CRESTWELL HEALTHCARE LIMITED

FORMERLY S. G. POWER LIMITED

2026

ANNUAL REPORT

(AUDITED)

For the Year Ended June 30, 2026

CRESTWELL HEALTHCARE LIMITED

Formerly S.G. Power Limited · PSX: SGPL · Lahore, Pakistan

VISION

To reach the crest of healthcare excellence.

MISSION

Delivering world-class healthcare solutions with integrity, discipline and care — for healthier lives and stronger communities.

VALUES

C	W	H	C
COMMITMENT	**WORLD-CLASS**	**HONESTY**	**CONSISTENCY**
To patients, partners and shareholders	Only the best products, partners and standards	Transparent governance, trusted relationships	Every order, every delivery, every promise — kept

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

COMPANY INFORMATION

Board of Directors:

1. Mr. Naim Anwar	Director/Chairman
2. Mr. Umer Ali Malik	Director
3. Mian Ateeq Ur Rehman	Director
4. Mr. Omer Habib	Director
5. Brig. Syed Ali Ammar Haider, SI(M), (Retd.)	Director
6. Dr. Maria Fatima Haral	Director
7. Dr. Muhammad Usman	Director

Chief Executive Officer:
Mr. Umer Ali Malik

Company Secretary:
Mr. Usman A. Khan

Audit Committee:

Mr. Naim Anwar	Chairman
Mian Ateeq Ur Rehman	Member
Brig. Syed Ali Ammar Haider, SI(M), (Retd.)	Member
Mr. Usman A. Khan	Secretary

HR & Remuneration Committee:

Dr. Maria Fatima Haral	Chairman
Mr. Omer Habib	Member
Mr. Umer Ali Malik	Member
Mr. Usman A. Khan	Secretary

Auditors:
S.M. Suhail & Co.
Chartered Accountants,
Karachi.

Legal Advisor:
Jamila Siraj Uddin
Office # 109, First Floor,
Al-Fatima Chamber,
Near Saddar Passport Office,
Karachi.

Shares Registrar:
F.D Registrar Services (Pvt.) Ltd.
Office # 1705, 17th Floor,
Saima Trade Tower - A,
I.I. Chundrigar Road, Karachi.
Tel: +92 21 32271905-6

Bankers:
Meezan Bank Limited
Habib Metropolitan Bank
Bank Makramah Limited

Registered Office:
Second Floor, FNE House,
179 Abubakar Block,
New Garden Town,
Main Canal Road, Lahore.
Tel: +92 42 35843722

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

CHAIRMAN'S REVIEW REPORT FOR THE YEAR ENDED JUNE 30, 2026.

Dear Shareholders,

On behalf of the Board of Directors of **Crestwell Healthcare Limited** (formerly S.G. Power Limited), I am pleased to present my review of the Company's performance and strategic progress for the financial year ended June 30, 2026.

The year under review represented an important period of transition for the Company. Following the discontinuation of its historical power sector operations to pharmaceutical sector, the Company continued to reposition itself towards its revised strategic direction. This transformation is intended to provide the Company with a more sustainable platform for future growth while enabling it to pursue opportunities within its new approved business scope in a disciplined and commercially prudent manner.

The Board recognizes that the Company's present phase of strategic transformation carries execution, funding, regulatory, investment and operational risks. Accordingly, the Board and management remain focused on maintaining financial discipline, strengthening internal controls, ensuring regulatory compliance and prudently evaluating opportunities consistent with the Company's revised strategic objectives. Looking ahead, the priority of the Board is to translate the Company's revised corporate direction into sustainable commercial operations and recurring revenue streams.

The Board remains committed to upholding high standards of corporate governance, transparency, accountability and regulatory compliance, while safeguarding the interests of shareholders and other stakeholders. We believe that disciplined execution, prudent capital allocation and effective risk management will remain central to the Company's efforts to build a sustainable long-term business.

On behalf of the Board, I would like to express our appreciation to the Securities and Exchange Commission of Pakistan, Pakistan Stock Exchange Limited and other regulatory authorities for their continued guidance and support. I also acknowledge the efforts of the Company's management and employees and thank our shareholders, business partners and stakeholders for their continued confidence in the Company.

Naim Anwar
Chairman

Date: September 30, 2026

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

30 جون 2026 کو ختم ہونے والے سال کے لیے چیئرمین کا جائزہ رپورٹ.

محترم شیئر ہولڈرز،

کریسٹ ویل ہیلتھ کیئر لمیٹڈ (سابقہ ایس جی پاور لمیٹڈ) کے بورڈ آف ڈائریکٹرز کی جانب سے، مجھے 30 جون 2026 کو ختم ہونے والے مالی سال کے لیے کمپنی کی کارکردگی اور اسٹریٹجک پیش رفت کا جائزہ پیش کرتے ہوئے خوشی ہو رہی ہے۔

زیرِ جائزہ سال کمپنی کے لیے تبدیلی کے ایک اہم دور کی نمائندگی کرتا ہے۔ اپنے تاریخی پاور سیکٹر کے آپریشنز کو ترک کرکے فارماسیوٹیکل سیکٹر کی جانب منتقلی کے بعد، کمپنی نے اپنی نظرثانی شدہ اسٹریٹجک سمت کے مطابق خود کو دوبارہ منظم کرنے کا عمل جاری رکھا۔ اس تبدیلی کا مقصد کمپنی کو مستقبل کی ترقی کے لیے زیادہ پائیدار پلیٹ فارم فراہم کرنا ہے، جبکہ اسے اپنے نئے منظور شدہ کاروباری دائرہ کار میں نظم و ضبط اور تجارتی احتیاط کے ساتھ مواقع سے فائدہ اٹھانے کے قابل بنانا ہے۔

بورڈ اس امر کو تسلیم کرتا ہے کہ کمپنی کی موجودہ اسٹریٹجک تبدیلی کے مرحلے میں عمل درآمد، فنڈنگ، ریگولیٹری، سرمایہ کاری اور آپریشنل خطرات موجود ہیں۔ اسی مناسبت سے بورڈ اور انتظامیہ مالی نظم و ضبط برقرار رکھنے، داخلی کنٹرولز مضبوط بنانے، ریگولیٹری تعمیل یقینی بنانے اور کمپنی کے نظرثانی شدہ اسٹریٹجک مقاصد سے ہم آہنگ مواقع کا محتاط جائزہ لینے پر توجہ مرکوز کیے ہوئے ہیں۔ مستقبل میں بورڈ کی ترجیح کمپنی کی نظرثانی شدہ کارپوریٹ سمت کو پائیدار تجارتی آپریشنز اور مسلسل آمدنی کے ذرائع میں تبدیل کرنا ہے۔

بورڈ کارپوریٹ گورننس، شفافیت، جوابدہی اور ریگولیٹری تعمیل کے اعلیٰ معیار کو برقرار رکھنے کے لیے پُرعزم ہے، جبکہ شیئر ہولڈرز اور دیگر اسٹیک ہولڈرز کے مفادات کا تحفظ بھی یقینی بنایا

جائے گا۔ ہمیں یقین ہے کہ منظم عمل درآمد، محتاط سرمایہ مختص کرنا اور مؤثر رسک مینجمنٹ کمپنی کے لیے ایک پائیدار طویل مدتی کاروبار کی تعمیر میں بنیادی اہمیت رکھتے رہیں گے۔

بورڈ کی جانب سے، میں سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان، پاکستان اسٹاک ایکسچینج لمیٹڈ اور دیگر ریگولیٹری اداروں کی مسلسل رہنمائی اور تعاون پر اظہارِ تشکر کرتا ہوں۔ میں کمپنی کی انتظامیہ اور ملازمین کی کاوشوں کو بھی سراہتا ہوں اور اپنے شیئر ہولڈرز، کاروباری شراکت داروں اور دیگر اسٹیک ہولڈرز کا کمپنی پر مسلسل اعتماد رکھنے پر شکریہ ادا کرتا ہوں۔

نعیم انور
چیئرمین

تاریخ: 30 ستمبر 2026

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

DIRECTORS' REPORT FOR THE YEAR ENDED JUNE 30, 2026.

Dear Shareholders,

The Board of Directors of **Crestwell Healthcare Limited**, formerly S.G. Power Limited ("the Company"), is pleased to present the Directors' Report together with the audited financial statements of the Company for the year ended **June 30, 2026**.

COMPANY OVERVIEW AND PRINCIPAL ACTIVITIES:

During the year and subsequent corporate developments, the Company continued its transition from its historical power sector operations towards its revised strategic direction to pharmaceutical sector. The Company is presently operating under the name **Crestwell Healthcare Limited**, formerly S.G. Power Limited. The audited financial statements classify the historical power segment as discontinued operations, with no revenue from the power segment recorded during FY2026.

The new principal line of business of the company shall be the importing, selling, purchasing, renting, trading, distributing, marketing, after sales services and maintenance of any and all kinds and class of medical equipment, instruments, devices, and supplies and all tools and materials required for hospitals and to carry on the business of manufacturers of and dealers in the import, export, sale, resale and distribution of any and all kinds and class of pharmaceutical, medicinal and chemical preparations (including synthetic and other vitamin preparations) and of other related products used in the treatment of disease or promotion of health of human beings.

The Board remains focused on implementing the Company's revised business strategy in a prudent and commercially sustainable manner while ensuring compliance with the applicable corporate and regulatory framework.

FINANCIAL PERFORMANCE:

The Company's summarized financial performance for the year under review is as follows:

Particulars	2026 (PKR)	2025 (PKR)
Revenue from Power Segment	—	6,145,860
Administrative & Selling Expenses	5,327,867	6,615,074
Other Charges / Provision	2,878,132	—

Particulars	2026 (PKR)	2025 (PKR)
Operating Loss	8,205,999	8,401,192
Loss Before Taxation	8,207,885	8,404,645
Loss After Taxation	8,207,885	8,404,648
Loss per Share – Basic & Diluted	Rs.0.46	Rs.0.47

During FY2026, the Company recorded **no revenue from its historical power operations**, compared with revenue of Rs.6.15 million in FY2025. Administrative and selling expenses declined to Rs.5.33 million from Rs.6.62 million; however, other charges of Rs.2.88 million were recognized during the year. Consequently, the Company reported a **loss after taxation of Rs.8.21 million**, compared with a loss of Rs.8.40 million in FY2025.

Basic and diluted loss per share improved marginally to **Rs.0.46** from Rs.0.47 in the preceding year.

REASONS FOR LOSS AND FUTURE PROSPECTS:

The loss for the year principally reflects the absence of operating revenue following discontinuation of the Company's historical power operations, together with administrative and other costs incurred during the year. The Board recognizes that the Company is presently undergoing a period of strategic transition. Management's focus is therefore directed towards operationalizing the Company's revised business model, identifying sustainable revenue generating opportunities and deploying available resources in accordance with the Company's approved corporate strategy.

The future profitability of the Company will depend upon successful implementation of its revised business activities, timely execution of planned investments and commercial initiatives, availability of funding, regulatory approvals where applicable and prevailing economic and business conditions.

FINANCIAL POSITION:

As at June 30, 2026, the Company's total assets amounted to approximately **Rs.13.10 million**, compared with Rs.18.39 million at June 30, 2025.

The Company's accumulated losses stood at approximately **Rs.264.33 million**, compared with Rs.266.78 million at June 30, 2025. During the year, the Company's authorized share

capital stood at **Rs.800 million divided into 80 million ordinary shares of Rs.10 each**, while issued, subscribed and paid-up capital remained Rs.178.33 million.

DIVIDEND:

In view of the loss incurred during the year and the Company's accumulated losses and future funding requirements, the Board of Directors has not recommended any dividend for the year ended June 30, 2026. No amount is proposed to be transferred to the General Reserve.

EARNINGS / LOSS PER SHARE:

The basic and diluted loss per share for the year ended June 30, 2026 was **Rs.0.46**, compared with Rs.0.47 for the preceding financial year.

CAPITAL AND CORPORATE DEVELOPMENTS:

During the year, the authorized share capital of the Company increased to **Rs.800 million**, divided into 80 million ordinary shares of Rs.10 each. The Company also underwent a change of name from **S.G. Power Limited to Crestwell Healthcare Limited**, reflecting its revised strategic direction effective from August 06, 2026. The revised/new principal line of business of the company shall be the importing, selling, purchasing, renting, trading, distributing, marketing, after sales services and maintenance of any and all kinds and class of medical equipment, instruments, devices, and supplies and all tools and materials required for hospitals and to carry on the business of manufacturers of and dealers in the import, export, sale, resale and distribution of any and all kinds and class of pharmaceutical, medicinal and chemical preparations (including synthetic and other vitamin preparations) and of other related products used in the treatment of disease or promotion of health of human beings, effective from June 24, 2026.

Rights Issue: During the period under review, the Company initiated the process for issuance of 300% Right Shares at par value of Rs.10/- per share, in accordance with the applicable provisions of the Companies Act, 2017, the applicable regulatory framework and the requirements of the Pakistan Stock Exchange Limited ("PSX").

Subsequent to the year ended June 30, 2026, the Company duly completed the requisite regulatory and procedural formalities in connection with the Right Issue. The Company obtained the requisite No Objection Certificate ("NOC") from PSX on September 21, 2026, and consequently, 53,499,600 Right Shares aggregating to Rs.534,996,000/- were duly credited to the respective shareholders' accounts on September 23, 2026.

Accordingly, the Right Issue process was substantially completed subsequent to the reporting date, in compliance with the applicable statutory and regulatory requirements.

PRINCIPAL RISKS AND UNCERTAINTIES:

The Board recognizes that the Company's current stage of strategic transition exposes it to a number of risks and uncertainties, including execution risk associated with commencement and expansion of revised business operations; liquidity and funding risk; regulatory and compliance risk; investment and capital allocation risk; operational and technology risk; and broader macroeconomic and market uncertainties.

Management continues to monitor these risks and seeks to maintain appropriate controls and mitigation measure consistent with the nature and scale of the Company's activities.

INTERNAL FINANCIAL CONTROLS:

The Board acknowledges its responsibility for maintaining an adequate system of internal financial controls designed to safeguard the Company's assets, ensure accuracy and reliability of financial reporting and support compliance with applicable laws and regulations.

The Board, through the Audit Committee and management, continues to monitor the adequacy and effectiveness of the internal control environment and takes appropriate measures to address any weaknesses identified.

DEFAULT IN PAYMENT OF DEBTS:

The Company did not default in payment of any principal, markup or other debt obligation during the year under review.

AUDITORS' REPORT:

The Board of Directors has taken note of the Emphasis of Matter paragraph included in the Independent Auditor's Report, whereby the auditors have drawn attention to the significant non-adjusting events disclosed in the Notes to the financial statements, including the change in the Company's name from S.G. Power Limited to Crestwell Healthcare Limited, change in its principal line of business from power generation to the pharmaceutical sector, changes in the Board of Directors and substantial shareholding, increase in the authorized share capital from Rs.200 million to Rs.800 million and the completion of issuance of 300% Right Shares comprising 53,499,600 ordinary shares of Rs.10/- each, aggregating to Rs.534,996,000/-.

The Board confirms that the aforesaid matters have been appropriately disclosed in the Notes to the financial statements. These developments represent significant strategic and corporate measures undertaken by the Company towards strengthening its capital base, enhancing financial flexibility, and facilitating the implementation of its business strategy and planned expansion into the healthcare and pharmaceutical sector.

The Board further notes that the Independent Auditors have not modified their opinion in respect of the aforesaid matters. Accordingly, the Emphasis of Matter paragraph does not constitute a qualification or adverse modification of the auditors' opinion on the financial statements.

CORPORATE GOVERNANCE:

The Board remains committed to maintaining sound standards of corporate governance, transparency, accountability and regulatory compliance. The Company continued to take measures for compliance with the applicable provisions of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.

