meeting in respect thereof.

Appointment of Proxy

56. No person shall be appointed a proxy who is not a member of the company and qualified to vote, save that a corporation or a company being a member of the company may appoint as proxy or as its representative any person though not a member of the company, and the person so appointed shall be entitled to exercise the same powers on behalf of the corporation which he represents, as that corporation could exercise if it were an individual member of the company. Any such appointment shall be authorized by a resolution of Directors of that company or corporation.

Proxy in Writing

57. Every proxy shall be appointed in writing under the hand of the appointer or by an agent duly authorized under a power of Attorney or if such appointer is a company or corporation under the common seal of the company or corporation or the hand of its Attorney who may be the appointer.

Irrevocable Proxy

58. Any proxy declared expressly on its face to be irrevocable shall not be revoked or be deemed revoked by the member giving such proxy whether by attendant at any General Meeting held during the period of such proxy or by any other action on his part whatsoever, or otherwise during the term of such proxy if such proxy is furnished to and filed with the records of the company, and the company shall be bound to recognize and give effect to such proxy in accordance with the terms thereof.

Validity of Proxy

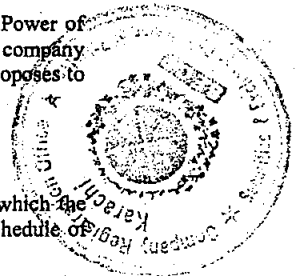
59. No person shall act as proxy unless the instrument of his appointment and the Power of Attorney, if any, under which it is signed shall be deposited as the office of the company at least forty eight hours before the time for holding the meeting at which he proposes to vote.

Form of Proxy

60. An instrument of proxy may be in the following form, or in any other form which the Directors, shall approve or in the form contained in Table "A" of the First Schedule of the Ordinance.

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

"I _____ of _____ in
the district of _____ being a member of
_____ hereby appoint
_____ as my proxy to vote for me and on my behalf at the
Ordinary/Extraordinary (as the case may be) General Meeting of the Company to be held
on the _____ day of _____ and at any



adjournment thereof."

Validity of Vote

61. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal or revocation of the proxy or of any power of attorney under which such proxy was signed provided that no intimation in writing of the death or revocation shall have been received at the office before the meeting.
62. No objection shall be made to the validity of any vote except at the meeting or at the poll at which such vote shall be tendered and every vote whether given personally or by proxy not disallowed at such meeting or poll shall be deemed valid for all purposes of such meeting or poll.
63. If question is raised, the Chairman of the Meeting shall decide on the validity of every vote tendered at such meeting in accordance with these Articles.

DIRECTORS

Number of Directors

64. (a) There shall be not less than two Directors of the company. The Directors shall fix the number of elected Directors of the company not later than thirty five (35) days before the convening of the General Meeting at which directors are to be elected, and the number so fixed shall not be changed except with the prior approval of the General Meeting of the Company.
- (b) The following shall be the first directors of the Company.

1. Mrs. NAZLI MAJID
2. KHAWAJA ALI KAMAL MAJID
3. KHAWAJA NIMR MAJID

Term of Directors

65. The first Directors shall hold office until the election of in the First Annual General Meeting. The Directors elected shall hold office for a period of three years unless he earlier resigns, becomes disqualified or otherwise ceases to hold office. The Director so retiring shall continue to perform his function until his successor is elected.

Delegation of Power

66. The Directors may delegate either powers to committees consisting of such member or members as they think fit.
67. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on them by the directors.

Remuneration of Directors

68. Until otherwise determined by the company in General Meeting, each Director shall be entitled to be paid as remuneration for his services a fee at the rate of Rs. 2500/= per meeting.
69. Any director who serves on any committee or who devotes special attention to the business of the company or who otherwise performs services which, in the opinion of the Board are outside the scope of the ordinary duties of a director may be paid such extra remuneration by way of salary or allowance as the company in General Meeting may determine.

Share Qualification of Director

70. A director shall be required to hold at least one qualification share subject to Section 187.

Nomination by Directors

71. The investor shall have powers to nominate such number of directors in the Board of Directors of the Company, as are proportionate to its holding in the paid up capital of the company. The Directors so nominated shall not be subject to the provisions of these Articles and Ordinance relating to the eligibility for appointment, election, retirement, removal, filling of casual vacancy and vacation of office etc.

POWERS AND DUTIES OF DIRECTORS

Management of Business

72. The control of the company shall be vested in the Board and the business of the company shall be managed by the Board, which may pay all expenses incurred in forming and registering the company, and may exercise all such powers of the company as are not by Ordinance or by these Articles required to be exercised by the company in General Meeting, subject nevertheless to the regulations of these Articles, to the provisions of the Ordinance and such regulations (not inconsistent with the aforesaid regulations, or provisions), as may be prescribed by the company in General Meeting but no regulation made by the company in General Meeting shall invalidate any prior act of the board which have been valid if the regulation had not been made.

Power of Board

73. The Board may exercise all the powers of the company to borrow money and to mortgage or charge its undertaking, property and assets (both present and future), and to issue debentures and other securities whether out right or as collateral security for any debt, liability or obligation of the company, or of any third party.

Books to keep

74. The Board shall cause minutes to be made in books provided for the purpose;
- (a) of the name of Director present at each meeting of the Board and of any Committee of Directors;
 - (b) of all resolutions and proceedings at all meetings of the company and of the Board and of committee of Directors.

Any such minutes of any meeting of Board or of a Committee of Directors or of the company, if signed or purporting to be signed by the Chairman of such meeting, or of the next succeeding meeting, shall be receivable as evidence of the matters stated in such minutes. The books containing minutes of General Meeting shall be kept at the registered office of company and shall be open to inspection as required by Section 173.

Payment of Retirement Benefits

75. The Board may pay and agree to pay pension or other retirement, superannuation, death or disability benefits or allowances to any person in respect of any Director or former Director who may hold or may have held any executive office or employment under the company, or any subsidiary company of the company, or its holding company (if any), and for the purpose of providing any such pensions or other benefits or allowances, may contribute to any scheme or fund and may make payments towards insurance or trusts in respect of such persons.

CHIEF EXECUTIVE

Appointment of Chief Executive

76. The Directors as from a date not later than the fifteenth day after the date of its incorporation, appoint any individual to be the Chief Executive of the company. The Chief Executive shall be deemed to be its Director and be entitled to all the rights and privileges and subject to all the liabilities of that office.

Chief Executive to hold office till First Annual General Meeting

77. The Chief Executive shall, unless he earlier resigns or otherwise ceases to hold office,

hold up to the First Annual General Meeting or, if a shorter period is fixed by the Directors at the time of his appointment, for such period.

Eligibility for Appointment

78. No person who is ineligible to become a director of the company shall be appointed or continue as the Chief Executive.

Term of office of Subsequent Chief Executive

79. Within fourteen days from the date of election of Directors or the office of the Chief Executive falling vacant, as the case may be the Directors shall appoint any person, including an elected Director, to be the Chief Executive, but such appointment shall not be for a period exceeding three years from the date of appointment.

Eligibility of Re-appointment

80. On the expiry of his term of office under Article 78 & 79 the Chief Executive shall be eligible for reappointment.
81. The Chief Executive retiring under Article 78 & 79 shall continue to perform his functions until his successor is appointed unless non-appointment of his successor is due to any fault on his part or his office is expressly terminated.

Removal of Chief Executive

82. The Directors by resolution passed by not less than three-fourths of the total number of directors for the time being, or the company by a special resolution, may remove a Chief Executive before the expiration of his term of office notwithstanding anything contained in these articles or in any agreement between the company and such Chief Executive.

Remuneration of Chief Executive

83. The Chief Executive shall receive such remuneration (Whether by way of salary, commission, participation in profits, allowances perquisites, etc., or partly in one way and partly in another) as the Board may fix.

Power of Chief Executive

84. The Director may entrust to and confer upon the Chief Executive of the power exercisable by them upon such terms and conditions and with such restrictions as they may think fit, and either collateral with or to the exclusion of their own powers, and may from time to time revoke, withdraw, alter or vary all or any of such powers.

DISQUALIFICATION AND VACATION OF OFFICE OF DIRECTORS

Qualification of Directors

85. No person shall be appointed as a Director of the company if he is ineligible to be appointed as Director under any of the provisions of the Ordinance or any other law for the time being in force.
86. The office of a Director shall be vacated if:

Vacation of office of Directors

- (a) he becomes ineligible to be appointed a director on anyone or more of the grounds enumerated in clauses (a) to (h) of section 187;

Absent from Meeting

- (b) he absents himself from three consecutive meetings of the Directors or from all the meetings of the Directors for a continuous period of three months, whichever is the longer, without leave of absence from the Directors;

- (c) he or any firm of which he is a partner or any private company of which he is a Director:

- (i) without the sanction of the company in General Meeting excepts or holds

any office of profit under the Company other than that of Chief Executive or a legal or technical or a banker; or

- (ii) accepts a loan or guarantee from the Company in contravention of Section 195.
- (d) he suspends payment to or compounds with his creditors; or
- (e) he resigns office by notice in writing addressed to the Company or to the Directors; or
- (f) he is removed from his office by the Company in General Meeting; or
- (g) he is convicted by a court in Pakistan of any offence and is sentenced in respect thereof to imprisonment for not less than six months or is convicted by a court in Pakistan of any offence involving moral turpitude; or
- (h) he acts in contravention of section 214

The appointment of an Alternate Director under these Articles shall constitute leave of absence to the Director for whom such an alternate is appointed during such Directors absence.

Directors Contract with the Company

87. Subject to the provisions of Section 214 of the Ordinance the Directors shall not be disqualified from contracting with the company either as vendor purchaser or otherwise nor shall any such contract or arrangement entered into by or on behalf of the company with any company or partnership of or in which any director shall be a member or so interested be liable to account the company for any profit realized by any such contract or arrangement by reasons of such Director holding that office or of the fiduciary relation thereby established but the nature of his interest must be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined on if the interest then exists, or in any other case at the meeting of the Directors after the acquisition of the interest. Provided nevertheless that no Directors shall take part in the discussion of such contract or arrangement or Vote as a Director in respect of any contract or arrangement in which he is so interested as aforesaid and if he does so vote his vote shall not be counted but he shall be entitled to be present at the meeting during the transaction of the business in relation to which he is precluded from voting although he shall not be reckoned for the purpose of ascertaining whether there is a quorum of directors present. This provision shall not apply to any contract by or on behalf of the company to give to the Directors or any loss which they or any of advanced or by way of indemnity against any loss which they or any of them may suffer by reason of becoming or being sureties for the company. A general notice that any Director is a director or a member of any specified company, or is a member of any specified firm and is to be regarded as interested in and subsequent transaction with such firm or company shall, as regards any such transactions, be sufficient disclosures under this Article, and after such general notice it shall not be necessary to give any special notice relating to any particular transaction with such firm or company. Any such general notice shall expire at the end of the financial year in which it is given, but may be renewed for further period of one financial year in which it would otherwise expire. No such general notice, and no renewal thereof, shall be of effect unless it is given at the meeting of the Directors, or the Directors concerned take reasonable step to ensure that it is brought up and read at the first meeting of the Directors after it is given.

Register of Directors Contract

88. A register shall be kept by the Director in which shall be entered particulars of all contracts or arrangement to which Article 87 applies.

Loan to Directors

89. The Company shall not, directly or indirectly make any loan to, or give any guarantee or provide any security in connection with a loan made by any other person to, or to any other person by such persons as are specified in and to the extent permitted by section 195.

ROTATION, ELECTION AND REMOVAL OF DIRECTORS

Election of Directors

90. Any person who seeks to contest an election to the office of Director shall, whether he is a retiring Director or otherwise, file, with the company, not later than fourteen days before the date of the meeting at which election are to be held, a notice of his intention to offer himself or election as Director. The notice shall be transmitted by the company to the members not later than seven days before the date of the meeting.

Manner of Election of Director

91. The Director shall be elected by the members of the company in General Meeting in the following manner namely:
- (a) a member shall have such number of votes as is equal to the product of the number of voting shares held by him and the number of Directors to be elected;
 - (b) a member may give all his votes to a single candidate or divide them between more than one of the candidates in such manner as he may choose and the candidate who gets the highest number of votes shall be declared elected as Director and then the candidate who gets the next highest number of votes shall be so declared and so on until the total number of Directors to be elected.

Casual Vacancy

92. Any casual vacancy occurring among the Directors may be filled up by the Directors and the person so appointed shall hold office for the remainder of the term of the Director in whose place he is appointed.

Removal of Directors

93. A resolution for removing a Director elected in the manner provided for in Article 91 or for reducing the number of Directors shall not be deemed to have been passed if the number of votes against it is equal to election of a Director at the immediately preceding annual election of Director in the aforesaid manner.

PROCEEDINGS OF DIRECTORS

Meeting of Directors

94. The directors may meet together for the dispatch of business, adjourn and otherwise regulate meetings of the Board as they think fit. The Chairman or the Chief Executive if any may at time and shall on the written requisition of two Directors at any time summons a meeting of the Board. At least Ten clear days notice must be given to all Directors to summon a meeting of the Board and such notice shall set forth the purpose or purposes for which such meeting is summoned. However with the consent of all Directors entitled to receive notice of a meeting or to attend and vote at any such meeting, a meeting of the Board may be convened by shorter notice than specified in this Article.

Quorum

95. A meeting of the board for the time being at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under these Articles vested in or exercisable by the Board generally at least two Directors personally present shall constitute a quorum.

Election of Chairman

96. The Chairman shall whenever present preside as Chairman at each meeting of the Board but if at any meeting the Chairman is present and not willing to act or is absent beyond ten minutes after the time fixed for holding the same, the Vice Chairman shall act as Chairman, in the absence of both the Chairman and the Vice Chairman or in the event of the unwillingness of both to act, the directors present shall within fifteen minutes of the time fixed for the meeting choose one of their members to be Chairman of such meeting.

When Act of Directors or Committee valid notwithstanding defective appointment etc.

97. All acts done by meeting of the Board or of a Committee of Directors, or by any person acting as a Director or Alternate Director shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Directors or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such Director or person had been duly appointed and was qualified to act.

Resolution in Writing

98. A resolution in writing, except for the matter specified in section 196, signed by all Directors present in Pakistan shall be effective as if such resolution had been passed at a meeting of the Directors. Any director may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

ALTERNATE DIRECTORS

Alternate Director

99. Any Director not permanently resident in Pakistan and any Director so resident but intending to be absent there from for a period of not less than three months may appoint any person acceptable to the Board to be an Alternate Director of the Company to act for him. Every such appointment shall be in writing under the hand of the Director making the appointment. An Alternate Director so appointed shall not be entitled to appoint another Alternate Director, but shall otherwise be subject to the provisions of these Articles with regard to Directors, except that he shall require no share qualification. An Alternate Director shall be entitled to receive notices of all meetings of the Board and to attend and vote as a director at any such meeting at which the Director appointing him is not personally present, and generally to such appointed An Alternate Director shall ipso facto cease to be as Alternate Director if his appointer for any reason ceases to be a Director or if and when his appointer returns to Pakistan, or removes the appointee from office by notice in writing under the hand of the appointer.

DIVIDENDS AND RESERVES

Declaration of Dividend

100. The company in General Meeting may declare dividends, but no dividends shall exceed the amount recommended by the Board.

Payment of Interim Dividend

101. The Board may from time to time pay to the members such interim dividend as appear to be justified by the profits of the company.

No Dividend Except out of profit

102. No dividends shall be paid otherwise than out of profits of the year or of any other undistributed profits from prior years or in contravention of section 235 and 248.
103. Subject to the right of any person entitled to shares with rights as to dividends the profits distributed as dividends shall be distributed among the shareholders and all such dividends shall be declared and paid according to the amounts paid on the shares. If any shares are issued on term that it shall rank for dividend as from a particular date, such share shall rank for dividend accordingly.

Creation of Reserve

104. The Board may, before recommending any dividend, set aside out of the profits of the company such sums as they think proper reserve as a reserve or reserves, which shall, at the discretion of the Board, be applicable for meeting contingencies, or for equalizing dividends, or for any other purpose to which the profits of the company may be properly applied and pending such application may, at the like discretion, either be employed in the business of the company or be invested in such investments subject to the provisions of section 208, or any other provisions of the Ordinance (other than shares of the company) as the Board may from time to time think fit.

Payment of Dividend to Joint Holders

105. If several persons are registered as joint holders of any share, anyone of them may give effectual receipts for any dividends payable on the share.

Dividend shall bear no Interest

106. No dividend shall bear interest against the company.

Mode of payment of Dividend

107.

- (a) Any dividend may be paid by cheque or warrant sent through the registered post to the registered address of the member or person entitled thereto, or in the case of joint holders to anyone of such joint holders at his registered address or to such person and at such address as the member or person entitled or such joint holders, as the case may be direct. No dividend shall be paid by the company in respect of any share therein except to the registered holder or to his order or to his banker or to a financial institution nominated by him for the purpose and the payment shall be made within thirty (30) days of the declaration.
- (b) Dividends unclaimed for one year may be invested or otherwise used by the Board for the benefit of the company until claimed.

CAPITALIZATION

Capitalization of Reserves

108. Any General Meeting may, upon recommendation of the Board resolve that any undivided profits of the company (including profits carried and standing to the credit of any reserve or reserves or other Special accounts or representing premiums received on the issue of shares and standing to the credit of the share premium account), not required for paying the Dividends on any shares issued be capitalized. Such capitalized undivided profits shall be distributed amongst such of the shareholders as would be entitled thereto as capital. All or any part of such capitalized fund may be applied on behalf of such shareholders for payment in full or in part either at par or at such premium as the resolution may provide, for any unissued share or debentures of the company which shall be distributed accordingly, or for outwards payment of uncalled liability on any issued debentures and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum.

ACCOUNTS

Books of Account

109. The Board shall cause to be kept proper books of accounts as required under section 230.

Keeping of Books of Account

110. The books of account shall be kept at the registered office or at such other place as the Board shall think fit in accordance section 230.

Inspection of Books of Account

111. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to inspection of members and no member shall have any right of inspecting any account or books or document of the company except as conferred by Laws or authorized by the Board or by special resolution of the company in General Meeting.

Laying Account before the Annual General Meeting

112. Within eighteen months of the incorporation of the company, and subsequently once in every Calendar year, within a period of Four months following the close of its financial year and not more than fifteen months after the holding of its last preceding Annual General Meeting, the Director shall lay before the company in General Meeting a balance sheet and profit and loss account, both made up in accordance with the

Ordinance. Every such balance sheet shall be accompanied by auditor's report and the Director's report, in accordance with the provisions of the Ordinance in that behalf.

Dispatch of Accounts & Directors Report to Members

113. A copy of the report of the Directors and of the balance sheet (including every document required by law to be annexed thereto) and of the profit and loss account shall be sent to all members along with the notice convening the General Meeting before which the same are required to be laid.

AUDIT

Auditors

114. Auditors shall be appointed at each Annual General Meeting and their appointment, qualification, removal, casual vacancy, powers and duties etc. shall be regulated in accordance with sections 252 to 255.
115. The Auditors report shall be read before the company in general meeting and shall be open to inspection by any member.

NOTICE

Dispatch of Notices to Members and Directors

116. (a) A notice may be given by the company to any member either personally or by sending it by post to him at his registered address or (if he has not registered address in Pakistan), to the address, if any, within Pakistan supplied by him to the company for the giving of notices to him.
- (b) Where a notice is sent by post, services of the notice shall deemed to be effective by properly addressing, prepaying and posting a letter containing the notice, and unless the contrary is proved to have been effected at the time at the letter would be delivered in the ordinary course of post.
117. (a) If a member has no registered address in Pakistan and has not supplied to the company an address within Pakistan for the giving of notice to him, a notice advertised in a newspaper circulating in the neighborhood of the registered office of the company shall be deemed to duly given to him on the day which the advertisement appears.
- (b) If a member has supplied an address to the company within Pakistan as contemplated by sub-clause (a) above, the company, in addition, shall furnish to such members notice at an address outside Pakistan which has been supplied by him to the company.

Notice to Joint Holders

118. A notice may be given by the company to the joint holders of shares by giving the notice to the joint holder named first in the register in respect of the shares.

Notice at death of a member

119. A notice may be given by the company to the persons entitled to a share in consequence of the death or insolvency of a member by sending it through the post in a prepaid letter addressed to them by name, or by the title of letter addressed to them by name, or by the title of representative of the deceased, or assignee of the insolvent, or by any like description, at the address (if any) in Pakistan supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been supplied) by giving the notice in any manner in which the same might have been given if the death or insolvency had not occurred.

Notice of General Meeting

120. Notice of every general meeting shall be given in some manner here in before authorized to:

- (a) Every member of the company;
- (b) Every person entitle to a share in consequence of the death or insolvency of a member; and
- (c) The auditors of the company;

SECRETARY

Secretary

121. A secretary shall be appointed by Directors at such remuneration and upon such terms and conditions as they may think fit and any secretary so appointed may be removed by them. The Secretary shall be responsible to ensure compliance with the secretarial formalities under the Ordinance.

THE SEAL

Affixing of Seal

122. The Board shall provide for the safe custody of the Seal, and the seal shall never be used except by the authority of the Board or a Committee of Directors previously given, and one Director at least shall sign every instrument to which the seal is affixed provided, nevertheless, that any instrument bearing the seal of the company and issued for valuable consideration shall be binding on the company notwithstanding any irregularity touching any authority to issue the same.

SECRECY

Secrecy

123. Every Director, Chief Executive, Manager, Auditor, Trustee member of a committee, officer, servant, agent, accountant or other person employed in the business of the company shall, if so required by the Board before entering upon his duties, sign a declaration in the form approved by the Board pledging himself to observe strict secrecy respecting all transaction of the company its customers and the statement of accounts with individuals and in matters relating thereto, and shall by declaration pledge himself not to reveal any of the matters which come to his knowledge in the discharge of his duties except when required so to do by the Board or by any general meeting, or by a court of law, and except as may be necessary in order to comply with any provisions in these presents contained.

Entitlement to enter the property of the Company

124. No member or other person (not being a Director), shall be entitled to enter the property of the company, without permission of the Board or the, Chief Executive and to require disclosure of any information respecting any detail of the company's trading, or any matter which is or may be in the nature over trade secret, mystery of trade, or secret process or of any matter whatsoever which may relate to the conduct of the business of the company and which in the opinion of the Board or the Chief Executive, if any, will be inexpedient in the interest of the members to communicate.

WINDING UP

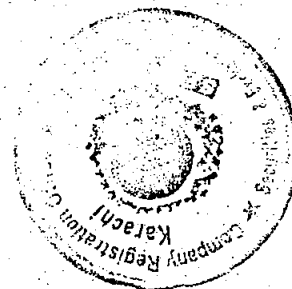
Distribution of Assets

125. If the company shall be wound up (whether voluntarily or otherwise), the liquidator may, with the sanction of a Special Resolution, divide among the members in specie any part of the assets of the company in trustees upon such trust for the benefit of the members as liquidator shall think fit.

INDEMNITY

Indemnity of Directors and Officers

126. Every Director, Chief Executive, Manager or Officer of the company or any person (whether an officer of the company or not), employed by the Company as Auditor or Advisor shall be indemnified out of the funds of the company against any liability incurred by him, as such Director, Chief Executive, Manager, Officer, Auditor or Advisor, in defending any proceedings, whether civil or criminal, in which judgment is given or in which he is acquitted, or in Connection with any application under Section 488 in which relief to him by court.
127. No Director, Chief Executive, or other Officer of the company will be liable for the acts, receipts, neglects or defaults of any other Director or any Officer or for joining in any receipt of other act for Conformity, or for any loss or expense happening to the company through the insufficiency or deficiency of title to any property acquired by order of the Directors, Chief Executive, or other Officer for or on behalf of the company, or for inefficiency or deficiency of any security in or upon which any of the monies of the company shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any monies, securities or effects shall be deposited, or for any loss occasioned by an error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto, unless the same happens through his own dishonesty.



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We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a company, in pursuance of these Articles of Association and we respectively agree to take the number of shares into the Capital of the Company set opposite our respective names:

Name and Surname (Present and Former) in full (in Block Letters)	Father's / Husband's Name in full	Nationality with former Nationality	Occupation	Residential address	Number of shares taken by each subscriber	Signature
Mrs. NAZLI MAJID 42301-4252576-6	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	34-
KHAWAJA ALI KAMAL MAJID 42301-8273075-3	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi	20 Twenty Only	
KHAWAJA NIMR MAJID 42000-1246900-5	KHAWAJA ANVER MAJID	Pakistani	Business	12, Runnymede, Clifton, Karachi.	20 Twenty Only	
					60 (Sixty Only)	

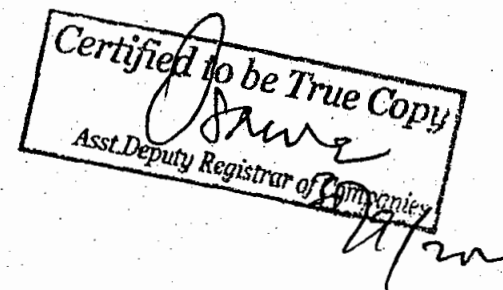
KARACHI: Dated 27th day of May 2008

Witness to the above signatures:

Name ASLAM MASOOD S/o. MASOOD UL HAQUE MALIK

Address A 03/179, Qamar Bagh, Gulishtan-e-Johor, Karachi

Occupation PRIVATE SERVICE CNIC.No. 42201-9968350-1



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CVs of Applications
Senior Management and
Technical
Professionals.



NAZEER AHMED JAMALI

ADDRESS

C/O Sanghar Sugar Mill
Mirpur road Sanghar
Sindh, Pakistan.
Cell: 03023035577

OBJECTIVE:

To be a part of reputable organization where I can utilize my knowledge and expertise to achieve higher satisfaction of organization and myself.

