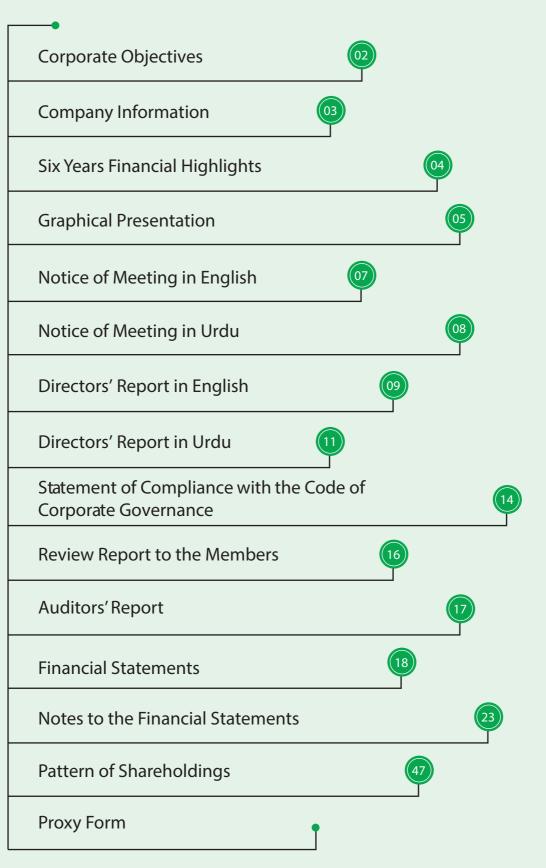


Annual Report 2016





CONTENTS:



CORPORATE OBJECTIVES

• Develop a strong organization centered at Karachi, to run the existing business and exploit new opportunities.

PAKCHEM

- Develop relationships with agents and end-users for a world-wide reach for our products and thus improve profitability.
- Develop a strategy on procurement of raw material to secure long-term business and development opportunities.
- Identify, establish and exploit new markets and technologies through Research and Development and marketing skills.
- Identify suitable acquisitions for real synergies to improve our corporate position and profit potential.
- In recognition of its responsibilities as a Corporate Body the Company aims to:
 - Pursue personnel policies, which recognize the aspirations and performance of individuals and which are suited to the diverse levels of skills required and the many career paths available in the company.
 - Have full regard to the attitudes and expectations of its client base at large and contribute as appropriate, to the formulation of positive attitudes and opinions.
 - Act as a reputable, efficient and responsible organization.



COMPANY INFORMATION

AS ON DECEMBER 31, 2016

AS ON DECEMBER 31, 2016		
Board of Directors Mohammad Moonis Shuaib Ahmed Ozair Ahmed Hanafi Tariq Mohamed Amin Mohammed Aslam Hanafi Mohammad Ali Hanafi Zaeem Ahmad Hanafi Zahid Zaheer Zubyr Soomro	Chairman Director Director Director Director Director Director Director Director	
Chief Executive Sajid Iqbal Hussain		
Audit Committee Tariq Mohamed Amin Zaeem Ahmad Hanafi Zahid Zaheer Zubyr Soomro	Chairman Member Member Member	
Human Resource & Remuneration (Zahid Zaheer Shuaib Ahmed Tariq Mohamed Amin Zubyr Soomro	(HR&R) Committee Chairman Member Member Member	
Chief Financial Officer & Company S Manzoor Ahmed	Secretary	
Auditors EY Ford Rhodes Chartered Accountants		
Legal Advisor Azizuddin & Co.		
Bankers Askari Bank Limited Habib Bank Limited MCB Bank Limited		
Registrar and Share Transfer Office JWAFFS Registrar Services (Pvt.) Limit 407-408, Al-Ameera Centre Shahrah-e-Iraq, Saddar Karachi		
Phone: (92-21) 35662023-24		
Registered Office / Head Office B-19/A. Irshad Oadri Road		Phone: (92-21) 32561124-26 Fax: (92-21) 32561320

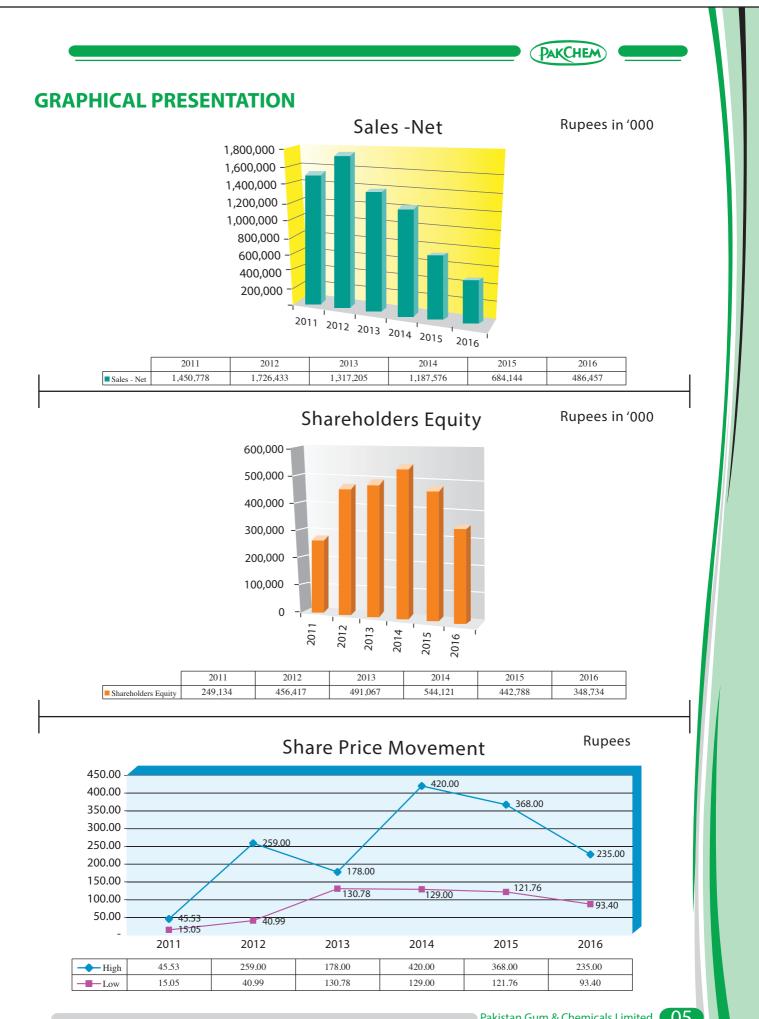
B-19/A, Irshad Qadri Road S.I.T.E., Karachi-75700 P. O. Box 3639 Phone: (92-21) 32561124-26 Fax: (92-21) 32561320 E-mail: info@pakchem.com.pk URL: www.pakchem.com.pk



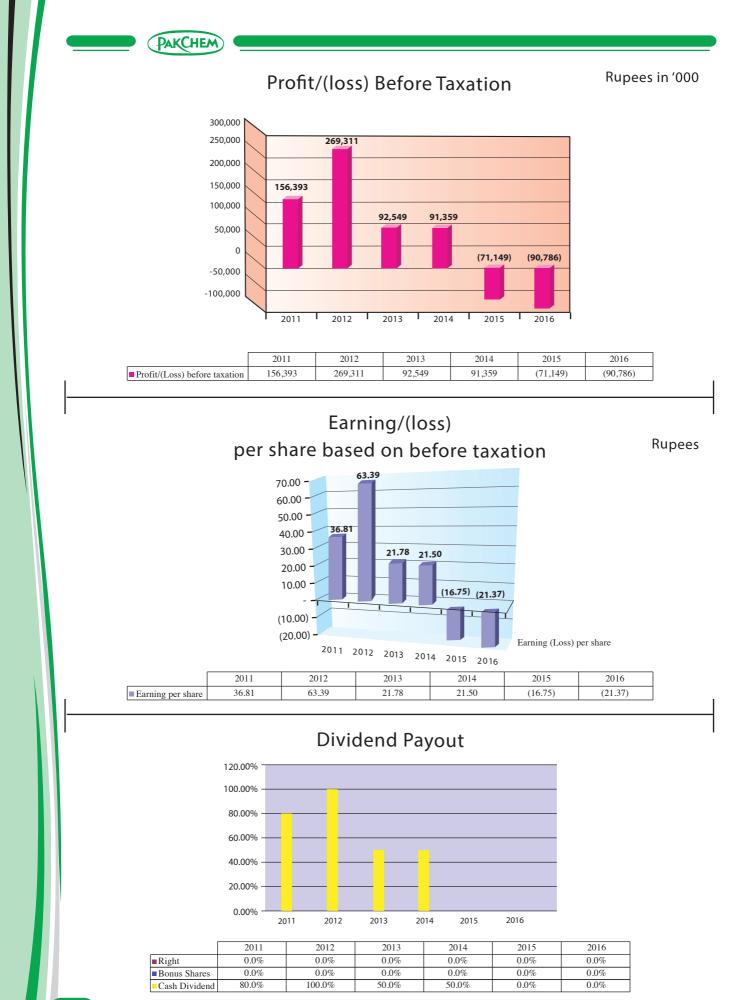
SIX YEARS FINANCIAL HIGHLIGHTS

(Rupees in Thousands)

	2016	2015	2014	2013	2012	2011
Operating assets	105,950	122,331	134,801	59,524	57,557	49,110
Capital work-in-progress	6,025	6,025	6,637	81,400	30,815	317
Long-term Security Deposits	878	878	878	862	862	778
Net current and other assets	238,004	316,402	405,411	349,925	370,360	198,929
Total assets employed	350,857	445,636	547,727	491,711	459,594	249,134
Ordinary capital	42,486	42,486	42,486	42,486	42,486	42,486
Reserves	306,248	400,302	501,635	448,581	413,931	206,648
Non-Current liabilities	2,123	2,848	3,606	644	3,177	-
Total funds employed	350,857	445,636	547,727	491,711	459,594	249,134
Net turnover	486,457	684,144	1,187,576	1,317,205	1,726,433	1,450,778
(Loss) / Profit before taxation	(90,786)	(71,149)	91,359	92,549	269,311	156,393
% of net sales	(18.66)	(10.40)	7.69	7.03	15.60	10.78
% of average assets employed	(22.80)	(14.32)	17.58	19.46	76.00	84.46
(Loss) / Profit after taxation	(94,951)	(75,471)	77,521	76,441	246,177	127,929
Cash dividend - amount	-	-	21,243	21,243	42,486	33,989
Bonus Shares - %	-	-	-	-	-	-
Right Shares - %	•	-	-	-	-	-
Cash dividend - %	•	-	50	50	100	80
(Loss) / Earnings per share Rs.	(22.35)	(17.76)	18.25	17.99	57.94	30.11
Break-up value	82.58	104.89	128.92	115.73	108.18	58.64
No. of shares	4,249	4,249	4,249	4,249	4,249	4,249



Pakistan Gum & Chemicals Limited 05



06 Pakistan Gum & Chemicals Limited



NOTICE OF MEETING

Notice is hereby given that the 54th Annual General Meeting of Pakistan Gum & Chemicals Limited, will be held on Tuesday, 25 April, 2017 at 10:00 am at Company's registered office, B-19/A, Irshad Qadri Road, SITE, Karachi to transact the following business:

Ordinary Business:

- 1. To confirm the Minutes of Extra-ordinary General meeting held on March 30, 2017 and 53rd Annual General Meeting held on April 26, 2016.
- 2. To consider and adopt the Annual Audited Financial Statements of the company for the year ended 31 December, 2016 together with Directors' and Auditors' reports thereon.
- 3. To appoint external auditors for the year ending December 31, 2017 and to fix their remuneration.

A member has given Notice under Section 253 of the Companies Ordinance, 1984, proposing the name of M/s KPMG Taseer Hadi & Co. Chartered Accountants as external auditor of the Company in place of retiring auditor M/s EY Ford Rhodes Chartered Accountants who retire after completion of their term.

4. To transact any other ordinary business as may be placed before the meeting with the permission of the Chair.

By Order of the Board

Manzoor Ahmed Company Secretary Karachi: 16 March, 2017

Notes:

- 1. The Share Transfer Books of the Company will remain closed from 18 April, 2017 to 25 April, 2017 (both days inclusive). Transfers received in order by our registrar M/s JWAFFS Registrar Services (Pvt) Limited 407-408 Al-Ameera Center, Shara-e-Iraq, Saddar Karachi, at the close of business on April 17, 2017 will be treated in time for the purpose of attending the meeting.
- 2. CDC shareholders are requested to bring their original CNIC, Account No., Sub-Account number and participant's number in Central Depository System for identification purpose for attending the meeting. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.
- 3. A member entitled to attend and vote at the meeting may appoint another person on his / her behalf as his / her proxy to attend, speak and vote and a proxy so appointed shall have such right with respect to attending, speaking and voting at the meeting as are available to a Member. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. A proxy need not be a member of the Company.
- 4. Shareholders are requested to notify any change in their addresses immediately.