BOARD OF DIRECTORS:

The following persons served as Directors of the Company during the financial year ended June 30, 2026:

1. Mr. Naim Anwar
2. Mr. Umer Ali Malik
3. Mian Ateeq Ur Rehman
4. Mr. Omer Habib
5. Mr. Waseem Arshad
6. Dr. Maria Fatima Haral

BOARD COMPOSITION:

As at the date of this Report, the Board comprises:

Total number of Directors:	**6**
Male Directors:	5
Female Directors:	1

Independent Directors:	**3**
Non-Executive Directors:	**2**
Executive Directors:	**1**

BOARD COMMITTEES:

The following committees of the Board remained constituted during the year:

Audit Committee: Audit committee comprises of following members: -

Sr. No.	Name of Member		Status
i.	Mr. Naim Anwar	Independent Director	Chairman
ii.	Mian Ateeq Ur Rehman	Independent Director	Member
iii.	Mr. Waseem Arshad	Non-Executive Director	Member
iv.	Ms. Iman Mehmood	Company Secretary (Interim)	Secretary (Interim)

Human Resource & Remuneration (HR&R) Committee: Human Resource committee comprises of following members: -

Sr. No.	Name of Member		Status
i.	Dr. Maria Fatima Haral	Independent Director	Chairman
ii.	Mr. Omer Habib	Non – Executive Director	Member
iii.	Mr. Umer Ali Malik	Executive Director	Member
iv.	Ms. Iman Mehmood	Company Secretary (Interim)	Secretary (Interim)

REMUNERATION POLICY FOR NON-EXECUTIVE DIRECTORS:

The remuneration of Non-Executive Directors, including Independent Directors, is governed by the remuneration policy approved by the Board. The policy seeks to compensate Directors appropriately for their professional expertise, responsibilities and time devoted to Board and Committee meetings while ensuring that the remuneration structure does not compromise their independence.

SUSTAINABILITY, ENVIRONMENT AND SOCIAL RESPONSIBILITY:

The Company recognizes the importance of responsible and sustainable business practices and will seek to integrate appropriate environmental, social and governance considerations into its evolving business strategy.

FUTURE OUTLOOK:

The Company is presently at an important stage of strategic transformation. The Board's priority is to translate the Company's revised corporate direction into sustainable commercial operations while preserving financial discipline and ensuring regulatory compliance.

Management will continue to evaluate opportunities within the Company's approved business scope, strengthen its operating platform, develop strategic partnerships and deploy capital prudently. The Board remains conscious that the Company's ability to return to sustainable profitability will depend on timely execution of its revised business strategy and generation of recurring operating revenues.

The Board remains committed to protecting shareholders' interests and creating sustainable long-term value through prudent governance, disciplined execution and effective risk management.

PATTERN OF SHAREHOLDING:

The pattern of shareholding of the Company as at **June 30, 2026**, prepared in accordance with the applicable statutory and regulatory requirements, is annexed to the Annual Report.

STATEMENT OF COMPLIANCE:

The Statement of Compliance with the **Listed Companies (Code of Corporate Governance) Regulations, 2019**, together with the statutory auditors' review report thereon, shall form part of the Annual Report.

EXTERNAL AUDITORS:

The existing statutory auditors, **M/s. S.M. Suhail & Co., Chartered Accountants**, retire at the conclusion of the forthcoming 33rd Annual General Meeting.

The Board of Directors, on the recommendation of the Audit Committee, has recommended **M/s. Parker Russell-A.J.S., Chartered Accountants**, for appointment as statutory auditors of the Company for the financial year ending **June 30, 2027**, subject to approval of the members at the AGM.

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

ELECTION OF DIRECTORS:

The current term of the Board is due to expire at the forthcoming Annual General Meeting scheduled for **October 28, 2026**.

The Board has fixed the number of elected Directors at **seven (7)** pursuant to Section 159 of the Companies Act, 2017. Election of Directors shall accordingly be conducted at the AGM in accordance with the Companies Act, 2017, the CCG Regulations and, where applicable in the event of a contested election, the Companies (Postal Ballot) Regulations, 2018.

ACKNOWLEDGEMENT:

The Board places on record its appreciation for the continued guidance and support of the Securities and Exchange Commission of Pakistan, Pakistan Stock Exchange Limited and other regulatory authorities and institutions.

The Directors also acknowledge the efforts and commitment of the Company's management and employees and express their gratitude to the shareholders and other stakeholders for their continued support and confidence.

For and on behalf of the Board of Directors

Umer Ali Malik
Chief Executive

Mian Ateeq Ur Rehman
Director

Date: September 30, 2026
Place: Lahore.

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

30 جون 2026 کو ختم ہونے والے سال کے لیے ڈائریکٹرز کی رپورٹ.

محترم شیئر ہولڈرز،

کریسٹ ویل ہیلتھ کیئر لمیٹڈ، سابقہ ایس جی پاور لمیٹڈ ("کمپنی") کا بورڈ آف ڈائریکٹرز 30 جون 2026 کو ختم ہونے والے سال کے لیے کمپنی کی آڈٹ شدہ مالیاتی بیانات کے ساتھ ڈائریکٹرز کی رپورٹ پیش کرتے ہوئے خوشی محسوس کرتا ہے۔

کمپنی کا جائزہ اور بنیادی سرگرمیاں:

سال کے دوران اور بعد ازاں ہونے والی کارپوریٹ پیش رفت کے نتیجے میں، کمپنی نے اپنے تاریخی پاور سیکٹر کے آپریشنز سے فارماسیوٹیکل سیکٹر کی جانب اپنی نظرثانی شدہ اسٹریٹجک سمت میں منتقلی کا عمل جاری رکھا۔ کمپنی اس وقت کریسٹ ویل ہیلتھ کیئر لمیٹڈ، سابقہ ایس جی پاور لمیٹڈ، کے نام سے کام کر رہی ہے۔ آڈٹ شدہ مالیاتی بیانات میں تاریخی پاور سیگمنٹ کو بند شدہ آپریشنز کے طور پر ظاہر کیا گیا ہے اور مالی سال 2026 میں پاور سیگمنٹ سے کوئی آمدنی ریکارڈ نہیں کی گئی۔

کمپنی کا نیا بنیادی کاروباری دائرہ کار ہر قسم اور زمرے کے طبی آلات، سازوسامان، ڈیوائسز اور سپلائز، نیز ہسپتالوں کے لیے درکار تمام اوزار اور مواد کی درآمد، فروخت، خرید، کرایہ، تجارت، تقسیم، مارکیٹنگ، بعد از فروخت خدمات اور مرمت و دیکھ بھال پر مشتمل ہوگا۔ مزید برآں، کمپنی ہر قسم اور زمرے کی دواسازی، طبی اور کیمیائی تیاریوں (بشمول مصنوعی اور دیگر وٹامن تیاریوں) اور انسانی بیماریوں کے علاج یا صحت کے فروغ کے لیے استعمال ہونے والی متعلقہ مصنوعات کی تیاری، درآمد، برآمد، فروخت، دوبارہ فروخت اور تقسیم کا کاروبار بھی کرے گی۔

بورڈ قابلِ اطلاق کارپوریٹ اور ریگولیٹری فریم ورک کی تعمیل یقینی بناتے ہوئے کمپنی کی نظرثانی شدہ کاروباری حکمتِ عملی کو محتاط اور تجارتی طور پر پائیدار انداز میں نافذ کرنے پر توجہ مرکوز کیے ہوئے ہے۔

مالی کارکردگی:

زیرِ جائزہ سال کے لیے کمپنی کی خلاصہ شدہ مالی کارکردگی درج ذیل ہے:

2025 (روپے)	2026 (روپے)	تفصیلات
6,145,860	—	پاور سیگمنٹ سے آمدنی
6,615,074	5,327,867	انتظامی اور فروخت کے اخراجات
—	2,878,132	دیگر چارجز / پرووِیژن
8,401,192	8,205,999	آپریٹنگ خسارہ
8,404,645	8,207,885	ٹیکس سے پہلے خسارہ
8,404,648	8,207,885	ٹیکس کے بعد خسارہ
0.47 روپے	0.46 روپے	فی حصص خسارہ - بنیادی اور کم شدہ

مالی سال 2026 کے دوران کمپنی نے اپنے تاریخی پاور آپریشنز سے کوئی آمدنی ریکارڈ نہیں کی، جبکہ مالی سال 2025 میں یہ آمدنی 6.15 ملین روپے تھی۔ انتظامی اور فروخت کے اخراجات 6.62 ملین روپے سے کم ہو کر 5.33 ملین روپے رہ گئے؛ تاہم سال کے دوران 2.88 ملین روپے کے دیگر چارجز تسلیم کیے گئے۔ نتیجتاً، کمپنی نے ٹیکس کے بعد 8.21 ملین روپے کا خسارہ رپورٹ کیا، جو مالی سال 2025 میں 8.40 ملین روپے تھا۔

بنیادی اور کم شدہ فی حصص خسارہ گزشتہ سال کے 0.47 روپے سے معمولی بہتری کے ساتھ 0.46 روپے رہا۔

خسارے کی وجوہات اور مستقبل کے امکانات:

سال کا خسارہ بنیادی طور پر کمپنی کے تاریخی پاور آپریشنز کے خاتمے کے بعد آپریٹنگ آمدنی کی عدم موجودگی، نیز سال کے دوران اٹھنے والے انتظامی اور دیگر اخراجات کی عکاسی کرتا ہے۔ بورڈ تسلیم کرتا ہے کہ کمپنی اس وقت اسٹریٹجک تبدیلی کے مرحلے سے گزر رہی ہے۔ لہٰذا انتظامیہ کی توجہ کمپنی کے نظرثانی شدہ کاروباری ماڈل کو عملی شکل دینے، پائیدار آمدنی پیدا کرنے والے مواقع کی نشاندہی کرنے اور دستیاب وسائل کو کمپنی کی منظور شدہ کارپوریٹ حکمتِ عملی کے مطابق استعمال کرنے پر مرکوز ہے۔

کمپنی کی مستقبل کی منافع بخشی کا انحصار نظرثانی شدہ کاروباری سرگرمیوں کے کامیاب نفاذ، منصوبہ بند سرمایہ کاری اور تجارتی اقدامات کی بروقت تکمیل، فنڈنگ کی دستیابی، جہاں قابلِ اطلاق ہو ریگولیٹری منظوریوں، اور مروجہ معاشی و کاروباری حالات پر ہوگا۔

مالی حیثیت:

30 جون 2026 تک کمپنی کے کل اثاثے تقریباً 13.10 ملین روپے تھے، جبکہ 30 جون 2025 تک یہ 18.39 ملین روپے تھے۔

کمپنی کے جمع شدہ خسائر تقریباً 264.33 ملین روپے رہے، جبکہ 30 جون 2025 تک یہ 266.78 ملین روپے تھے۔ سال کے دوران کمپنی کا مجاز شیئر کیپیٹل 800 ملین روپے رہا، جو 10 روپے فی حصص کے حساب سے 80 ملین عام حصص پر مشتمل ہے، جبکہ جاری شدہ، سبسکرائب شدہ اور ادا شدہ سرمایہ 178.33 ملین روپے برقرار رہا۔

منافع منقسمہ:

سال کے دوران ہونے والے خسارے، کمپنی کے جمع شدہ خسائر اور مستقبل کی فنڈنگ ضروریات کے پیش نظر، بورڈ آف ڈائریکٹرز نے 30 جون 2026 کو ختم ہونے والے سال کے لیے کسی منافع منقسمہ کی سفارش نہیں کی۔ جنرل ریزرو میں بھی کسی رقم کی منتقلی تجویز نہیں کی گئی۔

فی حصص آمدنی / خسارہ:

30 جون 2026 کو ختم ہونے والے سال کے لیے بنیادی اور کم شدہ فی حصص خسارہ 0.46 روپے تھا، جبکہ گزشتہ مالی سال میں یہ 0.47 روپے تھا۔

سرمایہ اور کارپوریٹ پیش رفت:

سال کے دوران کمپنی کا مجاز شیئر کیپیٹل بڑھا کر 800 ملین روپے کر دیا گیا، جو 10 روپے فی حصص کے حساب سے 80 ملین عام حصص پر مشتمل ہے۔ کمپنی کا نام بھی ایس جی پاور لمیٹڈ سے تبدیل ہو کر کریسٹ ویل ہیلتھ کیئر لمیٹڈ ہو گیا، جو 06 اگست 2026 سے اس کی نظرثانی شدہ اسٹریٹجک سمت کی عکاسی کرتا ہے۔ کمپنی کا نظرثانی شدہ/نیا بنیادی کاروباری دائرہ کار ہر قسم اور زمرے کے طبی آلات، سازوسامان، ڈیوائسز اور سپلائز، نیز ہسپتالوں کے لیے درکار تمام اوزار اور مواد کی درآمد، فروخت، خرید، کرایہ، تجارت، تقسیم، مارکیٹنگ، بعد از فروخت خدمات اور مرمت و دیکھ بھال پر مشتمل ہوگا؛ اور کمپنی ہر قسم اور زمرے کی دواسازی، طبی اور کیمیائی تیاریوں (بشمول مصنوعی اور دیگر وٹامن تیاریوں) اور انسانی بیماریوں کے علاج یا صحت کے فروغ کے لیے استعمال ہونے والی متعلقہ مصنوعات کی تیاری، درآمد، برآمد، فروخت، دوبارہ فروخت اور تقسیم کا کاروبار بھی کرے گی، جو 24 جون 2026 سے مؤثر ہے۔

رائٹس ایشو: زیرِ جائزہ مدت کے دوران کمپنی نے کمپنیز ایکٹ، 2017 کی قابلِ اطلاق دفعات، متعلقہ ریگولیٹری فریم ورک اور پاکستان اسٹاک ایکسچینج لمیٹڈ ("PSX") کی ضروریات کے مطابق 10 روپے فی حصص کی مساوی قیمت پر 300% رائٹ شیئرز کے اجرا کا عمل شروع کیا۔

30 جون 2026 کو ختم ہونے والے سال کے بعد، کمپنی نے رائٹس ایشو کے سلسلے میں درکار تمام ریگولیٹری اور طریقہ کار کی رسمی کارروائیاں مکمل کر لیں۔ کمپنی نے 21 ستمبر 2026 کو PSX سے مطلوبہ نو آبجیکشن سرٹیفکیٹ ("NOC") حاصل کیا اور نتیجتاً 534,996,000 روپے کی مجموعی مالیت کے 53,499,600 رائٹ شیئرز 23 ستمبر 2026 کو متعلقہ شیئر ہولڈرز کے اکاؤنٹس میں باقاعدہ کریڈٹ کر دیے گئے۔

اس طرح، رپورٹنگ تاریخ کے بعد رائٹس ایشو کا عمل قابلِ اطلاق قانونی اور ریگولیٹری تقاضوں کی تعمیل میں بڑی حد تک مکمل ہو گیا۔

<u>اہم خطرات اور غیر یقینی صورتحال:</u>

بورڈ تسلیم کرتا ہے کہ کمپنی کی موجودہ اسٹریٹجک تبدیلی اسے متعدد خطرات اور غیر یقینی صورتحال سے دوچار کرتی ہے، جن میں نظرثانی شدہ کاروباری آپریشنز کے آغاز اور توسیع سے متعلق عمل درآمد کا خطرہ؛ لیکویڈیٹی اور فنڈنگ کا خطرہ؛ ریگولیٹری اور تعمیل کا خطرہ؛ سرمایہ کاری اور سرمایہ مختص کرنے کا خطرہ؛ آپریشنل اور ٹیکنالوجی کا خطرہ؛ اور وسیع تر معاشی و مارکیٹ غیر یقینی صورتحال شامل ہیں۔

انتظامیہ ان خطرات کی مسلسل نگرانی کرتی ہے اور کمپنی کی سرگرمیوں کی نوعیت اور حجم کے مطابق مناسب کنٹرولز اور خطرات میں کمی کے اقدامات برقرار رکھنے کی کوشش کرتی ہے۔