PERSONAL INFORMATION:

- F/Name : Abdul Majeed
- Cast : Jamali
- Date of Birth : 01st April 1966
- CNIC No. : 41105-6010732-5
- Marital Status : Married
- Nationality : Pakistani
- Gender : Male
- Religion : Islam

ACADEMIC QUALIFICATION:

Degree	Board/University	P/Year	Grade
B.E (MECH)	Mehran University of Engineering & Technology	2001	"A"
Matriculation	Board of intermediate & secondary education Hyderabad	2003	"B"

PROFESSIONAL QUALICATION

- Energy Conservation courses from ENECON Islamabad.
- Management courses "Team Work" from PIM Karachi.

EXPERIENCE:

- Worked in Fauji Sugar Mill TMK from 1990 to 2005 as a **Shift Engineer** and then **Senior Mechanical Engineer**. During this period remained incharge officer of various sections of Engineering department.
- Worked in Sindh Abadgar Sugar Mill as **Deputy Chief Engineer** from 2005 to 2007.
- Worked in TMK Sugar Mill as a **Senior Deputy Chief Engineer** from 2007 to 2008.
- Worked in New Dadu Sugar Mill as a **Chief Engineer** from 2008 to 2012.
- Worked in Army welfare Sugar Mill as a **Technical Manager** from 2012 to 2014.
- Worked in Chamber Sugar Mill as a DGM (T) from 2014 to 2018.
- Worked in Sanghar Sugar Mill as a DGM (T) from 2018 to 2020.
- Presently working as **General Manager** in New Dadu Sugar Mill.



BARKAT ALI

ADDRESS

Muhallah Model Colony

Mirwah Gorchani Taluka & Distt: Mirpurkhas

Cell: 0301-3490554

OBJECTIVE:

To be a part of reputable organization where I can utilize my knowledge and expertise to achieve higher satisfaction of organization and myself.

PERSONAL INFORMATION:

> F/Name : Muhammad Paryal
> Cast : Panhwar
> Date of Birth : 12-01-1968
> CNIC No. : 44103-7921797-7
> Marital Status : Married
> Nationality : Pakistani
> Gender : Male
> Religion : Islam

ACADEMIC QUALIFICATION:

Degree	Board/University	P/Year	Grade
B.A (PASS)	University of Sindh		

PROFESSIONAL QUALICATION

> D.A.E (Electrical) : From S.B.T.E Karachi
> Electrical Supervisor License Pass : Govt of Sindh Region Hyderabad
> MS Office (Complete) : (MS Word, Excel & Power point)

EXPERIENCE:

> Worked as **Electrical Engineer** in Tharparkar Sugar Mill 2003 to 2005
> Worked as **Dy. Chief Engineer** in Sanghar Sugar Mill 2005 to 2007
> Worked as **Chief Engineer** in Tharparker & New Dadu Sugar Mill 2007 to 2013.
> Worked as **Manager Electrical** in Chamber Sugar Mill 2013 to 2015.
> Worked as **AGM Electrical** in Chamber Sugar Mill 2015 to 2017.
> Worked as **DGM Electrical** in Tando Allah Yar & Sanghar Sugar Mill 2017 to 2021.
> Presently Working as **G.M Electrical** in New Dadu Sugar Mill.



ASHFAQUE AHMED

ADDRESS

Soomro Muhalla Main Rahmani Street Sita Road
Sindh, Pakistan.

Cell: 0348-3384490

OBJECTIVE:

To be a part of reputable organization where I can utilize my knowledge and expertise to achieve higher satisfaction of organization and myself.

PERSONAL INFORMATION:

➤ F/Name : Nawab Ali
➤ Cast : Soomro
➤ Date of Birth : 23-02-1976
➤ CNIC No. : 41203-9163951-1
➤ Marital Status : Married
➤ Nationality : Pakistani
➤ Gender : Male
➤ Religion : Islam

ACADEMIC QUALIFICATION:

Degree	Board/University	P/Year	Grade
B.E (Electrical)	Quaid Awam University of Engineering & Science Technology Nawab Shah	2004	"A"
Intermediate	Board of intermediate & secondary education Hyderabad	1993	"A"

PROFESSIONAL QUALIFICATION

➤ Six Month Computer Short Course

EXPERIENCE:

➤ Worked in New Dadu Sugar Mill as a Apprentice Engineer 2008 to 2011
➤ Worked in New Dadu Sugar Mill as a Assistant Engineer 2011 to 2021.
➤ Presently working as a Engineer in New Dadu Sugar Mill 2021 till to date.



SHAHID HUSSAIN

Postal: Add PO Sita Road Taulka KN Shah District Dadu
Cell #: 0347-3323755

PERSONAL INFORMATION:

✪ Father's Name	Allah Dino
✪ Surname	Memon
✪ Date of Birth	10-03-1974
✪ N.I.C #	41203-9831376-7
✪ Marital Status	Married
✪ Religion	Islam
✪ Domicile / PRC	Dadu
✪ Nationality	Pakistani

EDUCATIONAL BACKGROUND:

Matric

WORK EXPERIENCE

Worked as a Electrician in Al-Asif Sugar Mill 2004 to 2006
Worked as a Electrician in Kiran Sugar Mill 2006 to 2007
Worked as a Sr.Electrician in New Dadu Sugar Mill 2008 to 2012
Worked as a Sr.Electrician in Habib Sugar Mill 2012 to 2017
Worked as a Foreman in New Dadu Sugar Mill 2017 to 2021
Presently working as a Assistant Engineer in New Dadu Sugar Mill

LANGUAGE SKILLS

Sindhi & Urdu Read Write & Spoken.

REFERENCE

Furnish on Demand



MANSOOR ALI

Postal: Add PO Taga Taulka & District Dadu
Cell #: 0341-3598980

PERSONAL INFORMATION:

✪ Father's Name	:	Muhammad Mithal
✪ Surname	:	Samo
✪ Date of Birth	:	15-02-1991
✪ N.I.C #	:	41201-7279548-3
✪ Marital Status	:	Married
✪ Religion	:	Islam
✪ Domicile / PRC	:	Dadu
✪ Nationality	:	Pakistani

EDUCATIONAL BACKGROUND:

Matric

WORK EXPERIENCE

Worked as a Electrician in New Dadu Sugar Mill 2017 to 2023
Presently Working as Sr.Electrician in New Dadu Sugar Mill.

LANGUAGE SKILLS

Sindhi & Urdu Read Write & Spoken.

REFERENCE

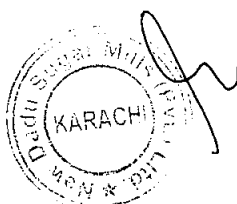
Furnish on Demand

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Latest Financial
Statements

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
BALANCE SHEET
AS AT SEPTEMBER 30, 2023

		Un-Audited 2023	Un-Audited 2022
	Note	----- (Rupees) -----	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	5	5,151,720,399	5,201,832,810
Intangible asset		33,910	69,205
Long term investment		14,000,000	14,000,000
Long term deposits		2,708,602	2,708,602
		5,168,462,911	5,218,610,616
CURRENT ASSETS			
Stores, spare parts and loose tools	6	405,654,687	433,654,687
Stock in trade	7	2,791,065,347	2,808,729,917
Trade debts		215,375,703	245,378,963
Loans and advances	8	400,468,498	298,363,960
Trade deposits, prepayments and other receivables	9	247,342,000	247,342,000
Cash and bank balances		86,255,478	101,887,623
		4,146,161,714	4,135,357,151
		9,314,624,625	9,353,967,767
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized capital			
3,456,120 (2022 : 3,456,120) Ordinary Shares of Rs 100/-		345,612,000	345,612,000
Issued, subscribed and paid up capital		320,612,000	320,612,000
Equity reserve		270,727,934	270,727,934
Accumulated profit / (loss)		(1,530,979,427)	(1,245,209,842)
		(939,639,493)	(653,869,908)
Surplus on revaluation of fixed assets		3,048,266,698	3,048,266,698
NON CURRENT LIABILITIES			
Long term finance - secured	10	1,075,713,208	1,093,877,425
Liability against assets subject to finance lease		967,582	967,582
Deferred taxation		674,328,083	674,328,083
		1,751,008,873	1,769,173,090
CURRENT LIABILITIES			
Trade and other payables	11	1,649,258,742	1,442,810,690
Accrued markup		1,708,283,655	1,668,305,265
Short term borrowing	12	1,927,913,457	1,927,913,457
Current portion of long term finance and deferred markup	11	169,532,693	151,368,476
		5,454,988,547	5,190,397,887
CONTINGENCIES AND COMMITMENTS			
	13	9,314,624,625	9,353,967,767



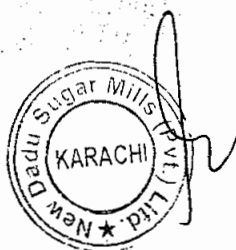
NEW DADU SUGAR MILLS (PRIVATE) LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED SEPTEMBER 30, 2023

		Un-Audited 2 0 2 3	Un-Audited 2 0 2 2
	<i>Note</i>	<i>----- (Rupees) -----</i>	
Sales - Net	14	759,979,564	1,242,978,420
Cost of goods sold	15	(540,430,409)	(881,749,941)
Gross profit		219,549,154	361,228,479
Administrative and general expenditure	16	(53,963,412)	(81,342,822)
Selling and distribution expenses		(1,812,345)	(2,352,667)
		(55,775,757)	(83,695,489)
Profit before financial charges		163,773,397	277,532,990
Financial charges	17	(439,914,227)	(399,935,838)
Loss before taxation		(276,140,830)	(122,402,848)
Taxation		(9,628,755)	(17,912,678)
(Loss) after taxation		(285,769,585)	(140,315,526)



NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED SEPTEMBER 30, 2023

	Share Capital	Equity reserve	Unappropriated Loss	Total
<i>-----Un-Audited-----</i>				
Balance as at October 01, 2021	320,612,000	270,727,934	(1,104,894,316)	(513,554,382)
Loss for the year	-	-	(140,315,526)	(140,315,526)
Balance as at September 30, 2022	<u>320,612,000</u>	<u>270,727,934</u>	<u>(1,245,209,842)</u>	<u>(653,869,908)</u>
<i>-----Un-Audited-----</i>				
Balance as at October 01, 2022	320,612,000	270,727,934	(1,245,209,842)	(653,869,908)
Loss for the year	-	-	(285,769,585)	(285,769,585)
Balance as at September 30, 2023	<u>320,612,000</u>	<u>270,727,934</u>	<u>(1,530,979,427)</u>	<u>(939,639,493)</u>



5 PROPERTY, PLANT AND EQUIPMENT

2023 2022

-----Rupees-----

Operating fixed assets
Capital work in progress

4,999,628,997	5,049,741,409
152,091,402	152,091,402
<u>5,151,720,399</u>	<u>5,201,832,810</u>

5.1 OPERATING FIXED ASSETS

Description	OWNED								LEASED	Total
	Freehold Land	Building on Free Hold Land	Plant and machinery	Furniture and Fixtures	Laboratory/ Office Equipement	Electric, Gas & Telephone Installation	Computer & Accessories	Vehicles	Vehicles	
Balance as at 01 October 2020	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,324,910	31,567,456	8,711,780	5,955,393,622
Additions	-	-	-	-	-	-	107,439	-	-	107,439
Disposal	-	-	-	-	-	-	-	-	-	-
Revaluation Surplus	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2021	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,432,348	31,567,456	8,711,780	5,955,501,061
Balance as at 01 October 2021	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,432,348	31,567,456	8,711,780	5,955,501,061
Additions	-	-	-	-	856	-	304,527	-	-	305,383
Disposal	-	-	-	-	-	-	-	-	-	-
Revaluation Surplus	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2022	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,669,351	31,323,209	5,736,875	31,567,456	8,711,780	5,955,806,444
DEPRECIATION										
Balance as at 01 October 2021	-	370,707,784	418,691,888	7,585,599	4,797,385	14,047,966	3,977,449	27,045,692	6,565,350	853,419,113
Charge for the year	-	42,686,601	6,790,989	413,420	293,598	863,762	263,914	904,353	429,286	52,645,923
Disposal	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2022	-	413,394,384	425,482,878	7,999,018	5,090,983	14,911,729	4,241,363	27,950,045	6,994,636	906,065,036
Balance as at 01 October 2022	-	413,394,384	425,482,878	7,999,018	5,090,983	14,911,729	4,241,363	27,950,045	6,994,636	906,065,036
Charge for the year	-	40,552,271	6,776,661	392,749	278,918	820,574	224,327	723,482	343,429	50,112,411
Disposal	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2023	-	453,946,655	432,259,539	8,391,767	5,369,901	15,732,303	4,465,690	28,673,527	7,338,065	956,177,447
CARRYING AMOUNT - 2023	990,126,000	770,493,142	3,205,118,447	7,462,222	5,299,450	15,590,906	1,271,186	2,893,929	1,373,715	4,999,628,997
CARRYING AMOUNT - 2022	990,126,000	811,045,413	3,211,895,109	7,854,971	5,578,368	16,411,480	1,495,513	3,617,411	1,717,144	5,049,741,409
RATE OF DEPRECIATION	-	5%	-	5%	5%	5%	15%	20%	20%	

* Depreciation on plant and machinery is calculated on the basis of unit production method.

	Un-Audited 2023	Un-Audited 2022
	(Rupees)	
6 STORES, SPARE PARTS AND LOOSE TOOLS		
Stores, spare parts and loose tools	405,654,687	433,654,687
	<u>405,654,687</u>	<u>433,654,687</u>
7 STOCK IN TRADE		
Finished goods		
Sugar	2,760,960,000	2,760,960,000
Sindh Bank Pledge Adjustment	-	-
	<u>2,760,960,000</u>	<u>2,760,960,000</u>
Molasses	-	17,422,790
Bagasse	12,420,000	12,420,000
Work in process		
Sugar in process	2,399,327	2,641,107
Molasses in process	150,020	150,020
Other	15,136,000	15,136,000
	<u>2,791,065,347</u>	<u>2,808,729,917</u>
TRADE DEBTS	215,375,703	245,378,963
Unsecured - Considered good	<u>215,375,703</u>	<u>245,378,963</u>
8 LOANS AND ADVANCES		
Advance to cane growers / farms	71,924,748	97,286,891
Advance for expenses	285,667,402	153,873,407
Due from associates	34,771,006	36,696,367
Advance to Employees	2,994,052	3,250,373
Advance to suppliers / contractors	5,111,290	7,256,922
	<u>400,468,498</u>	<u>298,363,960</u>
9 TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES		
Government grants and subsidy receivable	246,418,000	246,418,000
Dividend receivable	924,000	924,000
	<u>247,342,000</u>	<u>247,342,000</u>

10	Term loans	Un-Audited	Audited
		2023	2022
		----- (Rupees) -----	
	National Bank of Pakistan	191,571,301	191,571,301
	Summit Bank Limited	495,401,281	495,401,281
	Sindh Bank Limited	558,273,319	558,273,319
		<u>1,245,245,901</u>	<u>1,245,245,901</u>
	Less: Current portion shown under current liabilities	(169,532,693)	(151,368,476)
		<u>1,075,713,208</u>	<u>1,093,877,425</u>

11 TRADE AND OTHER PAYABLES

Creditors	959,734,549	869,343,566
Advance from customers	455,845,469	399,665,163
Accrued liabilities	137,791,369	105,508,330
Withholding tax payable	-	9,250,771
Other liabilities	95,887,354	59,042,858
	<u>1,649,258,742</u>	<u>1,442,810,690</u>

12 SHORT TERM BORROWING

Cash finance - secured	1,683,518,383	1,683,518,383
Running finance - secured	244,395,074	244,395,074
	<u>1,927,913,457</u>	<u>1,927,913,457</u>

13 CONTINGENCIES AND COMMITMENTS

- 13.1 Corporate guarantee in respect of bank financing of Dadu Energy (Private) Limited to the extent of shareholding of New Dadu Sugar Mills (Private) Limited.

Un-Audited Un-Audited
2023 2022
----- (Rupees) -----

14 SALES - Net of sales tax

- local
- exports

427,568,045	1,454,284,751
395,215,843	-
(62,804,325)	(211,306,331)
<u>759,979,564</u>	<u>1,242,978,420</u>

Less: Sales tax

15 COST OF GOODS SOLD

- Opening stock - finished goods
- Cost of goods manufactured
- Closing stock - finished goods
- Cost of goods sold

15.1

3,088,516,000	2,664,297,283
590,430,409	1,305,968,658
(3,138,516,000)	(3,088,516,000)
<u>540,430,409</u>	<u>881,749,941</u>

15.1 Cost of goods manufactured

- Raw material consumed
- Wages, salaries and other benefits
- Stores, spares and loose tools consumed
- Fuel and power
- Utilities
- Vehicle running and maintenance
- Repair and maintenance
- Postage and stationery
- Security charges
- Entertainment and canteen expenses
- Other manufacturing expenses
- Insurance
- Depreciation

5.1

560,913,600	1,322,188,880
6,070,581	12,095,604
20,917,008	43,917,031
1,380,465	3,390,488
9,852,075	13,352,075
376,136	471,161
1,901,869	2,404,892
66,550	87,050
2,597,752	4,122,782
48,840	64,090
5,566,935	7,669,238
5,109,096	5,060,248
47,328,932	49,477,590

662,129,839 1,464,301,129

- Opening work in progress
- Closing work in progress

2,791,127	2,075,437
(2,549,347)	(2,791,127)
241,780	(715,690)

Molasses

- Opening stock
- Closing stock

17,422,790	49,841,790
-	(17,422,790)
17,422,790	32,419,000

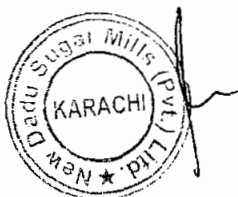
Molasses

(89,364,000)	(190,035,781)
<u>590,430,409</u>	<u>1,305,968,658</u>

	Note	Un-Audited 2023	Un-Audited 2022
		----- (Rupees) -----	
16 ADMINISTRATIVE EXPENSES			
Salaries, allowances and other benefits		26,132,675	34,132,680
Telephone, telex and postage		2,408,100	3,917,103
Travelling and conveyance		3,007,865	6,033,465
Vehicles running expenses		1,364,654	2,888,277
Utilities		4,780,176	8,803,321
Insurance		270,005	320,730
Legal and professional		2,815,806	3,325,829
Rent, rates and taxes		5,004,617	8,030,238
Repairs and maintenance		1,698,501	3,323,822
Sundry expenses		2,108,489	4,273,725
Entertainment and canteen expenses		1,542,679	3,078,933
Depreciation	5.1	2,783,479	3,168,333
Amortization		46,367	46,367
		<u>53,963,412</u>	<u>81,342,822</u>
17 FINANCIAL CHARGES			
Bank charges		13,783	26,343
Markup on long term finance		135,167,870	122,879,881
Markup on short term borrowing		<u>304,732,575</u>	<u>277,029,614</u>
		<u>439,914,227</u>	<u>399,935,838</u>

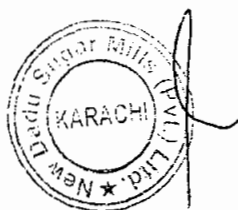
NEW DADU SUGAR MILLS (PRIVATE) LIMITED
BALANCE SHEET
AS AT SEPTEMBER 30, 2022

		Un-Audited 2022	Un-Audited 2021
	Note	------(Rupees)-----	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	5	5,201,832,810	5,254,487,982
Intangible asset		69,205	140,508
Long term investment		14,000,000	14,000,000
Long term deposits		2,708,602	4,064,339
		5,218,610,616	5,272,692,828
CURRENT ASSETS			
Stores, spare parts and loose tools	6	433,654,687	404,840,777
Stock in trade	7	2,808,729,917	2,716,214,510
Trade debts		245,378,963	132,059,501
Loans and advances	8	298,363,960	174,010,780
Trade deposits, prepayments and other receivables	9	247,342,000	247,342,000
Tax refund due from government	10	-	38,868,259
Cash and bank balances		101,887,623	51,267,147
		4,135,357,151	3,764,602,973
		9,353,967,767	9,037,295,802
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized capital		345,612,000	345,612,000
3,456,120 (2019 : 3,456,120) Ordinary Shares of Rs 100/-			
Issued, subscribed and paid up capital		320,612,000	320,612,000
Equity reserve		270,727,934	270,727,934
Accumulated profit / (loss)		(1,245,209,842)	(1,104,894,316)
		(653,869,908)	(513,554,382)
Surplus on revaluation of fixed assets		3,048,266,698	3,048,266,698
NON CURRENT LIABILITIES			
Long term finance - secured	11	1,093,877,425	1,110,095,476
Liability against assets subject to finance lease		967,582	5,491,007
Deferred taxation		674,328,083	674,328,083
		1,769,173,090	1,789,914,566
CURRENT LIABILITIES			
Trade and other payables	12	1,442,810,690	1,381,209,268
Accrued markup		1,668,305,265	1,268,395,770
Short term borrowing	13	1,927,913,457	1,927,913,457
Current portion of long term finance and deferred markup	11	151,368,476	135,150,425
		5,190,397,887	4,712,668,920
CONTINGENCIES AND COMMITMENTS			
	14	9,353,967,767	9,037,295,802



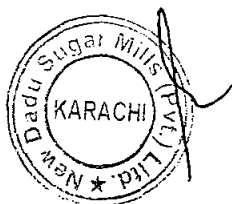
NEW DADU SUGAR MILLS (PRIVATE) LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED SEPTEMBER 30, 2022

		Un-Audited 2 0 2 2	Un-Audited 2 0 2 1
	Note	----- (Rupees) -----	
Sales - Net	15	1,242,978,420	314,416,496
Cost of goods sold	16	(881,749,941)	(226,403,255)
Gross (Loss)/profit		361,228,479	88,013,241
Administrative and general expenditure	17	(81,342,822)	(50,502,346)
Selling and distribution expenses		(2,352,667)	(1,558,474)
		(83,695,489)	(52,060,820)
Profit before financial charges		277,532,989	35,952,421
Financial charges	18	(399,935,838)	(334,455,861)
Loss before taxation		(122,402,848)	(298,503,440)
Taxation		(17,912,678)	(3,930,206)
(Loss)/Profit after taxation		(140,315,526)	(302,433,647)



NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED SEPTEMBER 30, 2022

	Share Capital	Equity reserve	Unappropriated Loss	Total
	-----Un-Audited-----			
Balance as at October 01, 2020	320,612,000	270,727,934	(802,460,669)	(211,120,735)
Loss for the year	-	-	(302,433,647)	(412,510,602)
Balance as at September 30, 2021	<u>320,612,000</u>	<u>270,727,934</u>	<u>(1,104,894,316)</u>	<u>(513,554,382)</u>
	-----Un-Audited-----			
Balance as at October 01, 2021	320,612,000	270,727,934	(1,104,894,316)	(513,554,382)
Loss for the year	-	-	(140,315,526)	(140,315,526)
Balance as at September 30, 2022	<u>320,612,000</u>	<u>270,727,934</u>	<u>(1,245,209,842)</u>	<u>(653,869,908)</u>



5 PROPERTY, PLANT AND EQUIPMENT

Operating fixed assets
Capital work in progress

Un-Audited 2022	Audited 2021
-----Rupees-----	
5,049,741,408	5,102,081,948
152,091,402	152,100,651
<u>5,201,832,810</u>	<u>5,254,182,599</u>

5.1 OPERATING FIXED ASSETS

Description	OWNED								LEASED	Total
	Freehold Land	Building on Free Hold Land	Plant and machinery	Furniture and Fixtures	Laboratory/ Office Equipement	Electric, Gas & Telephone Installation	Computer & Accessories	Vehicles	Vehicles	
Balance as at 01 October 2019	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,324,910	31,567,456	8,711,780	5,955,393,622
Additions	-	-	-	-	-	-	107,439	-	-	107,439
Disposal	-	-	-	-	-	-	-	-	-	-
Revaluation Surplus	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2020	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,432,348	31,567,456	8,711,780	5,955,501,061
Balance as at 01 October 2020	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,668,495	31,323,209	5,432,348	31,567,456	8,711,780	5,955,501,061
Additions	-	-	-	-	856	-	304,527	-	-	305,383
Disposal	-	-	-	-	-	-	-	-	-	-
Revaluation Surplus	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2021	990,126,000	1,224,439,797	3,637,377,986	15,853,989	10,669,351	31,323,209	5,736,875	31,567,456	8,711,780	5,955,806,444
DEPRECIATION										
Balance as at 01 October 2019	-	325,774,520	411,886,540	7,150,420	4,488,334	13,138,743	3,666,962	25,915,251	6,028,743	798,049,513
Charge for the year	-	44,933,264	6,805,348	435,178	309,051	909,223	310,487	1,130,441	536,607	55,369,600
Disposal	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2021	-	370,707,784	418,691,888	7,585,599	4,797,385	14,047,966	3,977,449	27,045,692	6,565,350	853,419,113
Balance as at 01 October 2021	-	370,707,784	418,691,888	7,585,599	4,797,385	14,047,966	3,977,449	27,045,692	6,565,350	853,419,113
Charge for the year	-	42,686,601	6,790,989	413,420	293,598	863,762	263,914	904,353	429,286	52,645,923
Disposal	-	-	-	-	-	-	-	-	-	-
Balance as at 30 September 2022	-	413,394,384	425,482,878	7,999,018	5,090,983	14,911,729	4,241,363	27,950,045	6,994,636	906,065,036
CARRYING AMOUNT - 2022	990,126,000	811,045,413	3,211,895,109	7,854,971	5,578,368	16,411,480	1,495,513	3,617,411	1,717,144	5,049,741,408
CARRYING AMOUNT - 2021	990,126,000	853,732,014	3,218,686,098	8,268,390	5,871,110	17,275,243	1,454,900	4,521,764	2,146,430	5,102,081,948
RATE OF DEPRECIATION	-	5%	-	5%	5%	5%	15%	20%	20%	

* Depreciation on plant and machinery is calculated on the basis of unit production method.