Transmission of Audited Financial Statements & Notices to members through email:

In terms of S.R.O. 787(I)/2014, SECP has allowed the circulation of Audited Financial Statements along with Notice of Annual General Meeting to the members through e-mail. Therefore, all members of the Company who wish to receive soft copy of Annual Report are requested to send their e-mail addresses. The consent form for electronic transmission could be downloaded from the Company's website www.pakchem.com.pk. Audited financial statements and reports are being placed on the aforesaid website.

CDC Account Holders will further have to follow the guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan.



سالانه اجلاس عام کی اطلاع

پاکستان کم اینڈ کیمیکز کمیٹڈ کا 54 واں سالا نہ اجلاسِ عام بروز منگل مورخہ 25 اپریل 2017ء 10:00 بج کمپنی کے رجسڑ ڈ آفس، B-19/A ارشاد قادری روڈ ، سائیٹ ، کراچی، میں درج ذیل معاملات طے کرنے کے لئے منعقد ہوگا۔

عام کاروبار:

نوے:

- ا۔ سسستمپنی سے غیر معمولی اجلاس جو کہ پہ مارچ ۲۰۱۷ کو ہوااور سالا نہ عام اجلاس جو کہ ۲ ۱۲ پر میل ۲۰۱۲ کو ہواد دنوں کے منٹس کی تصدیق
 - ۲۔ 31 دسمبر 2016ء کے ختم پز برسال کے آڈٹ شدہ اکاؤنٹس بشمول ڈائر یکٹرزاور آڈیٹرز کی رپورٹس پرغوراورمنظوری۔
 - ۳۔ اختتامی سال 31 دسمبر 2017ء کے لئے آڈیٹرز کا تقرری اور مشاہر کے انعین ۔

سمپنی سے ایک ممبر نیکینیز آرڈیننس ۲۹۸۴ کی ذیر دفت ۲۵۳ کے تحت میسرز .KPMG Taseer Hadi & Co چارٹرڈا کا ڈنٹنس کا نام سبکدوش ہونے والے آڈیٹرز EY Ford Rhodes چارٹرڈا کا دُنٹنٹس کی جگہ تجویز کیا ہے جو کے اپنی معیاد ککمل کر چکے ہیں۔ ۴۷۔ سیچیر مین کی اجازت سے کسی اور عام کا روبار پر عملدرآ مد۔

بحکم برائے بورڈ Ahund nidecioa تمپنی سیکریٹری كراچى: 16مارچ 2017ء

- ا۔ سلمپنی کی شیئر ٹرانسفر بکس18ا پریل 2017ء تا 25 اپریل 2017ء بشمول دونوں دن بندر کھی جا ئیں گی۔ٹرانسفرز جو کے تر تیب میں JWAFFS Registrar Services (Pvt.) Limited, 407-408, Al Ameera Centre, Saddar, تک سے امارچ کا ۲۰ کو پنچ جا نمینگے بروقت قراردیئے جا نمینگے اور میڈنگ میں حاضری سے اہل ہو گئے۔
- ۲۔ CDC صقبہ داروں سے گزارش کی جاتی ہے کہ وہ اپنا کمپیوٹرائز ڈشاختی کارڈ، اپناا کا وُنٹ یا کا وُنٹ نمبراور سینٹرل ڈیپوزیٹر کی مسٹم میں نثر کت کرنے والے کا نمبر شنا خت کے لئے ہمراہ کیکر اجلاس میں شر کت کریں۔ Corporate Entity ہونے کی صورت میں بورڈ آ ڈائر کیٹرز کی قرار دادیا محتار نامہ، نامز دافراد کے نمونہ دستخط، اجلاس میں شرکت کے وقت حاضر کرنے ہو نگے۔
- ۳۔ عام اجلاس میں شرکت اورووٹ دہندہ ممبرا پنی شرکت کرنے، بولنے اورووٹ دینے کے لئے پراکسی کا تقرر کر سکتے ہیں۔ضروری نہیں کہ یہ یقرری کسی ممبر ہی کی ہوالیی تقرری کی اطلاع تمپنی کے رجسڑ ڈآفس میں میڈیک سے کم از کم اڑتالیس گھنے قبل داخل کرنی لا زمی ہے۔ ۴۷۔ حصہ داروں سے گزارش ہے کہ اگران کے موجودہ یہ نہ میں کوئی تبدیلی ہوئی ہے تو اس کی اطلاع فور کی طور پر کمپنی کو کریں۔

SECP نے بزریعیذوشیفییشن 2014(ا)SRO787ڈٹ شدہ مالیاتی حسابات کوسالانہ اجلاس عام کے نوٹس کے ہمراہ ممبران کو بزریعہ ای میل ارسال کرنے کی اجازت دی ہے لہذا تمام ممبران جوسالانہ رپورٹ کی سوفٹ کا پی وصول کرنے کے خواہ شمند ہوں ان سے درخواست ہے کہ اپنے ای میل ایڈرلیس ارسال کردیں۔الیکٹرا نکٹر اسمیشن کے لئے اجازت نامہ کے فارم کمپنی کی ویب سائیٹ www.pakchem.com.pk سے ڈاؤن لوڈ کئے جاسکتے ہیں۔آڈٹ شدہ مالیاتی حسابات اورر پورٹس مذکورہ ویب سائیٹ پرمہیا کی جارہی ہے۔

CDC ممبران مزید پیروی کے لئے SECP کے سرکلرنمبرا مورخہ ۲۶ جنوری ۲۰۰۰ء سے مدد لے سکتے ہیں۔

پاکستان گم اینڈ کیمیکلز کمیٹڈ، B-19/A، ارشادقادری روڈ، سائٹ، کراچی۔ فون نببرز:2561124- 32561، فیکس نبر:32561320، ای میل:info@pakchem.com.pk

08 Pakistan Gum & Chemicals Limited



On behalf of the Board of Directors, it is my pleasure to welcome you to the 54th Annual General Meeting of the Company.

Business Review

Net sales during the year were Rs.486 million compared to Rs.684 million for the previous year, a reduction of 29% compared with the last year. This reflects substantial fall in demand even at the reduced selling price. This has resulted in Net Loss after tax of Rs.95 million compared to after tax loss of Rs.75 million for the previous year. These results are disappointing but not unexpected. As reported previously, global market for guar products has plummeted. Prices for guar products have dropped to unprecedented level. Guar market in India has crashed. Indian producers have been making distress sales at very low price which is adversely impacting our sales both in quantity and price. Overseas customers have been holding back their orders in anticipation of further reduction in prices. On the other hand, seed suppliers are hoarding the stock to keep/maintain prices at higher level. The management is watching the current seed price situation and cautiously purchasing the seed without exposing the Company to high risk.

Code of Corporate Governance

As required by the Code of Corporate Governance under clause (xvi), we are pleased to report the following:

- The financial statements, prepared by the management of the Company, present its state of affairs fairly, the result of its operations, cash flow and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgement.
- International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements and any departure therefrom has been adequately disclosed and explained.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the Company's ability to continue as a going concern. The Company has incurred a net loss of Rs. 95 million (loss in 2015: Rs.75 million). The Management believes that the above adverse results are due to low prices in international market, reasons being the decline in international crude oil prices and decrease in demand for industrial grade products from the hydraulic fracturing industry. However, the Management believes that the decline in international oil prices and resulting demand is considered to be temporary and the Company will be able to achieve the desired level of profitability in the future based on the plans drawn by the management.
- The operating results for the year reflected net loss after tax of Rs.95 million compared to after tax loss of Rs.75 million in the previous year, reasons for which have been given under Business Review.
- Key operating and financial data of last six years are summarized.
- The Company operates funded gratuity, pension and provident fund schemes for its eligible employees. The fair value of investments amounted to Rs.55.2 million as at December 31, 2016.
- The number of board and Committees' meetings held during the year and attendance of these meetings is as follows:

	Attendance			
Name	Board Meeting	Board Audit Committee	HR & Remuneration Committee	
Mr. Mohammad Moonis (Chairman)	5/5			
Mr. Shuaib Ahmed (Director) / Vice Chairman	5/5		1/1	
Mr. Ozair Ahmed Hanafi (Director)	4/5			
Mr. Mohammed Aslam Hanafi (Executive Director)	4/5			
Mr. Mohammad Ali Hanafi (Director)	4/5			
Mr. Tariq Mohamed Amin (Director) / Chairman BAC	5/5	3/4	1/1	
Mr. Zaeem Ahmad Hanafi (Director)	4/5	3/4		
Mr. Zahid Zaheer (Director) / Chairman HR&RC	5/5	4/4	1/1	
Mr. Zubyr Soomro (Director)	3/5	3/4	0/1	
Mr. Sajid Iqbal Hussain (Managing Director/Chief Executive)	5/5	4/4	1/1	
· · ·		By invitation	By invitation	

PakChem



No trades in share of the Company were carried out by its Directors, CEO, CFO, Company Secretary, Head of Internal Audit and their spouses and minor children.

Dividend

In view of the loss incurred during the year, the Board has not recommended payment of any dividend for the year.

Future Prospects

The Management is fully conscious of the current difficult business conditions. Recent visit by its team to the existing and potential overseas customers has had encouraging response and expect that to materialize in new profitable business.

Appropriations

Tations	Rupees in '000
Net (Loss) for the year before taxation Provision for taxation	(90,786) (4,165)
Net (Loss) for the year after taxation Other comprehensive income	(94,951) 897 (94,054)
Appropriations Proposed Cash Dividend Proposed Bonus Shares Transfer to General Reserve	
(Loss) carried forward	(94,054)
Basic (Loss) per share (Rupees)	(22.35)

Pattern of shareholdings

The pattern of shareholdings of the Company as at December 31, 2016 is given on page 47 of this report.

Holding Company

East West Group Holdings Inc., a company incorporated in British Virgin Islands, U.K. is the primary shareholder of the Company.

Auditors

The present auditors Messrs. EY Ford Rhodes, Chartered Accountants, retire after completion of their term. The external auditors have confirmed that:

- i) They have been awarded a satisfactory rating under the Quality Control Review Program of the Institute of Chartered Accountants of Pakistan (ICAP).
- ii) Neither EY Ford Rhodes, Chartered Accountants (the Firm) nor any of its partners or their spouses or minor children, at any time during the year, held, purchased, sold or took any position in the shares of the Company or any of its associated companies or undertakings;
- iii) The Firm and all its Partners are in compliance with the International Federaion of Accountants (IFAC) Guidelines on code of ethics as adopted by the ICAP; and
- iv) The Firm or the persons associated with them have not been appointed to provide other services except in accordance with the Listing Regulations and that IFAC Guidelines in this regard have been observed.

The Board records its appreciation for the valuable services rendered by EY Ford Rhodes Chartered Accountants.

In line with the requirement of the Code of Corporate Governance, the Board Audit Committee has recommended the appointment of KPMG Taseer Hadi & Co. Chartered Accountants, as auditors of the Company for the year ending December 31, 2017 and the Board endorses the same.

Acknowledgement

We would like to thank the employees for their hard work under very trying conditions. We also owe a debt of gratitude to the Board Members for their wise counsel and continued support.

