Wyeth

ANNUAL REPORT

2013

WYETH PAKISTAN LIMITED

Mission, Vision And Values

Mission

Our mission is to apply science and our global resources to improve health and well-being at every stage of life.

Vision

Working together for a healthier world.

Our Commitments

We are committed to:

- Advance wellness, prevention, treatments and cures.
- Bring the best scientific minds together to challenge the most feared diseases of our time.
- Set the standard for quality, safety and value of medicines.
- Promote curiosity, inclusion and a passion for our work.
- Be a leading voice for improving everyone's ability to have reliable and affordable health care.
- Maximize our financial performance so we can meet our commitments to all who rely on us.

Values

- **Customer Focus:** We are deeply committed to meeting the needs of our customers, and we constantly focus on customer satisfaction.
- **Community:** We play an active role in making every community in which we operate - a better place to live and work knowing that its ongoing vitality has a direct impact on the long term health of the business.
- **Respect for People:** We recognize that people are a cornerstone of our success. We value our diversity as a source of strength and are proud of our history of treating employees with respect and dignity.
- **Performance:** We strive for continuous improvement in our performance, measuring results carefully and ensuring that integrity and respect for people are never compromised.
- **Collaboration:** We know that to be a successful company we must work together, frequently transcending organizational and geographic boundaries to meet the changing needs of our customers.
- **Leadership:** We believe that leaders empower those around them by sharing knowledge and rewarding outstanding individual effort. We are dedicated to providing opportunities for leadership at all levels in our organization.
- **Innovation:** Innovation is the key to improving health and sustaining our growth and profitability.
- **Quality:** Quality is ingrained in the work of our colleagues and all our values. We are dedicated to the delivery of quality healthcare. Our business practices and processes are designed to achieve quality results that exceed the expectations of all of our stakeholders.
- **Integrity:** We demand of ourselves and others the highest ethical standards, and our product and processes will be of the highest quality.

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Wyeth

COMPANY INFORMATION

BOARD OF DIRECTORS

Iftikhar Soomro	Chairman
Dr. Farid Khan	Chief Executive
Husain Lawai	
Moin M. Fudda	
Badaruddin F. Vellani	
Syed Zakwan Ahmed	
S. M. Wajeehuddin	

COMPANY SECRETARY
S. M. Wajeehuddin

AUDIT COMMITTEE

Moin M. Fudda	Chairman
Iftikhar Soomro	
Badaruddin F. Vellani	

HUMAN RESOURCES AND REMUNERATION COMMITTEE

Badaruddin F. Vellani	Chairman
Iftikhar Soomro	
Dr. Farid Khan	

EXECUTIVE COMMITTEE

Dr. Farid Khan	Chairman
S. M. Wajeehuddin	
Syed Zakwan Ahmed	

SHARE TRANSFER COMMITTEE

Dr. Farid Khan	Chairman
S. M. Wajeehuddin	
Syed Zakwan Ahmed	

BANKERS
Citibank, N.A.
Standard Chartered Bank (Pakistan) Limited

AUDITORS
KPMG Taseer Hadi & Co.
Chartered Accountants

LEGAL ADVISORS
Vellani & Vellani
Orr Dignam & Company
Syed Qamaruddin Hassan

SHARE REGISTRAR
THK Associates (Pvt.) Ltd.
2nd Floor, State Life Building No. 3,
Dr. Ziauddin Ahmad Road, Karachi-75530.
Ph. # 92 - 213 - 5689021 - 5686658 & 111 - 000 - 322

HEAD OFFICE / REGISTERED OFFICE
S-33, Hawkes Bay Road, S.I.T.E., Karachi.
Ph. # 92 - 213 - 2354651 - 61
Fax # 92 - 213 - 2354681
Website: **www.wyethpakistan.com**

Note: These accounts are also available on our website.