داخلی مالیاتی کنٹرولز:

بورڈ کمپنی کے اثاثوں کے تحفظ، مالیاتی رپورٹنگ کی درستگی اور قابلِ اعتماد ہونے کو یقینی بنانے، اور قابلِ اطلاق قوانین و ضوابط کی تعمیل میں معاونت کے لیے مناسب داخلی مالیاتی کنٹرولز کا نظام برقرار رکھنے کی اپنی ذمہ داری کو تسلیم کرتا ہے۔

بورڈ، آڈٹ کمیٹی اور انتظامیہ کے ذریعے، داخلی کنٹرول کے ماحول کی مناسبت اور مؤثریت کی مسلسل نگرانی کرتا ہے اور نشاندہی کی گئی کمزوریوں کے ازالے کے لیے مناسب اقدامات اٹھاتا ہے۔

قرضوں کی ادائیگی میں ڈیفالٹ:

زیرِ جائزہ سال کے دوران کمپنی نے اصل رقم، مارک اپ یا کسی دیگر قرضی ذمہ داری کی ادائیگی میں کوئی ڈیفالٹ نہیں کیا۔

آڈیٹرز کی رپورٹ:

بورڈ آف ڈائریکٹرز نے آزاد آڈیٹرز کی رپورٹ میں شامل Emphasis of Matter پیراگراف کا نوٹس لیا ہے، جس میں آڈیٹرز نے مالیاتی بیانات کے نوٹس میں ظاہر کیے گئے اہم غیر ایڈجسٹنگ واقعات کی طرف توجہ دلائی ہے، جن میں کمپنی کا نام ایس جی پاور لمیٹڈ سے کریسٹ ویل ہیلتھ کیئر لمیٹڈ میں تبدیل ہونا، بنیادی کاروباری سرگرمی کا پاور جنریشن سے فارماسیوٹیکل سیکٹر میں تبدیل ہونا، بورڈ آف ڈائریکٹرز اور خاطر خواہ شیئر ہولڈنگ میں تبدیلیاں، مجاز شیئر کیپیٹل کا 200 ملین روپے سے 800 ملین روپے تک بڑھنا، اور 10 روپے فی حصص کے حساب سے 53,499,600 عام حصص پر مشتمل 300% رائٹ شیئرز، مجموعی مالیت 534,996,000 روپے، کے اجرا کی تکمیل شامل ہے۔

بورڈ تصدیق کرتا ہے کہ مذکورہ معاملات کو مالیاتی بیانات کے نوٹس میں مناسب طور پر ظاہر کیا گیا ہے۔ یہ پیش رفت کمپنی کی سرمایہ بنیاد مضبوط کرنے، مالی لچک بڑھانے اور صحت و فارماسیوٹیکل شعبے میں اپنی کاروباری حکمتِ عملی اور منصوبہ بند توسیع کے نفاذ میں سہولت پیدا کرنے کے لیے کیے گئے اہم اسٹریٹجک اور کارپوریٹ اقدامات کی نمائندگی کرتی ہے۔

بورڈ مزید نوٹ کرتا ہے کہ آزاد آڈیٹرز نے مذکورہ معاملات کے حوالے سے اپنی رائے میں کوئی ترمیم نہیں کی۔ لہٰذا Emphasis of Matter پیراگراف مالیاتی بیانات پر آڈیٹرز کی رائے میں کسی qualification یا منفی ترمیم کے مترادف نہیں ہے۔

کارپوریٹ گورننس:

بورڈ مؤثر کارپوریٹ گورننس، شفافیت، جوابدہی اور ریگولیٹری تعمیل کے مناسب معیار برقرار رکھنے کے لیے پُرعزم ہے۔ کمپنی نے کمپنیز ایکٹ، 2017 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی قابلِ اطلاق دفعات کی تعمیل کے لیے اقدامات جاری رکھے۔

بورڈ آف ڈائریکٹرز:

30 جون 2026 کو ختم ہونے والے مالی سال کے دوران درج ذیل افراد نے کمپنی کے ڈائریکٹرز کی حیثیت سے خدمات انجام دیں:

1. مسٹر نعیم انور
2. مسٹر عمر علی ملک
3. میاں عتیق الرحمٰن
4. مسٹر عمر حبیب
5. مسٹر وسیم ارشد
6. ڈاکٹر ماریہ فاطمہ حرال

بورڈ کی تشکیل:

اس رپورٹ کی تاریخ تک بورڈ کی تشکیل درج ذیل ہے:

ڈائریکٹرز کی کل تعداد: **6**

مرد ڈائریکٹرز: 5

خاتون ڈائریکٹرز: 1

آزاد ڈائریکٹرز: **3**

نان ایگزیکٹو ڈائریکٹرز: **2**

ایگزیکٹو ڈائریکٹرز: **1**

بورڈ کمیٹیاں:

سال کے دوران بورڈ کی درج ذیل کمیٹیاں قائم رہیں.

آڈٹ کمیٹی: آڈٹ کمیٹی درج ذیل اراکین پر مشتمل ہے:

کمیٹی میں حیثیت	عہدہ / حیثیت	
چیئرمین	آزاد ڈائریکٹر	مسٹر نعیم انور
رکن	آزاد ڈائریکٹر	میاں عتیق الرحمٰن
رکن	نان ایگزیکٹو ڈائریکٹر	مسٹر وسیم ارشد
سیکریٹری (عبوری)	کمپنی سیکریٹری (عبوری)	محترمہ ایمان محمود

ہیومن ریسورس اینڈ ریمونریشن (HR&R) کمیٹی: ہیومن ریسورس کمیٹی درج ذیل اراکین پر مشتمل ہے:

کمیٹی میں حیثیت	عہدہ / حیثیت	
چیئرمین	آزاد ڈائریکٹر	ڈاکٹر ماریہ فاطمہ حرال
رکن	نان ایگزیکٹو ڈائریکٹر	مسٹر عمر حبیب
رکن	ایگزیکٹو ڈائریکٹر	مسٹر عمر علی ملک
سیکریٹری (عبوری)	کمپنی سیکریٹری (عبوری)	محترمہ ایمان محمود

نان ایگزیکٹو ڈائریکٹرز کے لیے معاوضے کی پالیسی:

نان ایگزیکٹو ڈائریکٹرز، بشمول آزاد ڈائریکٹرز، کا معاوضہ بورڈ کی منظور شدہ معاوضہ پالیسی کے تحت مقرر کیا جاتا ہے۔ پالیسی کا مقصد ڈائریکٹرز کو ان کی پیشہ ورانہ مہارت، ذمہ داریوں اور بورڈ و کمیٹی اجلاسوں کے لیے وقف وقت کے مناسب معاوضے کی فراہمی ہے، جبکہ یہ بھی یقینی بنایا جاتا ہے کہ معاوضے کا ڈھانچہ ان کی آزادی پر اثر انداز نہ ہو۔

پائیداری، ماحولیات اور سماجی ذمہ داری:

کمپنی ذمہ دارانہ اور پائیدار کاروباری طریقوں کی اہمیت کو تسلیم کرتی ہے اور اپنی ترقی پذیر کاروباری حکمتِ عملی میں مناسب ماحولیاتی، سماجی اور گورننس عوامل کو شامل کرنے کی کوشش کرے گی۔

مستقبل کا منظرنامہ:

کمپنی اس وقت اسٹریٹجک تبدیلی کے ایک اہم مرحلے پر ہے۔ بورڈ کی ترجیح مالی نظم و ضبط برقرار رکھتے ہوئے اور ریگولیٹری تعمیل یقینی بناتے ہوئے کمپنی کی نظرثانی شدہ کارپوریٹ سمت کو پائیدار تجارتی آپریشنز میں تبدیل کرنا ہے۔

انتظامیہ کمپنی کے منظور شدہ کاروباری دائرہ کار کے اندر مواقع کا جائزہ لیتی رہے گی، اپنے آپریٹنگ پلیٹ فارم کو مضبوط کرے گی، اسٹریٹجک شراکت داریاں قائم کرے گی اور سرمایہ محتاط انداز میں استعمال کرے گی۔ بورڈ اس امر سے آگاہ ہے کہ کمپنی کی پائیدار منافع بخشی کی جانب واپسی کا انحصار نظرثانی شدہ کاروباری حکمتِ عملی کے بروقت نفاذ اور مسلسل آپریٹنگ آمدنی پیدا کرنے پر ہوگا۔

بورڈ محتاط گورننس، منظم عمل درآمد اور مؤثر رسک مینجمنٹ کے ذریعے شیئر ہولڈرز کے مفادات کے تحفظ اور پائیدار طویل مدتی قدر پیدا کرنے کے لیے پُرعزم ہے۔

شیئر ہولڈنگ کا پیٹرن:

30 جون 2026 تک کمپنی کی شیئر ہولڈنگ کا پیٹرن، قابلِ اطلاق قانونی اور ریگولیٹری تقاضوں کے مطابق تیار کیا گیا، سالانہ رپورٹ کے ساتھ منسلک ہے۔

بیانِ تعمیل:

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے ساتھ تعمیل کا بیان، اور اس پر قانونی آڈیٹرز کی جائزہ رپورٹ، سالانہ رپورٹ کا حصہ ہوں گے۔

آڈیٹرز:

موجودہ قانونی آڈیٹرز، میسرز ایس۔ایم۔ سہیل اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، آئندہ 33ویں سالانہ جنرل میٹنگ کے اختتام پر ریٹائر ہو جائیں گے۔

بورڈ آف ڈائریکٹرز نے آڈٹ کمیٹی کی سفارش پر میسرز پارکر رسل-اے۔جے۔ایس، چارٹرڈ اکاؤنٹنٹس، کو 30 جون 2027 کو ختم ہونے والے مالی سال کے لیے کمپنی کے قانونی آڈیٹرز کی حیثیت سے تقرری کی سفارش کی ہے، جو AGM میں اراکین کی منظوری سے مشروط ہوگی۔

ڈائریکٹرز کا انتخاب:

موجودہ بورڈ کی مدت 28 اکتوبر 2026 کو مقرر آئندہ سالانہ جنرل میٹنگ میں ختم ہونے والی ہے۔

بورڈ نے کمپنیز ایکٹ، 2017 کی دفعہ 159 کے تحت منتخب ڈائریکٹرز کی تعداد سات (7) مقرر کی ہے۔ چنانچہ ڈائریکٹرز کا انتخاب کمپنیز ایکٹ، 2017، CCG ریگولیشنز اور، جہاں قابلِ اطلاق ہو اور انتخاب مقابلے کی صورت میں ہو، کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے مطابق AGM میں کیا جائے گا۔

اظہارِ تشکر:

بورڈ سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان، پاکستان اسٹاک ایکسچینج لمیٹڈ اور دیگر ریگولیٹری حکام و اداروں کی مسلسل رہنمائی اور تعاون پر اپنے تشکر کو ریکارڈ پر لاتا ہے۔

ڈائریکٹرز کمپنی کی انتظامیہ اور ملازمین کی کوششوں اور عزم کو بھی سراہتے ہیں اور شیئر ہولڈرز اور دیگر اسٹیک ہولڈرز کا ان کے مسلسل تعاون اور اعتماد پر شکریہ ادا کرتے ہیں۔

بورڈ آف ڈائریکٹرز کی جانب سے

INDEPENDENT AUDITOR'S REVIEW REPORT

TO THE MEMBER OF CRESTWELL HEALTHCARE LIMITED (formerly S.G. POWER LIMITED)

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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Crestwell Healthcare Limited (formerly S.G. Power Limited) (the Company) for the year ended **June 30, 2026**, in accordance with the requirements of regulations 36 of the Regulations.

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

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

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance with this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention that causes us to believe that the Statement of Compliance does not appropriately reflect the company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended **June 30, 2026.**

Further, we highlight below instances of non-compliance with the requirements of the Regulations as reflected in the note/paragraph reference where these are stated in the Statement of Compliance:

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• Lahore
• Islamabad
• Peshawar
• Faisalabad
• Bahawalpur
• UAE
• Canada
• Australia

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Sr.no	Description	Regulation Reference	Explanation
1.	**Responsibilities of the Board and its members:** Subject to the requirements of section 183 and 204 of the Act, the Board is responsible for adopting corporate governance practices by the company and monitoring effectiveness of such practices and the members of the Board shall ensure high ethical standards in performing their responsibilities.	**10(1)**	The provisions of the Regulations are partially complied. The company is non-compliance with certain requirements, other than regulations 3,7,8,27,32,33,36 of the Regulation.
2.	**Role of the Board and its members to address Sustainability Risks and Opportunities:** In order to effectively discharge its sustainability related duties, the board may establish a dedicated sustainability committee having at least one female director, or assign additional responsibilities to an existing board committee. The committee shall monitor and review sustainability related risks and opportunities of the company, ensure DE&I practices are in effect at various board committees, oversee compliance of relevant laws pertaining to relevant sustainability related considerations and its appropriate disclosures. The committee shall submit to the board a report, at least once a year, on embedding sustainability principles into the organization's strategy and operations to increase corporate value.	**10A**	There is currently no committee established to oversee and ensure compliance with the Environmental, Social, and Governance (ESG) requirements as well as Diversity, Equity, and Inclusion (DE&I) practices.

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3.	**Directors' Training:** It is encouraged that all the directors on their Boards have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.	**19**	Currently, no member of the Board is certified under the Directors' Training Program. The Directors of the Company are experienced and seasoned corporate professionals and are well-conversant with the relevant laws applicable to the Company, its policies and procedures and provisions of memorandum and articles of association and are well aware of their duties and responsibilities.
4.	**Chief Financial Officer, Company Secretary and Chief Internal Auditor** Every listed company shall appoint a chief financial officer, a company secretary and a head of internal audit. The Qualification of Chief Financial Officer, Company Secretary and Head of Internal Audit are given under Regulation 22, 23 and 24	**20(1)**	The position of Chief Financial Officer, Company Secretary and Head of Internal Audit are filled with interim person.
5.	**Nomination Committee** The Board may constitute a separate committee, designated as the nomination committee, of such number and class of directors, as it may deem appropriate in its circumstances.	**29(1)**	The board has not constituted a separate Nomination Committee and the functions are being performed by the Human Resource & Remuneration Committee. The Board may establish the aforesaid committee.
6.	**Risk Management Committee** The Board may constitute the risk management committee, of such number and class of directors, as it may deem appropriate in its circumstances, to carry out a review of effectiveness of risk management procedures and present a report to the Board.	**30(1)**	The Board has not constituted a separate Risk Management Committee and the functions are being performed by the Audit Committee. The Board may establish the aforesaid committee.

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7.	**Internal Audit Function** There shall be an internal audit function in every company. The Board shall ensure that the internal audit team comprises of experts of relevant disciplines in order to cover all major heads of accounts maintained by the company.	**31**	The Company is in the process of constituting its Internal Audit function. The delay is due to change of management personal and change of principal line of business.

Yours truly

S.M. Suhail & Co.
Chartered Accountants
Karachi

September 30, 2026

UDIN: CR202610197U60CKvBPn

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

STATEMENT OF COMPLIANCE WITH LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019.

CRESTWELL HEALTHCARE LIMITED (FORMERLY S. G. POWER LIMITED) FOR THE YEAR ENDED JUNE 30, 2026.

The company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors as at the reporting date are as under:
   Male: 5
   Female: 1

2. The composition of the board at the reporting data was:

CATEGORY	NAMES
Independent Directors	Mr. Naim Anwar Mian Ateeq Ur Rehman Dr. Maria Fatima Haral
Non-Executive Directors	Mr. Omer Habib Mr. Waseem Arshad
Executive Director	Mr. Umer Ali Malik

3. The directors have confirmed that none of them is serving as a director on more than seven (7) listed companies, including this company.

