

Al-Ghazi Tractors Limited
BCR Self-Assessment Checklist for BCR Award 2023

1	Organizational Overview and External Environment	20 Marks	Page No. of Annual Report 2023
1.01	Mission, vision, code of conduct, ethics and values.	1	16-18
1.02	Principal business activities and markets (local and international) including key brands, products and services.	2	6-8, 151-164
1.03	Geographical location and address of all business units including sales units and plants.	1	5, 11
1.04	Ownership, operating structure and relationship with group companies (i.e. subsidiary, associated undertaking etc.) and number of countries in which the organization operates.	2	60-62
	Name and country of origin of the holding company/subsidiary company, if such companies are a foreign company.		12-15
1.05	Disclosure of beneficial (including indirect) ownership and flow chart of group shareholding and relationship as holding company, subsidiary company or associated undertaking.	2	60-62
1.06	Organization chart indicating functional and administrative reporting, presented with legends.	1	24-25
1.07	Position of the reporting organization within the value chain showing connection with other businesses in the upstream and downstream value chain.	2	8-11
1.08	a) Explanation of significant factors effecting the external environment including political, economic, social, technological, environmental and legal environment that is likely to be faced in the short, medium and long term and the organization's response.	1	38
	b) The effect of seasonality on business in terms of production and sales.	1	
1.09	The legislative and regulatory environment in which the organization operates.	1	59
1.10	The legitimate needs, interests of key stakeholders and industry trends.	1	59
1.11	SWOT Analysis of the company.	1	-
1.12	Competitive landscape and market positioning (considering factors such as the threat of new competition and substitute products or services, the bargaining power of customers and suppliers, relative strengths and weaknesses of competitors and customer demand and the intensity of competitive rivalry).	1	96-97
1.13	The political environment where the organization operates and other countries that may affect the ability of the organization to implement its strategy.	1	38, 59,
1.14	History of major events.	1	26-27
1.15	Details of significant events occurred during the year and after the reporting period.	1	10, 26-27, 36
2	Strategy and Resource Allocation	15 Marks	
2.01	Short, medium and long-term strategic objectives and strategies in place to achieve these objectives.	2	96-97
2.02	Resource allocation plans to implement the strategy. Resource mean 'Capitals' including: a) Financial Capital; b) Human Capital; c) Manufactured Capital; d) Intellectual Capital; e) Social and Relationship Capital; and f) Natural Capital.	2	96-97
2.03	The capabilities and resources of the company to provide sustainable competitive advantage and as result value created by the business.	2	38, 74, 118-123

2.04	The effects of the given factors on company strategy and resource allocation: technological changes, ESG reporting and challenges, initiatives taken by the company in promoting and enabling innovation and resource shortages (if any).	2	38, 74, 118-123
2.05	Key performance indicators (KPIs) to measure the achievement against strategic objectives including statement as to whether the indicators used will continue to be relevant in the future.	2	19
2.06	The company's sustainability strategy with measurable objectives/ targets.	1	118-122
2.07	Board's statement on the significant plans and decisions such as corporate restructuring, business expansion, major capital expenditure or discontinuance of operations.	2	38
2.08	a) Information about defaults in payment of any debts with reasons and	1	38
	b) Board strategy to overcome liquidity problem and its plan to manage repayment of debts and meet operational losses.	1	40-41
3	Risks and Opportunities	15 Marks	
3.01	Key risks and opportunities (internal and external) effecting availability, quality and affordability of Capitals.	2	96-99
3.02	A Statement from Board for determining the following:		
	a) company's level of risk tolerance by establishing risk management policies.	1	41, 96-99
	b) the company has carried out a robust assessment of the principal risks facing the company, including those that would threaten the business model, future performance and solvency or liquidity.	2	96-99
3.03	Risk Management Framework covering principal risk and uncertainties facing the company, risk methodology, risk appetite and risk reporting.	5	96-99
3.04	Specific steps being taken to mitigate or manage key risks or to create value from key opportunities by identifying the associated strategic objectives, strategies, plans, policies, targets and KPIs.	3	96-99
3.05	Disclosure of a risk of supply chain disruption due to an environmental, social or governance incident and company's strategy for monitoring and mitigating these risks (is any).	2	41, 96-99
4	Sustainability and Corporate Social Responsibility (CSR)	20 Marks	
4.01	Board's statement for adoption of best practices for CSR.	2	38, 74, 111
4.02	Board's statement about the company's strategic objectives on ESG (environmental, social and governance)/ sustainability reporting.	3	38, 74
4.03	A chairman's overview on how the company's sustainable practices can affect their financial performance.	4	30-33
4.04	Highlights of the company's performance, policies, initiatives and plans in place relating to the various aspects of sustainability and CSR as per best business practices including:	6	38, 74, 116-123
	a) environment related obligations applicable on the company;		38, 74, 116-123
	b) company progress towards ESG initiatives during the year; and		116-123
	c) company's responsibility towards the staff, health & safety.		116-123
4.05	Status of adoption/compliance of the Corporate Social Responsibility (Voluntary) Guidelines, 2013 issued by the SECP or any other regulatory framework as applicable.	3	116-123
4.06	Certifications acquired for best sustainability and CSR practices or have a membership of any environmental or social groups.	2	116-123
5	Governance	60 Marks	
5.01	Board composition:		
	a) Leadership structure of those charged with governance.	1	04, 66-69
	b) Name of independent directors indicating justification for their independence.	1	69