By order of the Board

Sajid Iqbal Hussain Chief Executive

Karachi: 16 March, 2017

Pakistan Gum & Chemicals Limited

Mohammad Moonis Chairman

PAKCHEM

دْائيريكٹرزكاجائيزہ

میں بورڈ آف ڈائیر کٹرز کی جانب سے ۳۱ دسمبر۲۰۱۲ کوفتم ہونے والے سالانہ آڈیلڈ مالیانی گوشوارے جو کے ای وائی فورڈ روڈز، چارٹرڈا کاؤشینٹس کے جائیزے پر شتل ہیں، پیش کررہا ہوں۔

كاردبارى جائيزه

دوران سال حتی فر دخت ۳۸۶ ملین روپ رہی جو کہ گزشتہ سال اس دوران ۲۸۴ ملین روپ تھی، جو کہ گزشتہ سال کی ہند بنہ ۳۵ فیصد کم رہی۔ یہ شرح ہماری مصنوعات کی ما تک میں شدید کمی کی عکامی کرتی ہے۔ اس سے نتیجہ میں کمپنی کوئیکس کی ادائیگی سے بعد ۹۵ ملین روپ کا خصارہ ہوا جبکہ گزشتہ سال اس ہی دوران یہ خصارہ ۵۵ ملین روپ تھا۔ یہ تائیج کر چہ مایوس کن ضرور ہیں تکر غیر متوقعہ نیس جیسا سے ہم پہلی بھی آگاہ کر چکے ہیں سے یہ تاتی اس بات کی عکامی کرتے ہیں کہ گوار کی مصنوعات کی قیتوں اور منافع کی شرح میں شدید کمی ہوئی ہے۔ دوسری جانب ہند دستانی مار کی سے تھی بر عظر متوقعہ نیس جیسا سے ہم پہلی بھی آگاہ کر چکے ہیں سے یہ تاتی اس بات کی عکامی کرتے ہیں کہ گوار کی مصنوعات کی قیتوں اور منافع کی شرح میں شدید کمی ہوئی ہے۔ دوسری جانب ہند دستانی مار کی سے بھی بری طرح متاثر ہوئی جہاں گوار کی مصنوعات بنا نے والے بہت کہ قیتوں پر فروخت جاری رکھ ہوئے ہیں جس کہ باعث ہماری فروخت کی تھرا و میں بھی اور کی مصنوعات کی قیتوں میں کمی کی امید پر زبر بر کا شکار ہیں اور گوار کی صنوعات کی قیتوں میں اضافہ کی آس پر فروختی تھی ہی میں طرح متاثر ہوئی خریدار کی رہی ہے ہوں اور گوار کے تی تیں کہ گوار کی مصنوعات کی قیتوں اور کر پیٹھے ہیں۔ تاہم ان ظرم میں ثر ہوں کے

کار پوریٹ گورنینس کے ضوابط پر عملدرآ مد

- ۔ سمبر اور طرح کر در کار دیگر ہے کہ مال کا عصب کر دیکا ہے۔ ۔ سمبری میں اہل ملاز مین کے لئے فنڈر ٹکر بچو ٹی ہینشن اور یہ دوڈ نٹ فنڈ کی سولت موجود ہے جس کی مناسب مالیت اساد تم کر 11-60 ملین روپے رہی۔
 - - ۔ اس سال بورڈ اور کمیٹیوں کی ہونے والی مینٹک کی تعداداور حاضری کی تفصیلات مندرجہ ذیل ہیں:

	حاضرياں		
اچ آراینڈ آرکمیٹی میٹنگ	آ ڈٹ ^{می} ٹی میٹنگ	بوردْميْنْنَك	ئام
		۵/۵	جناب محرمونس جناب شعیب احمہ جناب عذیراحد حنی
1/1		۵/۵	بناب شعيباح <i>م</i>
		r/a	جناب عذيراحد حنفى
		r/a	جناب محراسکم حنق جناب محمد اسلم حنق جناب محمر علی حنق
		r/a	جناب <i>محر</i> علی حنفی
1/1	۳/۴	۵/۵	جناب طارق محمدامين
1/1	r/r	۵/۵	جناب داهدظهیر جناب زعیم احم ^ر فنی
	۳/۳	r/a	جناب زعيم احمد شغى
•/1	۳/۳	۳/۵	جناب زبير سومرو
ا / ا بزریعہدعوت نامہ	م / م بزریعہدعوت نامہ	۵/۵	جناب <i>ساجدا</i> قبال حسين



دوران سال کمپنی کےڈائیر کیٹرز، چیف ایگز کیٹو، چیف فانیشیل آفیسر، کمپنی سیکریٹری، ہیڈا ف انٹرنل آڈیٹر، یا انتمام کی زوجهاور نابالخ بچوں میں سے کسی نے بھی کمپنی کے صص کی خریدوفر وخت نہیں گ

منافع منقسمه اس سال کے خصارہ کو مدنژ ررکھتے ہوئے بورڈ نے منافع کی ادائیگی کی سفارش نہیں گی۔

امكانات ستفتل

کمپنی کی انتظامیہان نامصاعد حالات سے بخوبی آگاہ ہے۔غیرمکلی دوروں اورموجودہ اورمتوقعہ گا ہوں سے ملاقاتوں کے بعدا نتظامیہ پرامید ہے کے شیسودوں کی بدولت ہم منافع کر پائیں گے۔

ايپروپريشنس

Rs.'000	
(9+.21)	کل خصارہ بل ٹیکس
(110)	میکس کا تخمینه سیس کا تخمینه
(91%,961)	حتمی خصارہ بمع ٹیکن
٨٩٢	دىگىرمنا فع
(91.00)	ايپړو پيشنس
-	بحوزه نقذمنافع
-	بحوز ہی <i>ونس حص</i> ص
-	مجوز ہ رائیٹ ^{حصر} ص
(914.+21)	آگے لیے جانے والا خصارہ
(11.10)	بنیادی خصارہ فی حصص(رویہیہ)
	حصص داری کی تفصیلات
	سمپنی کی پٹرن آف شیر ہولڈنگ کی تفصیلات صفہ ہم نبر 4 م پر منسلک کردی گئی ہیں۔

بولڈنگ کمپنی ایٹ ویسٹ گروپ ہولڈنگ انگور پوریشن ،ایک کمپنی ، جو کہ بریٹش ورجن جزیرہ یو کے میں ہے کمپنی کی پرائیمری حصددار ہے۔





آ ڈیٹرز

اى دائى فور ڈروڈ زچارٹر ڈاكاوئنٹش جو كہا بنى معيادكمل كر چے ہيں، نے جيثيت ہيرونى آ ڈیئرز تصديق كى ہے كہ: َ۔انسٹیوٹ آف جارٹرڈ اکاؤنٹنٹس یا کستان انگی کارکردگی سے طمنین ہے ۔ای وائی فورڈ رہوڈ ز، چارٹرڈا کاؤنٹنٹس،اس کے سی بھی شراکت دار، انٹے اسپاؤزیا نابالنخ بچوں میں سے کسی نے بھی دوران سال آ ڈٹ کمپنی یااس کی منسلکہ سی بھی کمپنی کے صص کی خرید وفروخت نہیں کی فرم یا سکیمام شراکت دار (IFAC) ایر است است المکی جو کر آئی کیپ نے بھی لازمی کیا ہے کی پاسداری کرتے ہیں ا _فرم یاس سے منسلک کوئی بھی فردیھی بھی کسی اورخدمت کا مجازنہیں ہوا جیسا کہ لسٹنگ ریگولیشن اورآئی ایف اےتی میں درخ کیا گیا ہے۔ بورڈ نے ای دائی فورڈ رہوڈ ز، جا رٹرڈ ا کا وُنٹنٹس کی خد مات کوسراہا۔ کوڈ آف کارپوریٹ گورنٹس کے مطابق آ ڈٹ کمیٹی نے کے پی ایم جی تاسیر ہادی کا نا م بطور آ ڈیٹرز سال ۱۷-۲ تجویز کیا ہےاور بورڈ نے ان کی تجویز مان لی ہے۔

اعتراف

میں مشکورہوں بورڈ پرموجوداپنے ساتھیوں کا جن کے تعاون ،محنت اور مشوروں کی بدولت میں اپنے کا م کی انجام دہی کر سکاہوں۔ میں معترف ہوں کمپنی کی مینجینٹ اور کار کنان کا جو کہ ان مشکل حالات کا انتقل محنت سے مقابلہ کرتے رہے۔

<u>معلق</u> کی کھی ہے۔ ساجداقبِال میں جيف إيكز يكثو

کراچی:مورخه۲۱مارچ، ۲۰۱۷



STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

Name of company: Year ending:

PAKCHEM

PAKISTAN GUM & CHEMICALS LIMITED DECEMBER 31, 2016

This statement is being presented to comply with the Code of Corporate Governance contained in Regulation No. 5.19.24 of Rule Book of Pakistan Stock Exchange Limited for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

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

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

Category	Names
Independent Director	Mr. Zubyr Soomro
Executive Directors	Mr. Sajid Iqbal Hussain
	Mr. Mohammad Aslam Hanafi
Non-Executive Directors	Mr. Mohammad Moonis
	Mr. Shuaib Ahmed
	Mr. Ozair Ahmed Hanafi
	Mr. Mohammad Ali Hanafi
	Mr. Tariq Mohamed Amin
	Mr. Zahid Zaheer
	Mr. Zaeem Ahmad Hanafi

The independent director meets the criteria of independence under clause 5.19.1(b) of the CCG.

- 2. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company.
- 3. All the resident directors of the company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFI or, being a Broker of a stock exchange, has been declared as a defaulter by that stock exchange.
- 4. No casual vacancy arose on the Board during the year.
- 5. The company has prepared a "Code of Conduct" and has ensured that appropriate steps are taken to disseminate it throughout the company along with its supporting policies and procedures.
- 6. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.
- 7. All the powers of the Board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the CEO, other executive and non-executive directors, have been taken by the Board.
- 8. The meetings of the Board were presided over by the Chairman and the Board met at least once in every quarter. Written notices of the Board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
- 9. Five directors have claimed exemption from directors' training course as specified in clause (xi) of the Code and one of the directors was granted exemption by the SECP from the Certification requirement under the CCG. Two directors have already attended the directors' training course. The remaining two directors are planned to attend the directors' training course by June 30, 2018.
- 10. The Board has approved appointment of CFO / Company Secretary. The remuneration and terms and conditions of employment of the CFO/Company Secretary and Head of Internal Audit, have been approved by the Board of Directors.



- 11. The directors' report for this year has been prepared in compliance with the requirements of the CCG and fully describes the salient matters required to be disclosed.
- 12. The financial statements of the company were duly endorsed by CEO and CFO before approval of the Board.
- 13. The directors, CEO and executives do not hold any interest in the shares of the company other than that disclosed in the pattern of shareholding.
- 14. The company has complied with all the corporate and financial reporting requirements of the CCG.
- 15. The Board has formed an Audit Committee. It comprises four members including an independent director, all of whom are non-executive directors.
- 16. The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the company and as required by the CCG. Subsequent to the year ended 31 December 2016, the terms of reference of the committee have been formed and advised to the committee for compliance.
- 17. The Board has formed an HR and Remuneration Committee. It comprises of four members including an independent director, all of whom are non-executive directors.
- 18. The Board has set up an effective internal audit function. The Head of Internal Audit is suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the company.
- 19. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the Institute of Chartered Accountants of Pakistan (ICAP), that they or any of the partners of the firm, their spouses and minor children do not hold shares of the company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.
- 20. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
- 21. The 'closed period', prior to the announcement of interim/final results, and business decisions, which may materially affect the market price of company's securities, was determined and intimated to directors, employees and stock exchange.
- 22. Material/price sensitive information has been disseminated among all market participants at once through stock exchange.
- 23. The company has complied with the requirements relating to maintenance of register of persons having access to inside information by designated senior management officer in a timely manner and maintained proper record including basis for inclusion or exclusion of names of persons from the said list.
- 24. We confirm that all other material principles enshrined in the CCG have been complied except for the matter stated in point 16 above towards which reasonable progress is being made by the Company to seek compliance before the end of the next accounting year.

Sajid Iqbal Hussain Chief Executive

Mohammad Moonis *Chairman*

15

Karachi: 16 March, 2016





EY Ford Rhodes Chartered Accountants Progressive Plaza, Beaumont Road P.O. Box 15541, Karachi 75530 Pakistan

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Review report to the members on statement of compliance with the code of corporate governance

We have reviewed the enclosed Statement of Compliance (the Statement) with the best practices contained in the Code of Corporate Governance (the Code) prepared by the Board of Directors of **Pakistan Gum and Chemicals Limited** (the Company) for the year ended **31 December 2016** to comply with the requirements of Rule Book of Pakistan Stock Exchange Limited Chapter 5, Clause 5.19.24 (b) of the Code of Corporate Governance, where the company is listed.

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

As part of our audit of financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Code requires the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval its related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail in arm's length transactions and transactions which are not executed at arm's length price and recording proper justification for using such alternate pricing mechanism. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee. We have not carried out any procedures to determine whether the related party transactions were undertaken at arm's length price or not.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code as applicable to the Company for the year ended **31** December 2016.

Further, we draw attention to Clauses 16 and 24 of the Statement which explains the status of approval of terms of reference of the committee.