	Un-Audited 2022	Un-Audited 2021
	----- (Rupees) -----	
6 STORES, SPARE PARTS AND LOOSE TOOLS		
Stores, spare parts and loose tools	433,654,687	404,840,777
Stores, spare parts and loose tools	<u>433,654,687</u>	<u>404,840,777</u>
7 STOCK IN TRADE		
Finished goods		
Sugar	2,760,960,000	2,634,409,783
Sindh Bank Pledge Adjustment	-	-
	<u>2,760,960,000</u>	<u>2,634,409,783</u>
Molasses	17,422,790	49,841,790
Bagasse	12,420,000	15,137,500
Work in process		
Sugar in process	2,641,107	1,867,982
Molasses in process	150,020	207,455
Other	15,136,000	14,750,000
	<u>2,808,729,917</u>	<u>2,716,214,510</u>
TRADE DEBTS	245,378,963	132,059,501
Unsecured - Considered good	<u>245,378,963</u>	<u>132,059,501</u>
8 LOANS AND ADVANCES		
Advance to cane growers / farms	97,286,891	123,203,158
Advance for expenses	153,873,407	13,873,935
Due from associates	36,696,367	20,969,416
Advance to Employees	3,250,373	3,470,254
Sales tax	-	2,355,592
Advance to suppliers / contractors	7,256,922	10,138,424
	<u>298,363,960</u>	<u>174,010,780</u>
9 TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES		
Government grants and subsidy receivable	246,418,000	246,418,000
Dividend receivable	924,000	924,000
	<u>247,342,000</u>	<u>247,342,000</u>
NOTE		
10 TAX REFUNDS DUE FROM THE GOVERNMENT		
Advance income tax	-	38,868,259
	<u>-</u>	<u>38,868,259</u>

11 Long Term loans**Un-Audited
2022****Audited
2021****----- (Rupees) -----**National Bank
of Pakistan**191,571,301****191,571,301**Summit Bank
Limited**495,401,281****495,401,281**Sindh Bank
Limited**558,273,319****558,273,319****1,245,245,901****1,245,245,901**

Less: Current portion shown under current liabilities

(151,368,476)**(135,150,425)****1,093,877,425****1,110,095,476**

12 TRADE AND OTHER PAYABLES

Creditors	869,343,566	807,742,144
Advance from customers	399,665,163	404,665,616
Accrued liabilities	105,508,330	103,507,852
Withholding tax payable	9,250,771	9,774,425
Other liabilities	59,042,858	55,519,229
	<u>1,442,810,690</u>	<u>1,381,209,268</u>

13 SHORT TERM BORROWING

		1,381,209,268
Cash finance - secured	1,683,518,383	1,683,518,383
Running finance - secured	244,395,074	244,395,074
	<u>1,927,913,457</u>	<u>1,927,913,457</u>

14 CONTINGENCIES AND COMMITMENTS

- 14.1 Corporate guarantee in respect of bank financing of Dadu Energy (Private) Limited to the extent of shareholding of New Dadu Sugar Mills (Private) Limited.

Un-Audited Un-Audited
2022 2021
----- (Rupees) -----

15 SALES - Net of sales tax

- local	1,454,284,751	376,432,496
- exports	-	-
Less: Sales tax	(211,306,331)	(62,016,000)
	<u>1,242,978,420</u>	<u>314,416,496</u>

16 COST OF GOODS SOLD

Opening stock - finished goods	2,664,297,283	2,540,859,204
Cost of goods manufactured	1,305,968,658	349,841,334
Closing stock - finished goods	(3,088,516,000)	(2,664,297,283)
Cost of goods sold	<u>881,749,941</u>	<u>226,403,255</u>

16.1 Cost of goods manufactured

Raw material consumed	1,322,188,880	271,874,281
Wages, salaries and other benefits	12,095,604	9,908,256
Stores, spares and loose tools consumed	43,917,031	23,724,568
Fuel and power	3,390,488	1,814,292
Utilities	13,352,075	7,796,640
Vehicle running and maintenance	471,161	1,629,205
Rent, rates and taxes	-	99,851
Repair and maintenance	2,404,892	934,803
Postage and stationery	87,050	150,495
Security charges	4,122,782	3,194,394
Entertainment and canteen expenses	64,090	1,260
Other manufacturing expenses	7,669,238	952,939
Insurance	5,060,248	5,377,756
Depreciation	49,477,590	51,738,612

1,464,301,129 379,197,352

Opening work in progress	2,075,437	13,570,419
Closing work in progress	(2,791,127)	(2,075,437)
	(715,690)	11,494,982

Molasses

Opening stock	49,841,790	49,841,790
Closing stock	(17,422,790)	(49,841,790)
	32,419,000	-

Molasses	(190,035,781)	(40,851,000)
	<u>1,305,968,658</u>	<u>349,841,334</u>

Note	Un-Audited 2 0 2 2	Un-Audited 2 0 2 1
	----- (Rupees) -----	
17 ADMINISTRATIVE EXPENSES		
Salaries, allowances and other benefits	34,132,680	18,698,690
Telephone, telex and postage	3,917,103	2,557,592
Traveling and conveyance	6,033,465	2,688,036
Vehicles running expenses	2,888,277	2,177,502
Utilities	8,803,321	6,173,148
Insurance	320,730	286,730
Legal and professional	3,325,829	2,981,019
Rent, rates and taxes	8,030,238	6,277,038
Repairs and maintenance	3,323,822	2,142,325
Sundry expenses	4,273,725	1,688,985
Entertainment and canteen expenses	3,078,933	1,131,088
Depreciation	3,168,333	3,630,988
Amortization	46,367	69,205
	81,342,822	50,502,346
18 FINANCIAL CHARGES		
Bank charges	26,343	88,226
Markup on long term finance	122,879,881	157,849,583
Markup on short term borrowing	277,029,614	176,518,052
	399,935,838	334,455,861

5.1

**NEW DADU SUGAR MILLS
(PRIVATE) LIMITED**

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
SEPTEMBER 30, 2017**

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **NEW DADU SUGAR MILLS (PRIVATE) LIMITED** as at **September 30, 2017** 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;

- (a) in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984;
- (b) in our opinion:
 - (i) 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 account and are further in accordance with accounting policies consistently applied;
 - (ii) the expenditure incurred during the year was for the purpose of the Company's business; and
 - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Company;
- (c) 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 affair as at September 30, 2017 and of the profit, total comprehensive income, its cash flows and changes in equity for the year then ended; and
- (d) in our opinion, no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

Moochhala Gangat & Co.
Moochhala Gangat & Co.
Chartered Accountants

Name of the audit engagement partner:
Mr. Hussaini Fakhruddin

Karachi
Date: **03 JAN 2018**

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
BALANCE SHEET
AS AT SEPTEMBER 30, 2017

		2017	2016
	Note	----- (Rupees) -----	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	5	5,460,594,378	4,022,446,189
Intangible asset	6	697,272	1,040,704
Long term investment	7	14,000,000	14,000,000
Long term deposits		2,456,431	1,935,250
		5,477,748,081	4,039,422,143
CURRENT ASSETS			
Stores, spare parts and loose tools	8	402,873,789	395,421,085
Stock in trade	9	1,981,286,340	1,465,049,076
Trade debts	10	532,325,799	349,932,272
Loans and advances	11	785,132,960	760,112,141
Trade deposits, prepayments and other receivables	12	53,006,850	49,448,313
Tax refund due from government	13	76,944,734	46,933,079
Cash and bank balances	14	18,513,283	20,082,528
		3,850,083,755	3,086,978,494
		9,327,831,836	7,126,400,637
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized capital			
3,456,120 (2016 : 3,456,120) Ordinary Shares of Rs 100/-		345,612,000	345,612,000
Issued, subscribed and paid up capital	15	320,612,000	320,612,000
Equity reserve		270,727,934	270,727,934
Accumulated profit / (loss)		82,063,892	(3,478,378)
		673,403,826	587,861,556
Surplus on revaluation of fixed assets	16	2,976,503,205	1,900,748,688
NON CURRENT LIABILITIES			
Long term finance - secured	17	1,538,797,177	1,520,621,250
Liability against assets subject to finance lease	18	766,314	2,884,934
Deferred markup	19	-	1,815,385
Deferred taxation	20	674,328,083	355,199,733
		2,213,891,574	1,880,521,303
CURRENT LIABILITIES			
Trade and other payables	21	1,258,215,669	1,188,145,131
Accrued markup	22	72,037,338	125,172,590
Short term borrowing	23	1,940,080,050	1,373,875,750
Current portion of long term finance and deferred markup		139,087,689	37,356,614
Current portion of liability against assets subject to finance lease		1,780,803	1,507,237
Provision for taxation	32	52,831,682	31,211,768
		3,464,033,231	2,757,269,090
CONTINGENCIES AND COMMITMENTS			
	24	9,327,831,836	7,126,400,637

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

CHIEF
EXECUTIVE

Kh. Nims Mayid
Kh. N. M

DIRECTOR

Noot Nims Mayid
N. N. M

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED SEPTEMBER 30, 2017

		2017	2016
	Note	------(Rupees)-----	
Sales - Net	25	2,161,991,235	1,900,579,355
Cost of goods sold	26	(1,738,520,661)	(1,479,379,492)
Gross profit		423,470,574	421,199,863
Administrative and general expenditure	27	(76,567,344)	(69,814,068)
Selling and distribution expenses	28	(6,284,547)	(1,916,565)
		(82,851,891)	(71,730,633)
Operating income		340,618,683	349,469,230
Other income	29	2,967,007	2,400,000
Other charges	30	(6,514,228)	(4,323,708)
Profit before financial charges		337,071,462	347,545,522
Financial charges	31	(251,563,624)	(311,212,308)
Profit before taxation		85,507,838	36,333,214
Taxation	32	(48,789,099)	(13,292,220)
Profit after taxation		36,718,739	23,040,994
Other comprehensive income			
Incremental depreciation transferred to retained earnings - net of deferred tax		48,823,531	31,012,785
Total comprehensive income for the year		85,542,270	54,053,779

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

CHIEF
EXECUTIVE

Kh. N. M.

DIRECTOR

N. N. M.

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED SEPTEMBER 30, 2017

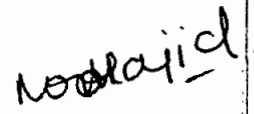
	2017	2016
	----- (Rupees) -----	
Profit for the year	36,718,739	23,040,994
Other comprehensive income	48,823,531	31,012,785
Total comprehensive income for the year	<u><u>85,542,270</u></u>	<u><u>54,053,779</u></u>

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

CHIEF
EXECUTIVE


Kh. N. M


DIRECTOR


N. N. M

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED SEPTEMBER 30, 2017

	2017	2016
	----- (Rupees) -----	
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	85,507,838	36,333,214
Adjustments for non cash charges and other items		
Depreciation	77,315,483	67,693,495
Amortization	343,432	346,862
Financial Charges	251,563,624	311,212,308
	329,222,539	379,252,665
Net cash flow before working capital changes	414,730,377	415,585,879
WORKING CAPITAL CHANGES		
<i>(Increase) / decrease in current assets</i>		
Biological assets	-	51,937,200
Stores, spare parts and loose tools	(7,452,704)	(6,564,594)
Stock in trade	(516,237,264)	(358,648,672)
Trade debts	(182,393,527)	(118,612,167)
Loans and advances	(25,020,819)	(26,510,944)
Sales tax refundable	(1,994,554)	5,365,131
Trade deposits, prepayments and other receivables	(3,558,537)	17,758,537
	(736,657,405)	(435,275,509)
<i>Increase / (decrease) in current liabilities</i>		
Trade and other payables	70,070,538	235,372,942
Net cash generated in operations	(251,856,490)	215,683,313
Income tax paid	(28,017,097)	(22,225,625)
Financial charges paid	(306,514,264)	(277,165,307)
	(334,531,361)	(299,390,932)
Net cash (outflow) / inflow from operating activities (A)	(586,387,851)	(83,707,619)
CASH FLOW FROM INVESTING ACTIVITIES		
Fixed capital expenditure	(75,553,061)	(1,629,961)
Intangible asset	-	(776,727)
Capital work in progress	(23,373,400)	(91,257,923)
Long term deposits	(521,181)	-
Net cash (outflow) from investing activities (B)	(99,447,642)	(93,664,611)
CASH FLOW FROM FINANCING ACTIVITIES		
Share capital	-	160,806,000
Long term finance	119,907,002	(10,064,582)
Liability against assets subject to finance lease	(1,845,054)	(1,421,226)
Deferred markup	-	1,815,385
Net cash inflow / (outflow) from financing activities (C)	118,061,948	150,635,577
Net (decrease) in cash and cash equivalents (A+B+C)	(567,773,545)	(26,736,654)
Cash and cash equivalents at beginning of the year	(1,353,793,222)	(1,327,056,568)
Cash and cash equivalents at end of the year	(1,921,566,767)	(1,353,793,222)
Cash and bank balances	18,513,283	20,082,528
Short term borrowing	(1,940,080,050)	(1,373,875,750)
	(1,921,566,767)	(1,353,793,222)

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

CHIEF
EXECUTIVE

[Signature]
Kh. N. M

DIRECTOR

[Signature]
Noot Nirmay Mayid

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED SEPTEMBER 30, 2017

	Share Capital	Equity reserve	Unappropriated Loss	Total
	----- (Rupees) -----			
Balance as at October 01, 2015	160,306,000	-	94,987,923	255,293,923
Transfer from unappropriated profit to equity reserve	-	152,520,081	(152,520,081)	-
Transfer from subordinated loan to equity		118,207,853	-	118,207,853
Issue of shares during the year	160,306,000	-		160,306,000
Profit for the year	-	-	23,040,994	23,040,994
Incremental depreciation transferred to retained earnings - net of deferred tax	-	-	31,012,785	31,012,785
			54,053,779	54,053,779
Balance as at September 30, 2016	320,612,000	270,727,934	(3,478,378)	587,861,556
Balance as at October 01, 2016	320,612,000	270,727,934	(3,478,378)	587,861,556
Transfer from unappropriated profit to equity reserve	-	-	-	-
Transfer from subordinated loan to equity		-	-	-
Issue of shares during the year	-	-	-	-
Profit for the year	-	-	36,718,739	36,718,739
Incremental depreciation transferred to retained earnings - net of deferred tax	-	-	48,823,531	48,823,531
			85,542,270	85,542,270
Balance as at September 30, 2017	320,612,000	270,727,934	82,063,892	673,403,826

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

CHIEF
EXECUTIVE

Kh. N. M.

DIRECTOR

N. N. M.

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2017

1 STATUS AND NATURE OF BUSINESS

The Company was incorporated as a private limited company on May 30, 2008 in Pakistan registered under the Companies Ordinance, 1984 and is engaged in the production and sale of refined sugar and molasses. The Registered office of the company is situated at 1st Floor, Block 3, Hockey Club of Pakistan Stadium Building, Liaquat Barracks Karachi. The factory is situated in District Dadu, Sindh, Pakistan.

2 BASIS OF PREPARATION

2.1 Statement of compliance

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 International Accounting Standard Board 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.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except for freehold land, factory building, non-factory building and plant and machinery stated at revalued amounts less accumulated depreciation and impairment losses, if any, and certain long term finances and subordinated loan stated at amortized cost.

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupee which is also the Company's functional currency. All financial information presented in Pakistan Rupee has been rounded off to the nearest rupee.

2.4 Significant accounting estimates and judgments

The preparation of financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise judgment, estimates and assumptions in the process of applying accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In the process of applying the Company's accounting policies, management has made the following estimates and judgments, which are significant to the financial statements:

- Useful lives of property, plant and equipment
- Provision against stores, spares and loose tools
- Valuation of stock in trade
- Provision for taxation

3 STANDARDS, AMENDMENTS OR INTERPRETATIONS WHICH BECAME EFFECTIVE DURING THE YEAR AND FORTHCOMING REQUIREMENTS

3.1 Adoption of standards, amendments and interpretations effective during the year

Following are the amended / revised standards which are considered to be relevant and became effective as of October 1, 2014.

- IFRS 7 Financial Instruments: Disclosures - (Amendments)
- IAS 16 Property, plant and equipment - (Amendments)
- IAS-19 Employee Benefits - (Revised)
- IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine

The adoption of the above amendments did not have any effect on these financial statements.



3.2 Standards, Interpretations and amendments to published approved International Financial Reporting Standards that are not yet effective

The following revised standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standards or interpretation.

Standards / Interpretation		Effective date (annual periods beginning on or after)
IFRS 10	Consolidated Financial Statements (Amendments)	January 01, 2015
IFRS 11	Joint Arrangements (Amendments)	January 01, 2015
IFRS 12	Disclosure of Interests in Other Entities (Amendments)	January 01, 2015
IFRS 13	Fair Value Measurement (Amendments)	January 01, 2015
IAS 16 & 38	Clarification of Acceptable Methods of Depreciation and Amortization	January 01, 2016
IAS 16 & 41	Agriculture : Bearer Plants	January 01, 2016
IAS 27	Separate Financial Statements	January 01, 2015

In addition to the above amendments, improvements to various accounting standards have also been issued by the IASB. Such improvements are generally effective for accounting periods beginning on or after 01 July 2014. The Company expects that the adoption of the above revision, amendments and interpretation of the standards will not affect the Company's financial statements in the period of initial application.

Further, following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

Standards		(annual periods beginning on or after)
IFRS 9	Financial Instruments	January 01, 2018
IFRS 14	Regulatory Deferral Accounts	January 01, 2016
IFRS 15	Revenue from Contracts with Customers	January 01, 2017

The Company expects that the adoption of the above new standards will not have any material impact on the Company's financial statements in the period of initial application except for IFRS 15, for which the Company is currently evaluating its impact on the financial statements.

4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1 Defined contribution plan

The Company operates a recognized provident fund scheme for all of its eligible employees. Contributions thereto are made in accordance with the term of the scheme. The company has 220 number of employees as at September 30, 2017 (2016: 194 employees) and average number of employees during the year were 224 (2016: 198)

4.1.1 Provident related disclosure

Size of the fund - Net Assets
Cost of investment made
Percentage of investment made
Fair value of investment made

2017	2016
17,648,198	13,633,715
3508151	301
53.876%	0.002%
645779.89	301

4.2 Taxation

Income tax expense comprises current and deferred tax.

Current

Provision for current tax is based on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year if enacted after taking into account tax credits, rebates and exemptions, if any. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years.

Deferred

Deferred tax is accounted for using the balance sheet liability method in respect of all temporary differences arising from 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 differences and deferred tax assets are recognized to the extent that it is probable that further taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits will be utilized.

Deferred tax is calculated at the rates that are expected to apply to the periods when the differences reverse based on tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited in the profit and loss account, except in the case of items credited or charged to equity in which case it is included in equity.

4.3 Property, plant and equipment and depreciation

Freehold land, building on lease hold land and plant and machinery are shown at revalued figures less accumulated depreciation and any identified impairment loss. Additions subsequent to that date are stated at cost less accumulated depreciation and any identified impairment loss. All other property, plant and equipment are stated at cost less accumulated depreciation and any identified impairment loss.

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

The Company assesses at each balance sheet date that whether there is any indication that property, plant and equipment may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is recognized in income currently. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Where an impairment loss is recognized, the depreciation charge is adjusted in the future periods to allocate the asset's revised carrying amount over its estimated useful life.

Depreciation is charged to income on reducing balance method, except for plant and machinery on which unit production method has been applied, so as to write off the written down value of assets over their estimated useful lives. Depreciation on additions is charged from the quarter in which the assets become available for use while on disposals depreciation is charged upto the quarter of deletion.

Depreciation methods, residual values and useful lives of assets are reviewed at the end of each financial year, and adjusted if impact on depreciation is significant.

Gains/ losses on disposal of property, plant and equipment are included in the income currently.

4.4 Surplus on revaluation of fixed assets

The surplus arising on revaluation fixed assets is credited to the "Surplus on Revaluation of Fixed Asset Account" shown below equity in the balance sheet in accordance with the requirement of section 235 of the companies ordinance, 1984. Previously, the Company was transferring the surplus on revaluation on fixed assets to the extent of incremental depreciation through statement of comprehensive income. The said section was amended through the Companies (Amendment) Ordinance, 2002 and accordingly the company has adopted the following accounting treatment of depreciation on revalued assets during the year, keeping in view the Security and Exchange Commission of Pakistan's (SECP) SRO 45(1)/2003 dated January 13, 2003:

- a) depreciation on asset which are revalued is determined with reference to the value assigned to such asset on revaluation and depreciation charge for the year is taken to the profit and loss account; and
- b) an amount equal to incremental depreciation for the year net of deferred taxation is transferred from "Surplus on Revaluation of Fixed Assets account" to accumulated profit / losses through Statement of Changes in Equity to record realization of surplus to the extent of the incremental depreciation charge for the year.
- c) The above mentioned change in accounting treatment will not have any effect on prior period figures, therefore, disclosures of IAS 8 "Accounting policies, change in accounting estimates and errors" related to change in accounting policy have not been presented.

4.5 Intangible asset and amortization

Intangible asset represents the cost of computer software acquired and is stated at cost less accumulated amortization and any identified impairment loss.

Amortization is charged to income on the straight line basis so as to write off the cost of an asset over its estimated useful life. Amortization on additions is charged from the quarter in which an asset is acquired or capitalized while no amortization is charged for the quarter in which the asset is disposed off. Amortization is being charged at the rate disclosed in note 6.

4.6 Borrowing costs

Borrowing cost directly attributable to the acquisition, construction or production of a qualifying capital asset under construction are capitalized and added to the project cost until such time the asset are substantially ready for their intended use, i.e., when they are capable of commercial production. All other borrowing costs are recognized as an expense in the income statement in the period in which they are incurred.

4.7 Stores, spares and loose tools

These are valued at lower of cost and net realizable value except for items in transit, which are valued at cost comprising invoice value and related expenses incurred thereon upto the balance sheet date, cost is calculated on First In First Out (FIFO) basis. Obsolete and used stores, spares and loose tools are recorded at nil value.

4.8 Stock-in-trade

The basis of valuation has been specified against each.

Finished goods	Lower of cost and net realizable value
Baggase	Net realizable value
Work-in-process	Cost of raw material consumed and proportionate manufacturing expenses
Rice husk	Net realizable value
Molasses in process	Net realizable value

Provision for obsolete and slow moving stock are made as and when required. Net realizable value signifies the estimated selling price in the ordinary course of business and cost necessary to be included in order to make the sale.



4.9 Trade debts

Trade debts are carried at original invoice amount less an estimate made for doubtful debts based on a review of all outstanding amounts at the year end. Bad debts are written off when identified.

4.10 Revenue recognition

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

4.11 Foreign currency transactions

All monetary assets and liabilities in foreign currencies are translated into rupees at the exchange rate prevailing on the balance sheet date. Transactions in foreign currencies are translated into rupees at the spot rate. All non-monetary items are translated into rupees at exchange rates prevailing on the date of transactions or on the date when fair values are determined. Exchange differences are included in the income currently.

4.12 Provisions

Provisions are recognized when Company has a present, legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

4.13 Impairment

The carrying amounts of the assets are reviewed at each balance sheet date to determine whether there is any indication of impairment of any asset or a group of assets. If any such indication exists, the recoverable amount of that asset is estimated and impairment losses are recognized in the profit and loss account.

4.14 Biological assets

These are measured at fair value less costs to sell on initial recognition at each balance sheet date unless the fair value can not be measured reliably. Gain or loss arising on initial recognition of a biological asset at fair value less costs to sell and from a change in fair value less costs to sell of a biological asset at the balance sheet date is included in profit and loss account for the period in which it arises.

4.15 Related party transactions

All transactions between the Company and related parties are recorded at arm's length. Prices are determined in accordance with comparable uncontrolled price method, except for the allocation of expenses such as electricity, gas, water, repair and maintenance that are shared with the associated companies based on actual.

4.16 Financial Instruments**Financial assets**

Significant financial assets include advances, receivables and cash & bank balances. Loans and receivables from clients are stated at their nominal value as reduced by provision for doubtful loans and receivables, while other financial assets are stated at cost.

Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Significant financial liabilities include short term and long term finances, interest accrued and trade and other payables. Certain long term finances are carried at amortized cost while other liabilities are stated at their nominal value.

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Recognition and derecognition

All the financial assets and liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the Company loses control of the contractual rights that comprise the financial assets. Financial liabilities are derecognized when they are extinguished i.e. when the obligation specified in the contract is discharged or cancelled. Any gain or loss on derecognition of the financial assets and financial liabilities is taken to income.

4.17 Off-setting of financial assets and liabilities

Financial assets and financial liabilities are only off-set and the net amount is reported in the financial statements when there is a legally enforceable right to set-off the recognized amounts and the Company intends to either settle on net basis or to realize the assets and settle the liability simultaneously.

4.18 Cash and cash equivalents

Cash and cash equivalents are carried at cost in the balance sheet. For the purpose of the cash flow statement, cash and cash equivalents comprises cash in hand, bank balances and short term borrowing.

4.19 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 future for goods and services received.