	c) Diversity in the board i.e. competencies, requisite knowledge & skills, and experience.	1	69
	d) Profile of each director including education, experience and involvement /engagement of in other entities as CEO, Director, CFO or Trustee etc.	1	20-23
	e) No. of companies in which the executive director of the reporting organization is serving as non-executive director.	1	69
5.02	A brief description about role of the Chairman and the CEO.	1	69-70
5.03	A statement of how the board operates, including a high-level statement of which types of decisions are to be taken by the board and which are to be delegated to management.	1	67
5.04	Chairman's Review Report on the overall performance of the board and effectiveness of the role played by the board in achieving the company's objectives.	2	30-33
5.05	Annual evaluation of performance, along with description of criteria used for the members of the board including CEO, Chairman and board's committees.	1	71
5.06	Disclosure if the board's performance evaluation is carried out by an external consultant once in three years.	1	71
5.07	Details of formal orientation courses for directors.	1	71
5.08	Directors' Training Program (DTP) attended by directors, female executive and head of department from the institutes approved by the SECP and names of those who availed exemptions during the year.	1	71
5.09	Description of external oversight of various functions like systems audit or internal audit by an external specialist and other measures taken to enhance credibility of internal controls and systems.	1	86
5.10	Disclosure about related party transactions:		
	a) Approved policy for related party transactions.	1	40, 76
	b) Details of all related parties transactions, along with the basis of relationship describing common directorship and percentage of shareholding.	2	207
	c) Contract or arrangement with the related party other than in the ordinary course of business on an arm's length basis, if any along with the justification for entering into such contract or arrangement.	1	207
	d) Disclosure of director's interest in related party transactions.	1	207
	e) In case of conflict, disclosure that how such a conflict is managed and monitored by the board.	1	72
5.11	Disclosure of Board's Policy on the following significant matters:		
	a) Governance of risk and internal controls.	1	41, 72, 96-99
	b) Diversity (including gender), any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives.	1	96-99
	c) Disclosure of director's interest in significant contracts and arrangements.	1	207
	d) Remuneration of non-executive directors including independent directors for attending board meetings and general meetings.	1	37, 73, 208
	e) Retention of board fee by the executive director earned by him against his services as non-executive director in other companies.	1	73
	f) Security clearance of foreign directors.	1	73
	g) Board meetings held outside Pakistan.	1	73
	h) Human resource management including preparation of succession plan.	1	74, 108
	i) Social and environmental responsibility.	1	38, 74, 118-123
	j) Communication with stakeholders.	1	52-53
	k) Investors' relationship and grievances.	1	58, 77