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Chartered Accountants Date: 16 March 2017 Place: Karachi

A member firm of Ernst & Young Global Limited





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Auditors' report to the members

We have audited the annexed balance sheet of Pakistan Gum and Chemicals Limited (the Company) as at 31 December 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, except for changes as stated in note 4.2 to the accompanying financial statements with which we concur;
 - 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 affairs as at **31 December 2016** and of the loss, its comprehensive loss, cash flows and changes in equity for the year then ended; and
- d) in our opinion, Zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under Section 7 of that Ordinance.

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Chartered Accountants Audit Engagement Partner: Arif Nazeer Date: 16 March 2017 Karachi

A member firm of Ernst & Young Global Limited





BALANCE SHEET AS AT DECEMBER 31, 2016

AS AT DECEMBER 31, 2016			
		December 31,	
	Note	2016	2015
ASSETS		Rupees	in '000
NON-CURRENT ASSETS			
Property, plant and equipment	5	111,975	128,356
Long-term security deposits	6	878	878
		112,853	129,234
CURRENT ASSETS			
Stores and spares	7	5,007	7,172
Stock-in-trade	8	111,899	142,348
Trade debts	9	33,763	46,373
Loans and advances	10	1,753	1,114
Short-term prepayments	11	665	862
Other receivables	12	4,896	6,563
Short-term investment	13	90,376	115,368
Taxation – net		33,664	34,280
Cash and bank balances	14	43,861	17,822
		325,884	371,902
		525,004	571,502
TOTAL ASSETS		438,737	501,136
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES Share capital			
A set la set set al			
Authorised			
10,000,000 (2015: 10,000,000) Ordinary			
shares of Rs. 10 each		100,000	100,000
Issued, subscribed and paid-up capital	15	42,486	42,486
Reserves	16	306,248	400,302
		348,734	442,788
NON-CURRENT LIABILITIES			
Deferred taxation	17	2,123	2,848
CURRENT LIABILITIES			
Trade and other payables	18	87,880	55,500
CONTINGENCIES AND COMMITMENTS	19		
TOTAL EQUITY AND LIABILITIES		438,737	501,136

The annexed notes 1 to 35 form an integral part of these financial statements.

Mohammad Moonis CHAIRMAN

Sajid Iqbal Hussain CHIEF EXECUTIVE

18 Pakistan Gum & Chemicals Limited 🦷



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED DECEMBER 31, 2016

	Note	December 31, 2016 Rupees	2015
Sales – net	20	486,457	684,144
Cost of sales	21	(519,780)	(697,845)
Gross loss		(33,323)	(13,701)
Shipping expenses	22	(16,309)	(14,921)
Administrative expenses	23	(47,310)	(46,591)
Other charges	24	(376)	(399)
Finance costs	25	(1,687)	(1,901)
Other income	26	8,219	6,364
		(57,463)	(57,448)
(Loss) before taxation		(90,786)	(71,149)
Taxation	27	(4,165)	(4,322)
(Loss) for the year		(94,951)	(75,471)
		Rup	ees
		Кир	
(Loss) per share – Basic and Diluted	28	(22.35)	(17.76)

The annexed notes 1 to 35 form an integral part of these financial statements.

Mohammad Moonis CHAIRMAN

Sajid Iqbal Hussain CHIEF EXECUTIVE

Pakistan Gum & Chemicals Limited

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STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2016

	December 31,	December 31,
	2016	2015
	Rupees	in '000
Net (loss) for the year	(94,951)	(75,471)
Items not to be reclassified to profit or loss in subsequent periods: Remeasurement gain / (loss) on defined benefit obligation	897	(4,619)
Total comprehensive (loss) for the year	(94,054)	(80,090)

The annexed notes 1 to 35 form an integral part of these financial statements.

Mohammad Moonis CHAIRMAN

20 Pakistan Gum & Chemicals Limited

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Sajid Iqbal Hussain CHIEF EXECUTIVE



CASH FLOW STATEMENT FOR THE YEAR ENDED DECEMBER 31, 2016

	Note	December 31, 2016	2015
		Rupees	in '000
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash generated from operations Income tax paid Bonus paid Compensated absences paid Net cash (used in) / generated from operating activities	29	139 (4,274) (2,942) (452) (7,529)	105,125 (20,048) (14,742) - 70,335
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditure incurred Sale proceeds from disposal of operating fixed assets Interest income received Net cash generated from investing activities		- 2,223 8,032 10,255	(4,818) 2,473 4,345 2,000
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of lease obligations Finance costs paid Dividend paid Net cash used in financing activities		- (1,687) - (1,687)	(631) (1,901) (21,243) (23,775)
Net increase in cash and cash equivalents		1,039	48,560
Cash and cash equivalents at the beginning of the year		127,822	79,262
Cash and cash equivalents at the end of the year	30	128,861	127,822

The annexed notes 1 to 35 form an integral part of these financial statements.

Mohammad Moonis CHAIRMAN

Sajid Iqbal Hussain CHIEF EXECUTIVE



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED DECEMBER 31, 2016

			Revenue	e Reserves	
	Share capital	Capital reserve	General reserve	Accum- ulated (Loss)	Total
	-		-Rupees'000		-
Balance as at December 31, 2014	42,486	17,553	409,785	74,297	544,121
Cash dividend @ Rs. 5 per share	-	-	-	(21,243)	(21,243)
Transferred to general reserve	-	-	53,054	(53,054)	-
Net loss for the year Other comprehensive loss Total comprehensive loss for the year	- - -	- - -	- - -	(75,471) (4,619) (80,090)	(75,471) (4,619) (80,090)
Balance as at December 31, 2015	42,486	17,553	462,839	(80,090)	442,788
Net loss for the year Other comprehensive income Total comprehensive loss for the year	-	-	-	(94,951) 897 (94,054)	(94,951) 897 (94,054)
Balance as at December 31, 2016	42,486	17,553	462,839	(174,144)	348,734

The annexed notes 1 to 35 form an integral part of these financial statements.

Mohammad Moonis CHAIRMAN

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Sajid Iqbal Hussain CHIEF EXECUTIVE

22 Pakistan Gum & Chemicals Limited



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2016

1. THE COMPANY AND ITS OPERATIONS

The Company was incorporated in Pakistan as a public company limited by shares in 1982 under the Companies Act, 1913 (now the Companies Ordinance, 1984). The shares of the Company are quoted on the Pakistan Stock Exchange. Its main business activity is production and sale of guar gum and its allied products.

The registered office and factory of the Company is situated at B-19/A, Irshad Qadri Road, S.I.T.E., Karachi.

2. 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 the International Accounting Standards Board (IASB) and Islamic Financial Accounting Standards (IFAS) issued by Institute of Chartered Accountants of Pakistan(ICAP) as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

3. BASIS OF PREPARATION

These financial statements have been prepared under the historical cost convention except for obligation under staff retirement benefits measured at present value of defined benefit obligation as reduced by fair value of plan assets as stated in note 4.12 to these financial statements.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1. Significant accounting judgments estimates and assumptions

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 its judgement in the process of applying the Company's accounting policies. The matters where assumptions and estimates are significant to the financial statements are as follows:

(i) Going Concern Assumption

During the year, the company has incurred the net loss of Rs. 94.951 million (2015: Rs. 74.751 million). The management believes that the company has the resources to continue its business and furthermore, the loss is due to decrease in demand owing to decrease in crude oil prices in international market, which is temporary, thus the management is confident that the company will be able to achieve the desired level of profitability in the future based on the plans drawn by the management.

(ii) Staff Retirement benefits

Certain actuarial assumptions have been adopted as disclosed in note 18.2 to the financial statements for valuation of present value of defined benefit obligations and fair value of plan assets. Any changes in these assumptions in future years might affect gain and losses in those years.

(iii) Determining the residual values, useful live and impairment of property, plant and equipment

The Company reviews the appropriateness of the rate of depreciation, useful life and residual value used in the calculation of depreciation. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis. In making these estimates, the Company uses the technical resources available with the Company.



(iv) Stock-in-trade

The Company reviews the net realisable values of stock-in-trade to assess any diminution in the respective carrying values. Net realisable value is estimated with reference to the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale. Further, the stock in silos is estimated based on the measurements of the inventory level therein.

(v) Taxation and deferred tax

In making the estimate for income tax payable by the Company, the Company takes into account the applicable tax laws and the decisions by appellate authorities.

Other areas where judgements, estimates and assumptions involved are disclosed in respective notes to the financial statements.

4.2. New standards, amendments to approved accounting standards and new interpretations

4.2.1. New amendments to approved accounting standards and interpretation which became effective during the year ended December 31, 2016

The accounting policies adopted in the preparation of these financial statements are consistent with those of previous financial period except as described below:

New and amended standards

The Company has adopted the following amended IFRSs which became effective during the year:

- IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 27 Separate Financial Statements: Investment Entities: Applying the Consolidation Exception (Amendment)
- IFRS 11 Joint Arrangements: Accounting for Acquisition of Interest in Joint Operation (Amendment)
- IAS 1 Presentation of Financial Statements: Disclosure Initiative (Amendment)
- IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets: Clarification of Acceptable Method of Depreciation and Amortization (Amendment)
- IAS 27 Separate Financial Statements: Equity Method in Separate 'Financial Statements (Amendment)

Annual improvements to IFRSs 2012-2014 Cycle

- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations Changes in methods of disposal
- IFRS 7 Financial Instruments: Disclosures Servicing contracts
- IFRS 7 Financial Instruments: Disclosures Applicability of the offsetting disclosures to condensed interim financial statements
- IAS 19 Employee Benefits Discount rate: regional market issue
- IAS 34 Interim Financial Reporting Disclosure of information 'elsewhere in the interim financial report'

The adoption of the above standards, amendments and improvements do not have any material effect on these financial statements.

4.3. Standards, amendments and interpretations that are not yet effective

The following 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 standard or interpretation:



Effective date (annual periods Beginning on or after)

IFRS 2 – Classification and Measurement of Share Based Payment Transactions (Amendment)	01 January 2018
IFRS 10 – Consolidated Financial Statements and IAS 28 Investment in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendment)	Yet not finalised
IFRS 7 – Financial Instruments: Disclosures - Disclosure Initiative (Amendment)	01 January 2017
IAS 12 – Income Taxes – Recognition of Deferred Tax Assets for Unrealized losses (Amendments)	01 January 2017

The Company expects that the adoption of the above standards and amendments will not have any material impact on the Company's financial statements in the period of initial application. Further, the following new standards have been issued by IASB which are yet to be notified by the Securities and Exchange Commission of Pakistan (SECP) for the purpose of applicability in Pakistan.

Standard	IASB Effective date (annual periods Beginning on or after)
Standard	
IFRS 9 – Financial Instruments: Classification and Measurement	January 01, 2018
IFRS 14 – Regulatory Deferral Accounts	January 01, 2016
IFRS 15 – Revenue from Contracts with Customers	January 01, 2018
IFRS 16 – Leases	January 01, 2019

The Company expects that above new standards will not have any material impact on the Company's financial statements in the period of initial application.

4.4. Property, plant and equipment

Standard or Interpretation

4.4.1. Operating fixed assets

Owned

These are stated at cost less accumulated depreciation and accumulated impairment, if any.

Leasehold land is depreciated over the period of the lease. Depreciation on all other assets is charged to profit and loss account applying the straight-line method whereby the cost of an asset is written off over its estimated useful life. The rates used are stated in note 5.1 to the financial statements.

In respect of additions and derecognition of assets during the year, depreciation is charged from the month of acquisition and up to the month preceding the derecognition respectively.

The carrying amounts of the property, plant and equipment are reviewed at each balance sheet date to determine whether there is any indication of impairment loss. An asset carrying amount is written down immediately to its recoverable amount, if the asset's carrying amount is greater than its estimated recoverable amount. Impairment losses are charged to profit and loss account.



An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit and loss account in the year the asset is derecognised. Gains and losses on disposal of fixed assets, if any, are taken to profit and loss account.

The assets' residual values, useful lives and methods are reviewed, and adjusted prospectively if appropriate, at each financial year end.

Maintenance and normal repairs are charged to profit and loss account as and when incurred, whereas major renewals are capitalized to the relevant category of operating fixed assets, if recognition criteria is met.

Leased

These are initially recorded at the lower of the present value of minimum lease payments under the lease agreements and the fair value of the leased assets. The related obligations under the lease less financial charges allocated to future periods are shown as liabilities. These financial charges are allocated to accounting periods in a manner so as to provide a constant periodic rate of charge on the outstanding liabilities. Assets acquired under finance lease are depreciated over the useful life of the assets on the same basis as of owned assets.