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5 PROPERTY, PLANT AND EQUIPMENT

Note

2017 2016

Rupees

Operating fixed assets
Capital work in progress
Major stores and spare parts

5.1	5,289,657,858	3,874,683,089
5.2	152,053,267	128,679,867
	18,883,253	18,883,253
	<u>5,460,594,378</u>	<u>4,022,446,199</u>

5.1 OPERATING FIXED ASSETS

Description	OWNED								LEASED	Total
	Freehold Land	Building on Free Hold Land	Plant and machinery	Furniture and Fixtures	Laboratory/ Office Equipment	Electric, Gas & Telephone Installation	Computer & Accessories	Vehicles	Vehicles	
Balance as at 01 October 2015	465,507,000	708,137,122	2,481,246,234	15,753,869	10,598,155	31,304,499	3,343,391	32,726,939	8,711,780	3,757,328,989
Additions	-	-	-	83,320	-	-	796,641	750,000	-	1,629,961
Revaluation Surplus	81,279,000	104,737,730	447,430,669	-	-	-	-	-	-	633,447,399
Balance as at 30 September 2016	546,786,000	812,874,852	2,928,676,903	15,837,189	10,598,155	31,304,499	4,140,032	33,476,939	8,711,780	4,392,406,346
Balance as at 01 October 2016	546,786,000	812,874,852	2,928,676,903	15,837,189	10,598,155	31,304,499	4,140,032	33,476,939	8,711,780	4,392,406,346
Additions	-	-	75,305,326	16,800	70,340	18,710	1,184,878	-	-	76,596,054
Disposal	-	-	-	-	-	-	-	(1,909,483)	-	(1,909,483)
Revaluation Surplus	443,340,000	380,818,311	592,378,900	-	-	-	-	-	-	1,416,537,211
Balance as at 30 September 2017	990,126,000	1,193,693,163	3,596,361,129	15,853,989	10,668,495	31,323,209	5,324,910	31,567,456	8,711,780	5,883,630,130
DEPRECIATION										
Balance as at 01 October 2015	-	135,181,222	279,246,234	4,606,769	2,685,232	7,823,389	1,798,655	17,054,707	1,433,577	449,629,785
Charge for the year	-	30,396,064	30,181,837	561,521	395,646	1,174,066	319,274	3,209,446	1,455,641	67,693,495
Balance as at 30 September 2016	-	165,577,285	309,428,071	5,168,290	3,080,878	8,997,455	2,117,929	20,264,154	2,889,218	517,523,280
Balance as at 01 October 2016	-	165,577,285	309,428,071	5,168,290	3,080,878	8,997,455	2,117,929	20,264,154	2,889,218	517,523,280
Charge for the year	-	32,364,878	40,727,018	534,285	379,381	1,116,288	481,047	1,130,330	582,296	77,315,483
Disposal	-	-	-	-	-	-	-	(866,490)	-	(866,490)
Balance as at 30 September 2017	-	197,942,163	350,155,089	5,702,575	3,460,259	10,113,743	2,598,976	20,527,994	3,471,474	593,973,273
CARRYING AMOUNT - 2017	990,126,000	995,751,000	3,246,206,040	10,151,414	7,208,236	21,209,466	2,725,934	11,039,462	5,240,306	5,289,657,858
CARRYING AMOUNT - 2016	546,786,000	647,297,566	2,619,248,832	10,668,899	7,517,277	22,307,044	2,022,103	13,212,785	5,822,562	3,874,683,089
RATE OF DEPRECIATION	-	5%	-	5%	5%	5%	15%	20%	20%	

* Depreciation on plant and machinery is calculated on the basis of unit production method.

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

2017 2016

----- (Rupees) -----

5.2 Capital work in progress

Balance at beginning of the year

128,679,867 37,421,944

Add: Additions during the year

23,373,400 91,257,923

152,053,267 128,679,867

5.3 Depreciation expense for the year has been allocated as follows:

Cost of goods sold

73,091,896 60,577,901

Administrative and general expenditure

4,223,587 7,115,594

77,315,483 67,693,495

5.4 Had the Revaluation not been carried out the book value of the revalued assets would have been as under:

Particulars	2017		2016	
	W.D.V of assets as appearing aforesaid	W.D.V of assets	W.D.V of assets as appearing aforesaid	W.D.V of assets
Freehold land	990,126,000	24,149,867	546,786,000	24,149,867
Building on free hold land	995,751,000	120,124,889	647,297,566	126,447,252
Plant and machinery	3,246,206,040	1,280,288,696	2,619,248,832	1,221,045,918
	5,232,083,040	1,424,563,452	3,813,332,398	1,371,643,037

6 INTANGIBLE ASSETS

Cost

Opening balance

1,688,427 911,700

Addition

- 776,727

Closing balance

1,688,427 1,688,427

Amortization

Opening Balance

(647,723) (300,861)

Charged during the year

(343,432) (346,862)

Closing Balance

(991,155) (647,723)

Net Book Value

697,272 1,040,704

Rate

33% 33%

7 LONG TERM INVESTMENT

In related party

Dadu Energy (Private) Limited - Captive Power Project

7.1

14,000,000 14,000,000

14,000,000 14,000,000

7.1 The Company holds 140,000 (2016: 140,000) number ordinary shares in above company the constituting 5% of total equity.

8 STORES, SPARE PARTS AND LOOSE TOOLS

Stores, spare parts and loose tools

368,192,585 367,964,122

Oil, chemicals and lubricant

25,458,141 20,538,147

Special tools

1,678,842 1,854,040

Packing material

7,544,221 5,064,776

402,873,789 395,421,085

H/10

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

2017 2016
----- (Rupees) -----

9 STOCK IN TRADE**Finished goods**

Sugar	9.1	1,827,579,879	1,264,313,987
Molasses		111,687,380	138,690,000

Work in process

Sugar in process		18,120,831	15,603,391
Molasses in process		981,750	1,540,163
Raw material		22,916,500	44,901,535

		<u>1,981,286,340</u>	<u>1,465,049,076</u>
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9.1 The Stock in trade includes sugar which has been pledged with a bank as a security for Cash Finance as mentioned in note 23 of these financial statements.

10 TRADE DEBTS

Unsecured - Considered good

	<u>532,325,799</u>	<u>349,932,272</u>
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Trade debts include Rs. 196,753,956 (2016: Rs. 180,337,953) due from Pak Ethanol (Private) Limited, a related party against sale of Molasses.

11 LOANS AND ADVANCES

Advance to cane growers / farms	660,535,238	662,183,069
Advance for expenses	97,060,001	97,929,072
Advance to Employees	1,950,939	-
Advance to suppliers / contractors	25,586,782	-
	<u>785,132,960</u>	<u>760,112,141</u>

12 TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

Government grants and subsidy receivable	33,486,850	32,328,313
Dividend receivable	12,320,000	12,320,000
Rent receivable	7,200,000	4,800,000
	<u>53,006,850</u>	<u>49,448,313</u>

13 TAX REFUNDS DUE FROM THE GOVERNMENT

Advance income tax	72,317,646	44,300,545
Sales tax refundable	4,627,088	2,632,534
	<u>76,944,734</u>	<u>46,933,079</u>

14 CASH AND BANK BALANCES

Cash in hand	12,327,007	49,143
Cash at bank - in current accounts	6,186,276	20,083,385
	<u>18,513,283</u>	<u>20,082,528</u>

15 ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

3,206,120 (2016: 3,206,120) Ordinary shares of Rs.100/- each allotted as fully paid in cash

	<u>320,612,000</u>	<u>320,612,000</u>
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NEW DADU SUGAR MILLS (PRIVATE) LIMITED

	2017	2016
	----- (Rupees) -----	
16 SURPLUS ON REVALUATION OF FIXED ASSETS		
Balance at the beginning of the year	2,436,096,680	1,845,709,438
Surplus arises during the year	1,416,537,211	633,447,398
Less: Adjustment for incremental depreciation	(69,747,901)	(43,060,156)
	3,782,885,990	2,436,096,680
Related deferred tax liability		
Liability for revaluation at the beginning of the year	535,347,992	399,959,536
Increase in deferred tax liability on revaluation	291,959,163	154,485,674
Adjustment of deferred tax rate	-	(7,049,848)
Less: Adjustment for incremental depreciation	(20,924,370)	(12,047,370)
	806,382,785	535,347,992
	2,976,503,205	1,900,748,688

Revaluation of land, building on land and plant and machinery has been carried out by M/s. Tracom (Private) Limited, an approved professional valuer on the panel of Pakistan Banks' Association during the current year.

17 LONG TERM FINANCE - SECURED

	Note	Installments Number	Commencing from	Mark-up	2017	2016
					----- (Rupees) -----	
Term loans						
National Bank of Pakistan	17.1	22 Quarterly	July 2016	3 months KIBOR plus 2% per annum	259,312,886	270,250,000
National Bank of Pakistan	17.1	22 Quarterly	July 2016	3 months KIBOR plus 2% per annum	292,366,771	295,320,000
Summit Bank Limited	17.2	24 Quarterly	July 2016	6 months KIBOR plus 2% per annum	420,220,000	420,220,000
Sindh Bank Limited	17.3	8 semi-annual	July 2014	6 months KIBOR plus 2% per annum	75,000,000	75,000,000
Sindh Bank Limited	17.3	24 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	285,000,000	285,000,000
Sindh Bank Limited	17.3	28 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	60,000,000	60,000,000
Sindh Bank Limited	17.3	28 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	70,000,000	70,000,000
Silk Bank Limited	17.4	16 Quarterly	September 2013	3 months KIBOR plus 3.5% per annum	6,250,000	18,750,000
PAIR investment Company Limited	17.5	16 Quarterly	October 2013	3 months KIBOR plus 3% per annum	-	57,558,000
Summit Bank Limited - LTFF	17.6	28 Quarterly	January 2018	6 months KIBOR plus 2.75% per annum	98,750,000	-
Sindh Bank Limited - LTFF III	17.7	28 Quarterly	January 2018	3 months KIBOR plus 2.75% per annum	56,000,000	-

Handwritten signature/initials

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

Sindh Bank Limited - LTFF IV 17.8 28 Quarterly January 2018 3 months KIBOR plus 2.75% per annum

51,500,000

1,674,399,657

1,552,098,000

Less: Current portion shown under current liabilities

(135,602,480)

(234,222,762)

1,538,797,177

1,317,875,238

- 17.1 Last year the facilities obtained from National Bank Limited were restructured during that year and converted into two facilities. The facilities are secured against 1st parri passu charge over all present and future fixed assets of the company including land and building and 1st parri passu hypothecation charge over present and future plant and machinery of the company situated at Pyaro Goth, District Dadu, Sindh.
- 17.2 Last year the facility from Summit Bank Limited were restructured and converted into single facility. This facility is secured against joint parri passu hypothecation charge over present and future movable fixed assets of the company and joint parri passu equitable mortgage over land, building and any other immovable property of the company with 20% margin over facility amount duly insured in the Bank's favour and registered with SECP and assignment over all rights and benefits of the company under any and all projects insurances and cut through agreements for reinsurance. Additionally, personal guarantees of all sponsors / directors along with personal net worth statement.
- 17.3 These facilities have been obtained by the Company from Sindh Bank Limited and are secured by way of pari passu charge over all present and future Fixed assets including movable and immovable but excluding leased assets with 20% margin. Additionally, personal guarantees of all sponsors / directors along with personal net worth statement.
- 17.4 The facilities are secured against 1st parri passu charge on fixed assets of the company, 1% registered mortgage and rest equitable mortgage on land, building and plant and machinery of the company and personal guarantee of the directors.
- 17.5 The facilities related to PAIR Investment Company amounted to Rs. Nil (2016: R.s. 57.558 millions) has been paid off completely during the year.
- 17.6 The facility is obtained from Summit Bank at 6 month KIBOR upto 250 bps, the markup is payable quarterly in arrear basis, the Principle is payable in 7 years with 1 year's grace period, shall be repaid in quarterly installments on step up basis of repayment after the completion of grace period. First payment shall fall due after 15 months from the date of disbursement. The facility is secured against joint pari passu hypothecation charges / pari passu hypothecation charges (both acceptable) over all present and future movable fixed assets with 20% Margin over facility amount in favour of SBL registered with SECP, also with joint pari passu Equitable Mortgage with token registered Mortgage over land, building and any other movable property with 20% margin over facility amount duly insured in favour of SBL and registered with SECP and assignment over all rights and benefits of NDSML under any all project insurances and cut through agreements for insurance also along with personal guarantee of all sponsors / directors with personal net worth agreements.
- 17.7 The facility is obtained from Sindh bank at 20% margin on fixed assets of the company. The payment will commence only after one year grace period from the date of disbursement and will be paid in twenty four (24) unequal quarterly installments on step up basis (the first such payment falling due fifteen (15) months from the first drawdown date and subsequently every three (3) months thereafter. This facility is secured against the first pari passu charge over all present and future moveable and immoveable fixed assets of the company with 20% margin.
- 17.8 The facility is obtained from Sindh bank at 20% margin on fixed assets of the company. The payment will commence only after one year grace period from the date of disbursement and will be paid in twenty four (24) unequal quarterly installments on step up basis (the first such payment falling due fifteen (15) months from the first drawdown date and subsequently every three (3) months thereafter. This facility is secured against the first pari passu charge over all present and future movable and immovable fixed assets of the company with 20% margin (initial ranking charge to be created. to be upgraded to pari passu with in 90 days from the date of disbursement.

18 LIABILITY AGAINST ASSETS SUBJECT TO FINANCE LEASE

The cost of operating and maintaining leased assets is borne by the company.

	2017		2016	
	(Rupees)			
	Minimum lease payments	Present Value	Minimum lease payments	Present Value
Within one year	1,993,728	1,780,803	2,078,340	1,649,903
After one year but not more than five years	825,168	766,314	3,074,431	2,742,268
Total minimum lease payments	2,818,896	2,547,117	5,152,771	4,392,171
Less: Amount representing finance charges	(271,779)	-	(760,600)	-
Present value of minimum lease payments	2,547,117	2,547,117	4,392,171	4,392,171
Less: Payable within one year - Present value	(1,780,803)	(1,780,803)	(1,507,237)	(1,507,237)
	766,314	766,314	2,884,934	2,884,934

Represents finance lease entered into between a leasing company and the company for vehicles. The minimum lease payments have been discounted at the rate of 6 months KIBOR plus specified spreads ranging from 375 to 400 basis points (2016: 6 months KIBOR plus 375 to 400 basis points) to arrive at their present value. Rentals are paid in monthly installments. Taxes, repairs and insurance costs are to be borne by the company.

Note 2017 2016
(Rupees)

19 DEFERRED MARKUP

Balance as at October 01

Charged during the year

Less: Payment during the year

Current portion of long term deferred markup

7,695,249	15,944,446
-	5,773,315
(4,210,040)	(14,022,512)
3,485,209	7,695,249
(3,485,209)	(5,879,864)
-	1,815,385

19.1 The amount represent markup of grace period deferred by the banks on availed finances which is payable along with rescheduled principal installment.

20 DEFERRED TAXATION - NET

Taxable temporary differences on:

Surplus on revaluation of fixed assets

Accelerated depreciation

848,231,526	535,847,992
314,464,965	276,425,897
1,162,696,491	811,773,890

Deductible temporary differences on:

Minimum tax

Carried forward losses

Obligation under finance lease

(83,824,380)	(78,627,038)
(403,779,893)	(376,718,277)
(764,135)	(1,228,842)
(488,368,408)	(456,574,157)
674,328,083	355,199,733

21 TRADE AND OTHER PAYABLES

Creditors

Advance from customers

Accrued liabilities

Sales tax payable

Withholding tax payable

Workers' profit participation fund

Workers' welfare fund

Other liabilities

Advance from suppliers / contractors

Sister concern payables

	232,474,322	182,637,100
	774,390,284	768,246,493
21.1	106,678,920	92,074,752
	3,091,954	2,387,954
	2,172,090	914,793
21.2	12,071,275	6,570,703
	5,976,916	4,141,922
	47,168,028	21,852,941
	-	4,187,057
21.3	74,191,880	105,131,416
	1,258,215,669	1,188,145,131

- 21.1 Accrued liabilities include balances of Rs. 31,487,815 (2016: Rs 20,250,836) due to related party, namely New Thatta Sugar mills (Private) Limited as against rent.

	Note	2017 ------(Rupees)-----	2016
21.2 Workers' profit participation fund			
Balance as at October 01		6,570,703	4,384,404
Less: Payment made during the year		-	-
		6,570,703	4,384,404
Add: Interest on unpaid amount		821,338	274,025
Add: Contribution for the year	30.1	4,679,234	1,912,274
		<u>12,071,275</u>	<u>6,570,703</u>
22 ACCRUED MARKUP			
Markup on long term finance		32,272,791	43,098,945
Markup on short term borrowing		39,764,547	82,073,645
		<u>72,037,338</u>	<u>125,172,590</u>
23 SHORT TERM BORROWING			
Cash finance - secured	23.1	1,790,100,050	1,222,864,750
Running finance - secured	23.2	149,980,000	151,011,000
		<u>1,940,080,050</u>	<u>1,373,875,750</u>
23.1 A facility(s) of Rs. 1,790 million (2016: Rs. 1,225 million) for Cash Finance (CF) have been obtained by the company from various commercial banks. The facility(s) carry mark-up of 3 months' KIBOR plus specified spreads ranging from 200 to 300 basis points (2016: 200 to 300bps) which is payable on quarterly basis. The facilities are secured against pledge of stock with margin ranging from 20% to 25%, 1st Pari Passu hypothecation charge over all present and future current and non-current assets of the company and personal guarantee of sponsoring directors of the company.			
23.2 A facility(s) of Rs. 1,151 million (2016: Rs. 155 million) for Running Finance (RF) have been obtained by the company from various commercial banks out of which Rs. 150 million (2016: Rs. 150 million) has been utilized. The facility(s) carry mark-up of 3 months' Kibor Plus specified spreads ranging from 250 to 350 basis points (2016: 250 to 350 bps) which is chargeable and payable on quarterly basis. The facilities are secured by way 1st pari passu hypothecation charge on all present and future fixed assets of the company, pari passu hypothecation charge over all current assets with 25% margin, personal guarantee of the directors and subordination of sponsor's loans and personal guarantees of sponsor directors.			
24 CONTINGENCIES AND COMMITMENTS			
24.1 Corporate guarantee in respect of bank financing of Dadu Energy (Private) Limited to the extent of shareholding of New Dadu Sugar Mills (Private) Limited.			
25 SALES - Net of sales tax			
- local		2,255,378,615	1,946,478,851
Molasses		111,878,620	85,900,000
Less: Sales tax		(205,266,000)	(131,399,496)
		<u>2,161,991,235</u>	<u>1,900,979,355</u>
26 COST OF GOODS SOLD			
Opening stock - finished goods		1,264,313,987	929,007,526
Cost of goods manufactured	26.1	2,301,786,553	1,814,685,953
Closing stock - finished goods		(1,827,579,879)	(1,264,313,987)
Cost of goods sold		<u>1,738,520,661</u>	<u>1,479,379,492</u>

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

		2017	2016
	Note	----- (Rupees) -----	
26.1 Cost of goods manufactured			
Raw material consumed	26.1.1	2,043,869,405	1,654,187,170
Wages, salaries and other benefits	26.1.2	64,222,131	42,893,690
Stores, spares and loose tools consumed	26.1.3	26,616,548	24,874,239
Fuel and power		4,765,170	4,104,648
Packing material consumed		24,350,551	22,754,307
Utilities		5,665,285	4,607,750
Vehicle running and maintenance		5,179,487	4,796,007
Rent, rates and taxes		1,471,136	414,333
Repair and maintenance		6,118,267	4,493,673
Postage and stationery		362,859	2,445
Security charges		3,035,166	2,639,465
Entertainment and canteen expenses		705,450	1,029,154
Other manufacturing expenses		5,549,517	3,413,197
Insurance		11,740,092	8,564,395
Depreciation	5.3	73,091,896	60,577,901
		<u>2,276,742,960</u>	<u>1,839,352,374</u>
Opening work in progress		17,143,554	22,137,133
Closing work in progress		(19,102,581)	(17,143,554)
		(1,959,027)	4,993,579
Molasses			
Opening stock		138,690,000	109,030,000
Closing stock		(111,687,380)	(138,690,000)
		<u>27,002,620</u>	<u>(29,660,000)</u>
		<u>2,301,786,553</u>	<u>1,814,685,953</u>
26.1.1 Raw material consumed			
Opening Balance		44,901,535	46,225,745
Purchases		2,021,884,370	1,652,862,960
Closing Balances		(22,916,500)	(44,901,535)
		<u>2,043,869,405</u>	<u>1,654,187,170</u>
26.1.2 Salaries, wasges and other benefits includes Rs. 6,649,079 (2016: 1,957,887) in respect of staff retirement benefits.			
26.1.3 Stores, spares and loose tools consumed			
Opening balance		395,421,085	388,856,491
Purchases		34,069,252	31,438,833
Closing balance		(402,873,789)	(395,421,085)
		<u>26,616,548</u>	<u>24,874,239</u>
27 ADMINISTRATIVE EXPENSES			
Salaries, allowances and other benefits	27.1	19,895,361	18,287,206
Telephone, telex and postage		623,656	756,839
Traveling and conveyance		810,455	845,021
Vehicles running expenses		1,565,174	1,248,139
Utilities		620,279	620,324
Insurance		452,718	223,857
Legal and professional		6,992,857	4,062,155
Rent, rates and taxes		36,018,971	31,420,000
Repairs and maintenance		67,532	52,800
Sundry expenses		2,751,577	2,879,420
Entertainment and canteen expenses		1,196,490	1,189,373
Depreciation	5.3	4,223,587	7,115,594
Amortization		343,432	346,862
Auditors' remuneration	27.2	805,255	732,050
Miscellaneous		-	34,428
		<u>76,567,344</u>	<u>69,814,068</u>

- 27.1 No remunerations are being paid to Directors and Chief Executive. Salaries, Wages and Other benefits includes Rs. 2,849,605 (2016: Rs. 834,722) in respect of staff retirement benefits.

	Note	2017	2016
		----- (Rupees) -----	
27.2 Auditors' remuneration			
Statutory audit fees		732,050	665,500
Out of pocket expenses		73,205	66,550
		<u>805,255</u>	<u>732,050</u>
28 SELLING AND DISTRIBUTION EXPENSES			
Marketing and selling expenses		<u>6,284,547</u>	<u>1,916,565</u>
		<u>6,284,547</u>	<u>1,916,565</u>
29 OTHER INCOME			
Income from non financial assets:			
Rent income	29.1	2,400,000	2,400,000
Loss/(gain) on disposal of Fixed Assets		176,159	-
Other income		390,848	-
		<u>2,967,007</u>	<u>2,400,000</u>
29.1 Rent income charged from Dadu Energy (Private) Limited, a related party against hostel room charges.			
30 OTHER CHARGES			
Worker profit participation fund		4,679,234	1,912,274
Workers' welfare fund		<u>1,834,994</u>	<u>2,411,433</u>
		<u>6,514,228</u>	<u>4,323,708</u>
31 FINANCIAL CHARGES			
Bank charges		2,861,617	6,965,866
Markup on long term finance		86,864,647	108,252,327
Markup on short term borrowing		160,593,022	188,314,944
Mark up on workers' profit participation fund		821,338	274,025
Deferred markup		-	5,773,314
Finance charges on lease		<u>423,000</u>	<u>1,631,832</u>
		<u>251,563,624</u>	<u>311,212,308</u>
32 TAXATION			
- Current		21,619,912	20,819,789
- Prior		-	1,228,488
- Deferred		<u>27,169,187</u>	<u>(8,256,057)</u>
		<u>48,789,099</u>	<u>13,292,220</u>
32.1 Relationship between Tax Expense and Accounting Profit			
Profit before taxation		85,507,838	36,333,214
Corporate tax rate		31%	32%
Tax on accounting profit		26,507,430	11,626,628
Tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes		27,169,187	(8,256,057)
Excess charge on account of minimum tax		(4,887,518)	8,693,161
Effect of change in prior years' tax		-	1,228,488
Tax charge		<u>48,789,099</u>	<u>13,292,220</u>

33 TRANSACTIONS WITH RELATED PARTIES:

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

Name of Related Parties	Nature of transaction		
Dadu Energy (Private) Limited	Rental income	2,400,000	2,400,000
Employer's Contribution to P.F.	Contribution to P.F. Fund	4,749,342	-

34 FINANCIAL INSTRUMENT AND RELATED DISCLOSURES**Financial assets**

Long term investment	14,000,000	14,000,000
Trade debts	532,325,799	349,932,272
Trade deposits, short term prepayments and other receivables	53,006,850	49,448,313
Loan and advances	785,132,960	760,112,141
Cash and bank balances	18,513,283	20,082,528
	<u>1,402,978,892</u>	<u>1,193,575,254</u>

Financial liabilities

Long term finance	1,538,797,177	1,520,621,250
Deferred markup	-	1,815,385
Trade and other payables	1,258,215,669	1,188,145,131
Accrued markup	72,037,338	125,172,590
Short term borrowing	1,940,080,050	1,373,875,750
	<u>4,809,130,234</u>	<u>4,209,630,106</u>

35 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

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

35.1 Credit risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties fail completely to perform as contracted and arises principally from trade receivables and new business ventures.

To manage exposure to credit risk, management applies credit limits and deals with credit worthy parties and / or by obtaining advance against sales. It makes full provision against those balances considered doubtful by dealing with variety of major banks and financial institutions.

Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligation to be similarly affected by the changes in economic, political or other conditions. The Company believes that it is not exposed to major concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure before any credit enhancements. The maximum exposure to credit risk at the reporting date is as follows:

2017 2016

----- (Rupees) -----

Trade debts	532,325,799	349,932,272
Loan and advances	785,132,960	649,008,574
Trade deposits, short term prepayments and other receivables	53,006,850	49,448,313
Cash and bank balances	18,513,283	20,082,528
	<u>1,388,978,892</u>	<u>1,068,471,687</u>

35.2 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure as far as possible to always have sufficient liquidity to meet its liabilities when due. In addition, the Company has obtained various financing facilities from commercial banks to meet any deficit, if required to meet the liquidity commitments. Based on the above, management believes that Company is not presently exposed to liquidity risk.

The details of company's interest/mark-up and non-interest mark-up bearing liabilities are as follows:

	Interest Bearing			Non-Interest Bearing			September 2017	September 2016
	Less than one year	One to five years	Sub total (a)	Less than one year	One to five years	Sub total (b)	Total	Total
Financial Liabilities								
Trade and other payables	-	-	-	1,258,215,669	-	1,258,215,669	1,258,215,669	1,188,145,131
Accrued markup	72,037,338	-	72,037,338	-	-	-	72,037,338	125,172,590
Short term borrowing	1,940,080,050	-	1,940,080,050	-	-	-	1,940,080,050	1,373,875,750
	<u>2,012,117,388</u>	<u>-</u>	<u>2,012,117,388</u>	<u>1,258,215,669</u>	<u>-</u>	<u>1,258,215,669</u>	<u>3,270,333,057</u>	<u>2,687,193,471</u>

35.3 Market risk

Market risk is the risk that changes in market price, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

35.3.1 Foreign Exchange Risk

Foreign exchange risk represents the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign exchange risk arises mainly from future economic transactions or receivables or payables that exist due to transactions in foreign exchange.