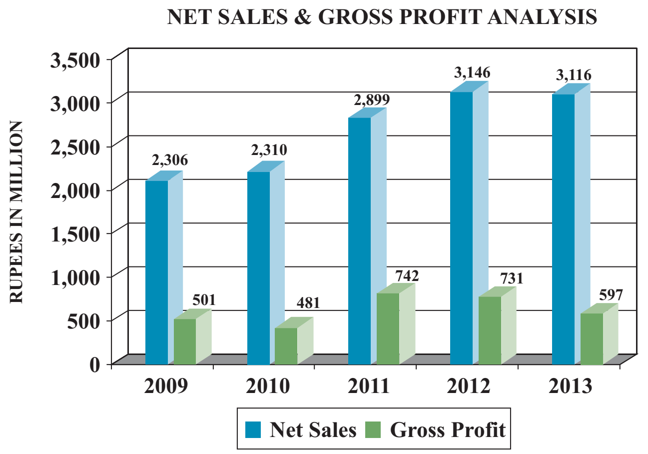
KEY OPERATING AND FINANCIAL DATA OF SIX YEARS

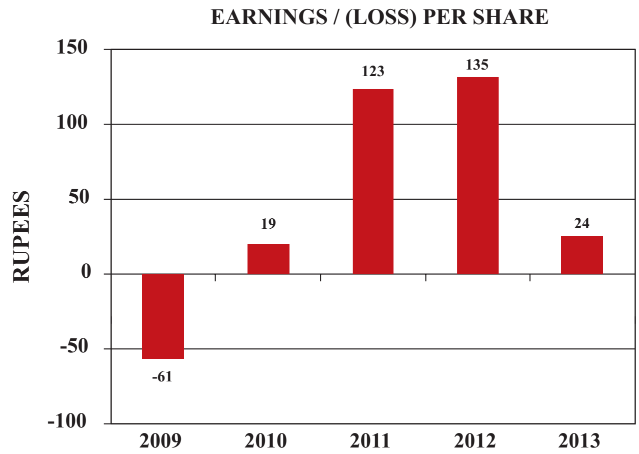
KEY INDICATORS		2008	2009*	2010	2011	2012	2013
Operating results (Rs. in millions)							
Net sales		2,384	2,306	2,310	2,899	3,146	3,116
Gross profit		705	501	481	742	731	597
Operating profit		230	(28)	46	274	245	79
Profit / (loss) before tax		229	(32)	43	273	244	79
Profit / (loss) after tax		144	(87)	26	150	132	34
Financial position (Rs. in millions)							
Shareholder's equity		1,131	982	1,009	1,170	1,305	1,227
Property, plant & equipment		227	180	145	135	150	208
Net current assets		901	794	847	1,015	1,141	980
Profitability							
Gross profit	%	29.57	21.73	20.82	25.60	23.24	19.16
Operating profit / (loss)	%	9.65	(1.21)	1.99	9.45	7.79	2.55
Profit / (loss) before tax	%	9.61	(1.39)	1.86	9.42	7.76	2.54
Profit / (loss) after tax	%	6.04	(3.77)	1.13	5.17	4.20	1.09
Performance							
Fixed assets turnover	Times	10.50	12.81	15.93	21.47	20.97	14.98
Avg. inventory holding period	Days	143	157	163	175	176	144
Average collection period	Days	29	41	26	6	9	10
Return on equity	%	12.73	(8.86)	2.58	12.82	10.11	2.77
Liquidity							
Current	Times	3.43	2.71	2.56	2.83	3.98	3.07
Quick	Times	1.38	0.98	1.01	0.56	1.09	1.11
Valuation							
Earnings / (loss) per share	Rs	101.50	(61.09)	18.61	123.33	134.90	23.86
Book value per share	Rs	795.47	690.95	709.63	823.28	918.29	862.81
Dividend per share	Rs	250.00	-	10.00	40.00	80.00	20.00
Price earning ratio	Times	25.62	-	49.11	5.51	6.93	214.26