4.4.2 Capital work-in-progress

Capital work-in progress is stated at cost less impairment in value, if any. It consists of expenditure incurred and advances made in respect of fixed assets in the course of their erection, acquisition and installation. Capital work-in-progress are transferred to relevant category of operating fixed assets, when they are available for use.

4.5. Impairment

The Company assesses at each balance sheet date whether there is any indication that assets 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 recoverable amount, assets are written down to the recoverable amount and the difference is charged to profit and loss account for the year.

4.6. Stores and spares

These are valued at lower of weighted (moving) average cost and net realizable value less provision for slow moving and obsolete items wherever necessary. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost to sell, which is generally equivalent to replacement cost. Items in transit are valued at cost plus other charges incurred thereon upto balance sheet date.

4.7. Stock-in-trade

These are valued at the lower of cost and net realisable value, except for the by-products, which are valued at net realisable value. Cost is determined as follows:

Raw material	-	First in First Out basis
Packing material	-	Weighted average basis
Finished goods	-	Cost of direct materials and labour plus attributable overheads on First-In-First-Out basis

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make sale.

Provision is made for obsolete inventory based on management's judgment.



4.8. Trade debts and other receivables

These are recognised and carried at original invoice value less an allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written-off when identified.

4.9. Loans, advances and deposits

These are recognised at cost, which is the fair value of the consideration given. However, an assessment is made at each balance sheet date to determine whether there is an indication that a financial asset or group of assets may be impaired. If such indication exists, the estimated recoverable amount of that asset is determined and any impairment loss is recognized in profit and loss account for the difference between the recoverable amount and the carrying value, if recoverable amount is greater than the carrying value.

4.10. Cash and cash equivalents

These are carried in the balance sheet at cost. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand, bank balances and highly liquid short-term investments having a maturity of three months or less from the date of acquisition.

4.11. Investments - Held-to-maturity

Held-to-maturity investment are non-derivative financial assets. Investment having fixed maturity are classified as held-to-maturity where the Company has positive intension and ability to hold the investment till maturity.

These investments are initially measured at fair value plus directly attributable transactions costs. Subsequently, these are carried at amortised cost using effective interest rate method less impairment losses, if any. Amortised cost is re-calculated by taking into account any discount or premium on acquisition and fees or costs that are integral part of effective interest rate (EIR). The effective interest rate amortization is included in profit and loss account. The losses arising from impairment are also recognized in profit and loss.

4.12. Employee benefits

(a) Defined contribution plan

Provident Fund

The Company operates an approved contributory provident fund for all permanent and eligible employees of the company. Equal monthly contributions are made by both the company and the employee at the rate of 8.33% per annum of the basic salary.

(b) Defined benefit plans

The Company operates the following approved funded schemes:

(i) pension scheme for its Executives and Executive Director. The scheme provides pension based on the employees' last drawn salary. Provision is made, annually, to cover obligations under the scheme calculated in accordance with the actuarial valuation. The actuarial valuation is carried using Projected Unit Credit Method. The amount recognized in the balance sheet represents the present value of defined benefit obligation as reduced by fair value of plan assets. Actuarial gain or losses are immediately recognized as 'other comprehensive income' as they occur. Current service costs and any past service costs together with net interest cost are charged to profit and loss account;



(ii) gratuity scheme for all eligible employees of the Company. Provision is made, annually, to cover obligations under the scheme calculated in accordance with the actuarial valuation. The actuarial valuation is carried using Projected Unit Credit Method. The amount recognized in the balance sheet represents the present value of defined benefit obligation as reduced by fair value of plan assets. Actuarial gain or losses are immediately recognized as 'other comprehensive income' as they occur. Current service costs and any past service costs together with net interest cost are charged to profit and loss account; and

Remeasurement gains and losses are recognized in the period in which they occur in other comprehensive income.

(c) Compensated absences

The Company provides for compensated absences of its employees on unavailed leave balances in the period in which the leave is earned on the basis of accumulated leaves and the last drawn pay.

4.13. Taxation

Current

Provision for current taxation is based on taxable income at current rates of taxation after taking into account tax credits and tax rebates available, if any, in accordance with the provisions of the Income Tax Ordinance, 2001. The charge for current tax also includes adjustments for prior years or otherwise considered necessary for such years. However, for income covered under final tax regime, taxation is based on applicable tax rates under such regime.

Deferred

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using the enacted or substantively enacted rates of taxation. In this regard the effects on deferred taxation of the portion of income expected to be subject to final tax regime is adjusted in accordance with the requirements of Accounting Technical Release – 27 of the Institute of Chartered Accountants of Pakistan.

The company recognizes a deferred tax asset to the extent that it is probable that taxable profits of the foreseeable future will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax relating to items recognized outside profit and loss account is recognized outside profit and loss account. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

4.14. Trade and other payables

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

4.15. Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provisions are reviewed each year and adjusted prospectively, if appropriate.



4.16. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at fair value of the consideration received or receivable, excluding discounts, rebates, and sales tax or duty. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or an agent. The Company has concluded that it is acting as a principal in all its revenue arrangements. The following are the specific recognition criteria that must be met before revenue is recognised:

- Sales are recognised on transfer of risks and rewards to the customers which generally coincides with dispatch of goods to the customers.
- Return on bank deposits and term deposit receipts are recognised using effective interest rate method.

4.17. Financial instruments

Financial assets and financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognised at the time when the Company loses control of the contractual rights that comprise the financial assets. All financial liabilities are derecognised at the time when they are extinguished that is, when the obligation specified in the contract is discharged, cancelled, or expires. Any gains or losses on derecognition of the financial assets and financial liabilities are taken to profit and loss account currently.

4.18. Off-setting of financial assets and financial liabilities

A financial asset(s) and a financial liability(ies) is offset and the net amount reported in the balance sheet if the Company has a legally enforceable right to set-off the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously, if any. Corresponding income and expenses, if any, are also off-set accordingly.

4.19. Foreign currency transactions

The financial statements are presented in Pakistani Rupee, which is the Company's functional and presentation currency. Foreign currency transactions during the year are recorded at the exchange rates approximating those ruling on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange which approximate those prevailing on the balance sheet date. Gains and losses on translation are taken to profit and loss account. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

4.20. Dividend and other appropriation

Dividends and other appropriation to reserves are recognised in the financial statements in the period in which these are approved. However, if they are approved after the reporting period but before the financial statements are authorized for issue, they are disclosed in the notes to the financial statements.

F	PROPERTY, PLANT AND EQUIPMENT	Note	December 31, 2016	December 31, 2015
5.	PROPERTY, PLANT AND EQUIPMENT		Rupee	s in '000
	Operating fixed assets	5.1	105,950	122,331
	Capital work-in-progress	5.2	6,025	6,025
			111,975	128,356

-		Ŭ	COST				ACCUMULA	ACCUMULATED DEPRECIATION	ATION	
	As at January 01, 2016	Additions/ transfers	(Disposals)	As at December 31, 2016	Rate	As at January 01, 2016	Charge for the year	(Disposals) / Transfers	As at December 31, 2016	As at December 31, 2016
DECEMBER 31, 2016		Rupee	Rupees in '000		%			Rupees in '000	000	
Owned										
Leasehold land	225	·		225	1.01	116	2		118	107
Building on leasehold land	62,774	ı	ı	62,774	3 to 10	26,178	4,591	ı	30,769	32,005
Plant and machinery	154,360		(2,204)	152,156	7 & 10	78,100	5,726	(201)	83,625	68,531
Furniture and fixtures	4,462			4,462	10 & 15	2,409	505		2,914	1,548
Vehicles	11,086		(2,098)	8,988	20	6,252	1,783	(1,276)	6,759	2,229
Office equipment	13,246		(434)	12,812	10 to 33	10,767	835	(320)	11,282	1,530
Electrical installations	756			756	7 & 10	756	•		756	·
	246,909	•	(4,736)	242,173		124,578	13,442	(1,797)	136,223	105,950
		COST	ST			4	ACCUMULATED DEPRECIATION	ED DEPRECIA		WRITTEN DOWN VALUE
	As at January 01, 2015	ls/	sals)	As at December 31, 2015		As at January 01, 2015	Charge for the year	(disposals) / transfers	As at December 31, 2015	As at December 31, 2015
DECEMBER 31, 2015		Rupees	pees in '000		%			Rupees in '000	8	
Owned Leasehold land Building on leasehold land Plant and machinery	225 62,774 150,324	- - * 2,127	- - (295)	225 62,774 154,360	1.01 3 to 10 7 & 10	114 21,558 70,784	2 4,620 7,611	- - (295)	116 26,178 78,100	109 36,596 76,260
Furniture and fixtures Vehicles	4,462 8,260	1,100 - **	- (4,536)	4,462 11,086	10 & 15 20	1,905 3,338	504 2,520	- (2,757) ** 2151	2,409 6,252	2,053 4,834
Office equipment Electrical installations	13,308 756	- - -	(62) -	13,246 756	10 to 33 7 & 10	9,964 756	865 -	. (62) 	10,767 756	2,479 _
, ,	240,109	3,227 *2,04 **6,262	(4,893)	246,909		108,419	16,122	(3,114) **3,151	124,578	122,331
Leased Vehicles	6,262	**(6,262)	I	I	20	3,151	** (3,151)	I	I	ı
	246.371	5.431	(4,893)	746 909		111 570	17 971	37	174 578	122 331

* Represents transferred to owned assets from capital work in progress. ** Represents transferred to owned assets from leased assets.

30 Pakistan Gum & Chemicals Limited

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5.1.1 The cost of fully depreciated assets on December 31, 2016 is Rs.61.706 million (2015: Rs. 62.505) million.

5.1.2 Depreciation for the year has been allocated as follows:	Note	December 31, 2016	December 31, 2015
		Rupee	es in '000
Cost of sales – manufacturing overheads Administrative expenses	21 23	10,585 2,857	12,987 3,135
Administrative expenses	25	13,442	16,122

5.1.3 The details of operating fixed assets disposed off during the year are as follows:

			Net	Sale proceeds/	/	
		Accumulated	book	*adjustment	Mode of	
Description	Cost	depreciation	value	against loan	disposal	Particulars of buyers
		Rupees	5 in '000			
Plant & Machinery						
Fork Lifter	2,204	201	2,003	2,025	Negotiation	Mr. Adil Mansoor, Karachi
Vehicles						
Various Motorcycles	511	301	210	199	Company's policy	Various Employees
Honda City	1,530	918	612	*644	Company's policy	Mr. Atif (Employee)
CNG Kits	57	57	-	-	Scrap sales	Mr. Muhammad Azeem
Equipment						
Camera project	159	130	29	-	Scrap sales	Mr. Muhammad Azeem
Moisture Analyser	275	190	85	-	Scrap sales	Mr. Muhammad Azeem
December 31, 2016	4,736	1,797	2,939	2,868		
December 31, 2015	3,070	1,606	1,463	2,573		

5.2. Capital work-in-progress

Represents capital work-in-progress on building on leasehold land and plant and machinery amounting to Rs. 0.013 million (2015: Rs. 0.013 million) and Rs. 6.012 million (2015: Rs. 6.012 million) respectively.

	Note	December 31, 2016	December 31, 2015 5 in '000
6. LONG-TERM DEPOSITS		Кирее	
Utilities Others		757 121 878	757 121 878
7. STORES AND SPARES			
Stores and spares Provision against slow moving stores and spares	7.1	11,066 (6,059) <u>5,007</u>	12,300 (5,128) 7,172
7.1 Provision against slow moving stores and spares			
Balance at the beginning of the year Provision made during the year	21	5,128 931 6,059	4,760 368 5,128

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	December 31,	December 31,
Note	2016	2015
	Rupee	s in '000
8. STOCK-IN-TRADE		
Raw material	52,020	-
Packing material	2,368	2,320
Finished goods 8.1	57,511	140,028
	111,899	142,348

8.1 Includes stock-in-trade carried at net realizable value amounting to Rs. 32.025 million (2015: Rs. 96.807 million).

9. TRADE DEBTS

Considered good		
Secured – against letter of credit	33,085	40,160
Unsecured	678	6,213
	33,763	46,373
Considered doubtful		
Unsecured	172	10
Provision against doubtful debts 9.1	(172)	(10)
	-	-
	33,763	46,373

9.1 Reconciliation of provision for impairment of trade debts is as follows

Balance at the beginning at the year	10	208
Charge / (reversal) during the year 23	162	(198)
Balance at the end of the year	172	10

9.2 As at December 31, 2016, the ageing analysis of unimpaired trade debts is as follows:

		Neither Past	Past due but not impaired			
	Total	due nor impaired	1-60 days	61-120 days	Above 120 days	
			Rupees in '00	0		
2016	33,763	29,947	678	3,138	-	
2015	46,373	42,399	3,747	57	170	

	Note	December 31, 2016	December 31, 2015
10. LOANS AND ADVANCES		Rupees in '000	
Loans - secured Employees	10.1	1,656	1,007
Advances - unsecured, considered goo Employees	ł	<u>97</u> 1,753	<u> </u>

10.1 These loans are granted in accordance with the terms of their employment and are secured against their retirement benefit balances and personal guarantees of employees. These loans are recoverable in monthly installments over a period not exceeding one year and carrying an interest charge of 8% per annum.