4. The company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures.

5. The Board has developed a vision / mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particular of significant policies along with their date of approval or updating is maintained by the company;

6. All the powers of the board have been duly exercised and decisions on relevant matters have been taken by the board / shareholders as empowered by the relevant provisions of the Act and Regulations.

7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the

requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board.

8. The Board of directors has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and Regulations.

9. The Board has planned to arrange the directors training program of the newly appointed / elected directors, subsequent to the reporting date, in this financial year.

10. The Board has approved appointment of Chief Financial officer and Company Secretary including their remuneration and terms and conditions of employment and complied with relevant requirements of regulations.

11. The financial statements of the Company were duly endorsed by the CEO, a Director and CFO, before approval of the Board.

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

- **Audit Committee:** The audit committee is performing its duties in line with its terms of reference as determined by the Board of Directors. During the year under review, four (04) Audit Committee Meetings were held. Audit committee comprises of following members: -

Sr. No.	Name of Member		Status
i.	Mr. Naim Anwar	Independent Director	Chairman
ii.	Mian Ateeq Ur Rehman	Independent Director	Member
iii.	Mr. Waseem Arshad	Non-Executive Director	Member
iv.	Ms. Iman Mehmood	Company Secretary (Interim)	Secretary (Interim)

- **Human Resource & Remuneration (HR&R) Committee:** The Human Resource & Remuneration Committee is performing its duties in line with its terms of reference as determined by the Board of Directors. During the year under review, two (02) Human Resource & Remuneration Committee Meeting was held. Human Resource committee comprises of following members: -

Sr. No.	Name of Member		Status
i.	Dr. Maria Fatima Haral	Independent Director	Chairman
ii.	Mr. Omer Habib	Non – Executive Director	Member
iii.	Mr. Umer Ali Malik	Executive Director	Member
iv.	Ms. Iman Mehmood	Company Secretary (Interim)	Secretary (Interim)

13. The terms of reference of the Audit and HR and Remunerations Committees have been formed, documented and advised to the committees.

14. The frequency of meetings of the committees was as per following: -

Audit Committee	Quarterly
HR & Remuneration Committee	Twice a year

15. The Board has set up an effective internal audit function / or has outsourced the internal audit function to who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP and registered with Audit Oversight Board of Pakistan, 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.

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard;

18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.



Naim Anwar
Chairman

Dated: **24-Aug-2026**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBER OF CRESTWELL HEALTHCARE LIMITED (formerly S.G. POWER LIMITED)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENT

Opinion

We have audited the annexed financial statements of Crestwell Healthcare Limited (formerly S. G. Power Limited) (the Company), which comprise the statement of financial position as at **June 30, 2026**, the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cashflows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at **June 30, 2026**, and of the loss, other comprehensive loss, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

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Emphasis of Matters

We draw attention to the significant non adjusting events disclosed in the Notes to the financial statements as follows:

- Note 1.2 states that the company has changed its name from S.G. Power Limited to Crestwell Healthcare Limited

- Note 1.3 states that the company has changed its principal line of business from power generation to the manufacturing, marketing, and distribution of pharmaceutical products.

- Note 1.4 states the change in the Board of Directors and substantial shareholder of the company.

- Note 1.6.1 states that the company has increased its Authorized Share Capital from Rs. 200,000,000 to Rs. 800,000,000.

- Note 1.6.2 states the issuance of 300% Rights Share comprising 53,499,600 ordinary shares at a face value of PKR 10/- per share, aggregating to PKR 534,996,000/-, to strengthen the Company's capital base, enhance its financial flexibility and support the execution of its planned expansion and investment initiatives in the healthcare and pharmaceutical sector, The Letters of Rights; were issued in August 2026, subscription received and shares were allotted.

  The transaction occurred and completed after the financial year end and disclosed as a material non-adjusting subsequent event in accordance with IAS 10 "Events after the Reporting Period".

Our opinion is not modified in respect of above matters.

Key Audit Matter

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

Following is the key audit matter.

Key Audit Matters	Matter Addressed in Our Audit
Contingencies Refer to Note 19 to the financial statements which sets out the details of contingencies. The Company is subject to material litigations before different courts in respect of taxation and other matters. These require management to exercise significant judgment in assessing the likelihood of outcomes and determining the potential financial impact. Management has also engaged independent legal counsel in respect of these matters. The accounting for, and disclosure of, such contingencies is complex and was of most significance in our audit because of the level of judgment required in determining whether, and to what extent, provisions should be recorded or disclosures made in the financial statements.	Our audit procedures included, among others: • Discussed legal cases with the Company's legal counsel to understand management's viewpoint and reviewed litigation documents to assess the underlying facts and circumstances; • Obtained independent confirmations from the Company's external legal advisors dealing with such cases; • Evaluated the accounting treatment of these matters in accordance with the requirements of IAS 37, "Provisions, Contingent Liabilities and Contingent Assets"; and • Assessed the completeness and accuracy of the disclosures relating to legal exposures and provisions in the financial statements.

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

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

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

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

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Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements by the accounting and reporting standards as applicable in Pakistan and the requirements of the Companies Act, 2017 (XIX of 2017), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the management either intends to liquidate the Company or to cease the operations or has no realistic alternative but to do so.

The Board of directors is responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted by ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit by ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not to express an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);

b) the statement of financial position, the statement of profit or loss and other comprehensive income or the income and expenditure account, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;

c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and

d) Zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is S.M. Suhail, FCA

Yours truly

S. M. Suhail & Co

S.M. Suhail & Co.
Chartered Accountants
Karachi

September 30, 2026

UDIN: AR202610197bgJycTu36

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Statement of Financial Position
As at June 30, 2026

ASSETS	Note	2026 (all amounts in PKR)	2025
NON-CURRENT ASSETS			
Property, plant and equipment	5	5,521,581	5,921,071
Long term deposits	6	5,300,000	5,300,000
Total Non-Current Assets		10,821,581	11,221,071
CURRENT ASSETS			
Current portion of long term receivable	7	-	-
Trade debts	8	-	-
Accrued interest	9	-	-
Other receivables	10	-	5,241,541
Sales tax refundable		2,270,420	1,923,309
Cash and bank balances	11	6,908	3,273
Total Current Assets		2,277,328	7,168,123
TOTAL ASSETS		**13,098,909**	**18,389,194**
EQUITY AND LIABILITIES			
EQUITY			
Authorized Capital			
80,000,000 Ordinary shares of Rs. 10 each	12	800,000,000	200,000,000
Issued, subscribed and paid up capital	13	178,332,670	178,332,670
Capital Reserves			
Share premium		89,116,330	89,116,330
Advance against issue of shares		1,373,667	-
Revenue Reserves			
Accumulated (losses)		(264,331,822)	(266,778,180)
Total Equity		4,490,845	670,820
Loan from Directors - subordinated loan	14	691,860	1,913,262
		691,860	1,913,262
NON CURRENT LIABILITIES			
Deferred liabillities	15	-	-
Total Non Current Liabilities		-	-
CURRENT LIABILITIES			
Trade and other payables	16	6,618,921	14,506,116
Unclaimed dividend	17	1,297,283	1,297,283
Sales tax payable	18	-	1,713
Total Current Liabilities		7,916,204	15,805,112
Contingencies and commitments	19	-	-
TOTAL EQUITY AND LIABILITIES		**13,098,909**	**18,389,194**

The annexed notes from 1 to 37 form an integral part of these financial statements.

SMSCO

Chief Executive Officer | Chief Financial Officer | Director

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Statement of Profit or Loss
For the year ended on June 30, 2026

DISCONTINUED OPERATIONS	Note	2026 (all amounts in PKR)	2025 (all amounts in PKR)
Revenue from Power Segment	20	-	6,145,860
Generation cost	21	-	(7,931,978)
Gross (Loss)		-	(1,786,118)
OPERATING EXPENSES			
Administrative and selling expenses	22	(5,327,867)	(6,615,074)
Other Charges	23	(2,878,132)	-
Total Operating Expenses		(8,205,999)	(6,615,074)
Operating Profit / (Loss)		(8,205,999)	(8,401,192)
Bank charges		(1,886)	(3,453)
Profit / (Loss) Before Taxation		(8,207,885)	(8,404,645)
TAXATION			
Taxation	24	-	-
Total Taxation		-	-
Net Profit / (Loss) After Taxation		**(8,207,885)**	**(8,404,648)**
Earnings / (Loss) per Share - Basic and Diluted	25	(0.46)	(0.47)

The annexed notes from 1 to 37 form an integral part of these financial statements.

SMSCO

Chief Executive Officer | Chief Financial Officer | Director

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Statement of Other Comprehensive Income
For the year ended on June 30, 2026

OTHER COMPREHENSIVE INCOME		2026	2025
		(all amounts in PKR)	
Net Profit / (Loss) for the year from discontinued business		(8,207,885)	(8,404,648)
Other comprehensive income		-	-
Adjustment of prior year provision (Note 9)	9	10,654,243	
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**2,446,358**	**(8,404,648)**

The annexed notes from 1 to 36 form an integral part of these financial statements.

Chief Executive Officer | Chief Financial Officer | Director

Crestwell Healthcare Limited (formerly S. G. Power Limited)

Statement of Changes in Equity

For the year ended on June 30, 2026

Particulars	Issued, subscribed and paid up capital	Share Premium	Advance Against Issue of Shares	REVENUE RESERVE	Total
				Accumulated loss	
	(all amounts in PKR)				
Balance as at July 1, 2024	178,332,670	89,116,330	-	(258,373,532)	9,075,468
Total comprehensive income for the period					
- Profit for the year	-	-	-	(8,404,648)	(8,404,648)
- Other comprehensive income	-	-	-	-	-
Balance as at June 30, 2025	**178,332,670**	**89,116,330**	**-**	**(266,778,180)**	**9,075,468**
Balance as at July 1, 2025	178,332,670	89,116,330	-	(266,778,180)	670,820
Total comprehensive income for the period					
- Profit for the year	-	-	-	2,446,358	2,446,358
- Other comprehensive income	-	-	-	-	-
Advance Against Issue of Shares	-	-	1,373,667	-	1,373,667
Balance as at June 30, 2026	**178,332,670**	**89,116,330**	**1,373,667**	**(264,331,822)**	**4,490,845**

The annexed notes from 1 to 37 form an integral part of these financial statements.

Chief Executive Officer | Chief Financial Officer | Director

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Statement of Cash Flows
For the year ended on June 30, 2026

CASH FLOWS FROM OPERATING ACTIVITIES	2026	2025
	(all amounts in PKR)	
(Loss) / profit before taxation	(8,207,885)	(8,404,645)
Adjustment for non cash items:		
Reversal of provision	10,654,243	-
Depreciation	596,489	658,497
Bank charges	1,886	3,453
Operating (Loss) / Profit Before Working Capital Changes	3,044,733	(7,742,695)
Changes in working capital		
(Increase) / decrease in current assets		
Other receivables	5,241,542	1,309,585
Sales tax refundable	(347,111)	(1,923,309)
Increase / (decrease) in current liabilities		
Trade and other payables	(7,887,195)	7,567,587
Sales tax payable	(1,713)	(526,978)
Total changes in working capital	(2,994,477)	6,426,885
Finance charges paid	(1,886)	(3,453)
Net Cash (outflow) from operating activities	48,370	(1,319,263)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of office equipment and computers	(197,000)	-
Net Cash (outflow)/ inflow from investing activities	(197,000)	-
CASH FLOW FROM FINANCING ACTIVITIES		
Loan from director	(1,221,402)	1,320,000
Advance against issue of shares	1,373,667	-
Net Cash inflow from financing activities	152,265	1,320,000
Net increase/ (decrease) in cash and cash equivalents	3,635	737
Cash and cash equivalents at beginning of the year	3,273	2,536
Cash and cash equivalents at end of the year	**6,908**	**3,273**

The annexed notes from 1 to 37 form an integral part of these financial statements.

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Chief Executive Officer | Chief Financial Officer | Director

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note		
1	**LEGAL STATUS AND BUSINESS ACTIVITY OF THE COMPANY**	
1.1	Crestwell Healthcare Limited, formerly S. G. Power Limited ("the Company") was incorporated in Pakistan as a public limited company on February 10, 1994, under the (repealed) Companies Ordinance, 1984 (now Companies Act, 2017), and its shares are listed on the Pakistan Stock Exchange.	
	Geographical location and addresses of business units:	
	Address	**Purpose**
	Second Floor, FNE House, 179 Abubakar Block, New Garden Town, Main Canal Road, Lahore.	Registered Office
	The registered office was changed from (B-40, S.I.T.E) Karachi to Lahore through special resolution passed by the shareholders on May 13, 2026	
1.2	**Change of Company Name**	
	The shareholders of the Company at the Extraordinary General Meeting dated May 13, 2026, passed Special Resolution to change company name from S. G. Power Limited to Crestwell Healthcare Limited, subject to corporate compliances and approvals. The Certificate of Incorporation on Change of Name was officially issued by the concerned Registrar of Securities and Exchange Commission of Pakistan (SECP), on August 06, 2026, Memorandum of Association and Articles of Association were also modifed. Accordingly, these financial statements have been issued under the new corporate name.	
1.3	**Change of Line of Business**	
	The shareholders of the Company at the Extraordinary General Meeting dated May 13, 2026, passed Special Resolution to change the principal line of business of the Company from power generation to the manufacturing, marketing, and distribution of pharmaceutical products. Futher, Special Reslolution passed to amend the Object Cluase III of the Memorandum of Assocication of the Company to realign with new line of business. The statutory compliances were completed with the concerned Registrar of Securities and Exchange Commission of Pakistan (SECP).	

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1.4 Change of Board of Directors during the year

During the year the Company's Board of Directors was changed / replaced by appointmnet of new individuals to fill the casual vacancies.

The Substantial shareholder /Directors of the Company is as under;

Substantial Shareholders/Directors:	As at 30 June 2026		As at 31 August 2026	
Name of Shareholder	No. of shares held	%	No. of shares held	%
Ms. Fatima Ali Malik	1,640,000	9.20%	6,559,981	9.20%
Mr. Umer Ali Malik	1,000,000	5.61%	3,999,988	5.61%
Mr. Ali Aslam Malik	1,770,000	9.93%	-	0.00%
Mian Ateeq Ur Rehman	60,000	0.34%	239,999	0.34%
Naim Anwar	500	0.00%	1,999	0.00%
Omer Habib	500	0.00%	1,999	0.00%
Dr. Maria Fatima Haral	500	0.00%	1,999	0.00%
Syed Ali Ammar Haider	500	0.00%	1,999	0.00%
Substantial Shareholders/Directors:	**4,472,000**	**25.08%**	**10,807,964**	**15.15%**
General Public	**13,361,267**	**74.92%**	**60,524,903**	84.85%
Total	**17,833,267**	**100%**	**71,332,867**	**100%**

Last year	As at 30 June 2025	
Shareholders/Directors	No. of shares held	%
Mr. Sohail Ahmed	8,710,430	48.84%
Ms Saba Sohail	500	0.00%
Ms Sana Sohail	500	0.00%
Mr Farhan Sohail	500	0.00%
Mr. Asim Ahmed	500	0.00%
Mr. Mansoor Mubeen	500	0.00%
Mr Saleem Razak Tabani	500	0.00%
Substantial Shareholders/Directors:	**8,713,430**	**48.86%**
General Public	**9,119,837**	**51.14%**
Total	**17,833,267**	**100%**

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1.5	Earlier, through the Notice dated January 05, 2026, the Crescent Star Insurance Limited (the Acquirer) has withdrawn its intention to acquire additional 38% of the issued and outstanding ordinary shares and control of SG Power Limited, under Regulation 21(1)(b) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the "Regulations"). The shareholders of S.G. Power Limited (the Company) had entered into a Share Purchase Agreement dated 13 August 2025 with the Crescent Star Insurance Limited (the Acquirer) for the divestment of there shareholding in the Company
1.6	**Non Adjusting Events**
1.6.1	The shareholders of the Company at the Extraordinary General Meeting dated May 13, 2026 passed Special Resolutions for the following Non Adjusting Events that were completed or under process subsequent to the year end (reporting period).
	Increase in Authorised Capital: During the period, the authorised share capital of the Company was increased from Rs. 200,000,000/- (Rupees Two Hundred Million) to Rs. 800,000,000/- (Rupees Eight Hundred Million), comprising ordinary shares having a face value of Rs. 10/- each. The requisite statutory forms in respect of the increase in authorised share capital were duly filed with the Securities and Exchange Commission of Pakistan (SECP) on July 03, 2026. Consequently, the relevant clauses of the Memorandum of Association and Articles of Association of the Company were amended accordingly.
	Issuance of Right Shares The Board of Directors of the Company, in its meeting held on May 18, 2026, approved, in principle, the issuance of 300% right shares comprising 53,499,600 ordinary shares at a face value of PKR 10/- per share, aggregating to PKR 534,996,000/-. The proposed right issue is intended to strengthen the Company's capital base, enhance its financial flexibility and support the execution of its planned expansion and investment initiatives in the healthcare and pharmaceutical sector, subject to the completion of all applicable corporate, legal and regulatory requirements. Subsequently, the Letters of Rights were issued in August 2026, subscription received and shares were alloted . The approval and subsequent issuance of the right shares constitute events after the reporting period that do not require adjustment to the financial statements for the year ended June 30, 2026. Accordingly, no adjustment has been made to these financial statements in respect of the right issue, in accordance with IAS 10 – Events after the Reporting Period.