	l) Employee health, safety and protection.	1	122-123
	m) Whistle blowing policy including mechanism to receive and handle complains in a fair and transparent manner and providing protection to the complainant against victimization and reporting in Audit Committee's report.	1	76
	n) Safety of records of the company.	1	78
	o) Company's approach to managing and reporting policies like procurement, waste and emissions.	1	78
5.12	Board review statement of the organization's business continuity plan or disaster recovery plan.	1	78
5.13	Compliance with the Best Practices of Code of Corporate Governance (No marks in case of any non-compliance).	1	80-83
5.14	a) Shares held by Sponsors / Directors / Executives;	1	60-63
	b) Distribution of shareholders (Number of shares as well as category, e.g. Promoter, Directors/Executives or close family member of Directors/Executives etc.) or foreign shareholding (if any).	1	60-63
5.15	Salient features of TOR and attendance in meetings of the board committees (Audit, Human Resource, Nomination and Risk management).	1	71, 74-75
5.16	Timely Communication:	6	
	within 40 days - 6 marks <i>(within 50 days - 6 marks in case of holding company who has listed subsidiary / subsidiaries)</i> within 60 days - 3 marks		-
	<i>(Entities requiring approval from a Regulator before finalization of their financial statements would be provided a 20 days relaxation, on providing evidence to the Committee).</i>		
5.17	Audit Committee report should describe the work of the committee in discharging its responsibilities. The report should include:	5	
	a) Composition of the committee with at least one member qualified as "financially literate and all members are non-executive / Independent directors including the Chairman of the Audit Committee.		87-89
	b) Committee's overall role in discharging its responsibilities for the significant issues in relation to the financial statements, and how these issues were addressed.		87-89
	c) Committee's overall approach to risk management and internal control, and its processes, outcomes and disclosure.		87-89
	d) Role of Internal Audit to risk management and internal control, and approach to Internal Audit to have direct access to Audit Committee and evaluation of Internal Auditor's performance.		87-89
	e) Review of arrangement for staff and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters and recommended instituting remedial and mitigating measures.		87-89
	f) An explanation as to how it has assessed the effectiveness of the external audit process and the approach taken to the appointment or reappointment of the external auditor; and if the external auditor provides non-audit services, an explanation as to how auditor's objectivity and independence is safeguarded.		87-89
	g) If Audit Committee recommends external auditors other than the retiring external auditors, before the lapse of three consecutive years, reasons shall be reported.		87-89
	h) The Audit Committee's views whether the Annual Report was fair, balanced and understandable and also whether it provided the necessary information to shareholders to assess the company's position and performance, business model and strategy.		87-89
	i) Results of the self-evaluation of the Audit Committee carried out of its own performance.		87-89
	j) Disclosure of the number of whistle-blowing incidences reported to the Audit Committee during the year.		87-89

	Presence of the chairman of the Audit Committee at the AGM to answer questions on the Audit Committee's activities / matters that are within the scope of the Audit Committee's responsibilities.	1	77
	Board disclosure on Company's use of Enterprise Resource Planning (ERP) software including:		
	a) how it is designed to manage and integrate the functions of core business processes/ modules like finance, HR, supply chain and inventory management in a single system;	1	104-105
	b) management support in the effective implementation and continuous updation;	1	104-105
	c) details about user training of ERP software;	1	104-105
	d) how the company manages risks or control risk factors on ERP projects;	1	104-105
	e) how the company assesses system security, access to sensitive data and segregation of duties.	1	104-105
	Where an external search consultancy has been used in the appointment of the Chairman or a non-executive director, a disclosure if it has any other connection with the company.	1	75
	Chairman's significant commitments and any changes thereto.	1	75
	Disclosure about the Government of Pakistan policies related to company's business/sector in Directors' Report and their impact on the company business and performance.	1	34-35
6	Analysis of the Financial Information	45 Marks	
6.01	Analysis of the financial and non-financial performance using both qualitative and quantitative indicators showing linkage between:	2	
	a) Past and current performance;		126-127
	b) Performance against targets /budget; and		126-127
	The analysis should cover significant deviations from previous year in operating results and the reasons for loss, if incurred and future prospects of profits.		
6.02	a) Analysis of financial ratios (Annexure I).	20	129-130
	b) Explanation of negative change in the performance against prior year.	2	129-130
6.03	Vertical and horizontal analysis of Balance Sheet, Profit and Loss Account and summary of Cash Flow Statement for last 6 years.	4	134-137
6.04	Graphical presentation of 6.02 and 6.03 above.	2	132-133
6.05	Methods and assumptions used in compiling the indicators.	1	126-150
6.06	Cash Flow Statement based on Direct Method (separate Cash Flow for specific funds e.g. Zakat).	2	142
6.07	Segmental review and analysis of business performance including segment revenue, segment results, profit before tax, segment assets and liabilities.	2	150
6.08	a) Share price sensitivity analysis using key variables (i.e. selling price, raw material cost, interest rate and currency) with the consequent impact on the company's earning.	1	147
	b) Composition of local versus imported material and sensitivity analysis in narrative form due to foreign currency fluctuations.	1	126-150
6.09	Brief description and reasons for not declaring dividend despite earning profits and future prospects of dividend.	1	58, 130
6.10	CEO presentation video on the company's business performance of the year covering the company business strategy to improve and future outlook. (Please provide relevant webpage link of the video in the company's annual report).	7	weblink will be shared via email
7	Business Model	5 Marks	
7.01	Describe the business model including inputs, business activities, outputs and outcomes in accordance with the guidance as set out under section 4C of the International Integrated Reporting Framework.	4	08, 124-150
7.02	Explanation of any material changes in the entity's business model during the year.	1	08, 39