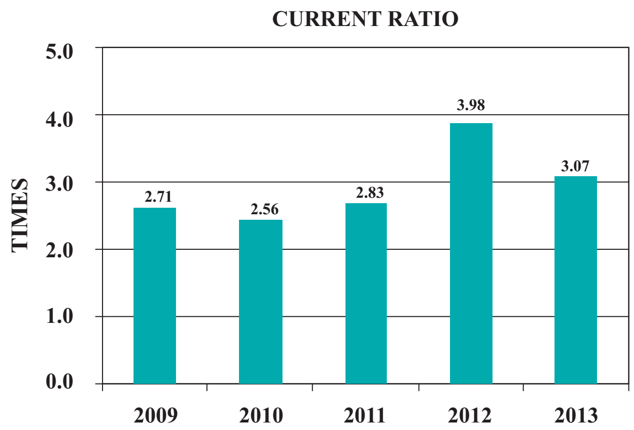
*Profit and Loss Account items reflect eleven months' period.

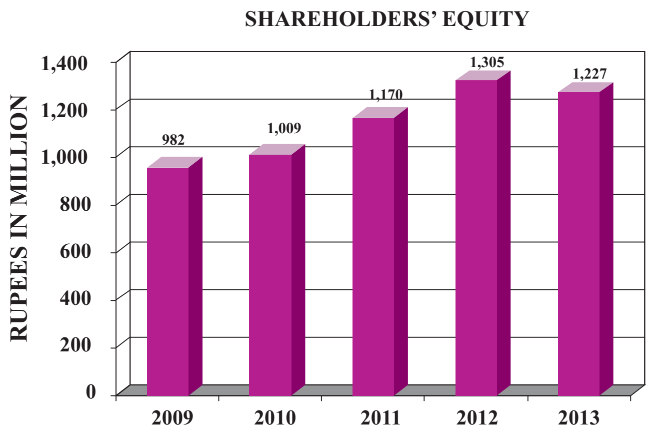
All Balance Sheet Items of the year 2008 show the position as at December 31 while for the years 2009-2013 show the position as at November 30.

PERFORMANCE AT A GLANCE









NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the SIXTY-FIFTH Annual General Meeting of Wyeth Pakistan Limited will be held at the Registered Office of the Company, S-33, Hawkes Bay Road, S.I.T.E., Karachi at 11:00 a.m. on Thursday, March 27, 2014 to transact the following business:

1. (a) To receive, consider and adopt the Audited Financial Statements together with the Directors' and Auditors' Reports for the year ended November 30, 2013.

   (b) To approve and declare dividend for the year ended November 30, 2013. The Directors have recommended the payment of a final dividend of 20%, that is, Rs.20 per share of Rs.100 each, for the year ended November 30, 2013 payable to those Members whose names appear on the Register of Members as at March 19, 2014.

2. To appoint Auditors for the year ending November 30, 2014 and to authorize the Board to fix their remuneration.

By Order of the Board

S. M. WAJEEHUDDIN
Company Secretary

Karachi: **March 04, 2014**

Notes:

1. Reference is made to the Securities and Exchange Commission of Pakistan Notification SRO 831(I) of 2012 dated July 5, 2012, which mandates that the dividend warrants should bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate members. In this connection the individual Members who have not yet submitted photostat copy of their valid Computerized National Identity Card (CNIC) to the Company are once again requested to send their CNIC (copy) with Folio Number mentioned thereon at the earliest to the Company's Share Registrar at THK Associates (Pvt.) Ltd., 2nd Floor, State Life Building No.3, Dr. Ziauddin Ahmed Road, Karachi-75530. Corporate Entities are also requested to provide their National Tax Number (NTN) certificate (copy) with Folio Number mentioned thereon to the Company's Share Registrar (as mentioned above).

2. The Share Transfer Books of the Company will remain closed from March 20, 2014 to March 27, 2014 (both days inclusive).

3. A member entitled to attend and vote at the above meeting shall be entitled to appoint another person, as his/her proxy to attend, demand or join in demanding a poll, speak and vote instead of him/her. A proxy so appointed shall have such rights, as respects attending, speaking and voting at the meeting as are available to a member. A proxy must be a member of the Company. The completed Proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.

4. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted along with proxy form to the Company.