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 2	BASIS OF PREPARATION
2.1	**Statement of compliance**
	These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards applicable in Pakistan comprise of:
	- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; - Provisions of and directives issued under the Companies Act, 2017.
	Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS Standards, the provisions of and directives issued under the Companies Act, 2017 have been followed.
2.2	**Basis of measurement**
	These financial statements have been prepared under the historical cost convention, except for items as disclosed in the relevant accounting policies below.
2.3	**Functional and presentation currency**
	These financial statements are presented in Pak Rupees, which is also the functional currency of the Company. All amounts presented in the financial statements have been rounded off to the nearest of Rs. / Rupees, unless otherwise stated.
2.4	**Critical accounting estimates and judgements**
	The preparation of financial statements in confirmation with the accounting and reporting standards as applicable in Pakistan requires the use of certain critical accounting estimates. In addition it require management to exercise judgement in the process of applying the company's accounting policies. The area involving a high degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are documented in the following accounting policies and notes and related primarily to:
	- Useful lives, residual values and depreciation method of Property, plant and equipment (refer note 4.1 & 5)
	- Impairment loss of non-financial assets(refer note 4.2)
	- Provision for expected credit loss (refer note 4.8)
	- Estimation of provisions (refer note 4.7)
	- Estimation of contingent liabilities (refer note 4.11 and 19)
	- Current income tax expense, provision for current tax recognition of deferred tax (refer note 4.10 & 24)

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Note 3	NEW AND AMENDED STANDARDS AND INTERPRETATIONS
3.1	**Standards, amendements to published standards and interpretations that are effective in the current year**
	There are certain amendments and interpretations to the accounting and reporting standards which are mandatory for the Company's annual accounting period which began on July 1, 2025. However, these do not have any significant impact on the Company's financial reporting.
3.2	**Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company**
	There are certain other amendments to the accounting and reporting standards that will be mandatory for the Company's annual accounting periods beginning on or after July 1, 2025. However, these are considered either not to be relevant or to have any significant impact on the Company's financial statements and operations and, therefore, have not been disclosed in these financial statements.
	The following new standards, amendments to existing standards and interpretations have been published and are mandatory for the Company's accounting periods beginning on or after 01 July 2026 or later periods, but the Company has not early adopted them:

Standard / Amendment	Description effective for periods	Effective for periods beginning on or after
IFRS 18	Presentation and Disclosure in Financial Statements (replaces IAS 1)	1-Jan-27
IFRS 19	Subsidiaries without Public Accountability: Disclosures	1-Jan-27
IFRS 17	Insurance Contracts	1-Jan-27
Amendments to IAS 21	Translation to a Hyperinflationary Presentation Currency	1-Jan-27
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The Company is currently in the process of assessing the impact of these standards and amendments, in particular IFRS 18, on its financial statements and related disclosures. Except for the above, there are no other standards, amendments or interpretations that are expected to have a material impact on the Company's financial statements.

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Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 4	MATERIAL ACCOUNTING POLICY INFORMATION	
	The accounting policies set.out below have been consistently applied to all years presented in these financial statements, except in changes as indicated below.	
4.1	**Property and equipment**	
	a)	Items of property and equipment, other than freehold land, buildings on freehold land and capital work-in-progress, are stated at cost less accumulated depreciation and any identified impairment loss. Freehold land is stated at revalued amount whereas buildings on freehold land, are stated at revalued amounts less accumulated depreciation and any identified impairment loss. Borrowing costs are also capitalized for the period up to the date of commencement of commercial production of the respective plant & machinery, acquired out of the proceeds of such borrowings.
		Any revaluation increase arising on the revaluation of land, buildings is recognised in other comprehensive income and presented as a separate component of equity as "Revaluation surplus on property and equipment", except to the extent that it reverses a revaluation decrease for the same asset previously recognised in profit or loss, in which case the increase is credited to profit or loss to the extent of the decrease previously charged. Any decrease in carrying amount arising on the revaluation of land, buildings is charged to profit or loss to the extent that it exceeds the balance, if any, held in the revaluation surplus on property and equipment relating to a previous revaluation of that asset. The revaluation reserve is not available for distribution to the Company's shareholders. The surplus on revaluation of land and buildings to the extent of incremental depreciation charged (net of deferred tax) is transferred to unappropriated profit.
	b)	Depreciation is charged to income applying diminishing balance method at the rates specified.
	c)	Depreciation is charged on assets from the month of purchase or from the month of commercial production for additions in respect of additions made during the year while proportionate depreciation is charged on assets disposed off during the year till the month of disposal.
	d)	Major renewals and replacement are capitalized.
	e)	An item of property and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition of an item of property plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the assets and as recognised on as other income in the statement of profit or loss. In the case of derecognition of a revalued property, the attributable revaluation surplus remaining on the surplus on revaluation is transferred directly to the unappropriated profit.
	f)	Profit or loss on disposal of fixed asset are reflected in the Profit and Loss account.

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	Judgements and estimates
	The useful lives, residual values and depreciation method are reviewed on a regular basis. The effect of any changes in estimate is accounted for on a prospective basis.
	Impairment
	An asset's carrying amount is written down immediately to its recoverable amount if the assets carrying amount is greater than its estimated recoverable amount.
	Capital work-in-progress
	Capital work-in-progress is stated at cost less impairment loss (if any).
4.2	**Impairment of non-financial assets**
	At each reporting date, the Company reviews the carrying amounts of its non financial assets (other than stock in trade and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.
	The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is recognised if the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognised in profit or loss. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. The increase in the carrying amounts shall be treated as reversals of impairment losses for individual assets and recognized in profit or loss unless the asset is measured at revalued amount. Any reversal of impairment loss of a revalued asset shall be treated as a revaluation increase.
4.3	**Stores, spares and loose tools**
	These are valued at the cost, determined on weighted average cost less allowance for obsolete and slow moving items. Items in transit are valued at invoice value plus other charges incurred thereon.
4.4	**Trade debts and other receivables**
	Trade debts and other receivables represents the company's right to an amount of consideration (i.e., only the passage of time is required before payment of the consideration is due)
4.5	**Cash and cash equivalents**
	Cash and cash equivalents are carried at cost. Cash and cash equivalents include cash on hand and balances with banks.

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4.6	**Trade and other payables**
	Liabilities for trade and other payables are recognized initially at their fair value and subsequently measured at amortized cost using effective interest method.
4.7	**Provisions**
	Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the obligation can be made. As the actual outflows can differ from estimates made for provisions due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amount of provisions are reviewed at each reporting date and adjusted to take account of such changes. Any adjustments to the amount of previously recognized provision is recognized in the statement of profit or loss unless the provision was originally recognized as part of the cost of as asset.
4.8	**Revenue Recognition**
	Revenue from contracts with customers is recognised at the point in time when performance obligation is satisfied i.e. control of the goods is transferred to the customers at an amount that reflects the consideration to which the Company expects to be entitled to on exchange of those goods.
	Revenue from supply of electricity is recognized on issue of bills on monthly basis.
	Profit on bank deposits is recognized on accrual basis.
4.9	**Borrowing Costs**
	Borrowing costs are recognized as an expense in the period in which these are incurred except where such costs are directly attributable to the acquisition, construction or production of a qualifying asset in which case such costs are capitalized as part of the cost of that asset.
4.10	**Taxation**
	Current
	Provision for current taxation is based on taxable income at the current rates of taxation after taking into account applicable tax credits, rebates and exemptions, if any.
	Deferred
	Deferred tax is accounted for using the balance sheet liability method in respect of all temporary differences arising from difference between the carrying amount of the assets and liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized. Deferred tax is calculated at the rates that are expected to apply to the period when the differences reverse, based on tax rates that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is charged or credited in the income statement, except where deferred tax arises on the items credited or charged to equity in which case it is included in equity.
4.11	**Foreign currency translations**
	Transactions in foreign currencies are accounted for in Pakistani Rupees at the foreign exchange rates prevailing on the date of transactions. Monetary assets and liabilities in foreign currencies, except for those covered under forward foreign exchange contracts, if any, are retranslated into Pak Rupees at the foreign exchange rates approximately those prevailing at the reporting date. Forward foreign exchange contracts, if any, are translated at contracted rates exchange differences, if any, are charged on statement of profit or loss.

4.12	**Financial Instruments**
	Financial assets
	The Company classifies its financial assets at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.
	Financial assets at amortised cost
	Financial assets at amortised cost are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets, impairment losses, foreign exchange gains and losses, and gain or loss arising on de-recognition are recognised directly in profit or loss.
	Financial assets at fair value through other comprehensive income
	Financial assets at fair value through other comprehensive income are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
	Financial assets at fair value through profit or loss
	Financial assets at fair value through profit or loss are those financial assets which are either designated in this category or not classified in any of the other categories. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss in the period in which it arises.
	Financial assets are initially measured at cost, which is the fair value of the consideration given and received respectively. These financial assets and liabilities are subsequently premeasured to fair value, amortized cost or cost as the case may be. Any gain or loss on the recognition and de-recognition of the financial assets and liabilities is included in the profit or loss for the period in which it arises.
	Equity instrument financial assets / mutual funds are measured at fair value at and subsequent to initial recognition. Changes in fair value of these financial assets are normally recognised in profit or loss. Dividends from such investments continue to be recognised in profit or loss when the Company's right to receive payment is established. Where an election is made to present fair value gains and losses on equity instruments in other comprehensive income there is no subsequent reclassification of fair value gains and losses to profit or loss following the de-recognition of the investment.
	Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Assets or liabilities that are not contractual in nature and that are created as a result of statutory requirements imposed by the Government are not the financial instruments of the Company.
	The Company assesses on a forward looking basis the expected credit losses associated with its financial assets carried at amortized cost and fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade debtors, the Company applies the simplified approach, which requires expected lifetime losses to be recognized from initial recognition of the receivables. The Company recognizes in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date.

	Financial liabilities
	All financial liabilities are recognised at the time when the Company becomes a-party to the contractual provisions of the instrument. Financial liabilities at amortised costs are initially measured at fair value minus transaction costs. Financial liabilities at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the profit or loss.
	Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortised cost using the effective yield method.
	A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in respective carrying amounts is recognised in the profit or loss.
4.13	**Offsetting of financial assets and financial liabilities**
	A financial asset and a financial liability are offset, and the net amount is reported in the balance sheet. If the company has a legally enforceable right to set off the transaction and also intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.
4.14	**Contingent liabilities**
	Contingent liability is disclosed when:
	There is possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly with in the control of the Company' or
	There is present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.
4.15	**Dividend distribution**
	Dividend distribution to the Company's shareholders is recognized as liability on the period in which the dividends are approved by the company's shareholders.
4.16	**Share capital**
	Share capital is classified as equity and recognized at the face value. Incremental costs net of tax and directly attributable to the issue of new shares are shown as a deduction in equity
4.17	**Basic and diluted earnings per share**
	The company presents basic and diluted earnings per share (EPS) for its shareholders. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, if any.
4.18	**Related party transactions**
	Transactions with related parties are based at arm's length at normal commercial rates on the same terms and conditions as applicable to third party transactions.

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Crestwell Healthcare Limited (formerly S. G. Power Limited)

Notes To The Financial Statements

For the year ended on June 30, 2026

Note 5 PROPERTY, PLANT AND EQUIPMENT

Particulars	COST				DEPRECIATION				Net Book value	Rate %
	Opening	Additions during the period	Disposals during the period	Closing	Opening Accumulated Depreciation	Eliminated on disposal	Charge for the Period	Closing Accumulated Depreciation		
	(all amounts in PKR)									
FOR THE YEAR ENDED June 30, 2026										
Generators	194,705,828	-	-	194,705,828	189,105,976	-	559,985	189,665,961	5,039,867	10%
Air handling unit	475,420	-	-	475,420	455,266	-	2,015	457,281	18,139	10%
Electric fitting	531,990	-	-	531,990	493,404	-	3,859	497,263	34,727	10%
Gas installation	1,101,542	-	-	1,101,542	1,054,847	-	4,669	1,059,517	42,025	10%
Equipment	2,533,157	117,000	-	2,650,157	2,321,695	-	23,096	2,344,791	305,366	10%
Vehicles	1,782,700	-	-	1,782,700	1,778,379	-	864	1,779,243	3,457	20%
Computers and accessories	-	80,000	-	80,000	-	-	2,000	2,000	78,000	30%
June 30, 2026	**201,130,637**	**197,000**	**-**	**201,327,637**	**195,209,567**	**-**	**596,489**	**195,806,056**	**5,521,581**	
June 30, 2025	201,130,637	-	-	201,130,637	194,551,070	-	658,497	195,209,567	5,921,071	

Note 5.1 BREAKUP OF DEPRECIATION EXPENSE ALLOCATION		2026	2025
		(Amounts in PKR)	
Generation cost	21	-	657,417
Administrative expenses	22	596,489	1,080
Total of Depreciation Expense		596,489	658,497

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Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 6	LONG TERM DEPOSITS		2026	2025
			(all amounts in PKR)	
	Long Term Deposit	6.1	5,300,000	5,300,000
	Total Long Term Deposit		5,300,000	5,300,000
6.1	This represents Security deposit to M/s Sui Southern Gas Company limited against gas connection			

Note 7	CURRENT PORTION OF LONG TERM RECEIVABLE			
	Long Term Receivables			
	SG Allied Businesses Limited		65,287,512	65,287,512
	Less : Allowance for expected credit loss	7.1	(65,287,512)	(65,287,512)
			-	-
7.1	The SECP, vide order dated 19th July, 2013, directed the Company to make provision against the receivable from SG Allied Businesses Limited (formerly an associated undertaking) being doubtful of recovery. Accordingly, full provision was recognized during the year ended June 30, 2013. During the year SG Allied Businesses Limited ceased to be an associated undertaking due to change in directorship and shareholding.			

Note 8	TRADE DEBTS			
	SG Allied Businesses Ltd		94,036,243	94,036,243
	Less: Allowance for expected credit loss	8.1	(94,036,243)	(94,036,243)
	Total Trade Debts		-	-
8.1	The SECP, vide order dated 19th July, 2013, directed the Company to make provision against the receivable from SG Allied Businesses Ltd (formerly an associated undertaking) being doubtful of recovery. Accordingly, the same was provided for during the year ended June 30, 2013. During the current year, SG Allied Businesses Limited ceased to be an associated undertaking of the Company due to change in directorship and shareholding.			