35.3.2 Interest/ Mark-up rate risk

Interest rate risk is the risk that fair value of future cash flows of the financial instruments will fluctuate due to change in the market interest rates. The company interest rate risk arises from long term and short term loan obtained with floating rates. At the balance sheet date, the interest rate profile of the company's significant interest bearing financial instruments was as follows:

	2017	2016
	Carrying amount	
Financial liabilities		
Variable rate instruments		
Long term finance	1,538,797,177	1,520,621,250
Short term borrowings	1,940,080,050	1,373,875,750
	<u>3,478,877,227</u>	<u>2,894,497,000</u>

Sensitivity analysis**Fair value sensitivity analysis for variable rate instruments**

A change of 100 basis points in interest rates at the reporting date would have decreased / (increased) profit for the year by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis is performed on the same basis for 2016.

Financial liabilities
As at 30 September 2017

Cash flow sensitivity

Profit and loss 100 bp
Increase decrease

289,449,700 (289,449,700)

As at 30 September 2016

Cash flow sensitivity

275,516,553 (275,516,553)

35.3.3 Other price risk

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

35.4 Fair value of financial instruments

The carrying values of the financial assets and financial liabilities approximate their fair values. Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The carrying value of all financial assets and liabilities reflected in the financial statements approximate their fair value.

35.5 Capital risk management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares and take other measures which commensurate to the circumstances. The Company finances its expansions projects through equity, borrowings and management of its working capital with a view to maintaining an appropriate mix between various sources of finance to minimize risk.

36 CAPACITY AND PRODUCTION

	2017	2016
Installed crushing capacity	5000 TCD	5000 TCD
Number of days of production	126	107
Capacity utilized	3,247 TCD	3,247 TCD
Actual cane crushing	433,048 M.T	400,231 M.T
Percentage of capacity attained	70%	75%

The sugar production plant capacity is based on crushing of sugarcane on daily basis in a season and sugar production is dependent on various factors which mainly includes sucrose content recovery. The short fall in actual crushing is mainly on account of shortage of sugarcane.

37 PROVIDENT FUND RELATED DISCLOSURES

	2017	2016
	----- (Rupees) -----	
Size of the fund - Net assets	17,648,198	13,633,715
Cost of investments made	9,508,151	301
Percentage of investments made	54%	0.002%
Fair value of investments	37.1 645,780	-

37.1 Break-up of fair value of investment is:

Al Meezan Investment Fund	181,779	-
NAFA Income & Multi Asset Fund	98,342	-
UBL Income & Multi Asset Fund	202,871	-
Sindh Bank PLS Account	162,788	301
	<u>645,780</u>	<u>301</u>

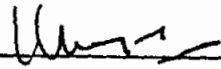
38 DATE OF AUTHORIZATION

These financial statements were authorized for issue on 03 JAN 2018 by the Board of Directors of the company.

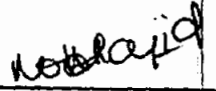
39 GENERAL

39.1 Figures have been rounded off to the nearest rupee.

CHIEF
EXECUTIVE


Kh. N. N.


DIRECTOR


N. N. M.

**NEW DADU SUGAR MILLS
(PRIVATE) LIMITED**

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
SEPTEMBER 30, 2016**

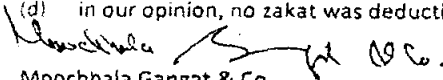
AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of NEW DADU SUGAR MILLS (PRIVATE) LIMITED as at September 30, 2016 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;

- (a) in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984;
- (b) in our opinion:
 - (i) 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 account and are further in accordance with accounting policies consistently applied;
 - (ii) the expenditure incurred during the year was for the purpose of the Company's business; and
 - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Company;
- (c) 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 affair as at September 30, 2016 and of the profit, total comprehensive income, its cash flows and changes in equity for the year then ended; and
- (d) in our opinion, no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.


Moochhala Gangat & Co.

Chartered Accountants

Name of the audit engagement partner:

Mr. Hussaini Fakhruddin

Karachi.

Date: 05 JAN 2017

Principal Office : F-4/2, Mustafa Avenue, Block 9, Behind "The Forum", Clifton, Karachi-Pakistan. Ph: (92-21) 35877806-810

Lahore Office : 25-E Main Market, Gulberg-2, Lahore. Ph: (92-42) 35759226

Islamabad Office: 1st Floor, Evacuee Trust Complex, Sir Agha Khan Road, F-5/1, Islamabad Ph: (92-51) 2569470

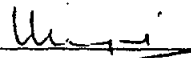
Web: www.mgc.com.pk

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
BALANCE SHEET
AS AT SEPTEMBER 30, 2016

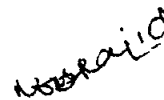
		2016	2015
	Note	(Rupees)	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	5	4,022,446,189	3,363,804,401
Intangible asset	6	1,040,704	610,839
Long term investment	7	14,000,000	14,000,000
Long term deposits		1,935,250	1,935,250
		4,039,422,143	3,380,350,490
CURRENT ASSETS			
Biological assets	8		51,937,200
Stores, spare parts and loose tools	9	395,421,085	388,856,491
Stock in trade	10	1,465,049,076	1,106,400,404
Trade debts	11	349,932,272	231,320,105
Loans and advances	12	760,112,141	733,601,197
Trade deposits, prepayments and other receivables	13	49,448,313	67,206,850
Tax refund due from government	14	46,933,079	31,301,075
Cash and bank balances	15	20,082,528	110,233,725
		3,086,978,494	2,720,857,047
		7,126,400,637	6,101,207,537
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized capital			
3,456,120 (2015 : 2,000,000) Ordinary Shares of Rs 100/-		345,612,000	200,000,000
Issued, subscribed and paid up capital	16	320,612,000	160,306,000
Equity reserve		270,727,934	
Accumulated (loss) / profit		(3,478,378)	94,987,923
		587,861,556	255,293,923
Surplus on revaluation of fixed assets	17	1,900,748,688	1,445,749,902
NON CURRENT LIABILITIES			
Subordinated loan	18		118,207,853
Long term finance - secured	19	1,520,621,250	519,153,801
Liability against assets subject to finance lease	20	2,884,934	4,306,159
Deferred markup	21	1,815,385	
Deferred taxation	22	355,199,733	216,019,965
		1,880,521,303	857,687,778
CURRENT LIABILITIES			
Trade and other payables	23	1,188,145,131	952,772,189
Accrued markup	24	125,172,590	91,125,589
Short term borrowing	25	1,373,875,750	2,236,011,730
Current portion of long term finance and deferred markup		37,356,614	250,167,208
Current portion of liability against assets subject to finance lease		1,507,237	1,507,238
Provision for taxation	34	31,211,768	10,891,979
		2,757,269,090	3,542,475,933
CONTINGENCIES AND COMMITMENTS			
	26	7,126,400,637	6,101,207,537

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

CHIEF
EXECUTIVE



DIRECTOR



NEW DADU SUGAR MILLS (PRIVATE) LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED SEPTEMBER 30, 2016

		2016	2015
	Note	-----(Rupees)-----	
Sales - Net	27	1,900,579,355	1,534,098,732
Cost of goods sold	28	(1,479,379,492)	(1,370,873,649)
Gross profit		421,199,863	163,225,083
Administrative and general expenditure	29	(69,814,068)	(35,885,694)
Selling and distribution expenses	30	(1,916,565)	(8,768,438)
		(71,730,633)	(44,654,132)
Operating income		349,469,230	118,570,951
Other income	31	2,400,000	194,981,999
Other charges	32	(4,323,708)	(213,782)
Profit before financial charges		347,545,522	313,339,168
Financial charges	33	(311,212,308)	(430,832,974)
Profit / (Loss) before taxation		36,333,214	(117,493,806)
Taxation	34	(13,292,220)	2,160,187
Profit after taxation		23,040,994	(115,333,619)

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

CHIEF
EXECUTIVE

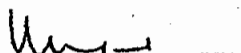
DIRECTOR

**NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED SEPTEMBER 30, 2016**

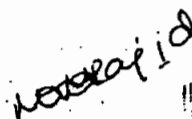
	2016	2015
	----- (Rupees) -----	
Profit / (loss) for the year	23,040,994	(115,333,619)
Other comprehensive income		
Total comprehensive income / (loss) for the year	<u>23,040,994</u>	<u>(115,333,618)</u>

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

CHIEF
EXECUTIVE



DIRECTOR



NEW DADU SUGAR MILLS (PRIVATE) LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED SEPTEMBER 30, 2016

	2016	2015
	-----/(Rupees)-----	
CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (Loss) before taxation	36,333,214	(117,493,806)
Adjustments for non cash charges and other items		
Depreciation	67,693,495	54,560,245
Amortization	346,862	300,861
Financial Charges	311,212,308	430,832,974
	379,252,665	485,694,080
Net cash flow before working capital changes	415,585,879	368,200,274
WORKING CAPITAL CHANGES		
<i>(Increase) / decrease in current assets</i>		
Biological assets	51,937,200	-
Stores, spare parts and loose tools	(6,564,594)	(90,354,983)
Stock in trade	(358,648,672)	(206,035,721)
Trade debts	(118,612,167)	(42,268,808)
Loans and advances	(26,510,944)	65,266,715
Sales tax refundable	5,365,131	-
Trade deposits, prepayments and other receivables	17,758,537	(32,789,213)
	(435,275,509)	(306,182,010)
<i>Increase / (decrease) in current liabilities</i>		
Trade and other payables	235,372,942	587,629,940
Net cash generated in operations	215,683,313	649,648,204
Income tax paid	(22,225,625)	(20,073,853)
Financial charges paid	(277,165,307)	(436,709,332)
	(299,390,932)	(456,783,185)
Net cash (outflow) / inflow from operating activities (A)	(83,707,619)	192,865,019
CASH FLOW FROM INVESTING ACTIVITIES		
Fixed capital expenditure	(1,629,961)	(2,191,100)
Intangible asset	(776,727)	(911,700)
Capital work in progress	(91,257,923)	-
Long term deposits	-	(1,571,000)
Net cash (outflow) from investing activities (B)	(93,664,611)	(4,673,800)
CASH FLOW FROM FINANCING ACTIVITIES		
Share capital	160,306,000	-
Subordinated loan	-	(83,600,792)
Long term finance	788,656,855	(180,853,722)
Liability against assets subject to finance lease	(1,421,226)	697,319
Deferred markup	1,815,385	(35,194,393)
Net cash inflow / (outflow) from financing activities (C)	949,357,014	(298,951,588)
Net (decrease) in cash and cash equivalents (A+B+C)	771,984,784	(110,760,369)
Cash and cash equivalents at beginning of the year	(2,125,778,005)	(2,015,017,636)
Cash and cash equivalents at end of the year	(1,353,793,222)	(2,125,778,005)
Cash and bank balances	20,082,528	110,233,725
Short term borrowing	(1,373,875,750)	(2,236,011,730)
	(1,353,793,222)	(2,125,778,005)

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

CHIEF
EXECUTIVE

DIRECTOR

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED SEPTEMBER 30, 2016

	Share Capital	Equity reserve	Unappropriated Loss	Total
	----- (Rupees) -----			
Balance as at October 01, 2014	160,306,000	-	191,413,563	351,719,563
Profit for the year	-	-	(115,333,619)	(115,333,619)
Incremental depreciation transferred to retained earnings - net of deferred tax	-	-	18,907,978	18,907,978
			(96,425,640)	(96,425,640)
Balance as at September 30, 2015	160,306,000	-	94,987,923	255,293,923
Balance as at October 01, 2015	160,306,000	-	94,987,923	255,293,923
Transfer from unappropriated profit to equity reserve	-	152,520,081	(152,520,081)	-
Transfer from subordinated loan to equity	-	118,207,853	-	118,207,853
Issue of shares during the year	160,306,000	-	-	160,306,000
Profit for the year	-	-	23,040,994	23,040,994
Incremental depreciation transferred to retained earnings - net of deferred tax	-	-	31,012,785	31,012,785
			54,053,779	54,053,779
Balance as at September 30, 2016	320,612,000	270,727,934	(3,478,378)	587,861,556

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

CHIEF
EXECUTIVE

DIRECTOR

NEW DADU SUGAR MILLS (PRIVATE) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2016

1 STATUS AND NATURE OF BUSINESS

The Company was incorporated as a private limited company on May 30, 2008 in Pakistan registered under the Companies Ordinance, 1984 and is engaged in the production and sale of refined sugar and molasses. The Registered office of the company is situated at 1st Floor, Block 3, Hockey Club of Pakistan Stadium Building, Liaquat Barracks Karachi. The factory is situated in District Dadu, Sindh, Pakistan.

2 BASIS OF PREPARATION

2.1 Statement of compliance

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 International Accounting Standard Board 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.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except for freehold land, factory building, non-factory building and plant and machinery stated at revalued amounts less accumulated depreciation and impairment losses, if any, and certain long term finances and subordinated loan stated at amortized cost.

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupee which is also the Company's functional currency. All financial information presented in Pakistan Rupee has been rounded off to the nearest rupee.

2.4 Significant accounting estimates and judgments

The preparation of financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise judgment, estimates and assumptions in the process of applying accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In the process of applying the Company's accounting policies, management has made the following estimates and judgments, which are significant to the financial statements:

- Useful lives of property, plant and equipment
- Provision against stores, spares and loose tools
- Valuation of stock in trade
- Provision for taxation

3 STANDARDS, AMENDMENTS OR INTERPRETATIONS WHICH BECAME EFFECTIVE DURING THE YEAR AND FORTHCOMING REQUIREMENTS

3.1 Adoption of standards, amendments and interpretations effective during the year

Following are the amended / revised standards which are considered to be relevant and became effective as of October 1, 2014.

- | | |
|------------|---|
| - IFRS 7 | Financial Instruments: Disclosures - (Amendments) |
| - IAS 16 | Property, plant and equipment - (Amendments) |
| - IAS-19 | Employee Benefits - (Revised) |
| - IFRIC 20 | Stripping Costs in the Production Phase of a Surface Mine |

The adoption of the above amendments did not have any effect on these financial statements.

3.2 Standards, interpretations and amendments to published approved International Financial Reporting Standards that are not yet effective

The following revised standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standards or interpretation.

Standards / Interpretation		Effective date (annual periods beginning on or after)
IFRS 10	Consolidated Financial Statements (Amendments)	January 01, 2015
IFRS 11	Joint Arrangements (Amendments)	January 01, 2015
IFRS 12	Disclosure of Interests in Other Entities (Amendments)	January 01, 2015
IFRS 13	Fair Value Measurement (Amendments)	January 01, 2015
IAS 16 & 38	Clarification of Acceptable Methods of Depreciation and Amortization	January 01, 2016
IAS 16 & 41	Agriculture : Bearer Plants	January 01, 2016
IAS 27	Separate Financial Statements	January 01, 2015

In addition to the above amendments, improvements to various accounting standards have also been issued by the IASB. Such improvements are generally effective for accounting periods beginning on or after 01 July 2014. The Company expects that the adoption of the above revision, amendments and interpretation of the standards will not affect the Company's financial statements in the period of initial application.

Further, following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

Standards		(annual periods beginning on or after)
IFRS 9	Financial Instruments	January 01, 2018
IFRS 14	Regulatory Deferral Accounts	January 01, 2016
IFRS 15	Revenue from Contracts with Customers	January 01, 2017

The Company expects that the adoption of the above new standards will not have any material impact on the Company's financial statements in the period of initial application except for IFRS 15, for which the Company is currently evaluating its impact on the financial statements.

4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1 Defined contribution plan

The Company operates a recognized provident fund scheme for all of its eligible employees. Contributions thereto are made in accordance with the term of the scheme. The company has 194 number of employees as at September 30, 2016 (2015: 202 employees) and average number of employees during the year were 198 (2015: 204)

4.1.1 Provident related disclosure

	2016	2015
Size of the fund - Net Assets	13,633,715	-
Cost of investment made	301	-
Percentage of investment made	0.0%	-
Fair value of investment made	301	-

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4.2 Taxation

Income tax expense comprises current and deferred tax.

Current

Provision for current tax is based on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year if enacted after taking into account tax credits, rebates and exemptions, if any. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years.

Deferred

Deferred tax is accounted for using the balance sheet liability method in respect of all temporary differences arising from 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 differences and deferred tax assets are recognized to the extent that it is probable that further taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits will be utilized.

Deferred tax is calculated at the rates that are expected to apply to the periods when the differences reverse based on tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited in the profit and loss account, except in the case of items credited or charged to equity in which case it is included in equity.

4.3 Property, plant and equipment and depreciation

Freehold land, building on lease hold land and plant and machinery are shown at revalued figures less accumulated depreciation and any identified impairment loss. Additions subsequent to that date are stated at cost less accumulated depreciation and any identified impairment loss. All other property, plant and equipment are stated at cost less accumulated depreciation and any identified impairment loss.

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

The Company assesses at each balance sheet date that whether there is any indication that property, plant and equipment may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is recognized in income currently. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. Where an impairment loss is recognized, the depreciation charge is adjusted in the future periods to allocate the asset's revised carrying amount over its estimated useful life.

Depreciation is charged to income on reducing balance method, except for plant and machinery on which unit production method has been applied, so as to write off the written down value of assets over their estimated useful lives. Depreciation on additions is charged from the quarter in which the assets become available for use while on disposals depreciation is charged upto the quarter of deletion.

Depreciation methods, residual values and useful lives of assets are reviewed at the end of each financial year, and adjusted if impact on depreciation is significant.

Gains/ losses on disposal of property, plant and equipment are included in the income currently.

4.4 Surplus on revaluation of fixed assets

The surplus arising on revaluation fixed assets is credited to the "Surplus on Revaluation of Fixed Asset Account" shown below equity in the balance sheet in accordance with the requirement of section 235 of the companies ordinance, 1984. Previously, the Company was transferring the surplus on revaluation on fixed assets to the extent of incremental depreciation through statement of comprehensive income. The said section was amended through the Companies (Amendment) Ordinance, 2002 and accordingly the company has adopted the following accounting treatment of depreciation on revalued assets during the year, keeping in view the Security and Exchange Commission of Pakistan's (SECP) SRO 45(1)/2003 dated January 13, 2003:

- a) depreciation on asset which are revalued is determined with reference to the value assigned to such asset on revaluation and depreciation charge for the year is taken to the profit and loss account; and
- b) an amount equal to incremental depreciation for the year net of deferred taxation is transferred from "Surplus on Revaluation of Fixed Assets account" to accumulated profit / losses through Statement of Changes in Equity to record realization of surplus to the extent of the incremental depreciation charge for the year.
- c) The above mentioned change in accounting treatment will not have any effect on prior period figures, therefore, disclosures of IAS 8 "Accounting policies, change in accounting estimates and errors" related to change in accounting policy have not been presented.

4.5 Intangible asset and amortization

Intangible asset represents the cost of computer software acquired and is stated at cost less accumulated amortization and any identified impairment loss.

Amortization is charged to income on the straight line basis so as to write off the cost of an asset over its estimated useful life. Amortization on additions is charged from the quarter in which an asset is acquired or capitalized while no amortization is charged for the quarter in which the asset is disposed off. Amortization is being charged at the rate disclosed in note 6.

4.6 Borrowing costs

Borrowing cost directly attributable to the acquisition, construction or production of a qualifying capital asset under construction are capitalized and added to the project cost until such time the asset are substantially ready for their intended use, i.e., when they are capable of commercial production. All other borrowing costs are recognized as an expense in the income statement in the period in which they are incurred.

4.7 Stores, spares and loose tools

These are valued at lower of cost and net realizable value except for items in transit, which are valued at cost comprising invoice value and related expenses incurred thereon upto the balance sheet date, cost is calculated on First In First Out (FIFO) basis. Obsolete and used stores, spares and loose tools are recorded at nil value.

4.8 Stock-in-trade

The basis of valuation has been specified against each.

Finished goods	Lower of cost and net realizable value
Baggase	Net realizable value
Work-in-process	Cost of raw material consumed and proportionate manufacturing expenses
Rice husk	Net realizable value
Molasses in process	Net realizable value

Provision for obsolete and slow moving stock are made as and when required. Net realizable value signifies the estimated selling price in the ordinary course of business and cost necessary to be included in order to make the sale.

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4.9 Trade debts

Trade debts are carried at original invoice amount less an estimate made for doubtful debts based on a review of all outstanding amounts at the year end. Bad debts are written off when identified.

4.10 Revenue recognition

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer.

4.11 Foreign currency transactions

All monetary assets and liabilities in foreign currencies are translated into rupees at the exchange rate prevailing on the balance sheet date. Transactions in foreign currencies are translated into rupees at the spot rate. All non-monetary items are translated into rupees at exchange rates prevailing on the date of transactions or on the date when fair values are determined. Exchange differences are included in the income currently.

4.12 Provisions

Provisions are recognized when Company has a present, legal or constructive obligation as a result of past event and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

4.13 Impairment

The carrying amounts of the assets are reviewed at each balance sheet date to determine whether there is any indication of impairment of any asset or a group of assets. If any such indication exists, the recoverable amount of that asset is estimated and impairment losses are recognized in the profit and loss account.

4.14 Biological assets

These are measured at fair value less costs to sell on initial recognition at each balance sheet date unless the fair value can not be measured reliably. Gain or loss arising on initial recognition of a biological asset at fair value less costs to sell and from a change in fair value less costs to sell of a biological asset at the balance sheet date is included in profit and loss account for the period in which it arises.

4.15 Related party transactions

All transactions between the Company and related parties are recorded at arm's length. Prices are determined in accordance with comparable uncontrolled price method, except for the allocation of expenses such as electricity, gas, water, repair and maintenance that are shared with the associated companies based on actual.

4.16 Financial Instruments**Financial assets**

Significant financial assets include advances, receivables and cash & bank balances. Loans and receivables from clients are stated at their nominal value as reduced by provision for doubtful loans and receivables, while other financial assets are stated at cost.

Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Significant financial liabilities include short term and long term finances, interest accrued and trade and other payables. Certain long term finances are carried at amortized cost while other liabilities are stated at their nominal value.



Recognition and derecognition

All the financial assets and liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the Company loses control of the contractual rights that comprise the financial assets. Financial liabilities are derecognized when they are extinguished i.e. when the obligation specified in the contract is discharged or cancelled. Any gain or loss on derecognition of the financial assets and financial liabilities is taken to income.

4.17 Off-setting of financial assets and liabilities

Financial assets and financial liabilities are only off-set and the net amount is reported in the financial statements when there is a legally enforceable right to set-off the recognized amounts and the Company intends to either settle on net basis or to realize the assets and settle the liability simultaneously.

4.18 Cash and cash equivalents

Cash and cash equivalents are carried at cost in the balance sheet. For the purpose of the cash flow statement, cash and cash equivalents comprises cash in hand, bank balances and short term borrowing.

4.19 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 future for goods and services received.

4.20 Dividends

Dividend distribution to the shareholders is recognized as a liability in the period in which the dividends are approved.

4.21 Prior period error**Recording of interest free subordinated loan at amortized cost**

Interest free subordinated loans were carried at cost in prior years. However, in current year these have been discounted using discount rate of 10% and carried at amortized cost as required under International Accounting Standard 39 (IAS-39) "Financial Instruments: Recognition and Measurement". The interest free loans have been adjusted retrospectively as per International Accounting Standard 8 (IAS - 8) "Accounting policies, changes in accounting estimates and errors". Further, the management has presented three years balance sheet in accordance with requirements of IAS-1 "Presentation of Financial Statements". Details of correction of error are as follows:

	As per audited financial statements	Effect of prior period error	Restated amount
Effects of prior period error on financial statements for the year ended 30 September 2013			
Balance sheet			
Accumulated (losses) / profit	(76,843,497)	277,493,134	200,649,637
Subordinated loan	440,727,934	(277,493,134)	163,234,800
Profit and loss account			
Other income	102,547,271	277,493,134	380,040,405
Effects of prior period error on financial statements for the year ended 30 September 2014			
Balance sheet			
Accumulated losses	(29,442,925)	220,856,488	191,413,563
Subordinated loan	370,727,934	(220,856,487)	149,871,447
Profit and loss account			
Finance cost	(375,112,876)	(56,636,647)	(431,749,523)

5 PROPERTY, PLANT AND EQUIPMENT

	2016	2015
Note	Rupees	Rupees
Operating fixed assets	5.1 3,874,883,069	3,307,499,204
Capital work in progress	128,679,867	37,421,944
Major stores and spare parts	18,883,253	18,883,253
	<u>4,022,446,189</u>	<u>3,363,804,401</u>

5.1 OPERATING FIXED ASSETS

Description	OWNED								LEASED	Total
	Freehold Land	Building on Free Hold Land	Plant and machinery	Furniture and Fixtures	Laboratory/ Office Equipment	Electric, Gas & Telephone Installation	Computer & Accessories	Vehicles	Vehicles	
Balance as at 01 October 2014	228,048,000	503,791,599	2,395,329,783	15,753,869	10,598,155	31,302,399	3,343,391	32,726,939	6,522,780	3,227,416,915
Additions	-	-	-	-	-	2,100	-	-	2,189,000	2,191,100
Surplus arising on Revaluation	237,459,000	204,345,523	85,916,451	-	-	-	-	-	-	527,720,974
Balance as at 30 September 2015	465,507,000	708,137,122	2,481,246,234	15,753,869	10,598,155	31,304,499	3,343,391	32,726,939	8,711,780	3,757,328,989
Balance as at 01 October 2015	465,507,000	708,137,122	2,481,246,234	15,753,869	10,598,155	31,304,499	3,343,391	32,726,939	8,711,780	3,757,328,989
Additions	-	-	-	83,320	-	-	796,641	750,000	-	1,629,961
Revaluation Surplus	81,279,000	104,737,730	447,430,669	-	-	-	-	-	-	633,447,398
Balance as at 30 September 2016	546,786,000	812,874,852	2,928,676,903	15,837,189	10,598,155	31,304,499	4,140,032	33,476,939	8,711,780	4,392,406,348
DEPRECIATION										
Balance as at 01 October 2014	-	115,780,676	249,148,190	4,020,080	2,268,762	6,587,541	1,526,055	15,313,348	624,888	395,269,540
Charge for the year	-	19,400,546	30,098,044	586,689	416,470	1,235,848	272,600	1,741,359	808,689	54,560,245
Balance as at 30 September 2015	-	135,181,222	279,246,234	4,606,769	2,685,232	7,823,389	1,798,655	17,054,707	1,433,577	449,829,785
Balance as at 01 October 2015	-	135,181,222	279,246,234	4,606,769	2,685,232	7,823,389	1,798,655	17,054,707	1,433,577	449,829,785
Charge for the year	-	30,396,064	30,181,837	561,521	395,646	1,174,066	319,274	3,209,446	1,455,641	67,693,495
Balance as at 30 September 2016	-	165,577,285	309,428,071	5,168,290	3,080,878	8,997,455	2,117,929	20,264,154	2,889,218	517,523,280
CARRYING AMOUNT - 2016	546,786,000	647,297,566	2,619,248,832	10,668,899	7,517,277	22,307,044	2,022,103	13,212,785	5,822,562	3,874,883,069
CARRYING AMOUNT - 2015	465,507,000	572,955,900	2,202,000,000	11,147,100	7,912,923	23,481,110	1,544,736	15,672,232	7,278,203	3,307,499,204
RATE OF DEPRECIATION	-	5%	-	5%	5%	5%	15%	20%	20%	

Depreciation on plant and machinery is calculated on the basis of unit production method.