5. Members are requested to promptly communicate to the Company's Registrar, THK Associates (Pvt.) Ltd., 2nd Floor, State Life Building No.3, Dr. Ziauddin Ahmed Road, Karachi-75530, of any change in their addresses.

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

A. For Attending the Meeting

i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For Appointing Proxies:

i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.

ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv) The proxy shall produce his/her original CNIC or original passport at the time of the meeting.

v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

7. The shareholders holding physical shares are also required to bring their original CNIC and attested copy of CNIC of shareholder(s) of whom he/she/they hold proxy(ies) without which such shareholder(s) shall not be allowed to attend and/or sign the Register of Shareholders/Members at the AGM.

DIRECTORS' REPORT TO SHAREHOLDERS

We are pleased to present your Company's Annual Report for 2013 together with the audited financial statements for the year ended November 30, 2013.

Financial Results

The business environment continues to be unstable due to unpredictable law and order situation as well as unsteady economic indicators of the country during the year, which has impacted your Company also.

The summarized operating results of your Company for the year ended November 30, 2013 are given below:-

	Rupees in '000
Sales	3,115,717
Gross profit	596,894
Profit before tax	79,230
Profit after tax	33,925

The after tax earnings per share of your Company for the year ended November 30, 2013 is Rupees 23.86 [2012: Rupees 93.05 and Rupees 41.85 from discontinued operations].

Review of Operations and Future Outlook

The Chief Executive's review at pages 11 to 12 of the Annual Report discusses the operations and future outlook of your Company in more detail.

The Directors of the Company endorse the contents of the Chief Executive's Review.

Dividend

The Directors are pleased to propose a final cash dividend of Rs. 20 being 20% on a share of Rs.100 each held at March 19, 2014.

Holding Company

Wyeth LLC, U.S.A. holds 576,470 (40.55%) shares, and Wyeth Holdings Corporation, U.S.A. (a 100% wholly owned subsidiary of Wyeth LLC,) holds 448,560 (31.55%) shares, in Wyeth Pakistan Limited, thus the total holding of Wyeth in Wyeth Pakistan Limited is 72.10%. Further, as a result of the global acquisition of Wyeth by Pfizer Inc., on October 15, 2009, Pfizer Inc. is the ultimate parent company of Wyeth Pakistan Limited.

Pattern of Shareholding

The shareholding information as at November 30, 2013 and the pattern of shareholding of the Company are set out on pages 54 to 55 of the Annual Report.

The Directors, Chief Executive Officer, Chief Financial Officer / Company Secretary have confirmed that neither they nor their spouses and minor children carried out any trading in the shares of the Company during the period under review.

Corporate and Financial Reporting Framework

In compliance with the Code of Corporate Governance, we give below statements on Corporate and Financial Reporting Framework:

a) The financial statements prepared by the management of the Company, present fairly its state of affairs, the result of its operations, comprehensive income, changes in equity and cash flows.
b) Proper books of account of the Company have been maintained.
c) Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
d) International Financial Reporting Standards (IFRS), as applicable in Pakistan, have been followed in the preparation of the financial statements. There has been no departure from IFRS.
e) The system of internal control is sound in design and has been effectively implemented and monitored.
f) There are no significant doubts upon the Company's ability to continue as a going concern.
g) There has been no material departure from best practices of corporate governance, as detailed in the listing regulations.
h) Key operating and financial data of last six years (including current period) is set out on page no 2.
i) There are certain disputed demands of Income Tax, which have not been accrued or paid. These have been explained in note 15 to the financial statements on Taxation under the head of Contingencies and Commitments.
j) The value of investments of pension, gratuity and provident fund were as follows:

Name of Fund	Unaudited 2013	Audited 2012
Pension Fund	Rs. 149 million	Rs. 146 million
Gratuity Fund	Rs. 105 million	Rs. 103 million
Provident Fund	Rs. 264 million	Rs. 231 million

The value of investments includes accrued interest and the audit of these funds for 2013 is in progress.

k) During the year seven Board of Directors meetings were held and the attendance of Directors at those meetings is as follows:

Name	No. of Meetings Attended
Mr. Iftikhar Soomro	5
Mr. Iqbal Bengali	6
Mr. Husain Lawai	6
Mr. Moin M. Fudda	1*
Mr. Badaruddin F. Vellani	7
Mr. S. M. Wajeehuddin	7
Mr. Abdul Majeed	2**
Dr. Iftikhar Ahmed Jafri	4***

*Appointed on September 18, 2013
**Resigned on June 25, 2013
***Resigned on December 18, 2013

During the year three Directors of the Company attended the Director's training course conducted by the Pakistan Institute of Corporate Governance.

Related Party Transactions

All related party transactions during the year were approved by the Board and the details of all such transactions were placed before the Audit Committee. The Company maintains a full record of all such transactions, along with the terms and conditions.

Capital Expenditure

Capital expenditure of Rs. 86.459 million was made during the year under review, mainly on plant and machinery, vehicles and office equipment.

Environment, Health and Safety

Your Company places health and safety as well as preservation of the environment as part of its key preferences for doing business. As a result of which all our processes are driven by firm belief in health and safety of our colleagues and well being of the communities in which we do business.

The National Forum for Environment and Health (NFEH) has awarded the 10th Environmental Excellence Award to your Company.

Subsequent Events

No material changes or commitments affecting the financial position of the Company have taken place between the end of the financial year and the date of this report.

Directors

Since the last Annual General Meeting the following changes took place in the composition of the Board of Directors.

Mr. Abdul Majeed took early retirement with effect from July 31, 2013 and as a consequence resigned with effect from June 25, 2013 as Chairman, Chief Executive and as a Director of the Company. Mr. Iqbal Bengali who was already a Director was appointed by the Board with effect from July 4, 2013 as Chairman and Chief Executive of the Company.
Later, with effect from September 18, 2013 Mr. Moin M. Fudda was appointed to the Board as a Director in place of Mr. Abdul Majeed.

Subsequently, effective December 15, 2013 Mr. Iqbal Bengali resigned as Chief Executive of the Company and in his place Dr. Farid Khan was appointed as the Chief Executive of the Company. Effective February 18, 2014 Mr. Iqbal Bengali resigned as Director and Chairman of the Board due to his retirement from the Company. The Board appointed Mr. Iftikhar Soomro as the Chairman, while Dr. Farid Khan was appointed on the Board of the Company as a Director.

Also, Dr. Iftikhar Ahmed Jafri resigned from the Board effective from December 18, 2013 and in his place Syed Zakwan Ahmed was appointed as a Director on the Board of the Company effective February 18, 2014.

The current Board of Directors consists of the following Directors:

Iftikhar Soomro	Chairman/Director
Dr. Farid Khan	Chief Executive/Director
Husain Lawai	Director
Moin M. Fudda	Director
Badaruddin F. Vellani	Director
Syed Zakwan Ahmed	Director
S. M. Wajeehuddin	Director

The three-year term of the current Board of Directors will expire on April 30, 2014.

Audit Committee

As a result of the resignation of Dr. Iftikhar Ahmed Jafri and appointment of Mr. Iftikhar Soomro as Chairman of the Board, the Audit Committee was reconstituted effective February 18, 2014. Mr. Moin M. Fudda replaced Dr. Iftikhar Ahmed Jafri as member of the Audit Committee and was also appointed as Chairman of the Committee.

The current Audit Committee consists of three members, Mr. Moin M. Fudda (Chairman) Mr. Iftikhar Soomro and Mr. Badaruddin F. Vellani.

The terms of reference of the Audit Committee have been determined by the Board of Directors in accordance with the guidelines provided in the Code of Corporate Governance. The Committee held five meetings during the year. Attendance of members in those meetings is as follows:

Name	No. of Meetings Attended
Mr. Iftikhar Soomro	3
Mr. Badaruddin F. Vellani	5
Dr. Iftikhar Ahmed Jafri	4*
Mr. Moin M. Fudda	**

* Resigned on December 18, 2013

** Appointed on February 18, 2014

Human Resources and Remuneration Committee

Mr. Iqbal Bengali replaced Mr. Abdul Majeed effective July 4, 2013. Subsequently, Dr. Farid Khan replaced Mr. Iqbal Bengali effective February 18, 2014.