Note 9	ACCRUED INTEREST			
	Interest on loan to SG Allied Businesses Limited	9.1	10,654,243	10,654,243
	Adjustmemen : Due to SG Allied Business Limited	16.0	(10,580,551)	-
	Adjustmement of prior accural		(73,692)	-
	Less: Provision for expected losses		(10,654,243)	(10,654,243)
	Adjustment of prior year provision	16.2	10,654,243	-
			-	(10,654,243)
	Total Accrued Interest		-	-
9.1	This represents interest accrued on long-term receivable from SG Allied Businesses Limited (formerly an associated undertaking), charged as per the direction issued by the SECP vide order dated April 6, 2006. During the year ended June 30, 2013, the SECP vide order dated 19th July, 2013 directed the Company to make provision against the receivable from the party being doubtful of recovery. Accordingly, the same was provided for during that year. During the current year, SG Allied Businesses Limited ceased to be an associated undertaking of the Company due to change in directorship and shareholding.			

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 10	OTHER RECEIVABLES			
	S.G Allied Limited	10.1	3,326,551	5,241,541
	Less: Provision for expected losses		(3,326,551)	-
	Total Other Receivables		-	5,241,541

10.1 During the year, S.G. Allied Businesses Limited ceased to be an associated undertaking of the Company. Further, under a mutual agreement, the outstanding receivable balance amounting to Rs. 3,326,551 was set off against payables, resulting in a Nil balance as at the reporting date.

Note 11	CASH AND BANK BALANCES		
	Cash in hand	400	400
	Cash at bank - current accounts	6,508	2,873
	Total Cash And Bank Balances	6,908	3,273

Note 12	AUTHORIZED CAPITAL		2026 (all amounts in PKR)	2025 (all amounts in PKR)
	80,000,000 (June 2025 : 20,000,000) Ordinary shares of Rs. 10 each	1.6.1	800,000,000	200,000,000

Refer to Note 1.6.1, the authorised Capital of the Company increased from Rs. 200,000,000/- (Rupees Two Hundered Million) to Rs. 800,000,000/- (Rupess Eight Hundred Million), comprising ordinary shares having a face value of Rs. 10/- each.

Note 13	ISSUED, SUBSCRIBED AND PAID UP CAPITAL	2026 (all amounts in PKR)	2025 (all amounts in PKR)
	17,883,267 Ordinary shares of Rs.10/- each fully paid in cash.	178,332,670	178,332,670

13.1 **Shares held by the related parties of the Company**

Name of related party	Relationship	June 30, 2026 No. of Shares Held	Percentage of Shareholding
Mr. Naim Anwar	Director and Chairman	500	0.0028%
Mr. Umer Ali Malik	Director and CEO	1,000,000	5.6075%
Ms. Fatima Ali Malik	Director	1,640,000	9.1963%
Mr. Omer Habib	Director	500	0.0028%
Dr. Maria Fatima Haral	Director	500	0.0028%
Mian Ateeq Ur Rehman	Director	60,000	0.3364%
Mr. Waseem Arshad	Director	500	0.0028%
		2,702,000	15%

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note	LOAN FROM DIRECTORS - SUBORDINATED LOAN		
	Director's loan	691,860	1,913,262
	Total Loan from Director	691,860	1,913,262
14.1	This represents interest free loan from sponsoring directors, as per Technical Release 32 (TR-32) issued by the Institute of Chartered Accountants of Pakistan (ICAP), it is treated as equity.		

Note	DEFERRED LIABILLITIES	2026	2025
		(all amounts in PKR)	
	Staff gratuity		
	Staff gratuity	113,040	113,040
	Less: Adjustment during the year	(113,040)	(113,040)
	Total Deferred Liabillities	-	-
15.1	This represent liability of ex employees outstanding for more than three year and the company has made adjustment during the year.		

Note	TRADE AND OTHER PAYABLES		2026	2025
			(all amounts in PKR)	
	Accrued liabilities		2,584,915	2,409,915
	Tax deducted at source		329,003	19,815
	Other payables		3,705,003	2,758,923
	Due to S.G Allied Businesses Limited	16.2	-	9,317,463
	Total Trade and Other Payables		6,618,921	14,506,116
16.1	Due to S.G Allied Businesses Limited		10,580,551	9,317,463
	Adjustment against Interest receivable	9	(10,580,551)	-
			-	9,317,463
16.2	During the year, S.G Allied Businesses Limited ceased to be an associated undertaking due to change in directorship and shareholding. Further, the outstanding balance payable to the company has been adjusted against Accured Interest (Note 9)			

Note	UNCLAIMED DIVIDEND			
	Unclaimed dividend	17.1	1,297,283	1,297,283
17.1	Unclaimed dividend outstanding for more than three years from the date of declaration are payable to the Federal Government as per the Companies Act 2017, subject to fulfilment / clarification on certain pre-conditions specified in the Companies Act.			

Note	SALES TAX PAYABLE		
	Total Sales Tax Payable	-	1,713

SMSCO

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 19	CONTINGENCIES AND COMMITMENTS		
19.1	**CONTINGENCIES**		
S.NO.	**FORUM**	**ISSUE INVOVLED**	**STATUS**
1	Sindh High Court	Based on the legal opinion in respect of non applicability of Worker's Profit Participation Act.1968, on the company, provision made to workers profit participation, fund and interest thereon amounting Rs. 20,711,654/- up to June 30, 2002 has been transferred back to shareholder's equity in the accounts for the year ended 30, June 2003. No provision has been made thereafter from the financial year ended June 30, 2003 to June 30, 2006 for an amount of Rs.12,685,253. The contention of the company is that since there are no workers as defined in the Act, and accordingly the said Act does not apply to the company. No provision is being made under this head since the year 2002-2003. The Company has filed petition before High Court of Sindh, Karachi challenging the levy in this respect. The management is confident that no liability will arise on this account. However, in the Finance Act, 2006 amendments have been made in the Act which is effective from July 01, 2006. These changes may require the company to pay 5% of its profits to the fund from the Fiscal year beginning July 01, 2006. However in these years the Company has incurred losses.	Pending
2	Sales Tax Appellate Tribunal	The collectorate of Sales Tax and Central Excise (west) Karachi has served a show cause notice requiring the repayment of inaccurate input tax adjustments and additional tax amounting to Rs.13,247,743/ and Rs.3,248,501/ - respectively, in respect of financial years ended June 30, 2000 and 2001. The Company has filed an appeal against such order in the Sales Tax Appellate Tribunal. The management of the company expects a favorable outcome and no provision has been made in these financial statements.	Pending
19.2	**Commitments**		
	There are no commitments as at June 30, 2026 (June 30, 2025: Nil)		

Note 20	REVENUE FROM DISCOUNTINED OPERATIONS		2026	2025
			(all amounts in PKR)	
	Revenue from Power Segment	**20.1**	-	6,145,860
	Total Revenue		-	6,145,860
20.1	This represents discontinued operations of S.G. Power Limited			

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note				
21	**GENERATION COST**			
	Gas consumed (SSGC Charges)		-	7,274,561
	Depreciation	5.1	-	657,417
	Total Generation Cost		-	7,931,978
Note 22	**ADMINISTRATIVE AND SELLING EXPENSES**		**2026**	**2025**
			(all amounts in PKR)	
	Salaries expense		291,667	2,507,314
	Rent, rates and taxes		-	1,200,000
	Fees and subscription		2,218,829	-
	SSGC charges		1,185,341	-
	Legal and professional		715,000	-
	Depreciation	5.1	596,489	1,080
	Auditor's remuneration	22.1	250,000	250,000
	Repair and maintenance		-	2,433,920
	Miscellaneous tools and supplies		70,541	222,760
	Total Administrative and Selling Expenses		5,327,867	6,615,074
22.1	**Auditor's Remuneration**			
	Audit of Financial statements		140,000	140,000
	Review of half-yearly financial statements		90,000	90,000
	Out of pocket expense		20,000	20,000
	Total Auditor's Remuneration		250,000	250,000
Note 23	**OTHER CHARGES**			
	Provisions againt Other Receivebles	10	2,878,132	-
	Total Other income		2,878,132	-
Note 24	**TAXATION**			
	The Company has filed Income Tax Return for the year ended June 2025 (Tax Year 2025), which is deemed to be assessed under section 120 of the Income Tax Ordiance 2001.			
Note 25	**EARNINGS / (LOSS) PER SHARE - BASIC AND DILUTED**			
	Profit / (Loss) after taxation		(8,207,885)	(8,404,648)
	Weighted average number of ordinary shares outstanding during the period		17,833,267	17,833,267
	Earnings / (Loss) per share		(0.460)	(0.471)
	There is no dilutive effect on earnings per share of the Company (2025: Nil).			

Note 26 REMUNERATION TO CHAIRMAN, DIRECTORS AND EXECUTIVES

Description	2026			2025		
	Chief Executive Officer	Director	Executive	Chief Executive Officer	Director	Executive
Remuneration Expense	-	-	291,667	-	-	-
	-	-	**291,667**	-	-	-
Number of persons	1	5	1	1	6	-

The CEO and directors the company have decided to forgo fee, remunerations and other perquisites.

Note 27 TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of associated company and directors. Transactions with associated undertaking are as follows:

NAME OF RELATED PARTY	RELATIONSHIP WITH THE COMPANY	TRANSACTIONS	2026	2025
			(all amounts in PKR)	
Mr. Umer Ali Malik	Director and Chief Executive Officer	Advance against issue of shares.	1,373,667	-
Mr. Umer Ali Malik	Director and Chief Executive Officer	Subordinated Loan for working capital.	691,860	-
S.G Allied Businesses Ltd .	Associated Company	Electricity sales to S.G Allied Businesses Ltd.	-	6,145,860
S.G Allied Businesses Ltd.	Associated Company	Amount received from S.G Allied Businesses Ltd	-	8,561,700
CLOSING BALANCES				
Mr. Umer Ali Malik	Director and Chief Executive Officer	Advance against issue of shares	1,373,667	-
Mr. Umer Ali Malik	Director and Chief Executive Officer	subordinated Loan for working capital	691,860	-
S.G Allied Businesses Ltd .	Associated Company	Rent Payable	-	1,200,000
S.G Allied Businesses Ltd.	Associated Company	Utilities Payable	-	5,163,993
S.G Allied Businesses Ltd.	Associated Company	Receivable from associated company	-	5,241,541

Note 28 SHARIAH COMPLIANT DISCLOSURE

These Shariah compliance disclosures have been presented in accordance with the requirements of Part I of Schedule IV to the Companies Act, 2017, as applicable to listed companies whose nature of business has been identified as Shariah-compliant. The Company, being a Shariah-compliant listed entity, has disclosed the applicable statutory and regulatory requirements as follows:

	2026	2025
Loans / advances obtained under Islamic modes of financing	-	-
Interest or mark-up accrued on any conventional loan or advance	-	-
Shariah-compliant bank deposits / bank balances	-	-
Profit earned from Shariah-compliant bank deposits / bank balances	-	-
Revenue earned from a Shariah-compliant business segment	-	-
Gain / loss or dividend earned from Shariah-compliant investments	-	-
Exchange gain earned from actual currency transactions	-	-
Mark-up paid on Islamic modes of financing	-	-
Profit earned or interest paid on any conventional loan or advance	-	-
Relationship with Shariah-compliant banks	-	-

Note 29	FINANCIAL INSTRUMENTS BY CATEGORY	2026	2025
		(all amounts in PKR)	
	Financial assets		
	At amortized cost		
	Long term deposit	5,300,000	5,300,000
	Cash and bank balances	6,908	3,273
		5,306,908	5,303,273
	Financial liabilities		
	At amortized cost		
	Trade and other payables	6,618,921	14,506,116
	Loan from director	691,860	1,913,262
	Unclaimed dividend	1,297,283	1,297,283
	Sales tax liability	-	1,713
		8,608,064	17,718,374

Note 30	FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES
30.1	**Financial risk management**
	The company's activities expose it to a verity of financial risk, market risk, credit risk and liquidity risk. The company's overall risk management programme focuses on having cost efficient funding as well as to manage financial risk to minimize earning volatility and provide maximum return to shareholders.
	The Board of Directors has overall responsibility for the establishment and oversight of the Company's financial risk management framework. The board is also responsible for developing and monitoring the Company's risk management policies.
30.2	**Market risk**
	Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing returns.
30.3	**Currency risk**
	Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises mainly where receivables and payables exist due to transactions entered in foreign currencies. As at June 30, 2026, the company is not exposed to currency risk.
30.4	**Interest rate risk**
	Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Majority of the interest rate risk arises from long and Short term borrowings from financial institutions. As at June 30, 2026, the interest rate risk profile of the Company's doesn't have any interest-bearing financial instrument.
30.5	**Price risk**
	Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. As at June 30, 2026 the Company is not exposed to price risk.

30.6 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss, without taking into account the fair value of any collateral. Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations of credit risk indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

Credit risk arises from cash equivalents, deposits with banks, as well as credit exposures to customers and other counterparties which include loans and advances, trade debts and other receivables.

For trade debts, credit risk assessments process determines the credit quality of the customer, taking into account its financial position, past experience and other factors. The utilization of credit limit is regularly monitored. Accordingly, the credit risk is minimal and the company also believes that it is not exposed to major concentration of credit risk.

In respect of other counter parties, due to the company's long standing business relationship with them, management does not expect non-performance by these counter parties on their obligations to the company.

The maximum exposure to credit risk as at June 30, 2025, along with comparative is tabulated below:

	2026	2025
Financial Assets		
Long term deposit	5,300,000	5,300,000
Bank balances	6,908	3,273
Total	5,306,908	5,303,273

30.7 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or would have difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The following are the contractual maturities of financial liabilities, including interest payments, excluding the impact of netting agreements.

Financial liabilities in accordance with their contractual maturities are presented below:

	2026			
	On Demand	Within One Year	More then One Year	Total
Trade and Other Payable	-	6,618,921	-	6,618,921
Loan from director	-	691,860	-	691,860
Unclaimed Dividend	1,297,283	-	-	1,297,283
Total	1,297,283	7,310,781	-	8,608,064

	2025			
	On Demand	Within One Year	More then One Year	Total
Trade and Other Payable	-	14,506,116	-	14,506,116
Loan from director	1,913,262	-	-	1,913,262
Unclaimed Dividend	1,297,283	-	-	1,297,283
Sales Tax Payable	-	1,713	-	1,713
Total	3,210,545	14,507,829	-	17,718,374

SMC&CO

Note 31 FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying value of all the financial instruments reflected in the financial statements approximates to their fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The carrying values of all financial assets and liabilities reflected in the financial statements approximate to their fair values.

Fair value hierarchy;

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1: fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As at 30 June, 2026, the company has no financial instruments that falls into any of the above category. There were no transfer between level 1, 2 and 3 in the year.

Note 32 CAPITAL RISK MANAGEMENT

The objective of the company when managing capital i.e., its shareholder's equity is to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits to other stakeholders; and to maintain a strong capital base to support the sustained development of its businesses.

The company manage its capital structure by monitoring return on net assets and makes adjustments to it in the light of changes in economic conditions consistent with others in the industry. The company manages its capital risk by monitoring its liquid assets and keeping in view future investment requirements and expectation of the shareholders.

The gearing ratio as at June 30, 2026 and June 30, 2025 is as follows:

	2026	2025
	(all amounts in PKR)	
Total Debts*	8,608,064	19,629,923
Cash and Bank Balance	(6,908)	(3,273)
Net Debt	8,601,156	19,626,650
Share Capital	178,332,670	178,332,670
Share Premium	89,116,330	89,116,330
Share deposit money	1,373,667	-
Revenue Reserve	(264,331,822)	(266,778,180)
Equity	4,490,845	670,820
Debt + Equity	13,092,001	20,297,470
Gearing Ratio	65.70%	96.70%

*These comprises of Loan from sponsor, due to associated undertaking and unclaimed dividend.