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

2016 2015
----- (Rupees) -----

- 5.2 Capital work in progress
Balance at beginning of the year
Add: Additions during the year

37,421,944	37,421,944
91,257,923	
<u>128,679,867</u>	<u>37,421,944</u>

- 5.3 Depreciation expense for the year has been allocated as follows:

Cost of goods sold	60,577,901	49,498,590
Administrative and general expenditure	7,115,594	5,061,655
	<u>67,693,495</u>	<u>54,560,245</u>

- 5.4 Had the Revaluation not been carried out the book value of the revalued assets would have been as under:

Particulars	2016		2015	
	W.D.V of assets as appearing aforesaid	W.D.V of assets	W.D.V of assets as appearing aforesaid	W.D.V of assets
Freehold land	546,786,000	24,149,867	465,507,000	24,149,867
Building on free hold land	647,297,566	126,447,252	572,955,900	133,102,370
Plant and machinery	2,619,248,832	1,221,045,918	2,202,000,000	1,237,805,809
	<u>3,813,332,398</u>	<u>1,371,643,037</u>	<u>3,240,462,900</u>	<u>1,395,058,046</u>

2016 2015
----- (Rupees) -----

6 INTANGIBLE ASSETS

Cost

Opening balance	911,700	
Addition	776,727	911,700
Closing balance	<u>1,688,427</u>	<u>911,700</u>

Amortization

Opening Balance	(300,861)	-
Charged during the year	(346,862)	(300,861)
Closing Balance	<u>(647,723)</u>	<u>(300,861)</u>

Net Book Value

<u>1,040,704</u>	<u>610,839</u>
<u>33%</u>	<u>33%</u>

7 LONG TERM INVESTMENT

In related party

Dadu Energy (Private) Limited - Captive Power Project	7.1	14,000,000	14,000,000
		<u>14,000,000</u>	<u>14,000,000</u>

- 7.1 The Company holds 140,000 (2015: 140,000) number ordinary shares in above company the constituting 5% of total equity.

8 BIOLOGICAL ASSETS

Carrying value at beginning of the year	51,937,200	-
Addition due to cultivation	-	34,675,201
Crop harvested	(51,937,200)	-
Gain arising from initial recognition of standing crop less cost to sell	-	17,261,999
Carrying value at end of the year	<u>-</u>	<u>51,937,200</u>

The cultivation of sugar cane crop have been discontinued from the current year, in comparative year the value of sugarcane crop was cultivated on area of 324 acres. These assets have been measured at cost as fair value of these assets cannot be measured reliably.

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NEW DADU SUGAR MILLS (PRIVATE) LIMITED

	2016	2015
	----- (Rupees) -----	
9 STORES, SPARE PARTS AND LOOSE TOOLS		
Stores, spare parts and loose tools	367,964,122	349,800,630
Oil, chemicals and lubricant	20,538,147	17,836,918
Special tools	1,854,040	2,062,560
Packing material	5,064,776	19,156,383
	<u>395,421,085</u>	<u>388,856,491</u>
10 STOCK IN TRADE		
Finished goods		
Sugar	1,264,313,987	929,007,526
Molasses	138,690,000	109,030,000
Work in process		
Sugar in process	15,603,391	20,011,258
Molasses in process	1,540,163	2,125,875
Raw material	44,901,535	46,225,745
	<u>1,465,049,076</u>	<u>1,106,400,404</u>
11 TRADE DEBTS		
Unsecured - Considered good	349,932,272	231,320,105
Trade debts include Rs. 180,337,953 (2015: Rs. Rs. 94,837,953) due from Pak Ethanol (Private) Limited, a related party against sale of Molasses.		
12 LOANS AND ADVANCES		
Unsecured - considered good		
Loans and advances to associated undertakings	12.1	36,875,601
Advance to cane growers / farms	662,183,069	544,487,952
Advance for expenses	97,929,072	97,378,659
Advance to suppliers / contractors		54,858,985
	<u>760,112,141</u>	<u>733,601,197</u>
12.1	This represents balances of current accounts of the companies maintained to meet working capital requirements. These are unsecured and interest free.	
13 TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES		
Government grants and subsidy receivable	32,328,313	52,486,850
Dividend receivable	12,320,000	12,320,000
Rent receivable	4,800,000	2,400,000
	<u>49,448,313</u>	<u>67,206,850</u>
14 TAX REFUNDS DUE FROM THE GOVERNMENT		
Advance income tax	44,300,545	23,303,410
Sales tax refundable	2,632,534	7,997,665
	<u>46,933,079</u>	<u>31,301,075</u>
15 CASH AND BANK BALANCES		
Cash in hand	49,143	41,502
Cash at bank - in current accounts	20,033,385	110,192,223
	<u>20,082,528</u>	<u>110,233,725</u>
16 ISSUED, SUBSCRIBED AND PAID-UP CAPITAL		
3,206,120 (2015: 1,603,060) Ordinary shares of Rs.100/- each allotted as fully paid in cash	320,612,000	160,306,000



2016 2015

----- (Rupees) -----

17 SURPLUS ON REVALUATION OF FIXED ASSETS

Balance at the beginning of the year
 Surplus arises during the year
 Less: Adjustment for incremental depreciation

1,845,709,438	1,344,425,794
633,447,398	527,720,974
(43,060,156)	(26,437,330)
2,436,096,680	1,845,709,438

Related deferred tax liability

Liability for revaluation at the beginning of the year
 Increase in deferred tax liability on revaluation
 Adjustment of deferred tax rate
 Less: Adjustment for incremental depreciation

399,959,536	376,374,128
154,485,674	82,666,610
(7,049,848)	(51,551,850)
(12,047,370)	(7,529,352)
535,347,992	399,959,536
1,900,748,688	1,445,749,902

Revaluation of land, building on land and plant and machinery has been carried out by M/s. Tracom (Private) Limited, an approved professional valuers on the panel of Pakistan Banks' Association during the current year.

18 SUBORDINATED LOAN

Original loan amount
 Present value adjustment

440,727,934	440,727,934
(277,493,134)	(277,493,134)
163,234,800	163,234,800

Interest charged to profit and loss account
 Charged in previous years
 Charge during the year

124,973,054	56,636,647
-	68,336,407
124,973,054	124,973,054
288,207,853	288,207,853

Accumulated amount of loan waived off by sponsors

(170,000,000)	(170,000,000)
118,207,853	118,207,853

Transferred to equity reserve

(118,207,853)	-
-	118,207,853

Effective from October 01, 2015, loan agreement was amended between company and directors, accordingly the loan is now payable at the discretion of the company and will remain interest free. Accordingly, the accounting treatment of the loan has been charged as per TR-32 "Accounting Director's Loan" and has been transferred to equity reserve directly through statement of changes in equity as an equity contribution. This loan will not be remeasured subsequently.

19 LONG TERM FINANCE - SECURED

Term loans	Note	Installments		Mark-up	2016	2015
		Number	Commencing from		----- (Rupees) -----	
National Bank of Pakistan	19.1	12 semi-annual	June 2014	6 months KIBOR plus per annum	-	232,922,951
National Bank of Pakistan	19.1	20 Quarterly	March 2014	3 months KIBOR plus 3% per annum	-	140,000,000
National Bank of Pakistan	19.1	16 Quarterly	March 2014	3 months KIBOR plus 2% per annum	-	47,109,612
National Bank of Pakistan	19.1	22 Quarterly	July 2016	3 months KIBOR plus 2% per annum	270,250,000	-
National Bank of Pakistan	19.1	22 Quarterly	July 2016	3 months KIBOR plus 2% per annum	295,320,000	-
Summit Bank Limited	19.2	8 semi-annual	November 2013	6 months KIBOR plus 3% per annum	-	75,000,000

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						2016	2015
						(Rupees)	
Summit Bank Limited	19.2	8 semi-annual	July 2014	6 months KIBOR plus 2% per annum			22,500,000
Summit Bank Limited	19.2	24 Quarterly	July 2016	6 months KIBOR plus 2% per annum	420,220,000		
Sindh Bank Limited	19.3	8 semi-annual	July 2014	6 months KIBOR plus 2% per annum	75,000,000		112,500,000
Sindh Bank Limited	19.3	24 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	285,000,000		
Sindh Bank Limited	19.3	28 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	60,000,000		
Sindh Bank Limited	19.3	28 Quarterly	July 2016	3 months KIBOR plus 2.75% per annum	70,000,000		
Silk Bank Limited	19.4	16 Quarterly	September 2013	3 months KIBOR plus 3.5% per annum	18,750,000		31,250,000
PAIR Investment Company Limited	19.5	16 Quarterly	October 2013	3 months KIBOR plus 3% per annum	57,558,000		92,094,000
						<u>1,552,098,000</u>	<u>753,376,563</u>
Less: Current portion shown under current liabilities						<u>(31,476,750)</u>	<u>(234,222,762)</u>
						<u>1,520,621,250</u>	<u>519,153,801</u>

- 19.1 The facilities obtained from National Bank Limited were restructured during the year and converted into two facilities. The facilities are secured against 1st parri passu charge over all present and future fixed assets of the company including land and building and 1st parri passu hypothecation charge over present and future plant and machinery of the company situated at Pyaro Goth, District Dadu, Sindh.
- 19.2 The facility from Summit Bank Limited were restructured during the year and converted into single facility. This facility is secured against joint parri passu hypothecation charge over present and future movable fixed assets of the company and joint parri passu equitable mortgage over land, building and any other immovable property of the company with 20% margin over facility amount duly insured in the Bank's favour and registered with SECP and assignment over all rights and benefits of the company under any and all projects insurances and cut through agreements for reinsurance. Additionally, personal guarantees of all sponsors / directors along with personal net worth statement.
- 19.3 These facilities have been obtained by the Company from Sindh Bank Limited and are secured by way of pari passu charge over all present and future Fixed assets including movable and immovable but excluding leased assets with 20% margin. Additionally, personal guarantees of all sponsors / directors along with personal net worth statement.
- 19.4 The facilities are secured against 1st parri passu charge on fixed assets of the company, 1% registered mortgage and rest equitable mortgage on land, building and plant and machinery of the company and personal guarantee of the directors.
- 19.5 This facility is secured against 1st parri passu hypothecation charge over present and future fixed and current assets of the company, 1st parri passu equitable mortgage charge over present and future fixed and current assets of the company and personal guarantee of the sponsoring directors and lien over escrow account established / maintained with any reputable bank.



20 LIABILITY AGAINST ASSETS SUBJECT TO FINANCE LEASE

The cost of operating and maintaining leased assets is borne by the company.

	2016		2015	
	(Rupees)			
	Minimum lease payments	Present Value	Minimum lease payments	Present Value
Within one year	2,078,340	1,649,902	2,118,348	1,507,238
After one year but not more than five years	3,074,431	2,742,268	4,974,914	4,306,159
Total minimum lease payments	5,152,771	4,392,171	7,093,262	5,813,397
Less: Amount representing finance charges	(760,600)	-	(1,279,865)	-
Present value of minimum lease payments	4,392,171	4,392,171	5,813,397	5,813,397
Less: Payable within one year - Present value	(1,507,237)	(1,507,237)	(1,507,238)	(1,507,238)
	2,884,934	2,884,934	4,306,159	4,306,159

Represents finance lease entered into between a leasing company and the company for vehicles. The minimum lease payments have been discounted at the rate of 6 months KIBOR plus specified spreads ranging from 375 to 400 basis points (2015: 6 months KIBOR plus 375 to 400 basis points) to arrive at their present value. Rentals are paid in monthly installments. Taxes, repairs and insurance costs are to be borne by the company.

	2016	2015
	(Rupees)	
21 DEFERRED MARKUP		
Balance as at October 01	15,944,446	51,138,839
Charged during the year	5,773,315	-
Less: Payment during the year	(14,022,512)	(35,194,393)
	7,695,249	15,944,446
Current portion of long term deferred markup	(5,879,864)	(15,944,446)
	1,815,385	

21.1 The amount represent markup of grace period deferred by the banks on availed finances which is payable along with rescheduled principal installment.

22 DEFERRED TAXATION - NET		
Taxable temporary differences on:		
Surplus on revaluation of fixed assets	535,347,992	399,959,536
Accelerated depreciation	276,425,897	306,897,049
	811,773,890	706,856,586
Deductible temporary differences on:		
Minimum tax	(78,627,038)	(58,307,249)
Carried forward losses	(376,718,277)	(430,873,717)
Obligation under finance lease	(1,228,842)	(1,655,655)
	(456,574,157)	(490,836,621)
	355,199,733	216,019,965

23 TRADE AND OTHER PAYABLES		
Creditors	182,637,100	276,916,557
Advance from customers	768,246,493	635,474,349
Accrued liabilities	23.1 92,074,752	13,809,406
Sales tax payable	2,387,954	17,611,439
Withholding tax payable	914,793	503,845
Workers' profit participation fund	23.2 6,570,703	4,384,404
Workers' welfare fund	4,141,922	1,730,489
Other liabilities	21,852,941	2,341,700
Advance from suppliers / contractors	4,187,057	-
Loan from directors	23.3 105,131,416	-
	1,188,145,131	952,772,189

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- 23.1 Accrued liabilities include balances of Rs. 20,016,639 (2015: Rs 20,016,639) and Rs. 20,250,836 due to related parties, namely Dadu Energy (Private) as against purchase of electricity and New Thatta Sugar mills (Private) Limited as against rent, respectively.

23.2 **Workers' profit participation fund**

Balance as at October 01

Less: Payment made during the year

Add: Interest on unpaid amount

Add: Contribution for the year

4,384,404	3,897,248
-	-
4,384,404	3,897,248
274,025	487,156
1,912,274	-
6,570,703	4,384,404

- 23.3 The loan is short term, unsecured and interest free.

24 **ACCRUED MARKUP**

Markup on long term finance

Markup on short term borrowing

43,098,945	40,003,828
82,073,645	51,121,761
125,172,590	91,125,589

25 **SHORT TERM BORROWING**

Cash finance - secured

Running finance - secured

25.1	1,222,864,750	1,183,062,500
25.2	151,011,000	1,052,949,230
	1,373,875,750	2,236,011,730

- 25.1 A facility(s) of Rs. 1,225 million (2015: Rs. 1,575 million) for Cash Finance (CF) have been obtained by the company from various commercial banks of which Rs. 392 million (2015: Rs. 392 million) remained unutilized at the year end. The facility(s) carry mark-up of 3 months' KIBOR plus specified spreads ranging from 200 to 300 basis points (2015: 200 to 300bps) which is payable on quarterly basis. The facilities are secured against pledge of stock with margin ranging from 20% to 25%, 1st Pari Passu hypothecation charge over all present and future current and non-current assets of the company and personal guarantee of sponsoring directors of the company.

- 25.2 A facility(s) of Rs. 155 million (2015: Rs. 1,053 million) for Running Finance (RF) have been obtained by the company from various commercial banks. The facility(s) carry mark-up of 3 months' Kibor Plus specified spreads ranging from 250 to 350 basis points (2015: 250 to 350 bps) which is chargeable and payable on quarterly basis. The facilities are secured by way 1st pari passu hypothecation charge on all present and future fixed assets of the company, pari passu hypothecation charge over all current assets with 25% margin, personal guarantee of the directors and subordination of sponsor's loans and personal guarantees of sponsor directors.

26 **CONTINGENCIES AND COMMITMENTS**

- 26.1 Corporate guarantee in respect of bank financing of Dadu Energy (Private) Limited to the extent of shareholding of New Dadu Sugar Mills (Private) Limited.

	Note	2016	2015
		----- (Rupees) -----	
27 SALES - Net of sales tax			
- local		1,946,478,851	1,250,883,564
- exports		-	267,228,100
		1,946,478,851	1,518,111,664
Molasses		85,500,000	108,642,955
Less: Sales tax		(131,399,496)	(92,655,887)
		1,900,579,355	1,534,098,732
28 COST OF GOODS SOLD			
Opening stock - finished goods		929,007,526	757,869,569
Cost of goods manufactured	28.1	1,814,685,953	1,542,011,606
Closing stock - finished goods		(1,264,313,987)	(929,007,526)
Cost of goods sold		1,479,379,492	1,370,873,649

MM

NEW DADU SUGAR MILLS (PRIVATE) LIMITED

		2016	2015
	Note	----- (Rupees) -----	
28.1 Cost of goods manufactured			
Raw material consumed	28.1.1	1,654,187,170	1,391,277,747
Wages, salaries and other benefits	28.1.2	42,893,690	39,923,068
Stores, spares and loose tools consumed	28.1.3	24,874,239	21,091,756
Fuel and power		4,104,648	3,300,000
Packing material consumed		22,754,307	18,677,940
Utilities		4,607,750	3,390,034
Vehicle running and maintenance		4,796,007	3,135,356
Traveling and conveyance		-	16,750
Rent, rates and taxes		414,333	18,679,836
Repair and maintenance		4,493,673	3,094,221
Postage and stationery		2,445	670
Security charges		2,639,465	1,997,918
Entertainment and canteen expenses		1,029,154	495,000
Other manufacturing expenses		3,413,197	3,885,150
Insurance		8,564,395	15,477,089
Depreciation	5.3	60,577,901	49,498,590
		<u>1,839,352,374</u>	<u>1,573,941,125</u>
Opening work in progress		22,137,133	985,139
Closing work in progress		(17,143,554)	(22,137,133)
		4,993,579	(21,151,994)
Molasses			
Opening stock		109,030,000	98,252,475
Closing stock		(138,690,000)	(109,030,000)
		(29,660,000)	(10,777,525)
		<u>1,814,685,953</u>	<u>1,542,011,606</u>
28.1.1 Raw material consumed			
Opening Balance		46,225,745	43,257,500
Purchases		1,652,862,960	1,394,245,992
Closing Balances		(44,901,535)	(46,225,745)
		<u>1,654,187,170</u>	<u>1,391,277,747</u>
28.1.2 Salaries, Wages and Other benefits			
includes Rs. 1,957,887 (2015: Rs. 1,898,974) in respect of staff retirement benefits.			
28.1.3 Stores, spares and loose tools consumed			
Opening balance		388,856,491	298,501,508
Purchases		31,438,833	111,446,739
Closing balance		(395,421,085)	(388,856,491)
		<u>24,874,239</u>	<u>21,091,756</u>
29 ADMINISTRATIVE EXPENSES			
Salaries, allowances and other benefits	29.1	18,287,206	15,927,375
Telephone, telex and postage		756,839	262,709
Traveling and conveyance		845,021	683,700
Vehicles running expenses		1,248,139	652,395
Utilities		620,324	380,374
Insurance		223,857	1,664,963
Legal and professional		4,062,155	6,488,530
Rent, rates and taxes		31,420,000	-
Repairs and maintenance		52,800	-
Sundry expenses		2,879,420	2,576,146
Entertainment and canteen expenses		1,189,373	1,154,086
Depreciation	5.3	7,115,594	5,061,655
Amortization		346,862	300,861
Auditors' remuneration	29.2	732,050	692,900
Miscellaneous		34,428	40,000
		<u>69,814,068</u>	<u>35,885,694</u>

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NEW DADU SUGAR MILLS (PRIVATE) LIMITED

29.1 No remunerations are being paid to Directors and Chief Executive. Salaries, Wages and Other benefits includes Rs. 834,722 (2015: Rs. 751,250) in respect of staff retirement benefits.

	Note	2016	2015
		----- (Rupees) -----	
29.2 Auditors' remuneration			
Statutory audit fees		665,500	605,000
Cost audit fees		-	62,900
Out of pocket expenses		66,550	25,000
		<u>732,050</u>	<u>692,900</u>
30 SELLING AND DISTRIBUTION EXPENSES			
Marketing and selling expenses		1,916,565	-
Bags stacking, loading and unloading charges		-	8,768,438
		<u>1,916,565</u>	<u>8,768,438</u>
31 OTHER INCOME			
Dividend income		-	12,320,000
Rent income	31.1	2,400,000	2,400,000
Subordinated loan waived off by sponsors		-	100,000,000
Government grants and subsidies		-	63,000,000
Agriculture income		-	17,261,999
		<u>2,400,000</u>	<u>194,981,999</u>
31.1 Rent income charged from Dadu Energy (Private) Limited, a related party against hostel room charges.			
32 OTHER CHARGES			
Worker profit participation fund		1,912,274	-
Workers' welfare fund		2,411,433	213,782
		<u>4,323,708</u>	<u>213,782</u>
33 FINANCIAL CHARGES			
Bank charges		6,965,866	5,634,312
Markup on long term finance		108,252,327	161,081,531
Markup on short term borrowing		188,314,944	194,756,564
Unwinding of subordinated loan		-	68,336,407
Mark up on workers' profit participation fund		274,025	487,156
Deferred markup		5,773,314	-
Finance charges on lease		1,631,832	537,004
		<u>311,212,308</u>	<u>430,832,974</u>
34 TAXATION			
- Current		20,319,789	10,891,979
- Prior		1,228,488	223,594
- Deferred		(8,256,057)	(13,275,760)
		<u>13,292,220</u>	<u>(2,160,187)</u>
34.1 Relationship between Tax Expense and Accounting Profit			
(Loss) / Profit before taxation		36,333,214	(117,493,806)
Corporate tax rate		32%	33%
Tax on accounting profit		11,626,629	-
Tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes		(8,256,057)	(13,275,760)
Excess charge on account of minimum tax		8,693,160	12,508,836
Tax effect on exports under final tax regime		-	2,672,281
Effect of change in prior years' tax		1,228,488	223,594
Tax rebate on BMR		-	(4,289,138)
Tax charge		<u>13,292,220</u>	<u>(2,160,187)</u>

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35 TRANSACTIONS WITH RELATED PARTIES:

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

Name of Related Parties	Nature of transaction		
Pak Ethanol (Private) Limited	Sale of molasses	85,500,000	108,642,955
Omni Polymer Packages (Private) Limited	Purchases of PP bags	17,848,349	
Dadu Energy (Private) Limited	Purchases of electricity		
Dadu Energy (Private) Limited	Rental income	2,400,000	2,400,000
Directors	Receipt of Subordinated Loan	31,420,000	
Directors	Loan from directors	105,131,416	

36 FINANCIAL INSTRUMENT AND RELATED DISCLOSURES

Financial assets			
Long term investment	14,000,000	14,000,000	
Trade debts	349,932,272	231,320,105	
Trade deposits, short term prepayments and other receivables	49,448,313	67,206,850	
Loan and advances	760,112,141	696,782,425	
Due from associated undertakings		36,875,601	
Cash and bank balances	20,082,528	110,233,725	
	<u>1,193,575,254</u>	<u>1,156,418,706</u>	
Financial liabilities			
Long term finance	1,520,621,250	519,153,801	
Deferred markup	1,815,385		
Subordinated loan		118,207,853	
Trade and other payables	1,188,145,131	952,142,189	
Accrued markup	125,172,590	91,125,589	
Short term borrowing	1,373,875,750	2,236,011,730	
	<u>4,209,630,106</u>	<u>3,916,641,162</u>	

37 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk.
- Liquidity risk
- Market risk

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

37.1 Credit risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties fail completely to perform as contracted and arises principally from trade receivables and new business ventures.

To manage exposure to credit risk, management applies credit limits and deals with credit worthy parties and / or by obtaining advance against sales. It makes full provision against those balances considered doubtful by dealing with variety of major banks and financial institutions.

Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligation to be similarly affected by the changes in economic, political or other conditions. The Company believes that it is not exposed to major concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure before any credit enhancements. The maximum exposure to credit risk at the reporting date is as follows:

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	2016	2015
	----- (Rupees) -----	
Trade debts	349,932,272	231,320,105
Loan and advances	649,008,574	696,782,425
Trade deposits, short term prepayments and other receivables	49,448,313	67,206,850
Due from associated undertakings	-	36,875,601
Cash and bank balances	20,082,528	110,233,725
	<u>1,068,471,687</u>	<u>1,142,418,706</u>

37.2 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure as far as possible to always have sufficient liquidity to meet its liabilities when due. In addition, the Company has obtained various financing facilities from commercial banks to meet any deficit, if required to meet the liquidity commitments. Based on the above, management believes that Company is not presently exposed to liquidity risk.