The current Human Resources and Remuneration Committee consists of three members, Mr. Badaruddin F. Vellani (Chairman), Mr. Iftikhar Soomro and Dr. Farid Khan.

The Human Resources and Remuneration Committee held two meetings during the year. Attendance of members in those meetings is as follows:

Name	No. of Meetings Attended
Mr. Badaruddin F. Vellani	2
Mr. Iftikhar Soomro	2
Mr. Iqbal Bengali	1*
Dr. Farid Khan	**

*Resigned effective February 18, 2014

**Appointed on February 18, 2014

Auditors

The present Auditors, KPMG Taseer Hadi & Co., Chartered Accountants, retire at the conclusion of the forthcoming Annual General Meeting and, being eligible, have offered themselves for re-appointment. The Board of Directors endorses the recommendation of the Audit Committee for the re-appointment of KPMG Taseer Hadi & Co., Chartered Accountants, as auditors of the Company for the financial year ending November 30, 2014 till the conclusion of next AGM at a remuneration to be determined by the Board of Directors.

Corporate Governance

A statement of compliance with the Code of Corporate Governance is attached with this report.

By Order of the Board

IFTIKHAR SOOMRO
Chairman

Karachi: **February 26, 2014**

CHIEF EXECUTIVE'S REVIEW

I am pleased to present the Annual Report 2013 of Wyeth Pakistan Limited for the year ended November 30, 2013.

Operating Results

The year ended November 30, 2013 has been a very difficult year for your Company. Host of factors have continuously plagued the economy and negatively impacted our businesses since the last few years; unfortunately their impact in 2013 has been much harsher, and beyond all expectations. Besides rampant inflation and deteriorating law and order situation, one factor that hit us most severely, later in the year, was the massive deterioration in the exchange parity of the Pakistan Rupee against major foreign currencies.

While the exchange depreciation coupled with local inflation eroded already modest margins, top line was negatively impacted by poor law and order situation, proliferation of generics, and some other challenges including a fiercely competitive institutional business and free-of-cost supplies of certain drugs by some organisations which compete with our major brands.

Despite facing all these issues, your Company was able to maintain its revenues almost at the same level as last year. However, gross profit margin declined by 4% due to increase in cost of goods sold mainly on account of inflationary pressures. Further, there was an additional charge on account of inventory obsolescence which also contributed to the decline in profit margin. In addition, a onetime charge for restructuring of employee terminal benefits was also absorbed.

Future Outlook

We believe in the equity of the brands marketed by us and the unique value it creates for patients by significantly improving the quality of their lives. We also believe that there is great potential in these brands for a country like Pakistan, which has huge unmet medical needs and where healthcare awareness is still evolving. Amid a plethora of available generics in Pakistan, we believe the need and demand for high quality and cutting edge researched medicines is ever-present. However, all this potential is downgraded by the current state of our local external environment, specifically on regulatory, law and order and economic front.

It has been a long time demand of research based pharmaceutical companies for legal protection of their Intellectual Property Right (IPR) and Data Exclusivity (DE) and there is a dire and urgent need of honest efforts by Government for IPR and DE enforcement.

The prevalent economic environment has been particularly challenging for businesses in Pakistan. The two main factors that most severely affected businesses are high inflation and lately the exchange parity of local currency, which makes it very difficult to manage short term profitability as well as longer term viability.

These factors impact the stringently regulated and price controlled businesses like pharmaceuticals even more severely. Though there has been a modest across the board price increase after almost 12 years, which was a long outstanding demand of the industry, but the fate of this increase also hangs in balance as the issue has become subjudice before the higher courts. However, the recent decision on granting general price increase is the step in the right direction. It would be more helpful for the viability of pharmaceutical industry if some mechanism is devised for a regular and justified price adjustment of pharmaceutical products.