8	Disclosures on IT Governance and Cybersecurity	20 Marks	
8.01	The Board responsibility statement on the evaluation and enforcement of legal and regulatory implications of cyber risks and the responsibilities of the board in case of any breaches.	5	59, 104-105
8.02	Disclosure related to IT governance and cybersecurity programs, policies and procedures and industry specific requirements for cybersecurity and strategy in place.	3	104-105
8.03	Disclosures about how cybersecurity fits into the board's risk oversight function and how the board is engaging with management on this issue.	2	78, 104-105
8.04	Disclosure that at least one board-level committee is charged with oversight of IT governance and cybersecurity matters and how the board administers its IT risk oversight function related to these risks.	2	74-75
8.05	Disclosure about Company's controls and procedures about an "early warning system" that enables the company to identify, assess, address, make timely disclosures and timely communications to the board about cybersecurity risks and incidents.	2	78, 104-105
8.06	Disclosure of policy related to independent comprehensive security assessment of technology environment, including third party risks and when last such review was carried out.	1	78, 104-105
8.07	Disclosure about resilient contingency and disaster recovery plan in terms of dealing with a possible IT failure or cyber breach and details about company's cyber insurance.	2	78, 104-105
8.08	Disclosure of advancement in digital transformation on how the organization has leveraged 4.0 Industrial revolution (RPA, Block Chain, AI, Cloud Computing etc.) to improve transparency, reporting and governance.	1	104-105
8.09	Disclosure about education and training efforts of the Company to mitigate cybersecurity risks.	2	104-105
9	Future Outlook	10 Marks	
9.01	Forward-looking statement in narrative and quantitative form including projections or forecasts about known trends and uncertainties that could affect the company's resources, revenues and operations in the short, medium and long term.	4	34-41
9.02	Explanation as to how the performance of the company meets the forward-looking disclosures made in the previous year.	2	34-41
9.03	Status of the projects in progress and were disclosed in the forward- looking statement in the previous year.	2	34-41
9.04	Sources of information and assumptions used for projections / forecasts in the forward-looking statement and assistance taken by any external consultant.	2	34-41
10	Stakeholders Relationship and Engagement	15 Marks	
10.01	Stakeholders engagement policy of the company and how the company has identified its stakeholders.	2	52-53
10.02	Stakeholders' engagement process and the frequency of such engagements during the year. Explanation on how these relationships are likely to affect the performance and value of the company, and how those relationships are managed. These engagements may be with: a) Institutional investors; b) Customers & suppliers; c) Banks and other lenders; d) Media; e) Regulators; f) Local committees; and g) Analysts.	3	52-53
10.03	Steps taken by the management to encourage the minority shareholders to attend the general meetings.	3	77

10.04	Investors' Relations section on the corporate website.	1	58
10.05	Issues raised in the last AGM, decisions taken and their implementation status.	1	77
10.06	Statement of value added and its distribution with graphical presentation: a) Employees as remuneration; b) Government as taxes (separately direct and indirect); c) Shareholders as dividends; d) Providers of financial capital as financial charges; e) Society as donation; and f) Retained within the business.	2	9
10.07	Steps board has taken to solicit and understand the views of stakeholders through corporate briefing sessions and disclosure of brief summary of Analyst briefing conducted during the year.	2	78
10.08	Highlights about redressal of investors' complaints.	1	
11	Striving for Excellence in Corporate Reporting	10 Marks	
11.01	Board's responsibility statement on full compliance of financial accounting and reporting standards as applicable in Pakistan (<i>i.e. International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB)</i>).	4	84-85
11.02	Adoption of International Integrated Reporting Framework by fully applying the 'Fundamental Concepts', 'Content Elements' and 'Guiding Principles'.	4	84-85
11.03	BCR criteria cross referred with page numbers of the annual report. (<i>details can be maintained by companies on the Investor Relation section of the company's website</i>).	2	available on website
12	Specific Disclosures of the Financial Statements	10 Marks	
12.01	Specific disclosures of the financial statements required under the Companies Act, 2017 and IFRSs (Annexure II).	10	177-213
13	Assessment based on Qualitative Factors	5 Marks	
13.01	Overall quality of information contained in the annual report based on the following qualitative factors:	5	
	a) Clarity, simplicity and lucidity in presentation of Financial Statements Clarity, simplicity and lucidity in presentation of financial statements.		
	b) Theme on the cover page.		
	c) Effective use of presentation tools, particularly, effective use of diagrams, graphs, charts, smart arts, icons, tables and infographics in the annual report.		
	d) Effectiveness and relevance of photos and graphs		
	e) Effectiveness of the theme on the cover page.		
14	Industry Specific Disclosures (if applicable)	20 Marks	
a)	Disclosures required for Banking Company (Annexure III).		
b)	Disclosures required for Insurance Company (Annexure IV).		
c)	Disclosures required for Exploration and Production (E&P) Company (Annexure V).		