The details of company's interest/mark-up and non-interest mark-up bearing liabilities are as follows:

	Interest Bearing			Non-Interest Bearing			September 2016	September 2015
	Less than one year	One to five years	Sub total (a)	Less than one year	One to five years	Sub total (b)	Total	Total
Financial Liabilities								
Trade and other payables	-	-	1,188,145,131	1,188,145,131	-	1,188,145,131	2,376,290,262	952,772,189
Accrued markup	-	-	-	125,172,590	-	125,172,590	125,172,590	91,125,589
Short term borrowing	1,373,875,750	-	1,373,875,750	-	-	-	1,373,875,750	2,236,011,730
	<u>1,373,875,750</u>	-	<u>2,562,020,881</u>	<u>1,313,317,721</u>	-	<u>1,313,317,721</u>	<u>3,875,338,602</u>	<u>3,279,909,508</u>

37.3 Market risk

Market risk is the risk that changes in market price, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

37.3.1 Foreign Exchange Risk

Foreign exchange risk represents the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign exchange risk arises mainly from future economic transactions or receivables or payables that exist due to transactions in foreign exchange.

37.3.2 Interest/ Mark-up rate risk

Interest rate risk is the risk that fair value of future cash flows of the financial instruments will fluctuate due to change in the market interest rates. The company interest rate risk arises from long term and short term loan obtained with floating rates. At the balance sheet date, the interest rate profile of the company's significant interest bearing financial instruments was as follows:

	2016	2015
	Carrying amount	
Financial liabilities		
Variable rate instruments		
Long term finance	1,520,621,250	519,153,801
Short term borrowings	1,373,875,750	2,236,011,730
	<u>2,894,497,000</u>	<u>2,755,165,531</u>

Sensitivity analysis**Fair value sensitivity analysis for variable rate instruments**

A change of 100 basis points in interest rates at the reporting date would have decreased / (increased) profit for the year by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis is performed on the same basis for 2014.

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NEW DADU SUGAR MILLS (PRIVATE) LIMITED

Profit and loss 100 bp
increase decrease

Financial liabilities**As at 30 September 2016**

Cash flow sensitivity

289,449,700	(289,449,700)
-------------	---------------

As at 30 September 2015

Cash flow sensitivity

275,516,553	(275,516,553)
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37.3.3 Other price risk

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

37.4 Fair value of financial instruments

The carrying values of the financial assets and financial liabilities approximate their fair values. Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The carrying value of all financial assets and liabilities reflected in the financial statements approximate their fair value.

37.5 Capital risk management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares and take other measures which commensurate to the circumstances. The Company finances its expansions projects through equity, borrowings and management of its working capital with a view to maintaining an appropriate mix between various sources of finance to minimize risk.

38 CAPACITY AND PRODUCTION

2016	2015
------	------

Installed crushing capacity

5000 TCD

4000 TCD

Number of days of production

107

113

Capacity utilized

3,247 TCD

3,247 TCD

Actual cane crushing

400,231 M.T

366,907 M.T

Percentage of capacity attained

75%

81%

The sugar production plant capacity is based on crushing of sugarcane on daily basis in a season and sugar production is dependent on various factors which mainly includes sucrose content recovery. The short fall in actual crushing is mainly on account of shortage of sugarcane.

39 DATE OF AUTHORIZATION


5 JAN 2017

These financial statements were authorized for issue on _____ by the Board of Directors of the company.

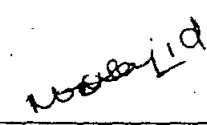
40 GENERAL

40.1 Figures have been rounded off to the nearest rupee.

CHIEF
EXECUTIVE



DIRECTOR



3(5)d(iv)

Employment
Records of
Engineers &
Technial Staff



NEW DADU SUGAR MILLS (PVT) LIMITED

Sr. #	Employee Id	Employee Name	Position	Category	Department
1	001346	Bahadar Khan	Khalasi	Permanent	Mechanical
2	005049	Suhail Ahmed	Turbine Operator	Permanent	Mechanical
4	003493	Abdul Sattar	Senior Shift Engineer	Permanent	Mechanical
5	003569	Nazir Ahmed	Senior Fitter	Permanent	Mechanical
6	003570	SADDAM HUSSAIN	Fitter	Permanent	Mechanical
7	003572	Talib hussain	Fitter	Permanent	Mechanical
	003573	Sarfaraz Ahmed	Fitter	Permanent	Mechanical
9	003690	Farooque Ahmed	Welder	Permanent	Mechanical
10	003691	Ghulam Mustafa	KHALASI	Permanent	Mechanical
12	003728	NADIR ALI	Fireman	Permanent	Mechanical
14	004238	Nisar Ahmed	Supervisor	Permanent	Mechanical
15	004239	Fida Hussain	Mason	Permanent	Mechanical
17	004341	Naveed Ali	Junior Electrician	Permanent	Electrical
20	004345	Muhammad Imran	Junior Fitter PH	Permanent	Mechanical
21	004346	Abdul Rasool	Fireman	Permanent	Mechanical
22	004347	Aashiq Ali	Fireman	Permanent	Mechanical
23	004348	Dilshad Ahmed	Junior Turbine Operator	Permanent	Mechanical
24	004350	Ghulam Madni	Junior Fitter	Permanent	Mechanical
27	005570	Riaz Ahmed	Chief Engineer	Permanent	Mechanical
28	005583	Muhammad Haroon	Deputy General Manager (P)	Permanent	Chemical
30	005599	Zakir Hussain	Senior Manager (B)	Permanent	Mechanical
31	005601	Dakhtullah	Assistant Engineer/Foreman	Permanent	Electrical
32	005636	Tarique Nawaz	Senior Fitter-MH	Permanent	Mechanical
33	005637	Saleem Akhter	Fireman-MH	Permanent	Mechanical
34	005635	Khair Muhammad	Assistant Engineer(Mill House)	Permanent	Mechanical



NEW DADU SUGAR MILLS (PVT) LIMITED

35	002574	Dost Ali	Deputy General Manager	Permanent	Cane
36	004452	Mansoor Ali	Senor Electrician	Permanent	Electrical
37	004491	Nazir Ahmed Jamali	General Manager	Permanent	Production
38	004573	Barkat Ali	General Manager-Electrical	Permanent	Electrical
39	005653	Irfan Ali	Production Manager	Permanent	Chemical
40	005654	Gul Mir Khan	Assistant Engineer-BH	Permanent	Mechanical
41	005671	Majid Ali	Electrician	Permanent	Electrical
42	005672	Irfan	Assistant Winder	Permanent	Electrical
44	005761	Muhammad Ameen	Turner	Permanent	Mechanical
45	005762	Yaseen Ali	Junior Fitter (PH)	Permanent	Mechanical
46	005763	Mumtaz Ali Mallah	Assistant Engineer-PH	Permanent	Mechanical
47	005764	Muhammad Waqas	Apprentice Chemist	Contract	Chemical
48	005759	Munsif Javed Khan	Deputy Chief Engineer (MH)	Permanent	Mechanical
49	005760	Muhammad Hassan	Senior Fitter (WS)	Permanent	Mechanical
50	005757	Javed Ali	Senior Turner	Permanent	Mechanical
51	005871	Ahmed Khan	Quad Supervisor	Permanent	Chemical
52	005792	Abdul Latif	Chief Engineer (PH)	Permanent	Mechanical
53	005823	Illahi Bux	Senior Electrician	Permanent	Electrical
54	005864	Shahzad Ali	Water attendant	Permanent	Mechanical
55	005824	Khurram Bashir	Shift Chemist	Permanent	Chemical
56	005870	Nisar Ahmed	A-Conti Panman	Permanent	Chemical
57	005876	Mir Zeeshan Ahmed	Cane Variety Identification Of	Permanent	Cane
58	000140	Qurban Ali	Manager	Permanent	INFORMATION TECHNOLOGY
62	001263	Muhammad Afzal Arain	Welder	Permanent	Mechanical
63	001267	Ghulam Ali	Senior Fitter (Diesel)	Permanent	Electrical
64	001270	Munawar Hussain	Senior Electrician	Permanent	Electrical



NEW DADU SUGAR MILLS (PVT) LIMITED

65	001272	Fayaz Hussain Mallah	Senior Electrician	Permanent	Electrical
66	001277	Irshad Ahmed Panhwar	Senior Technician	Permanent	Electrical
69	001282	Liaqat Ali Mohal	Assistant Engineer MH	Permanent	Mechanical
70	001284	Mohammad Boota Arain	Assistant Engineer (M.H)	Permanent	Mechanical
71	001289	Abdul Sattar Lashri	Senior turbine operator	Permanent	Mechanical
72	001290	Ishfaqe Ahmed Samon	Foreman	Permanent	Mechanical
73	001294	Sher Muhammad Arain	Senior Turner	Permanent	Mechanical
74	001295	Nooruddin Solangi	A.C.P.O	Permanent	Cane
75	001296	Ghulam Abbass Jhatyal	A.C.O	Permanent	Cane
76	001298	Abdul Latif Arain	Circle Officer	Permanent	Cane
77	001299	Zahid Ali Mangi	C.P.O	Permanent	Cane
78	001301	Shah Nawaz Lund	C.P.O	Permanent	Cane
79	001302	Nazeer Ahmed Malak Malik	A.C.O	Permanent	Cane
80	001304	Allah Rakhyo Colar	C.P.O	Permanent	Cane
81	001305	Zulfiqar Ali Shahani	A.C.P.O	Permanent	Cane
82	001306	Gulzar Ali Chahwan	C.P.O	Permanent	Cane
83	001308	Gulzar Ahmad Junejo	Circle Officer	Permanent	Cane
84	001312	Muhammad Ameen Arain	Senior Rigger	Permanent	Mechanical
85	001314	Muhammad Akram Arain	Senior Rigger	Permanent	Mechanical
86	001316	Ali Shah	Senior Khalasi	Permanent	Mechanical
88	001319	Abdul Aziz Kaleri	General Manager	Permanent	Cane
90	001326	Bashir Ahmed Arain	Deputy Cane Manager	Contract	Cane
91	001332	Ashfaqe Ahmed	Electrical Engineer	Permanent	Electrical
92	001340	Muhammad Fareed	Cent Chemist	Permanent	Chemical
93	001341	Amjad Ali	Senior Shift Chemist	Permanent	Chemical
95	001350	Bhural Khan	Fitter	Permanent	Mechanical



NEW DADU SUGAR MILLS (PVT) LIMITED

96	001353	Aijaz Ali	Senior Turbine Operator	Permanent	Mechanical
98	001360	Fazul- -Rehman	Foreman Khalasi	Permanent	Mechanical
99	001364	Ghulam Hussain	Fitter	Permanent	Mechanical
100	001365	Ghulam Shabir	Boiler Supervisor	Permanent	Mechanical
101	001366	Anwer Ali	Assistant Engineer (Boiler)	Permanent	Mechanical
102	001367	Qameruddin	Boiler Supervisor	Permanent	Mechanical
103	001373	Asghar Ali	Senior Electrician	Permanent	Electrical
104	001375	Muhammad Umar	Diesel Operator	Permanent	Electrical
105	001376	Munawer Ali	Diesel Operator	Permanent	Electrical
106	001378	Intizar Ali	Senior Telo Officer	Permanent	Chemical
108	001391	Ghulam Mustafa	Assistant Engineer (P.H)	Permanent	Mechanical
109	001395	Nisar Ahmed	Khalasi	Permanent	Mechanical
110	001398	Sanaullah .	ACO	Permanent	Cane
111	001399	Bashir Ahmed	A.C.P.O	Permanent	Cane
112	001404	Rizwan Ali	Senior Fitter	Permanent	Mechanical
113	001414	Shakeel Ahmed	Circle Officer	Permanent	Cane
114	001417	Allah Wasayo	Assistant Engineer (Winding)	Permanent	Electrical
116	001435	Bashir Ahmed Shah	Technician	Permanent	Electrical
118	001443	Sajid Ali	Senior Technician	Permanent	Electrical
123	002596	Ghulam Rasool	Deputy Cane Manager	Permanent	Cane
124	002610	Mohammad Yameen	Senior Fitter	Permanent	Mechanical
125	002632	Arif Ali Sahito	Circle Officer	Permanent	Cane
126	003144	Aijaz Ali	Telo Technician	Permanent	Chemical
127	003148	Shahid Hussain	Assistant Engineer	Permanent	Electrical
128	003149	Adil Ali	Electrician	Permanent	Electrical
129	003154	Rahib Khan	Khalasi	Permanent	Mechanical



NEW DADU SUGAR MILLS (PVT) LIMITED

130	003157	Mehar Shah	Khalasi	Permanent	Mechanical
131	003158	Nazeer Ahmed	Khalasi	Permanent	Mechanical
133	003264	Altaf Hussain	Juice Foreman	Permanent	Chemical
134	003328	Manzoor Ali	A.C.O	Permanent	Cane
135	003353	Mitho Khan	Welder	Permanent	Mechanical
137	003386	Nadir Ali	Office Assistant	Permanent	Mechanical
138	003399	Ali Sher	Peon	Permanent	Cane
140	003420	Ghulam Shabir	Shaper man	Permanent	Mechanical
141	003421	Hafeez Ul Rehman	Office Boy	Permanent	Mechanical
142	003633	Amir Ali	Junior Technician	Permanent	Electrical
143	003635	Mashooque Ali	Junior Electrician	Permanent	Electrical
144	003819	Muneer ahmed	Turner	Permanent	Mechanical
145	003898	Muhammad Aslam	Drill Man	Permanent	Mechanical
146	004030	Mushtaque Ahmed Malik	Manager Technical	Permanent	Mechanical
147	004451	Maqsood Ahmed Rind	A.C.P.O	Permanent	Cane
149	004454	Atif Ali Arain	Deputy Manager Instrument	Permanent	Electrical
150	004463	Niaz Hussain	Senior Shift Engineer	Permanent	Mechanical
152	004530	Muhammad Umar	Quad Man	Permanent	Chemical
154	004598	Ali Akber	Moulder	Contract	Mechanical
155	004629	Raees Mian	Welder	Permanent	Mechanical
156	004673	Uzair Ali	Diesel Foreman	Permanent	Electrical
157	004695	Muhammad Yaseen	Office Superintendent	Permanent	Cane
158	004702	Najeeb-ur- Rehman	Senior Turner	Permanent	Mechanical
159	004723	Irfan Ali	Foreman	Permanent	Mechanical
160	004725	Nisar Ahmed	Turbine Operator	Permanent	Mechanical
161	004726	Khalid Hussain	Junior Fitter-WS	Permanent	Mechanical



NEW DADU SUGAR MILLS (PVT) LIMITED

162	004727	Abdul Qayoom	Senior Fitter	Permanent	Mechanical
163	004743	Umar-u-din	Pan Chemist	Permanent	Chemical
164	004746	Abbas	DCE-Process House	Permanent	Mechanical
165	004820	Ghulam Abbas	Turbine Operator	Permanent	Mechanical
166	004865	Nisar Ahmed	Welder	Permanent	Mechanical
167	004866	Mujahid Hussain	Conti Pan Operator	Permanent	Chemical
168	004884	Taj Muhammad	Senior C.P.O	Permanent	Cane
169	004935	Raza Muhammad	Senior Pan Chemist	Permanent	Chemical
170	004936	Shah Hussain	Deputy Chief Chemist Juice	Permanent	Chemical
171	004972	Inayatullah	Assistant General Manager	Permanent	Mechanical
172	005003	Abid Hussain	Senior Turbine Operator	Permanent	Mechanical
173	005004	Nazeer Ahmed	Fireman	Permanent	Mechanical
174	005005	Shehriyar	Quad Man	Permanent	Chemical
175	005006	Abdul Ghaffar	Senior Fitter	Permanent	Mechanical
176	005010	Allah Dito	Junior Fitter MH	Permanent	Mechanical
177	005011	Muhammad Yousif	Junior Fitter	Permanent	Mechanical
178	005012	Waseem Ali	Junior Fitter PH	Permanent	Mechanical
180	005173	Manzoor Hussain	Deputy Chief Engineer	Permanent	Mechanical
181	005174	Sikander Ali	Manager-Boiler House	Permanent	Mechanical
182	005187	Azhar-u-din Shah	Engineer (Workshop)	Permanent	Mechanical
183	005191	Niaz Hussain	ACO	Permanent	Cane
184	005222	Abdul Sattar	Electrician	Permanent	Electrical
185	005263	Ali Murad Jhatyal	Assistant General Manager	Permanent	Cane
186	005268	Sono Khan	Welder	Permanent	Mechanical
187	005291	Inayatullah	C.P.O	Permanent	Cane
188	005292	Ghulam Shabbir Chakrani	CPO	Permanent	Cane



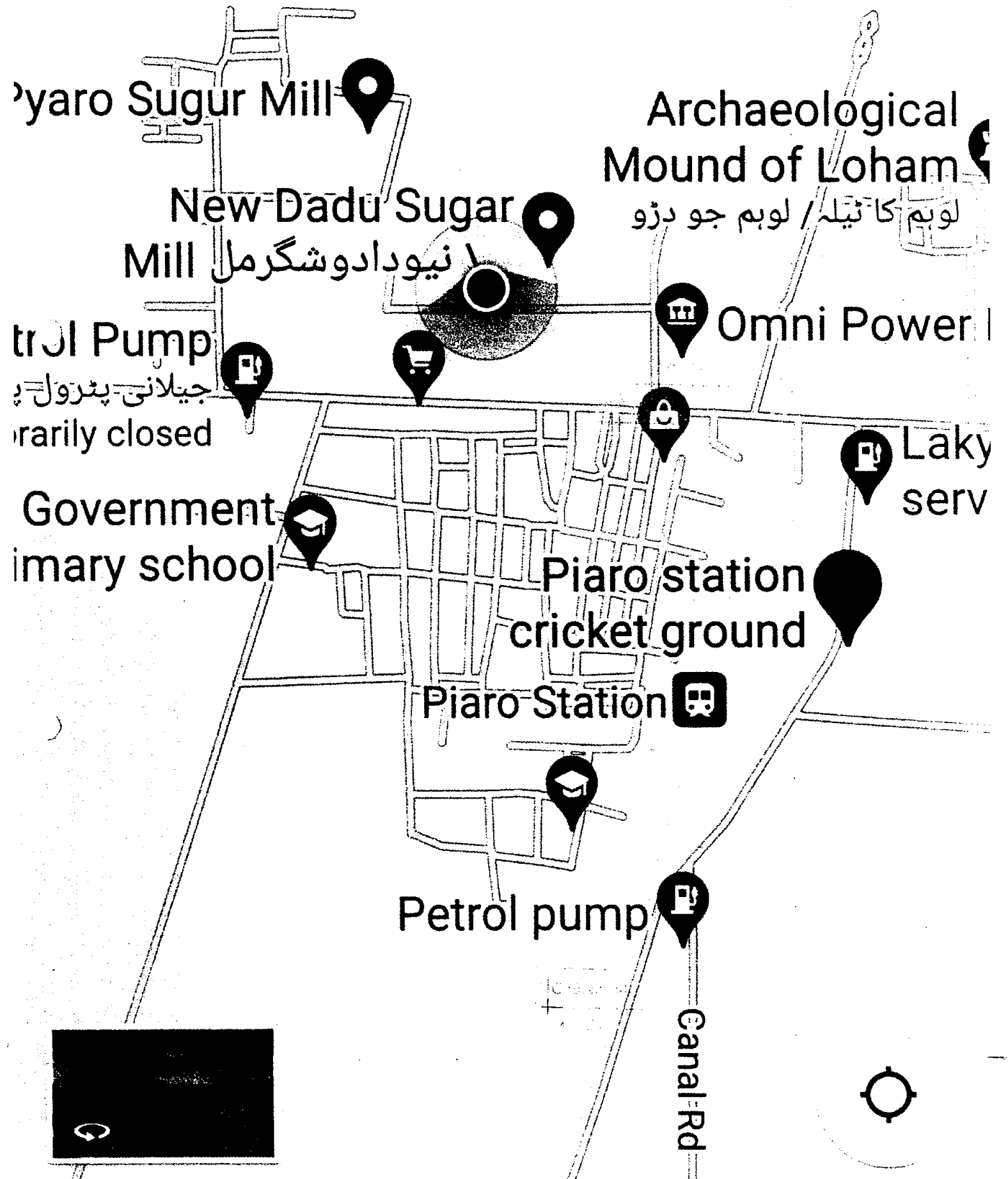
NEW DADU SUGAR MILLS (PVT) LIMITED

189	005294	Riaz Ahmed	Senior Panman	Permanent	Chemical
190	005295	Nadeem	Conti Pan Operator	Permanent	Chemical
192	005299	Aleem Khan	Driver	Permanent	Cane
193	005385	Farooque Ali	Junior Technician	Permanent	Electrical
194	005387	Muhammad Urs	Fireman	Permanent	Mechanical
196	005475	Shan Ali	A/C Technician	Permanent	Electrical
197	005476	Saeed Ahmed Shah	Switch Board Attendant	Permanent	Electrical
198	005479	Ghous Bux	Assistant Engineer PH	Permanent	Mechanical
199	005480	Abdullah	Fitter PH	Permanent	Mechanical
200	005525	Irfan Ali	Junior Fitter	Contract	Mechanical
201	005526	Fida Hussain	Junior Turbine Operator	Contract	Mechanical
202	005527	Aqib Ali	Feed Water Attendant	Contract	Mechanical
203	005543	Zainal-ul-Abdin	Juice Chemist	Permanent	Chemical
204	005546	Zahid Hussain	Junior Electrician	Contract	Electrical
205	005547	Muhammad Shoaib	Shift Chemist	Permanent	Chemical
206	005552	Nizamuddin	Fitter-PH	Permanent	Mechanical
207	005650	Aslam Hussain Shah	Yard Officer	Permanent	Cane
208	005779	Liaquat Ali	Driver	Permanent	Cane
209	005863	Ali Gul	Junior Electrician	Permanent	Electrical
210	005865	Asif Ali	Rigger	Permanent	Mechanical
211	005866	Abdul Jabbar	Fireman	Permanent	Mechanical
212	005867	Fida Hussain	Water Man	Permanent	Mechanical
213	005868	Ali Asghar	Water Man	Permanent	Mechanical
214	005869	Shahnawaz Brohi	D.C.C (Pan)	Permanent	Chemical
215	005872	Muhammad Aazam	Boiler Engineer	Permanent	Mechanical
216	005930	Shamshad Ali	Pan Chemist	Permanent	Chemical



NEW DADU SUGAR MILLS (PVT) LIMITED

217	005932	Hosh Muhammad	Fitter PH	Permanent	Mechanical
218	005979	Muhammad Ramzan	Sr.Panman	Permanent	Chemical
219	005992	Ghulam Murtaza	Panman-B	Permanent	Chemical
222	005981	Wahid Bux	Black Smith	Permanent	Mechanical
223	005985	Inayatullah	Juice Chemist	Contract	Chemical



DATE	10/10/50
BY	W. H. H. H.
FOR	U. S. A. R. C.
PROJECT	U. S. A. R. C.
NO.	1000
REV.	1000
DATE	10/10/50
BY	W. H. H. H.
FOR	U. S. A. R. C.
PROJECT	U. S. A. R. C.
NO.	1000
REV.	1000

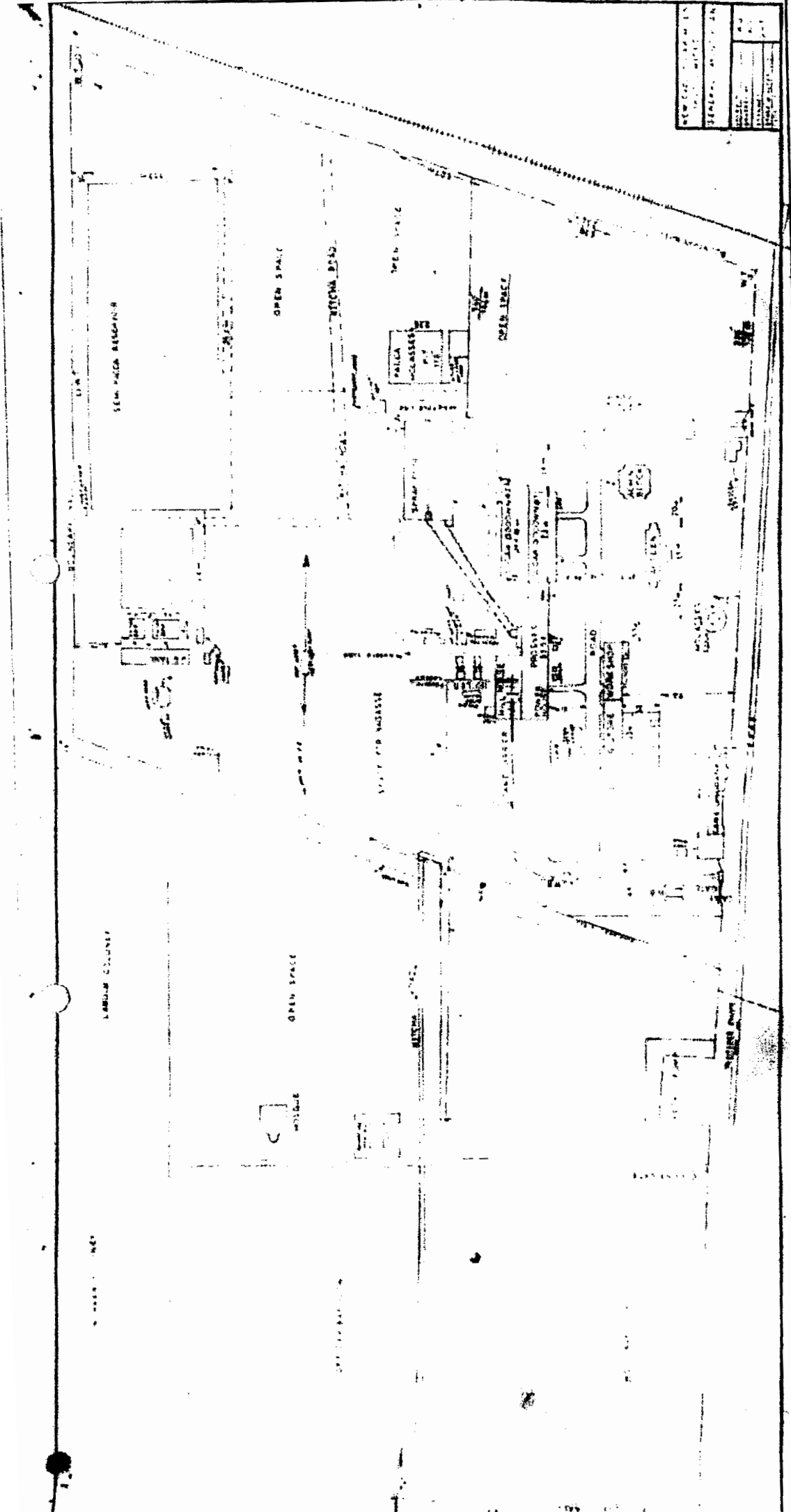


Figure 1

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SHCEDHULE - III

2

Technology, number of
units

Details of Generation Facility / Power Plant

A. General Information

(i)	Name of the Licensee / Company	New Dadu Sugar Mills (Pvt.) Limited
(ii)	Registered / Business Office	State Life Building # 10, Main Abdullah Haroon Road, Karachi
(iii)	Plant Location	New Dadu Sugar Mill, Plaro Goth, District Dadu, Sindh
(iv)	Type of Generation Facility	Bagasse Fired Thermal Power Station