	Note	December 31, 2016	December 31, 2015
		Rupee	s in '000
11. SHORT-TERM PREPAYMENTS			
Fees and subscription		660	855
Others		5	7_
		665	862
12. OTHER RECEIVABLES			
Sales tax-net		4,256	6,563
Receivable against employees' provident fu	Ind	640	-
		4,896	6,563
13. SHORT-TERM INVESTMENTS			
Held to maturity			
Term Deposit Receipts	13.1 & 13.2	90,376	115,368

- **13.1** These carry return at rates ranging between 6.5% and 4.75% (2015: 7.75% and 5%) per annum, maturing latest by May 27, 2017. Accrued return of Rs. 0.258 million (2015: Rs. 0.25 million) is included herein.
- **13.2** Included herein Term Deposit Receipts amounting to Rs. 5.118 million (2015: Rs. 5.118 million) under lien (note 19.2.2).

14. CASH AND BANK BALANCES Not		l, December 31, 2015		
In hand	Rupe	Rupees in '000		
Local currency	195	249		
With banks in Current accounts				
Local currency	18,781	8,770		
Foreign currency	143			
	18,924	8,864		
Savings accounts – local currency 14.1	24,742	8,709		
	43,861	17,822		

14.1 These carry interest rates, ranging between 3.5% and 4.25% (2015: 4% and 5%) per annum.

15. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

			Note	December 31, 2016	2015
Number	of Shares			Rupee	es in '000
2016	2015				
3,634,092	3,634,092	Ordinary shares of Rs. 10 each, fully paid in cash	15.1	36,341	36,341
614,460 4,248,552	614,460 4,248,552	Ordinary shares of Rs. 10 each, issued as fully paid bonus shares		6,145 42,486	6,145

15.1 East West Group Holding Inc., British Virgin Island - the Parent Company, held 2,549,131 (60%) [2015: 2,549,131 (60%)] Ordinary shares of Rs. 10 each as at balance sheet date.

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16. RESERVES	Note	2016	December 31, 2015
		Rupee	es in '000
Capital reserve Share premium on issue of ordinary shares		17,553	17,553
Revenue reserves			[]
General		462,839	462,839
Accumulated (loss)		(174,144) 288,695	(80,090) 382,749
		200,095	502,749
		306,248	400,302
17. DEFERRED TAXATION			
Deferred tax liability on taxable temporary difference			
 Accelerated tax depreciation allowance 		12,142	13,657
·		·	-,
Deferred tax asset on deductible temporary differences			
 Provision for stores and spares Provision for compensated absences. 		(1,878)	(1,641)
 Provision for doubtful debts and receivables 		(1,302) (54)	(954) (3)
		(3,234)	(2,598)
		8,908	11,059
Temporary differences not expected to reverse in view of			
applicability of final tax regime		<u>(6,785)</u> 2,123	(8,211) 2,848
			2,040
18. TRADE AND OTHER PAYABLES			
Creditors		39,086	4,728
Accrued liabilities	18.1	11,960	11,783
Compensated absences		4,200	2,982
Pension	18.2	2,319	2,918
Gratuity Accrual for contractual workers benefits	18.2	6,085 4,000	10,623
Bonus to employees		4,800	4,000
Advances from customers		532	1,988
Workers' Welfare Fund		12,098	11,794
Tax deducted at source		383	292
Unclaimed dividends		1,506	2,912
Employees' car and motorcycle loan schemes		<u>911</u> 87,880	<u> </u>

18.1 Included herein an aggregate sum of Rs.1.425 million (2015: Rs.1.469 million) due to related parties.

18.2 The status of the funds as of December 31, 2016 were as follows:

	Pension Fund		Gratuity Fund		
	2016	2015	2016	2015	
	Rs. in	Rs. in '000		Rs. in '000	
18.2.1. Balance sheet reconciliation as at December 31, 2016					
Present value of defined benefit obligation Fair value of plan assets Net liability recognised in balance sheet	22,585 (20,266) 2,319	21,554 (18,636) 2,918	14,645 (8,560) 6,085	18,476 (7,853) 10,623	



	Pensio	on Fund	Gratuit	y Fund
	2016	2015	2016 2015	
	Rs. ir	000 ו	Rs. in	'000
18.2.2. Movement in net liability				
Balance as at January 01, 2016	2,918	25	10,623	9,763
Charge / (reversal) for the year	981	746	(2,481)	2,877
Benefits paid during the year	(1,640)	(1,558)	(1,100)	(2,234)
Other comprehensive loss / (income)	60	3,705	(957)	914
Receivable from fund	-	-	-	(697)
Payable as at December 31, 2016	2,319	2,918	6,085	10,623
18.2.3. Amount recognized in the profit				
and loss account				
Service cost	771	831	1,150	1,904
Negative past service cost	-	-	(4,635)	_
Net interest cost	210	(85)	1,004	973
	981	746	(2,481)	2,877
18.2.4. Actual return on plan assets	1,630	826	707	(314)
· · · · · · · · · · · · · · · · · · ·				
18.2.5. Remeasurement (gain) / losses recognized				
in other comprehensive income				
Actuarial (gain) / loss on defined benefit				
obligation	(173)	2,527	(1,035)	(240)
Remeasurement of fair value of plan assets	233	1,178	78	1,154
Remeasurement (gain) / loss	60	3,705	(957)	914
19.2.6 Movement in the defined honeft obligation				
18.2.6. Movement in the defined benefit obligation As at January 01, 2016	21,554	17,835	18,476	17,233
Service cost	771	831	1,150	1,904
Negative past service cost	-	-	(4,635)	1,904
Interest cost	2,073	1,919	1,789	1,813
Benefits paid	(1,640)	(1,558)	(1,100)	(2,234)
Remeasurement loss / (gain) recognized	(1)010)	(1,550)	(1)100)	(2,231)
in other comprehensive income	(173)	2,527	(1,035)	(240)
As at December 31, 2016	22,585	21,554	14,645	18,476
18.2.7. Movement in fair value of plan assets				
As at January 01, 2016	18,635	17,810	7,853	7,470
Expected return on plan assets	1,864	2,003	785	840
Receivable from fund	-	-	-	697
Employer contributions	1,640	1,558	1,100	2,234
Benefits paid	(1,640)	(1,558)	(1,100)	(2,234)
Remeasurement loss recognized				
in other comprehensive income	(233)	(1,178)	(78)	(1,154)
As at December 31, 2016	20,266	18,635	8,560	7,853
18.2.8. Key actuarial assumptions used are as follows:				
Discount factor used	9.00%	10.00%	9.00%	10.00%
Expected rate of returns per annum	2.0070	10.0070	2.0070	10.0070
on plan assets	9.00%	10.00%	9.00%	10.00%
Expected rate of increase in future	2.0070	10.0070	2.0070	10.0070
salaries per annum	9.00%	10.00%	9.00%	10.00%



			2016		2015	
		Rupee	s '000	%	Rupees '000	%
18.2.9.	Plan assets comprise of:					
18.2.9.1.	•					
	Special savings certificates	18,9	50	79.93	17,897	96
	Equity securities	1,2	43	14.1	570	3.1
	Cash and net current assets		73	5.97	169	0.9
		20,2	.66	100	18,636	100
18.2.9.2.	Funded gratuity plan			05.00	7.070	
	Special Savings Certificates Cash and net current assets	7,3		85.99	7,372	93.8
	Cash and net current assets		<u>99</u> 60	<u>14.01</u> 100	<u>481</u> 7,853	<u> </u>
				100		100
10 2 10						
18.2.10.	Comparison for last five years:	2016	2015	2014	2012	2012
		2016		Rupees in	2013	2012
18 2 10 1	. Funded pension plan			Rupees In	000	
10.2.10.1						
	Present value of defined benefit					
	Obligation	22,585	21,554	17,835	14,731	15,800
	Fair value of plan assets	(20,266)	(18,636)	(17,810)	(15,498)	(14,677)
	Deficit / (surplus)	2,319	2,918	25	(767)	1,123
18.2.10.2	. Experience adjustments:					
	Remeasurement loss / (gain) on					
	defined benefit obligation	(173)	2,527	1,829	(2,176)	(665)
	Remeasurement (loss) / gain on	(222)	(1 1 7 0)	200	(0.67)	1.044
	plan assets	(233)	(1,178)	298	(867)	1,844
18.2.10.3	. Funded gratuity plan					
	Present value of defined benefit					
	obligation	14,645	18,476	17,233	14,179	11,986
	Fair value of plan assets	(8,560)	(7,853)	(7,470)		(7,308)
	Deficit	6,085	10,623	9,763	6,429	4,678
18.2.10.4	. Experience adjustments:					
	Remeasurement loss / (gain) on					
	defined benefit obligation	(1,035)	(240)	1,375	(314)	2,595
	Remeasurement loss on plan assets	(78)	(1,154)	(317)		(60)
	•				=	

18.3. The plans expose the company to the actuarial risks such as:

Salary risks

The risks that the final salary at the time of cessation of service is higher than that was assumed. Since the benefit is calculated on the final salary, the benefit amount increases similarly.

Mortality / withdrawal risks

The risk of actual mortality / withdrawals varying with the actuarial assumptions can impose a risk to the benefit obligation. The movement of the liability can go either way.

Longevity risks

The risk arises when the actual lifetime of retirees is longer than expectation. This risk is measured at the plan level over the entire retiree population.



Investment risks

The risk arises when the actual performance of the investments is lower than expectation and thus creating a shortfall in the funding objectives.

18.4. The latest actuarial valuation of the Funds was carried out as of December 31, 2016 on the basis of the "Projected Unit Credit Method".

18.5. Sensitivity Analysis for actuarial assumptions

The sensitivity of the defined benefit obligation to changes in the principal assumptions is:

	Pension Fund	Gratuity Fund
	Кирее	es in '000
Current liability Discount rate (1% increase) Discount rate (1% decrease) Future salary increase rate (1% increase) Future salary increase rate (1% decrease) Withdrawal rate (1% increase) Withdrawal rate (1% decrease) 1 Year mortality age set back 1 Year mortality age set forward	22,585 20,581 24,925 24,053 21,335 22,582 22,588 22,630 22,540	14,645 13,298 16,246 16,297 13,233 14,645 14,645 14,645 14,645

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the liability for pension and gratuity recognized within the balance sheet.

19. CONTINGENCIES AND COMMITMENTS

19.1 Contingencies

19.1.1 The former employees of the Company have filed law suits against the Company, claiming an aggregate sum of Rs. 9.031 million on various accounts. The management is confident, based on the advice of its legal counsel that the same is not likely to result in any financial loss to the Company. Therefore, no provision has been made in these financial statements in this regard.

19.2 Commitments	2016	December 31, 2015
19.2 Communents	Rupee	es in '000
19.2.1 Commitment for capital expenditure	635	635
19.2.2 Letter of guarantee	5,118	5,118
20. NET SALES		
Gross sales		
Local	128,377	185,270
Export	372,734	508,136
	501,111	693,406
Sales tax	(11,831)	(5,659)
Sales commission	(2,485)	(3,587)
Discounts	(338)	(16)
	(14,654)	(9,262)
	486,457	684,144

Pakistan Gum & Chemicals Limited

37



	Note	2016	December 31, 2015
		Rupee	es in '000
21. COST OF SALES			
Raw material consumed			
Opening stock		-	129,291
Purchases		340,255	298,177
		340,255	427,468
Closing stock		(52,020)	-
		288,235	427,468
Packing material consumed			
Opening stock		2,320	4,382
Purchases		12,266	10,024
		14,586	14,406
Closing stock		(2,368)	(2,320)
		12,218	12,086
		300,453	439,554
Manufacturing overheads	~ ~ ~		
Salaries, wages and benefits	21.1	41,396	41,413
Stores and spares consumed	7 1	4,818	8,309
Provision against slow moving stores and spares	7.1	931	368
Utilities	F 1 2	67,238	73,980
Depreciation	5.1.2	10,585	12,987
Repairs and maintenance		1,862	2,109
Handling charges Rent, rates and taxes		5,668 548	5,039 2,317
Insurance		912	1,003
Traveling and conveyance		1,799	2,098
Laboratory expenses		200	265
Research and development		491	942
Communication		176	189
Others		186	252
		136,810	151,271
Cost of goods manufactured		437,263	590,825
Opening stock of finished goods		140,028	247,048
		577,291	837,873
Closing stock of finished goods		(57,511)	(140,028)
		519,780	697,845

21.1 Included herein is a sum of Rs. (1.637) million, Rs. 0.365 million and Rs. 0.963 million (2015: Rs. 1.669 million, Rs. 0.127 million and Rs. 0.903 million) in respect of Employees' Gratuity Fund, Employees' Pension Fund and Employees' Provident Fund respectively.