Crestwell Healthcare Limited (formerly S. G. Power Limited)
Notes To The Financial Statements
For the year ended on June 30, 2026

Note 33	PLANT CAPACITY AND ACTUAL PRODUCTION		
		2026	2025
	Discountined Operation	Electricity (KWH)	Electricity (KWH)
	Annual Capacity	-	1,576,800
	Actual Generation	-	102,431

Note 34	NUMBER OF EMPLOYEES	2026	2025
		(all amounts in PKR)	
	Number of employees at the year-end	1	4
	Average number of employees	1	4

Note 35	CORRESPONDING FIGURES
	Corresponding figures have been re-arranged or reclassified wherever necessary for better presentation and disclosure. There is no material reclassification to report.

Note 36	GENERAL
	Figures have been rounded off to the nearest of a Pak Rupee.

Note 37	DATE OF AUTHORIZATION
	These financial statements were approved and authorized for issue in the Board of Directors, meeting held SEPTEMBER 30,2026.

SMSCO

Chief Executive Officer | Chief Financial Officer | Director

CRESTWELL HEALTHCARE LIMITED (FORMERLY S. G. POWER LIMITED)

NOTICE OF 33RD ANNUAL GENERAL MEETING.

Notice is hereby given that the **33rd Annual General Meeting ("AGM")** of the members of **Crestwell Healthcare Limited** (formerly S. G. Power Limited) ("Company") will be held on **Wednesday, October 28, 2026 at 03:00 p.m.** at FNE House, 179 Abubakar Block, New Garden Town, Main Canal Road, Lahore, and through video conferencing, to transact the following business:

ORDINARY BUSINESS;

1. Confirmation of Minutes of Extra Ordinary General Meeting held on May 13, 2026.

2. To receive, consider and adopt the **Annual Audited Financial Statements of the Company for the year ended June 30, 2026**, together with the Directors' Report, Chairman's Review Report and Auditors' Report thereon.

3. To appoint **M/s. Parker Russell-A.J.S., Chartered Accountants**, as External Auditors of the Company for the financial year ending **June 30, 2027**, to hold office from the conclusion of this AGM until the conclusion of the next Annual General Meeting and to fix their remuneration.

4. To elect **seven (7) Directors** of the Company in accordance with Section 159 of the Companies Act, 2017, for a term of **three (3) years commencing from October 28, 2026**. Pursuant to Section 159(1) of the Companies Act, 2017, the Board of Directors has fixed the number of elected Directors at **seven (7)**. The following Directors shall retire at the AGM and, being eligible, may offer themselves for re-election in accordance with the applicable law:

    1. Mr. Naim Anwar
    2. Mr. Umer Ali Malik
    3. Mr. Mian Ateeq Ur Rehman
    4. Mr. Omer Habib
    5. Brig. Syed Ali Ammar Haider, SI(M), (Retd.)
    6. Dr. Maria Fatima Haral
    7. Dr. Muhammad Usman

In the event that the number of persons who validly offer themselves for election **does not exceed seven (7)**, the candidates shall be dealt with in accordance with Section 159 of the Companies Act, 2017. In the event that the number of persons who validly offer themselves for election **exceeds seven (7)**, the election shall be conducted in accordance with Section 159(5) of the Companies Act, 2017 and the members shall also be provided the facility of **electronic voting and voting through postal ballot** in accordance with the Companies (Postal Ballot) Regulations, 2018.

5. To transact any other business with the permission of the Chair.

BY ORDER OF THE BOARD

Usman A. Khan
Company Secretary

Lahore: October 07, 2026

NOTES;

1. The Share Transfer Books of the Company will remain closed from **October 22, 2026** to **October 28, 2026** (both days inclusive). Transfers received in order at the office of the Company's Share Registrar, **F.D Registrar Services (Pvt.) Limited** having its address at Office # 1705, 17th Floor, Saima Trade Tower – A, I.I. Chundrigar Road, Karachi., by the close of business on **October 21, 2026**, will be considered in time for determining entitlement to attend and vote at the AGM.

2. Any member who seeks to contest the election to the office of Director, whether a retiring Director or otherwise, shall file with the Company a notice of his/her intention to offer himself/herself for election as Director in accordance with Section 159(3) of the Companies Act, 2017. Such notice must reach the Company **not later than fourteen (14) days before the date of AGM**, i.e. on or before **October 14, 2026**. The notice of intention should be accompanied by the applicable documents, declarations and consents prescribed under the Companies Act, 2017 and other applicable

regulatory requirements. The Company shall transmit to its members the notices received from candidates **not later than seven (7) days before the AGM**, and, being a listed company, shall also publish the same in English and Urdu newspapers in accordance with Section 159(4).

3. In accordance with Regulation 11 of the **Companies (Postal Ballot) Regulations, 2018**, the Board of Directors has appointed:

Name of Scrutinizer:	M/s. S.M. Suhail & Co., Chartered Accountants
Purpose of Appointment:	To independently scrutinize, monitor and validate the voting process in connection with the election of Directors at the 33rd AGM.

4. In the event that the number of persons who validly offer themselves for election as Directors **exceeds seven (7)**, the Company shall provide its members the facility to vote through **electronic voting and voting by post** in accordance with the Companies (Postal Ballot) Regulations, 2018. In such event, the Company shall communicate to members the necessary information regarding the e-voting process, including the web address, login details and other relevant particulars, **not later than seven (7) days before the AGM**. The e-voting facility shall remain open for a period of **not less than three (3) days** and shall close at **5:00 p.m. Pakistan Standard Time on October 27, 2026**, being the day preceding the AGM. Where voting through postal ballot is required, the prescribed ballot paper shall be published in English and Urdu newspapers and uploaded on the Company's website **not later than seven (7) days before the AGM**, in accordance with Regulations. Duly completed and signed postal ballot papers, together with a copy of the member's CNIC or other prescribed identification document, shall reach the Chairman of the meeting through post or email **one day before the AGM during working hours**, i.e. by **October 27, 2026**, at the following address:

- **Chairman of the Meeting:** Mr. Naim Anwar
- **Business Address:** Second Floor, FNE House, 179 Abubakar Block, New Garden Town, Main Canal Road, Lahore.
- **Designated Email Address:** info.crestwell@gmail.com

The signature on the postal ballot paper shall correspond with the signature appearing on the member's CNIC.

Candidates contesting the election as independent directors shall also submit a declaration under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019 on non-judicial stamp paper that he / she qualifies the criteria of independence laid down under Section 166 of the companies Act, 2017 and an undertaking on a non-judicial stamp paper that he / she meets the requirements of sub-regulation (1) of regulation 4 of the Companies (Manner and selection of Independent Directors) Regulations, 2018.

5. A member entitled to attend and vote at the AGM may appoint another person as proxy to attend, speak and vote on his/her behalf, subject to the provisions of the Companies Act, 2017 and Articles of Association of the Company. The instrument of proxy, duly completed and signed, together with copies of the CNIC/passport of the member and proxy, must be received at the Registered Office of the Company and/or office of the Share Registrar **not less than forty eight (48) hours before the time fixed for the AGM**, excluding public holidays, as applicable.

6. Members desirous of attending the AGM through video conferencing are requested to register themselves by providing the following particulars at info.crestwell@gmail.com at least **24 hours before the AGM**:

Name | CNIC/NTN | Folio No./CDC Participant ID & Account No. | Cell No. | Email Address

Members who are interested to join this meeting through VC/OAVM are requested to join by usage of following credentials:

Join Zoom Meeting:
https://us05web.zoom.us/j/81500446142?pwd=jT4o9TjGuxAmDs1QKQpo6Z6rD3mPVF.1

Meeting ID: 815 0044 6142

Passcode: 4IZ8ZG

*Permission to join meeting through VC/OAVM will be allowed to only those members who have properly submitted the attendance slip form with company through emailing a clear scanned copy of attendance slip accompanied by valid CNIC (Identity Card) within the stipulated time at following Email ID: info.crestwell@gmail.com

7. CDC Investor Account Holders shall comply with the applicable identification and proxy requirements prescribed by the Securities and Exchange Commission of Pakistan. In case of an individual, the Investor Account Holder/Sub-Account Holder shall produce his/her original CNIC or valid passport at the time of attending the AGM. In case of a corporate entity, the Board Resolution/Power of Attorney with specimen signature of the nominee shall be submitted/produced as applicable.

8. The Annual Report of the Company for the year ended June 30, 2026, containing the audited financial statements, Directors' Report, Chairman's Review Report and Auditors' Report, shall be made available on the Company's website at: www.crestwellhealthcare.net

9. Members are requested to promptly notify any change in their registered address, email address, CNIC/NTN, mobile number or other particulars to the Company's Share Registrar:

   F. D Registrar Services (Pvt.) Ltd.
   Address: Office # 1705, 17th Floor, Saima Trade Tower – A, I.I. Chundrigar Road, Karachi.
   Telephone: +92 21 32271905-6
   Email: info@fdregistrar.com

10. Members holding physical share certificates are requested to convert their shares into book entry form in accordance with the applicable statutory and regulatory requirements.

11. In compliance with the Securities and Exchange Commission of Pakistan's Circular No. 2 of 2018 dated February 9, 2018, and pursuant to S.R.O. 452(I)/2025 dated March 17, 2025, the Company hereby affirms that no gifts, in any form, will be distributed to members at or in connection with the AGM.

Crestwell Healthcare Limited (CUIN: 0032002)

Registered Office: Second Floor, FNE House, 179 Abubakar Block, New Garden Town, Lahore.

Tel: 042-35843722

Website: www.crestwellhealthcare.net **Email:** info.crestwell@gmail.com

ATTENDANCE SLIP

Registered Folio / ID	
Name and address of the shareholder(s)	
Joint Holder 1	
Joint Holder 2	

I/ We hereby record my / our presence at the ANNUAL GENERAL MEETING of the Company on Wednesday, October 28, 2026 at 03:00 P.M.

Member's Folio/ Client ID No.	Member's/ Proxy's name in Block Letters	Member's/Proxy's Signature

Crestwell Healthcare Limited (CUIN: 0032002)

Registered Office: Second Floor, FNE House, 179 Abubakar Block, New Garden Town, Lahore.

Tel: 042-35843722

Website: www.crestwellhealthcare.net **Email:** info.crestwell@gmail.com

PROXY FORM

[Pursuant to Section 137 of the Companies Act, 2017 and rules thereunder;

Name of the member(s):
Registered Address:
Email ID:
Folio No. / ID No.:

I/ We, being the member(s) of the above-named Company, hereby appoint:

Name: Address:

Email: Signature:

CNIC:

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Wednesday, October 28, 2026, at 03:00 P.M and at any adjournment thereof in respect of the following resolutions as are indicated below:

Signed this _____ day of _____ 2026.

Signature of Shareholder(s): _____

Affix Revenue Stamp

Signature of Proxy Holder(s): _____

NOTE:

This form of Proxy, in order to be effective, should be duly completed and deposited to the Company, not less than FORTY EIGHT (48) HOURS before the commencement of the Meeting.

For the Resolution, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

33ویں سالانہ جنرل میٹنگ کا نوٹس

بذریعہ ہذا اطلاع دی جاتی ہے کہ کریسٹ ویل ہیلتھ کیئر لمیٹڈ (سابقہ ایس۔ جی۔ پاور لمیٹڈ) ("کمپنی") کے اراکین کی 33ویں سالانہ جنرل میٹنگ ("AGM") بدھ، 28 اکتوبر 2026 کو سہ پہر 03:00 بجے FNE ہاؤس، 179 ابوبکر بلاک، نیو گارڈن ٹاؤن، مین کینال روڈ، لاہور میں اور ویڈیو کانفرنسنگ کے ذریعے منعقد ہوگی، جس میں درج ذیل امور نمٹائے جائیں گے:

عام امور

- 13 مئی 2026 کو منعقد ہونے والی غیر معمولی جنرل میٹنگ کے منٹس کی توثیق کرنا ۔

30 جون 2026 کو ختم ہونے والے سال کے لیے کمپنی کے سالانہ آڈٹ شدہ مالی بیانات، ڈائریکٹرز کی رپورٹ، چیئرمین کی جائزہ رپورٹ اور آڈیٹرز کی رپورٹ وصول کرنا، ان پر غور کرنا اور انہیں منظور کرنا ۔

- M/s. Parker Russell-A.J.S., Chartered Accountants کو 30 جون 2027 کو ختم ہونے والے مالی سال کے لیے کمپنی کے بیرونی آڈیٹرز مقرر کرنا، جو اس AGM کے اختتام سے اگلی سالانہ جنرل میٹنگ کے اختتام تک عہدہ رکھیں گے، اور ان کا معاوضہ مقرر کرنا ۔

- کمپنیز ایکٹ، 2017 کی دفعہ 159 کے مطابق سات (7) ڈائریکٹرز کا تین (3) سالہ مدت کے لیے انتخاب کرنا، جس کی مدت 28 اکتوبر 2026 سے شروع ہوگی۔ کمپنیز ایکٹ، 2017 کی دفعہ 159(1) کے تحت بورڈ آف ڈائریکٹرز نے منتخب ڈائریکٹرز کی تعداد سات (7) مقرر کی ہے۔ درج ذیل ڈائریکٹرز AGM میں سبکدوش ہوں گے اور اہل ہونے کی صورت میں قابل اطلاق قانون کے مطابق دوبارہ انتخاب کے لیے خود کو پیش کر سکتے ہیں:

- مسٹر نعیم انور
- مسٹر عمر علی ملک
- مسٹر میاں عتیق الرحمٰن
- مسٹر عمر حبیب
- بریگیڈیئر سید علی عمار حیدر، SI(M)، (ریٹائرڈ)
- ڈاکٹر ماریہ فاطمہ ہرال
- ڈاکٹر محمد عثمان

اگر درست طور پر انتخاب کے لیے خود کو پیش کرنے والے افراد کی تعداد سات (7) سے زیادہ نہ ہو تو امیدواروں کے معاملے کو کمپنیز ایکٹ، 2017 کی دفعہ 159 کے مطابق نمٹایا جائے گا۔ اگر درست طور پر خود کو انتخاب کے لیے پیش کرنے والے افراد کی تعداد سات (7) سے زیادہ ہو تو انتخاب کمپنیز ایکٹ، 2017 کی دفعہ 159(5) کے مطابق منعقد کیا جائے گا اور اراکین کو کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے مطابق الیکٹرانک ووٹنگ اور پوسٹل بیلٹ کے ذریعے ووٹ دینے کی سہولت بھی فراہم کی جائے گی۔

چیئرمین کی اجازت سے کوئی بھی دیگر کاروبار نمٹانا

بورڈ کے حکم سے



عثمان اے۔ خان

کمپنی سیکرٹری

لاہور: 07 اکتوبر 2026

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

نوٹس / ہدایات

- کمپنی کی شیئر ٹرانسفر بکس 22 اکتوبر 2026 سے 28 اکتوبر 2026 تک (دونوں دن شامل) بند رہیں گی۔ کمپنی کے شیئر رجسٹرار F.D Registrar Services (Pvt.) Limited، دفتر نمبر 1705، 17ویں منزل، سائما ٹریڈ ٹاور-A، آئی۔ آئی۔ چندریگر روڈ، کراچی.
- اکتوبر 2026 کے کاروباری اوقات کے اختتام تک درست حالت میں موصول ہونے والی ٹرانسفرز کو AGM میں شرکت اور ووٹ دینے کے استحقاق کے تعین کے لیے بروقت سمجھا جائے گا۔
- کوئی بھی رکن جو ڈائریکٹر کے عہدے کے انتخاب میں حصہ لینا چاہتا ہو، خواہ وہ سبکدوش ہونے والا ڈائریکٹر ہو یا کوئی اور، کمپنیز ایکٹ، 2017 کی دفعہ 159(3) کے مطابق کمپنی کو اپنی نیت کا نوٹس جمع کرائے گا۔ ایسا نوٹس AGM کی تاریخ سے چودہ (14) دن پہلے، یعنی 14 اکتوبر 2026 کو یا اس سے پہلے کمپنی کو موصول ہونا چاہیے۔ نیت کے نوٹس کے ساتھ کمپنیز ایکٹ، 2017 اور دیگر قابل اطلاق ریگولیٹری تقاضوں کے تحت مطلوبہ دستاویزات، اعلانات اور رضامندیاں منسلک ہونی چاہئیں۔ کمپنی امیدواروں سے موصول ہونے والے نوٹس AGM سے سات (7) دن پہلے اپنے اراکین کو ارسال کرے گی اور، چونکہ کمپنی لسٹڈ ہے، دفعہ 159(4) کے مطابق انہیں انگریزی اور اردو اخبارات میں بھی شائع کرے گی۔ -
- کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے ریگولیشن 11 کے مطابق بورڈ آف ڈائریکٹرز نے درج ذیل کی تقرری کی ہے: -