B. Plant Configuration

(i)	Plant Size Installed Capacity	5.5 MW		
(ii)	Type of Technology	Conventional Steam Turbine Based Power Plant		
(iii)	Number of Unit / Size (MW)	Unit - 1	Unit - 2	Unit - 3
		1.5 MW	1.5 MW	2.5 MW
(iv)	Unit Make / Model & Year of Manufacture	2007	2008	2008
(v)	Commissioning / Commercial Operation Date COD of each unit of the generation facility	2007	2008	2008
(vi)	Expected Useful Life of the each unit of the generation facility from its COD/Commissioning	50	50	50
(vii)	Expected Remaining useful Life of each Unit of the Generation Facility (at the time of grant of Generation Licence)	30	30	30
(viii)	Term of the Generation Licence of the Generation Facility (based on Remaining Useful Life of Latest Commissioned Unit)	30	30	30
(ix)	Interconnection with National grid company, Distance and name of nearest grid voltage level (single line diagram)	SEPCO 132 KV grid station plaro goth distance 1 KM (single line diagram attached)		

(C). Fuel / Raw Material Details

1	Primary fuel	Baggase		
2	Secondary fuel	Furnace oil (FO)		
3	Alternate fuel	Wood, rice husk & other bio mass		
4	Startup fuel	Wooden / baggase		
5	Fuel source imported / indigenous	Primary fuel	Secondary /Startup	Alternate fuel
		Local	Local	Local
6	Fuel Supplier	Primary fuel	Secondary /Startup	Alternate fuel
		New Dadu Sugar Mills (PVT) Limited	New Dadu Sugar Mills (PVT) Limited	Local farmers
7	Supply arrangement	Primary fuel	Secondary /Startup	Alternate fuel
		Through conveyor loading tractors / trucks etc	Through conveyor loading tractors / trucks etc	Through conveyor loading tractors / trucks etc
8	Sugar cane crushing capacity	4500 Tons crushing per day		
9	Baggase generation capacity	30% of cane crushing per day		
6	Fuel storage facilities	Primary fuel	Secondary /Startup	Alternate fuel
		Bluck storage	Bluck storage	Bluck storage
6	Capacity of storage facilities	Primary fuel	Secondary /Startup	Alternate fuel
		20000 tons	20000 tons	20000 tons
6	Gross storage capacity	Primary fuel	Secondary /Startup	Alternate fuel
		20000 tons	20000 tons	20000 tons

(D). Emission Values

		Primary Fuel	Alternative Fuel
1	SOx	NA	<400mg/m ³
2	NOx	188 mg /Nm ³	<400mg/m ³
3	CO2	13.5	12% ~13%
4	CO	560 mg /Nm ³	< 3%
5	PM 10	91.2 / mg /Nm ³	0.107 mg/m ³

(E). Cooling System

1	Cooling water source / cycle	Canal water / deep well turbine pump / underground water
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(F). Other Characteristics

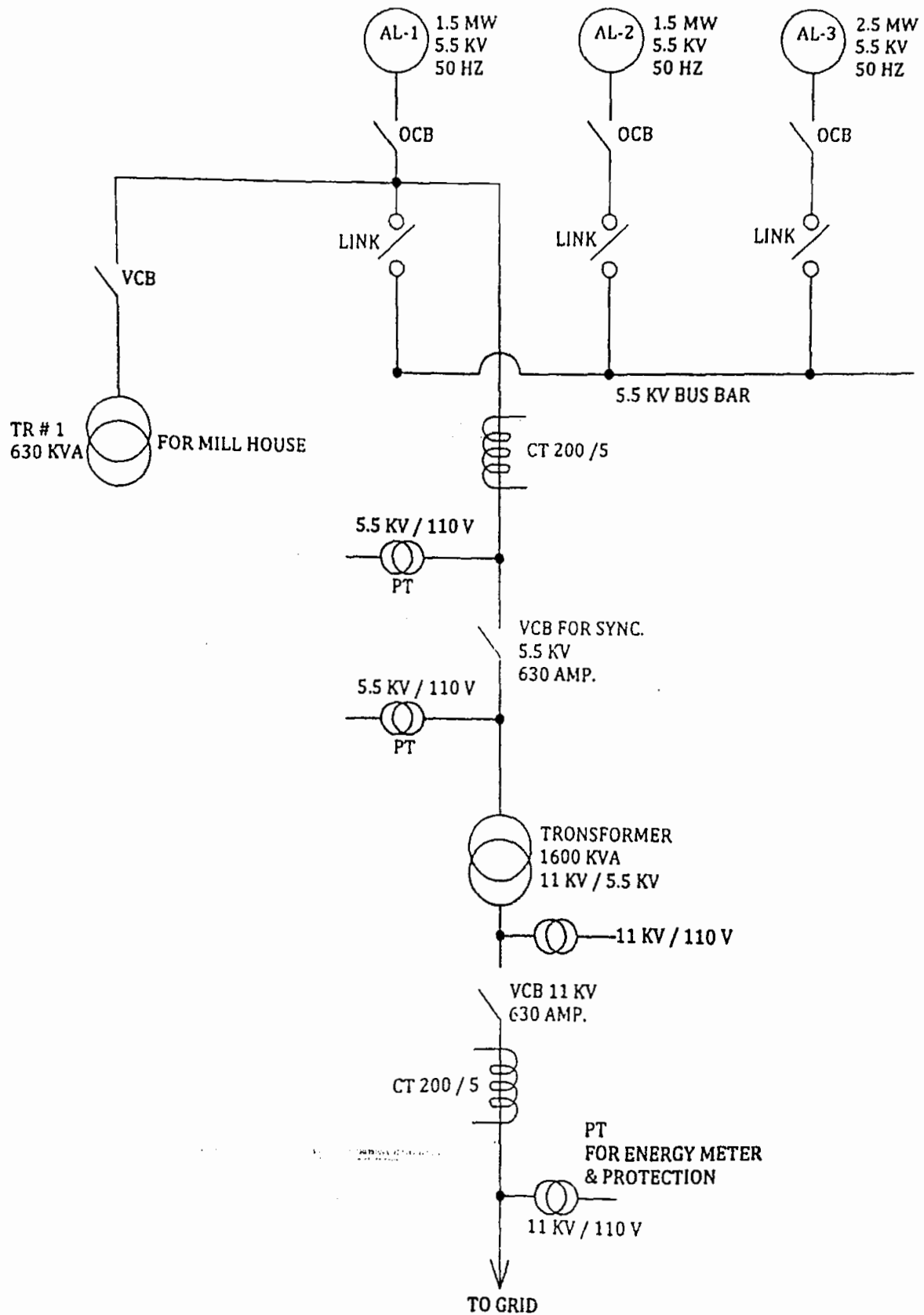
		Unit -1	Unit -2	Unit -3
1	Generation Voltage	5.5 KV	5.5 KV	5.5 KV
2	Frequency	50 Hz	50 Hz	50 Hz
3	Power Factor	0.8 PF	0.8 PF	0.8 PF
4	Automatic Generation Control (AGC)	Electronic / Digital	Electronic / Digital	Electronic / Digital
5	Ramping Rate	10 Minutes to full load	10 Minutes to full load	10 Minutes to full load
6	Time required to Synchronize to grid	10 Minutes	10 Minutes	10 Minutes

NEW DADU SUGAR MILLS

ELECTRICAL SINGLE LINE DIAGRAM

POWER EXPORT TO GRID

TURBO ALTERNATOR'S



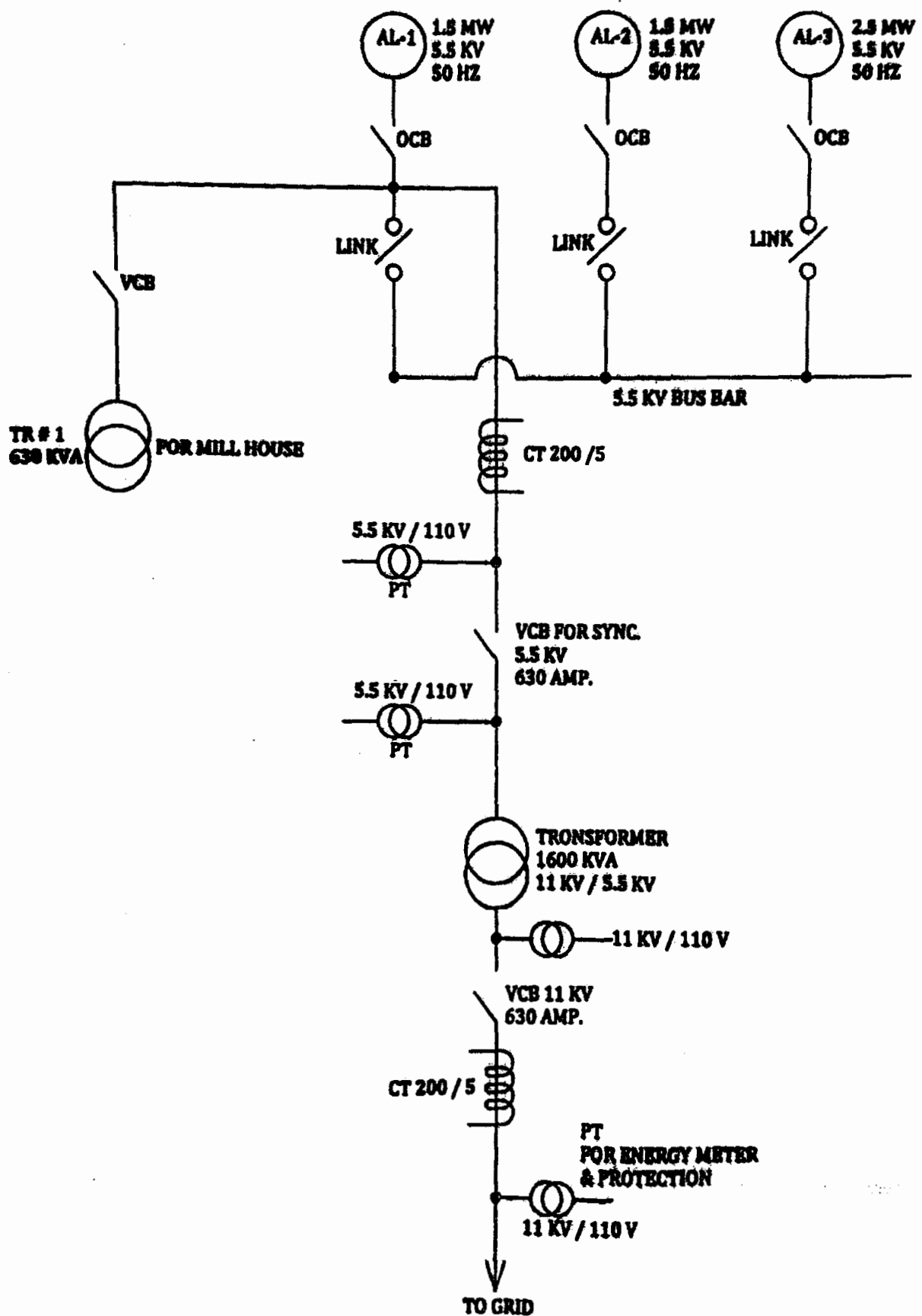
SHCEDHULE - III

3

Fuel : Type, imported /
indigenous, supplier,
logistics, pipelines etc.

**ELECTRICAL SINGLE LINE DIAGRAM
POWER EXPORT TO GRID**

TURBO ALTERNATOR'S



SHCEDHULE - III

7

Installed capacity, De-
rated capacity,
expected remaining life

SCHEDULE # 2		Unit 1	Unit 2	Unit 3
1	Total installed gross capacity of generation facility	1.5 MW	1.5 MW	2.5 MW
2	Total installed De-rated capacity generation facility at reference site condition	1.5 MW	1.5 MW	2.5 MW
3	Total auxiliary consumption of generation facility	0.55 MW		
4	Total installed net capacity of generation facility at reference site condition	1.35 MW	1.35 MW	2.25 MW

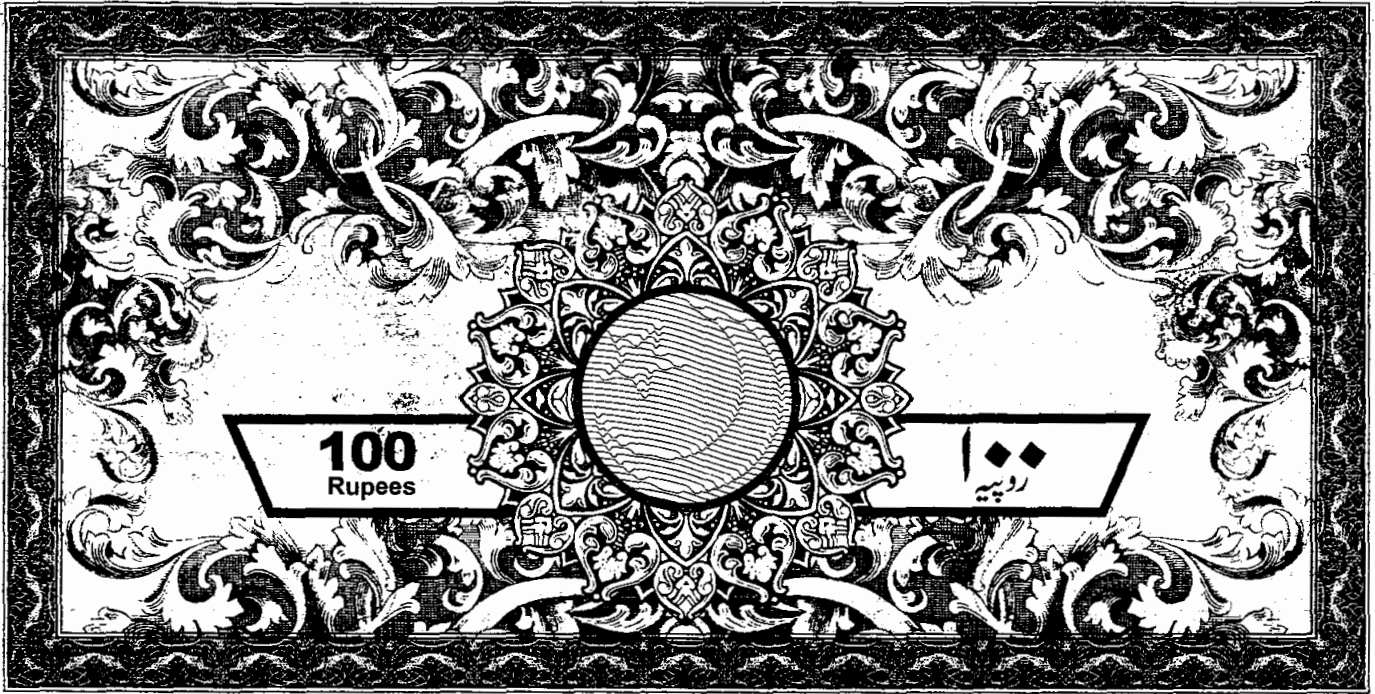
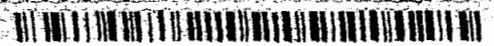


S. NO. 112016 DATE
 "SUED TO WITH ADDRESS
 THROUGH WITH ADDRESS IREAN ALI SH Advocate
 PURPOSE
 VALUE RS BEFORE KBA
 STAMP VENDOR SIGNATURES

I, **Kamal Danish Akhund**, bearing **CNIC No.42201-0551558-3**, being duly authorized by **New Dadu Sugar Mills (Pvt) Limited**, hereby solemnly affirm and declare on oath that the contents of the accompanying application of **New Dadu Sugar Mills (Pvt) Limited** for a generation Licence, including attached documents-in-support, are true and correct to the best of my knowledge and belief and that nothing has been concealed.

Signature: _____
Name: Kamal Danish Akhund
Dated: _____





S. ABBAS ALI ZAIDI STAMP VENDOR
Lic No. 17, C/O Seat # 34, Shed "A"
City Court, Karachi Pakistan

21 DEC 2023

S. NO. 112016 DATE

SUED TO WITH ADDRESS

THROUGH WITH ADDRESS REAN ALI Advocate

PURPOSE: REMOVE KRA

VALUE RS. REMOVE THE NATIONAL ELECTRIC POWER REGULATORY AUTHORITY

STAMP VENDOR SIGNATURES

AFFIDAVIT

I, Kamal Danish Akhund, bearing CNIC No.42201-0551558-3, being duly authorized by New Dadu Sugar Mills (Pvt) Limited, hereby solemnly affirm and declare on oath that the contents of the accompanying application of New Dadu Sugar Mills (Pvt) Limited for a generation Licence, including attached documents-in-support, are true and correct to the best of my knowledge and belief and that nothing has been concealed.

DEPONENT

Signature:

Name: Kamal Danish Akhund

Dated:

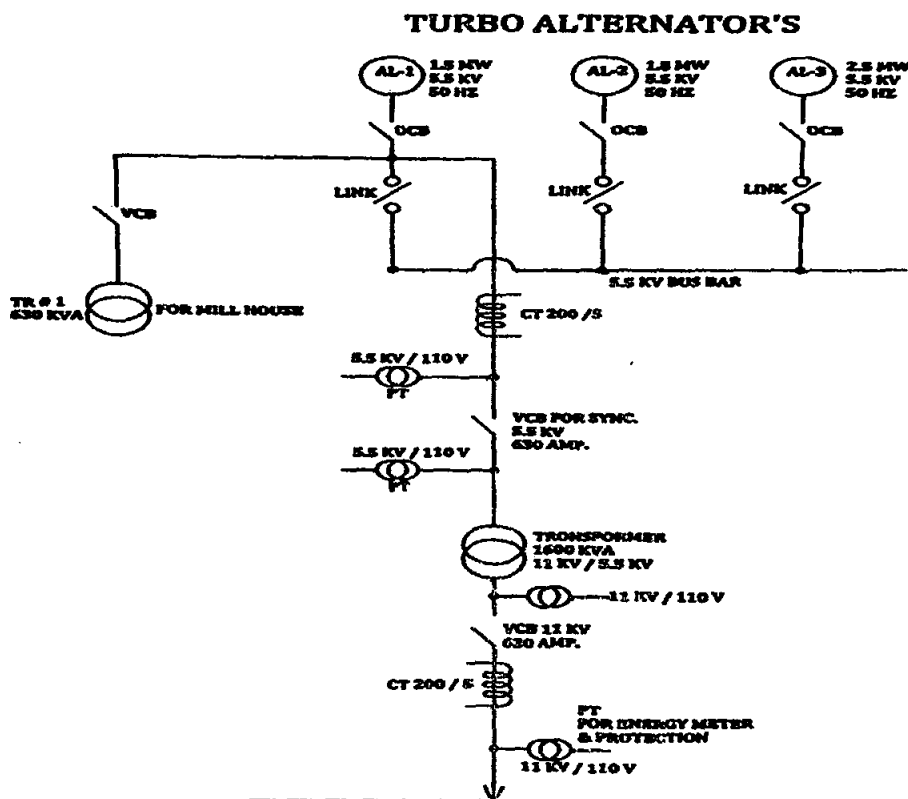


TECHNICAL DETAILS:

New Dadu Sugar Mills (Pvt) Limited is a sugar plant with a crushing capacity of 4,500 TCD. Majority of sugar processing equipment are imported from FCB, France. Some of the major processing equipment include 3 Boiler Houses, Power House, Process House and a Mill House. The power requirement of sugar plant is fulfilled by 3 steam turbines installed in power house. These three steam turbines are fed with steam which is generated in a bagasse fired low/medium pressure boilers. Once power is generated through steam turbine, the steam is passed on to the mill house for sugar processing.

The turbine generator produces electricity at 5.5 KV. For export of surplus power to Sukkur Electric Power Company (SEPCO) a 1600 KVA step up transformer is installed which will increase the voltage from 5.5 KV to 11KV and will be connection with Piaro Goth Grid Station which is situated a distance of 1 KM approx. from the plant. SLD is attached below.

NEW DADU SUGAR MILLS ELECTRICAL SINGLE LINE DIAGRAM POWER EXPORT TO GRID



In terms of operation and maintenance, the sugar plant has almost over 200 personnel in different cadres and different technical and non-technical functions. A number of personnel are stationed at power house for continuous operation of plant during the crushing season.

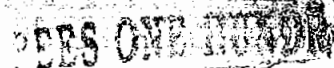
FINANCIAL DETAILS:

Initially the power generated was consumed internally for the sugar production process and other requirement, but after certain measure and optimization exercise, the plant is able to have a certain surplus which it is interested in selling to the SEPCO.

But this export of power needed a set up to step up the voltage so the power could be transmitted through the nearest grid station.

Following is the estimated expenses for development and installation of new equipment for power export.

Sr.#	Description	Unit	Req: Qty	Est: Total Price (Without GST) Rs
1	Transformer	Nos	1	9,027,000
2	Service & Commissioning	Nos	1	150,000
3	VCB Switch Gear	Nos	2	7,847,000
4	Control & Synozing Panel	Nos	2	2,478,000
5	HT Cable	Mtr	240	2,520,000
6	Room for Transformer & VCB	Nos	1	750,000
7	Labour Charges			140,000
8	Electrical Erection Work			300,000
9	06 Person Working during Operation to Export Power			108,000
Total Amount Rs. >>>>>>				23,320,000



SHAHID QURESHI
Advocate
Ledger # 15129-SE

21 FEB 2024

AFFIDAVIT

~~DÉPONENT~~

Signature:

Name: Kamal Danish Akhund

Dated:



NEW DADU SUGAR MILLS (PVT) LIMITED

The Registrar

National Electric Power Regulatory Authority

SUBJECT: STATEMENT FOR REFUSAL OF GRANT OF GENERATION LICENSE

I, Kamal Danish Akhund, being the duly authorized representative of New Dadu Sugar Mills Limited (NDSML), as required pursuant to Regulation 3(h) of the National Electric Power Regulatory Authority Licensing (Application, Modification, Extension and Cancellation) Procedure Regulations, 2021, confirm that New Dadu Sugar Mills (Pvt.) Limited has never been refused grant of generation license under the Act by the Authority.

Date:

Signature: _____

Kamal Danish Akhund

Registered Office: Piaro Goth, Dist: Dadu.

(76200) Ph: 025-4551001-9

Corporate Office: CL-5/4, State Life Building # 10, Main Abdullah Haroon Road, Karachi - 75350 Pakistan.

UAN: 111-666-447, Fax: 92-21-35680533 , 35657788, Email: newdadusugarmills@omnigroup.com.pk

Web: www.omnigroup.com.pk



NEW DADU SUGAR MILLS (PVT) LIMITED

EXTRACTS OF THE RESOLUTIONS OF BOARD OF DIRECTORS OF
NEW DADU SUGAR MILLS (PVT.) LIMITED
PASSED IN THEIR MEETING HELD ON MARCH 13, 2024
AT IT'S HEAD OFFICE AT STATE LIFE BUILDING # 10, MAIN ABDULLAH HAROON ROAD, KARACHI

The Board of Directors of New Dadu Sugar Mills (Pvt.) Limited company duly formed and registered in the Islamic Republic of Pakistan under the company's ordinance 1984 having incorporation No. 0066202 and having its registered office at State Life Building # 10, Main Abdullah Haroon Road, Karachi, in their meeting held on March 13, 2024, passed the following resolutions:

UNANIMOUSLY RESOLVED that the Company should approach NEPRA for Generation License under the Regulation of Generation, Transmission and Distribution of Electric Power Act, 1997.

Further Resolved, that **Mr. Kamal Danish Akhund**, is hereby singly authorized to do any or all of the following acts, deeds and things, on behalf of the Company, in connection with this application to be filed with NEPRA under the Regulation of Generation, Transmission and Distribution of Electric Power Act, 1997 and the National Electric Power Regulatory Authority Licensing (Application, Modification, Extension and Cancellation) Procedure Regulations, 2021:

- Represent the Company before NEPRA, and in doing so perform all lawful acts, deeds and things, including but not limited to filing, signing, presenting, modifying, amending, withdrawing applications and other documents, responding to any queries and meeting any objections, receiving notices and documents; and
- Do all acts, deeds and things, which are ancillary and incidental to the afore-said purposes. Further Resolved, that extracts of this resolution be provided to the NEPRA with the seal/stamp duly affixed thereon.

Further Resolved, that extracts of this resolution be provided to the NEPRA with the seal/stamp duly affixed thereon.



Company Secretary



Registered Office: Piaro Goth, Dist: Dadu.

(76200) Ph: 025-4551001-9

Corporate Office: CL-5/4, State Life Building # 10, Main Abdullah Haroon Road, Karachi - 75350 Pakistan.

UAN: 111-666-447, Fax: 92-21-35680533, 35657788, Email: newdadusugarmills@omnigroup.com.pk

Web: www.omnigroup.com.pk