	December 31,	December 31,
	2016	2015
	Rupee	s in '000
22. SHIPPING EXPENSES		
Sales promotion expenses	2,819	976
Freight expenses	7,754	8,345
Port expenses	5,317	5,030
Marine insurance	419	570
	16,309	14,921



Note	2016	December 31, 2015 es in '000
23. ADMINISTRATIVE EXPENSES		
Salaries, wages and benefits23.1Travelling and conveyanceDepreciationDepreciation5.1.2CommunicationSecurity service chargesRepairs and maintenanceInsuranceInsurancePrinting and stationeryAuditors' remuneration23.2SubscriptionsLegal and professional chargesEntertainmentProvision / (reversal) against debts considered doubtful9.1Rent, rates and taxesAdvertisement9.1	31,358 2,322 2,857 2,261 981 235 231 504 607 1,224 2,992 690 162 701 74	31,630 2,964 3,137 1,832 923 467 265 634 599 1,443 1,667 742 (198) 192 135
Others	<u>111</u> 47,310	159 46,591

Included herein is a sum of Rs. (0.844) million, Rs. 0.616 million and Rs. 0.504 million (2015: Rs. 1.208 million, Rs. 0.619 million and Rs. 0.527 million) in respect of Employees' Gratuity Fund, Employees' Pension Fund and Employees' Provident Fund respectively. 23.1

23.2 Auditors' remuneration

Fee for statutory audit 23.2.1	389	378
Fee for half yearly review	65	63
Fee for Code of Corporate Governance and other certificates	42	47
Out of pocket expenses	111	111
	607	599

23.2.1 Included herein Sindh Sales Tax amounting to Rs. 0.029 million (2015: Rs. 0.018 million).

24. OTHER CHARGES

Workers' Welfare Fund Loss on sale of fixed assets	304 72 376	399
25. FINANCE COSTS		
Bank charges Others	1,687 	1,894 7 1,901



	December 31,	December 31,
	2016	2015
	Rupee	es in '000
26. OTHER INCOME		
Income from financial assets		
Interest / return on:	7.500	2.469
Term deposit receipts	7,580	3,468 842
Bank deposits	13	74
Loans to employees	8,040	4,384
Income from non-financial assets	0,040	+,504
Gain on sale of fixed assets	-	694
Exchange gain	179	1,286
Excitative gain	179	1,980
		.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	8,219	6,364
27. TAXATION		
Current – net	4,890	5,080
Deferred	(725)	(758)
	4,165	4,322

27.1. Current taxation expense consists of minimum tax charged under Section 113 of the Income Tax Ordinance, 2001 and tax under final tax regime.

27.2. Relationship between tax expense and accounting profit

	December 31, 2016	December 31, 2015
	Rupee	es in '000
Accounting loss before taxation	(90,786)	(71,149)
	Perc	ent
Tax rate	31%	32%
	Rupee	es in '000
Tax on accounting loss		
Tax effect of:		
Tax on income under final tax regime	3,725	5,080
Minimum tax under Section 113	1,165	- (750)
Others	(725)	(758)
	4,165	4,322



27.4. The Finance Act, 2015 and 2016, has introduced certain amendments relating to taxation of companies. As per these amendments, super tax at the rate of 3 percent of the taxable income has been levied for the tax years 2015 and 2016. In addition, a tax on every public company at the rate of 10 percent of such undistributed reserves which exceed the amount of its paid up capital has also been levied. However, this tax shall not apply in case of a public company which distributes cash dividend equal to at least either 40 percent of its after tax profits or 50 percent of its paid up capital, within the prescribed time after the end of the relevant tax year.

The Company is not liable to pay any tax in respect of aforementioned taxes introduced by Finance Act, 2015 and 2016, as the required criteria for taxability is not met, in case of the Company.

28. (LOSS) / EARNINGS PER SHARE - BASIC AND DILUTED

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

	December 31, 2016	December 31, 2015
	Rupee	es in '000
Net loss for the year	(94,951)	(75,471)
	Number	of shares
Weighted average number of ordinary shares outstanding during the year	4,248,552	4,248,552
	Ru	pees
Loss per share – basic and diluted	(22.35)	(17.76)

Note	2016	December 31, 2015
	Rupee	es in '000
29. CASH GENERATED FROM OPERATIONS		
(Loss) before taxation	(90,786)	(71,149)
Adjustments for non-cash items		
Depreciation	13,442	16,124
Finance costs	1,687	1,901
Provision for compensated absences Provision for bonus	1,671 3,743	(164) 1,942
Provision for bonus Provision for slow moving stores and spares	931	368
Provision against doubtful receivable	162	(198)
Provision for staff retirement benefits	(1,500)	3,623
Provision for SESSI & EOBI	(31)	16
Loss / (gain) on disposal of fixed assets	72	(694)
Interest income	(8,040)	(4,345)
	12,137	18,573
Operating loss before working		
capital changes	(78,649)	(52,576)
Working capital changes 29.1	78,788	157,701
		105,125

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		December 31,	December 31,
Not	е	2016	2015
		Rupee	es in '000
29.1 Working capital changes Decrease / (increase) in current assets Stores and spares Stock-in-trade Trade debts		1,234 30,449 12,448	1,432 238,373 (9,114)
Loans and advances		(639)	640
Short-term prepayments		197	(124)
Other receivables		1,667	4,232
		45,356	230,070
Increase / (decrease) in current liabilities			
Trade and other payables		33,432	(72,369)
		78,788	157,701
30. CASH AND CASH EQUIVALENTS			
Cash and bank balances 14		43,861	17,822
Short term investment – held to maturity 13		85,000	110,000
,		128,861	127,822

31. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

31.1 The aggregate amounts charged in the financial statements for the year are as follows:

	CHIEF EXECUTIVE		DIRECTORS		EXECU	JTIVES
	2016	2015	2016	2015	2016	2015
			Rupees	in '000		
Managerial remuneration	2,970	3,194	5,254	4,705	6,840	6,734
Housing	1,110	919	997	951	2,281	2,212
Retirement benefits	-	-	-	43	272	244
Bonus	-	887	500	1,610	-	2,448
Medical expenses	28	82	59	198	249	1,032
Utilities	607	520	462	421	507	492
	4,715	5,602	7,272	7,928	10,149	13,162
Number	1	1	2	2	7	7

- **31.2.** The Chief Executive and a Director are also provided with the Company maintained cars in accordance with their terms of employment.
- **31.3.** Seven Non-Executive Directors (2015: Seven) were paid fees to attend the meetings, aggregating Rs 0.94 million (2015: Rs. 0.86 million).

32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a variety of financial risks i.e. market risk, credit risk and liquidity risk. The Company's senior management provides policies for overall risk management, as well as policies covering specific areas.

The Board of Directors reviews and agrees policies for managing risks which are summarised below:



32.1. Market risk

Market risk is the risk that fair value of future cash flows will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency risk, interest rate risk and equity price risk.

32.1.1. Interest rate risks

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. As of the balance sheet date, the Company is not materially exposed to such risk.

32.1.2. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of the changes in foreign exchange rates. The Company is mainly exposed to such risk in respect of foreign currency trade debts amounting to Rs. 33.085 million (2015: Rs. 40.160 million).

Management of the Company estimates that 1% increase in the exchange rate, with all other factors remaining constant, would increase the Company's profit by Rs. 0.331 million (2015: Rs. 0.405 million) and 1% decrease would result in decrease in the Company's loss by the same amount.

32.1.3. Equity price risk

Equity price risk is the risk of loss arising from movements in prices of equity investments. The Company is not materially exposed to any equity price risk, as the Company does not have any investment in equity shares.

32.2. Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Out of the total financial assets of Rs. 170.631 million (2015: Rs. 181.555) million, the financial assets which are subject to credit risk amounted to Rs.136.376 million (2015: Rs. 140.161) million. The Company's credit risk is primarily attributable to its trade debts and bank balances. The Company manages its credit risk in respect of trade debts by securing through letter of credits. The credit risk on liquid funds is limited because the counter parties are banks with reasonably high credit ratings.

Quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings or the historical information about counter party default rates as shown below:

	Note	December 31, 2016	December 31, 2015
		Rupee	es in '000
32.2.1	Trade debts		
	Customers with no defaults in the past one year 9.2	29,947	46,373
32.2.2	Bank balances		
	A-1+	22,163	17,184
	A-1	21,503	389
		43,666	17,573



32.3 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 applies prudent liquidity risk management by maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. As of balance sheet date, the unutilized facilities amounting to Rs. 240 million and Rs. 75 million from Habib Bank Limited and Askari Bank Limited respectively.

The facilities for finance available from Habib Bank Limited are:

	Note	2016	2015
		Rupees	in '000
Running finance facility	32.3.1	55,000	55,000
Export refinance facility - Part II	32.3.1	185,000	185,000
Export refinance facility - Part I (Sub-limit of ERF - II)	32.3.1	(65,000)	(65,000)

32.3.1 The rate of mark-up on running finance facility is 3 months KIBOR plus 1.5% (2015: 3 months KIBOR plus 1.5%) and export refinance facility is SBP rate plus 1% (2015: SBP rate plus 1%) per annum payable quarterly. As of balance sheet date, all the facilities remained un-utilized. The facilities are secured by way of 1st Parri Passu charge of PKR 200.0 million over book debts and receivables (outstanding, money, receivables, claims, bills, contracts, engagements, securities, investments rights and assets excluding property) and 1st Parri Passu charge of Rs.207.70 million over fixed assets (All piece and parcel of land, all present & future plant & machinery, equipment) located at plot B-19/A, SITE, Karachi measuring 3 Acres, owned by Pakistan Gum & Chemicals Limited.

In addition to above, export refinance facility – Part I is also secured by lien over firm contract / LC.

The facilities for finance available from Askari Bank Limited are:

	Note	2016	2015
		Rupee	es in '000
Export refinance facility – Part II Export refinance facility - Part I (Sub - limit of ERF -II)	32.3.2 32.3.2	75,000 (65,000)	75,000 (65,000)

32.3.2 The rate of mark-up on these facilities is SBP rate plus 1% (2015: SBP rate plus 1). As of balance sheet date, the facilities remained un-utilized. The facilities are secured by way of 1st Parri Passu charge of PKR 100 million over book debts and receivables (outstanding, money, receivables, claims, bills, contracts, engagements, securities, investments rights and assets excluding property) and 1st Parri Passu charge of Rs.100 million over fixed assets (All piece and parcel of land, all present & future plant & machinery, equipment) located at plot B-19/A, SITE, Karachi measuring 3 Acres, owned by Pakistan Gum & Chemicals Limited.

In addition to above, export refinance facility – Part I is also secured by lien over firm contract / LC.



	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	Total
		Rup	ees in 'O	0 0	
Trade and other payables	6,618	17,808	39,086	-	63,512
2016	6,618	17,808	39,086	-	63,512
	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	Total
		than 3 months		years	Total
Trade and other payables		than 3 months	months	years	Total

Effective interest / yield rates for the financial liabilities are mentioned in the respective notes to the financial statements.

32.4. Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company is currently financing majority of its operations through equity and working capital. The capital structure of the Company is equity based with no financing through long-term borrowings.

33. TRANSACTIONS WITH RELATED PARTIES

The related party of the Company comprise of parent company, associates, retirement funds, directors and key management personnel of the Company. Amounts due from and to related parties, amounts due from executives and remuneration of directors and executives are disclosed in the relevant notes.