اسکرُوٹنائزر کا نام: M/s. S.M. Suhail & Co., Chartered Accountants

تقرری کا مقصد: 33ویں AGM میں ڈائریکٹرز کے انتخاب سے متعلق ووٹنگ کے عمل کی آزادانہ جانچ، نگرانی اور توثیق کرنا۔

- اگر ڈائریکٹرز کے انتخاب کے لیے درست طور پر خود کو پیش کرنے والے افراد کی تعداد سات (7) سے زیادہ ہو تو کمپنی اراکین کو کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے مطابق الیکٹرانک ووٹنگ اور بذریعہ ڈاک ووٹ دینے کی سہولت فراہم کرے گی۔ ایسی صورت میں کمپنی e-voting کے عمل سے متعلق ضروری معلومات، بشمول ویب ایڈریس، لاگ اِن تفصیلات اور دیگر متعلقہ کوائف، AGM سے کم از کم سات (7) دن پہلے اراکین کو فراہم کرے گی۔ e-voting کی سہولت کم از کم تین (3) دن تک کھلی رہے گی اور AGM سے ایک دن قبل، یعنی 27 اکتوبر 2026 کو شام 5:00 بجے پاکستان اسٹینڈرڈ ٹائم پر بند ہو جائے گی۔ جہاں پوسٹل بیلٹ کے ذریعے ووٹنگ درکار ہو، مقررہ بیلٹ پیپر AGM سے کم از کم سات (7) دن پہلے انگریزی اور اردو اخبارات میں شائع کیا جائے گا اور کمپنی کی ویب سائٹ پر اپ لوڈ کیا جائے گا۔ مکمل شدہ اور دستخط شدہ پوسٹل بیلٹ پیپر، رکن کے CNIC یا دیگر مقررہ شناختی دستاویز کی کاپی کے ساتھ، AGM سے ایک دن پہلے کام کے اوقات کے دوران، یعنی 27 اکتوبر 2026 تک، بذریعہ ڈاک یا ای میل میٹنگ کے چیئرمین تک درج ذیل پتے پر پہنچ جانا چاہیے: -

میٹنگ کے چیئرمین: **مسٹر نعیم انور**

کاروباری پتہ: **دوسری منزل، FNE ہاؤس، 179 ابوبکر بلاک، نیو گارڈن ٹاؤن، مین کینال روڈ، لاہور۔**

مقررہ ای میل ایڈریس: **info.crestwell@gmail.com**

پوسٹل بیلٹ پیپر پر دستخط رکن کے CNIC پر موجود دستخط سے مطابقت رکھنے چاہئیں۔

- آزاد ڈائریکٹر کے طور پر انتخاب لڑنے والے امیدوار Listed Companies (Code of Corporate Governance) Regulations, 2019 کی شق 6(3) کے تحت غیر عدالتی اسٹامپ پیپر پر یہ اعلامیہ بھی جمع کرائیں گے کہ وہ کمپنیز ایکٹ، 2017 کی دفعہ 166 میں بیان کردہ آزادی کے معیار پر پورا اترتے ہیں،

اور غیر عدالتی اسٹامپ پیپر پر یہ حلف نامہ بھی دیں گے کہ وہ ریگولیشن 4 کی ذیلی شق (1) کے تقاضے پورے کرتے ہیں۔

- AGM میں شرکت اور ووٹ دینے کا حق رکھنے والا رکن، کمپنیز ایکٹ، 2017 اور کمپنی کے آرٹیکلز آف ایسوسی ایشن کی دفعات کے تابع، اپنی جانب سے شرکت، گفتگو اور ووٹ دینے کے لیے کسی دوسرے شخص کو پراکسی مقرر کر سکتا ہے۔ مکمل اور دستخط شدہ پراکسی فارم، رکن اور پراکسی کے CNIC/پاسپورٹ کی نقول کے ساتھ، AGM کے مقررہ وقت سے کم از کم اڑتالیس (48) گھنٹے پہلے، قابل اطلاق صورت میں عام تعطیلات کو خارج کرتے ہوئے، کمپنی کے رجسٹرڈ آفس اور/یا شیئر رجسٹرار کے دفتر میں موصول ہونا چاہیے۔
- ویڈیو کانفرنسنگ کے ذریعے AGM میں شرکت کے خواہش مند اراکین سے درخواست ہے کہ AGM سے کم از کم 24 گھنٹے پہلے درج ذیل معلومات info.crestwell@gmail.com پر ارسال کرکے اپنی رجسٹریشن مکمل کریں: ۔

نام | CNIC/NTN | فولیو نمبر / CDC Participant ID اور اکاؤنٹ نمبر | موبائل نمبر | ای میل ایڈریس

جو اراکین VC/OAVM کے ذریعے میٹنگ میں شامل ہونا چاہتے ہیں، وہ درج ذیل تفصیلات استعمال کریں:

Join Zoom Meeting:

https://us05web.zoom.us/j/81500446142?pwd=jT4o9TjGuxAmDs1QKQpo6Z6rD3mPVF.1

Meeting ID: 815 0044 6142

Passcode: 4IZ8ZG

*VC/OAVM کے ذریعے میٹنگ میں شامل ہونے کی اجازت صرف ان اراکین کو دی جائے گی جنہوں نے مقررہ وقت کے اندر کمپنی کو حاضری سلپ کی واضح اسکین شدہ کاپی، درست CNIC (شناختی کارڈ) کے ساتھ، درج ذیل ای میل پر ارسال کی ہو: info.crestwell@gmail.com

- CDC Investor Account Holders، Securities and Exchange Commission of Pakistan کی مقرر کردہ قابل اطلاق شناختی اور پراکسی شرائط کی پابندی کریں گے۔ کسی فرد کی صورت میں Investor Account Holder/Sub-Account Holder کو AGM میں شرکت کے وقت اپنا اصل CNIC یا درست پاسپورٹ پیش کرنا ہوگا۔ کارپوریٹ ادارے کی صورت میں نامزد شخص کے نمونہ دستخط کے ساتھ Board Resolution/Power of Attorney، حسبِ اطلاق، جمع یا پیش کیا جائے گا۔
- 30 جون 2026 کو ختم ہونے والے سال کے لیے کمپنی کی سالانہ رپورٹ، جس میں آڈٹ شدہ مالی بیانات، ڈائریکٹرز کی رپورٹ، چیئرمین کی جائزہ رپورٹ اور آڈیٹرز کی رپورٹ شامل ہوگی، کمپنی کی ویب سائٹ **www.crestwellhealthcare.net** پر دستیاب ہوگی۔
- اراکین سے درخواست ہے کہ اپنے رجسٹرڈ پتے، ای میل ایڈریس، CNIC/NTN، موبائل نمبر یا دیگر کوائف میں کسی بھی تبدیلی کی فوری اطلاع کمپنی کے شیئر رجسٹرار کو دیں: ۔
- F. D Registrar Services (Pvt.) Ltd

پتہ: دفتر نمبر 1705، 17ویں منزل، Saima Trade Tower – A، I.I. Chundrigar Road، کراچی۔

ٹیلی فون: +92 21 32271905-6

ای میل: info@fdregistrar.com

- طبعی شیئر سرٹیفکیٹس رکھنے والے اراکین سے درخواست ہے کہ قابل اطلاق قانونی اور ریگولیٹری تقاضوں کے مطابق اپنے حصص کو book-entry form میں تبدیل کریں۔

- Securities and Exchange Commission of Pakistan کے Circular No. 2 of 2018 مورخہ 9 فروری 2018 اور S.R.O. 452(I)/2025 مورخہ 17 مارچ 2025 کی تعمیل میں کمپنی تصدیق کرتی ہے کہ AGM کے موقع پر یا اس کے سلسلے میں اراکین کو کسی بھی قسم کے تحائف تقسیم نہیں کیے جائیں گے۔

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

کریسٹ ویل ہیلتھ کیئر لمیٹڈ (CUIN: 0032002)

رجسٹرڈ آفس: دوسری منزل، FNE ہاؤس، 179 ابوبکر بلاک، نیو گارڈن ٹاؤن، لاہور۔

ٹیلی فون: 04235843722

ویب سائٹ: www.crestwellhealthcare.net ای میل: info.crestwell@gmail.com

حاضری سلپ

رجسٹرڈ فولیو / ID	
شیئر ہولڈر(ز) کا نام اور پتہ	
مشترکہ ہولڈر 1	
مشترکہ ہولڈر 2	

میں/ہم بذریعہ ہذا کمپنی کی سالانہ جنرل میٹنگ میں اپنی حاضری درج کرتا/کرتے ہیں، جو بدھ، 28 اکتوبر 2026 کو سہ پہر 03:00 بجے منعقد ہوگی۔

رکن/پراکسی کے دستخط	رکن/پراکسی کا نام (واضح حروف میں)	رکن کا فولیو / کلائنٹ ID نمبر

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

کریسٹ ویل ہیلتھ کیئر لمیٹڈ (CUIN: 0032002)

رجسٹرڈ آفس: دوسری منزل، FNE ہاؤس، 179 ابوبکر بلاک، نیو گارڈن ٹاؤن، لاہور۔

ٹیلی فون: 04235843722

ویب سائٹ: www.crestwellhealthcare.net ای میل: info.crestwell@gmail.com

<u>پراکسی فارم</u>

[کمپنیز ایکٹ، 2017 کی دفعہ 137 اور اس کے تحت بنائے گئے قواعد کے مطابق]

رکن/اراکین کا نام:	
رجسٹرڈ پتہ:	
ای میل ID:	
فولیو نمبر / ID نمبر:	

میں/ہم، مذکورہ بالا کمپنی کا/کے رکن ہونے کی حیثیت سے، بذریعہ ہذا درج ذیل شخص کو اپنا پراکسی مقرر کرتا/کرتے ہیں:

نام:	پتہ:
ای میل:	دستخط:
CNIC:	

تاکہ وہ میری/ہماری جانب سے کمپنی کی سالانہ جنرل میٹنگ، جو بدھ، 28 اکتوبر 2026 کو سہ پہر 03:00 بجے منعقد ہوگی، اور اس کے کسی بھی ملتوی اجلاس میں شرکت کرے اور رائے شماری میں

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

میرے/ہمارے لیے اور میری/ہماری جانب سے ووٹ دے، ان قراردادوں کے سلسلے میں جو ذیل میں ظاہر کی گئی ہیں۔

دستخط شدہ، اس _____ دن _____ 2026۔

شیئر ہولڈر(ز) کے دستخط: _____

ریونیو اسٹامپ یہاں چسپاں کریں

پراکسی ہولڈر(ز) کے دستخط: _____

نوٹ:

یہ پراکسی فارم مؤثر ہونے کے لیے مکمل طور پر پُر اور دستخط شدہ ہونا چاہیے اور میٹنگ کے آغاز سے کم از کم اڑتالیس (48) گھنٹے پہلے کمپنی کے پاس جمع ہونا چاہیے۔

قرارداد، وضاحتی بیان اور نوٹس کے لیے براہ کرم سالانہ جنرل میٹنگ کے نوٹس سے رجوع کریں۔

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

GENDER PAY GAP STATEMENT

UNDER SECP CIRCULAR

Pursuant to the requirements of Circular No. 10 of 2024 issued by the Securities and Exchange Commission of Pakistan (SECP), the Company hereby discloses information pertaining to the gender pay gap for the financial year ended June 30, 2026. The gender pay gap has been computed based on the mean and median hourly remuneration of full-pay relevant employees.

Following is the gender pay gap, calculated for the year ended June 30, 2026:

i)	**Mean Gender Pay Gap:**	**-100%**
ii)	**Median Gender Pay Gap:**	**-100%**
iii)	**Any other data/details as deemed relevant:**	**N/A**

The above percentages reflect the gender pay gap between male and female employees across all levels of the organization. It is pertinent to mention here that there is only one female employee as at June 30, 2026 and the mean and median gender pay gap is calculated on the basis of this.

Chief Executive Officer
September 30, 2026

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

Pattern of Shareholding

CUIN (Incorporation Number): **0032002**

Name of the Company: **Crestwell Healthcare Limited (formerly S.G Power**

Pattern of Holding of the shares held by the shareholders as at June 30, 2026.

Number Of Shareholders	Shareholding From		To	Total Shares Held
752	1	-	100	19,849
366	101	-	500	125,394
165	501	-	1,000	142,884
229	1,001	-	5,000	597,888
53	5,001	-	10,000	413,299
15	10,001	-	15,000	199,883
10	15,001	-	20,000	180,915
12	20,001	-	25,000	286,260
2	25,001	-	30,000	59,564
6	30,001	-	35,000	204,662
4	35,001	-	40,000	155,000
5	40,001	-	45,000	217,112
4	45,001	-	50,000	198,440
2	50,001	-	55,000	106,260
3	55,001	-	60,000	180,000
2	60,001	-	65,000	124,500
3	65,001	-	70,000	206,000
3	70,001	-	75,000	219,200
1	75,001	-	80,000	80,000
1	90,001	-	95,000	95,000
1	95,001	-	100,000	100,000
1	100,001	-	105,000	102,640
1	115,001	-	120,000	115,835
2	125,001	-	130,000	258,723
1	130,001	-	135,000	131,500
1	155,001	-	160,000	159,000
2	180,001	-	185,000	363,917
3	195,001	-	200,000	600,000
1	215,001	-	220,000	220,000
1	240,001	-	245,000	240,112
1	245,001	-	250,000	250,000
1	275,001	-	280,000	276,600
1	290,001	-	295,000	290,129
1	315,001	-	320,000	316,827
1	320,001	-	325,000	325,000
1	365,001	-	370,000	368,500
1	370,001	-	375,000	373,000
1	415,001	-	420,000	420,000
1	445,001	-	450,000	450,000
1	465,001	-	470,000	470,000
1	495,001	-	500,000	500,000
1	505,001	-	510,000	506,300
1	585,001	-	590,000	590,000
1	595,001	-	600,000	600,000
1	720,001	-	725,000	721,352
1	860,001	-	865,000	861,722
1	995,001	-	1,000,000	1,000,000
1	1,635,001	-	1,640,000	1,640,000
1	1,765,001	-	1,770,000	1,770,000
1671				**17,833,267**

CRESTWELL HEALTHCARE LIMITED
Formerly S.G. Power Limited

Categories of Shareholders As on June 30, 2026

Categories Of Shareholders	Shares Held	%age
Directors, Chief Executive Officer, and their spouse and minor children.	1,062,000	5.96
Banks, Development Financial Institutions, Non-Banking Financial Institutions	182	0.00
Insuracne Co.	1,236	0.01
Joint Stock Companies	2,903,670	16.28
Others	30,601	0.17
General Public - Local	13,835,578	77.58
TOTAL	**17,833,267**	**100.00**

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CRESTWELL HEALTHCARE LIMITED

FORMERLY S. G. POWER LIMITED

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