Other material transactions with related parties are given below:

	December 31,	December 31,
	2016	2015
	Rupee	es in '000
Devent Commons		
Parent Company		
East West Group Holding Inc.		
Dividend paid	-	12,746
Associates – common directorship		
Orkila Pakistan (Private) Limited		
Sale of goods	1,427	2,188
Commission on sales	1,313	1,018
Shipwell (Private) Limited		
Commission on sales	1,105	2,448
IAL Pakistan (Private) Limited		
Freight expenses	31	15
Transportaion	1,161	885

Pakistan Gum & Chemicals Limited



34. DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on 16 March, 2017 by the Board of Directors of the Company.

35. GENERAL

35.2

35.1. Amounts have been rounded off to the nearest thousand rupees.

	December 31, 2016	December 31, 2015
	Rupee	es in '000
	Un-a	udited
Provident fund		
Size of the trust	26,802	23,952
Cost of investments made	20,000	20,000
Fair value of investments made	26,388	23,619
Percentage of investment made	98.46%	98.61%

	201	б	2015	
		% of		% of
		investment		investment
	Investment	as size	Investment	as size
	Rupees	of the fund	Rupees	of the fund
Break-up of investments (as per section 227 of the Companies Ordinance, 1984)				
Special Saving Certificates	20,000	97.97%	20,000	98.36%

Investments out of provident fund have been made in accordance with the provision of the section 227 of the Companies Ordinance, 1984 and the rules formulated for the purpose. Equal monthly contributions are made, both by the Company and the employees, to the fund at the rate of 8.33% of basic salary and cost of living allowance.

- **35.3.** The total number of employees at the year-end were 76 (2015: 81) and average number of employees during the year were 78 (2015: 82).
- **35.4.** Because of nature of products and variations, it is impracticable to determine the production capacity of the plant.

Mohammad Moonis CHAIRMAN

Sajid Iqbal Hussain CHIEF EXECUTIVE



PATTERN OF SHAREHOLDINGS

AS AT DECEMBER 31, 2016

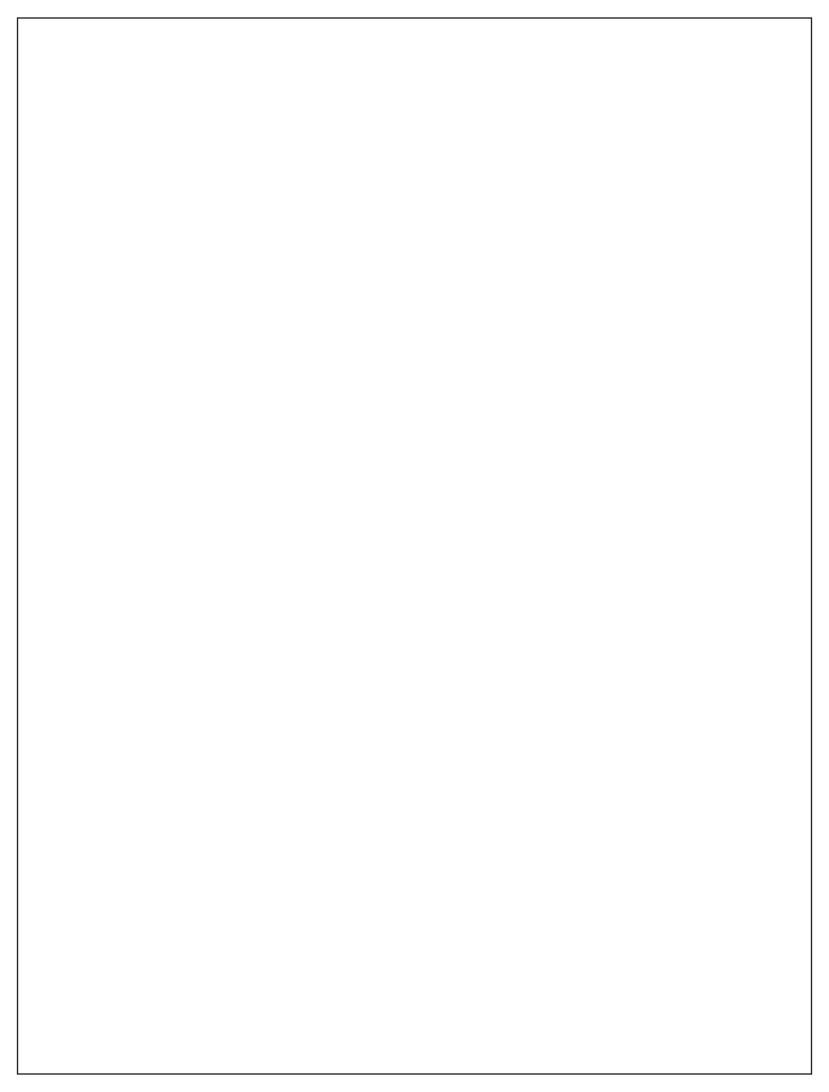
		F HOLDING 0/- EACH	NUMBER OF SHAREHOLDERS	NUMBER OF SHARES HELD	PERCENTAGE OF ISSUED CAPITAL
1	-	100	163	5,047	0.12
101	-	500	152	35,547	0.84
501	-	1,000	36	29,190	0.69
1,001	-	5,000	45	81,478	1.92
5,001	-	10,000	15	105,377	2.46
10,001	-	15,000	5	64,800	1.53
15,001	-	20,000	1	18,101	0.43
35,001	-	40,000	1	37,000	0.87
40,001	-	45,000	2	82,926	1.95
90,001	-	95,000	1	90,750	2.14
95,001	-	100,000	1	97,057	2.28
200,001	-	205,000	1	200,904	4.73
395,001	-	400,000	1	398,310	9.38
450,001	-	455,000	1	452,934	10.66
2,500,001	-	3,000,000	1	2,549,131	60.00
			426	4,248,552	100.00

ADDITIONAL INFORMATION

CATEGORY NO.	CATEGORIES OF SHARE HOLDERS	NUMBER OF	PERCENTAGE
		SHARES HELD	%
1	Individual	684,755	16.12
2	Joint Stock Companies	6,750	0.16
3	Directors, Chief Executive Officer, their		
	Spouse and Minor Children		
	i. Mr. Mohammad Moonis	200,904	4.73
	ii. Mr. Shuaib Ahmed	452,934	10.66
	iii. Mr. Ozair Ahmed Hanafi	2,559	0.06
	iv. Mr. Mohammad Ali Hanafi	1,600	0.04
	v. Mr. M. Aslam Hanafi	49,976	1.18
	vi Mr. Zaeem A. Hanafi	500	0.01
	vii. Mr. Zahid Zaheer	1,00	0.02
	viii. Mr. Zubyr Soomro	500	0.01
	ix. Mrs. Kehkashan Hanafi	7,260	0.17
4	Associated Company & Related parties	2,680,498	63.09
5	Banks, DFIs, NBFIs, Insurance Companies,		
	Investment Cos., Modarbas & Mutual Fund	152,056	3.58
6	Charitable Trust	7,260	0.17
	Total	4,248,552	100.00

Shareholders holding 5% or more voting interest

East West Group Holdings Inc.	- Associated Company	2,549,131	63.09
Shipwell (Pvt.) Limited	- Related party	131,367	3.09
Mr. Shuaib Ahmed		452,934	10.66
Mrs. Zakia Hanafi		398,310	9.38



PROXY FORM

54th ANNUAL GENERAL MEETING OF THE COMPANY

I/We,		
of		(Name)
		(Address)
being a member of PAKISTAN GUM & CHEMICALS LI	MITED and holder of _	
Ordinary Shares as per Register Folio No./CDC Partic	ipant's ID and Account	No
hereby appoint		
Of		(Name)
		(Address)
as my / our proxy to vote for me / us and on my Company to be held on Tuesday, the 25th of April, 2	//our behalf at the 5 2017 and any adjournm	54th ANNUAL GENERAL MEETING of the nent thereof.
Signed by me / us this	Day of	2017
		Signature on Revenue Stamp
Signature of Proxy		Signature of Shareholder must be in accordance with the Specimen signature registered with the company
Witness:		<u>-</u>
(Signature) Name:		
Address:		
Note:		

- 1. The proxy in order to be valid must be signed across five rupees revenue stamp and should be deposited with the Company not later than 48 hours before the time of holding the meeting.
- 2. CDC Shareholders and their proxies must attach either an attested photocopy of their CNIC or Passport with this Proxy Form.

مختارنامه (پراکسی فارم)

سمینی کام ۵ واں عام اجلاس

میں اہم (نام) 211 (ي. بحثيت شراكت داريا كستان كمم ايند اليميكز لميشدموجوده خصص آر د نری حصص بطور شئیر رجسٹر فولیونمبر ۱ سی ڈپی پی اکا وُنٹ نمبر تقرری کرتا ہوں/ کرتے ہیں (نام) 211 (يتي) میری/ہماری پراکسی کے طور برمیری/ہماری جانب سے تمپنی کے ۵۴ ویں سالانہ اجلاس میں شرکت کرنے، بولنے اورووٹ دینے کی، جو بروز منگل، مورخه ۲۵ ایریل ۲۰۱۷ برطابق ۱۰ بج مویااس میں کوئی تبدیلی لائی جائے میرے اہمارے دستخط 1+12 یراکسی کے دستخط (ريونيونكٹ چسپاں كركےاس پردستخط كريں) گواہ کے دستخط نام ~.. اہم نکات: ا۔ پراکسی فارم ہرلحاظ سے کممل ودرست صورت میں بمہ ۵ روپے کے ریو نیوٹکٹ کے کمپنی کے رجسٹر ڈپتہ پراجلاس سے ۴۸ گھنٹے قبل جمع کرا نالا زمی ہے ۲۔ سی ڈی سی اکا ؤنٹ ہولڈرز سے گذارش ہے کہ وہ اپنے قومی شاختی کا رڈایا سپورٹ کی مصدقہ کا پی پراکسی فارم کے ساتھ ضرور منسلک کریں



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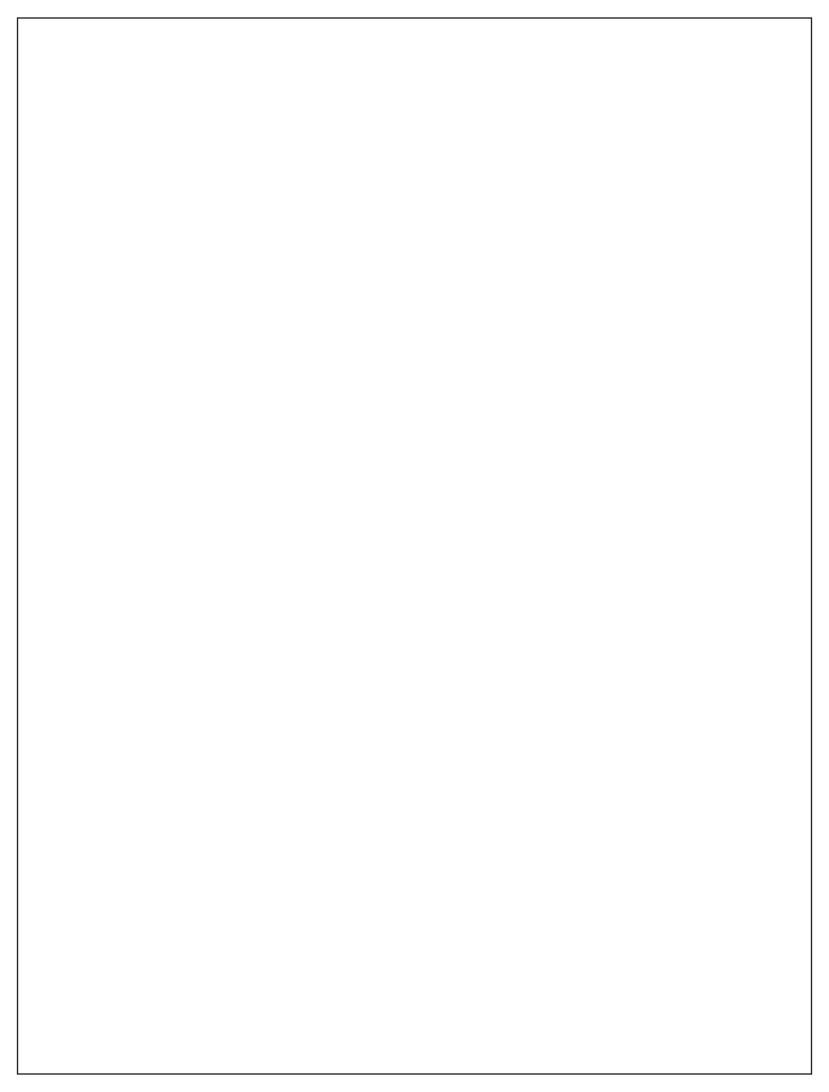
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