The business community holds a positive perception of the new Government as a business friendly regime, which can comprehend and address legacy pharmaceutical industry issues. We have high hopes that the new Government will positively respond to the due expectations of the industry with respect to pricing policy as well as above mentioned IPR and DE enforceability, which will contribute to the future growth of the pharmaceutical industry.

Colleagues

We are thankful to all our colleagues for their sincere and steady efforts during the year. The Board wishes to place on record their appreciation of all the hard work done during these difficult times.

Farid Khan

Dr. FARID KHAN
Chief Executive

Karachi: **February 26, 2014**

STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

This statement is being presented to comply with the Code of Corporate Governance (the Code) contained in Regulations No. 35 of Listing Regulation of Karachi Stock Exchange Limited and Lahore Stock Exchange Limited for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The Company has applied the principles contained in the Code of Corporate Governance in the following manner:

1 The Company encourages representation of independent non-executive directors and directors representing minority interests on its Board of Directors (the Board). At November 30, 2013 the Board included:

Categories	Names
Independent Directors	Mr. Moin M. Fudda
Executive Directors	Mr. Iqbal Bengali-CEO*
	Dr. Iftikhar Ahmed Jafri**
	Mr. S.M.Wajeehuddin
Non-Executive Directors	Mr. Iftikhar Soomro
	Mr. Hussain Lawai
	Mr. Badaruddin F Vellani

*Mr. Iqbal Bengali resigned from the office of Chief Executive with effect from December 15, 2013 and Dr. Farid Khan was appointed as Chief Executive. Further subsequently, Mr. Iqbal Bengali resigned from the Board with effect from February 18, 2014 and Dr. Farid Khan was appointed in his place.

** Dr. Iftikhar Ahmed Jafri resigned from the Board with effect from December 18, 2013 and Syed Zakwan Ahmed was appointed in his place with effect from February 18, 2014.

The independent directors meet the criteria of independence under clause 1 (b) of the Code of Corporate Governance.

2 The Directors have confirmed that none of them is serving as a Director on more than seven listed companies, including this Company.

3 All the resident directors of the Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a Development Finance Institution (DFI) or a Non-Banking Financial Institution (NBFI) or, being a member of stock exchange, has been declared as a defaulter by that stock exchange.

4 Casual vacancy occurred in the Board on June 25, 2013 and was filled up by the directors within 90 days.

5 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.

6 The Board has developed a vision / mission statement, overall corporate strategy and significant policies of the Company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.

7 All the powers of the Board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the Chief Executive Officer (CEO) and other executive and non-executive Directors have been taken by the Board.

8 The meetings of the Board were presided over by the Chairman and the Board met at least once in every quarter. Written notices of the Board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.

9 Two Directors of the company obtained 'Director's Training Certification' during the year.

10 The Board has approved appointment of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment.

11 The Directors' report for this year has been prepared in compliance with the requirements of the Code of Corporate Governance and fully describes the salient matters required to be disclosed.

12 The financial statements were duly endorsed by the CEO and CFO before approval of the Board.

13 The Directors, CEO and executive do not hold any interest in the shares of the Company other than that disclosed in the pattern of shareholding.

14 The Company has complied with all the corporate and financial reporting requirements of the Code of Corporate Governance.

15 The Board has formed an Audit Committee. It comprises three members, of whom one is an executive director and the chairman of the audit committee is a non-executive director. Subsequent to the year end, the Audit Committee was reconstituted comprising all three non-executive directors, with an independent director in the Chair.

16 The meetings of the Audit Committee were held at least once every quarter prior to approval of interim and final results of the Company and as required by the Code of Corporate Governance. The terms of reference of the audit committee have been formed and advised to the committee for compliance.

17 The Board has formed Human Resource and Remuneration Committee. It comprises of three members, of whom one is an executive director and the Chairman of the committee is a non-executive director.

18 The Board has set up an effective internal audit function which is headed by a suitably qualified and experienced person for the purpose, who is conversant with the policies and procedures of the Company.

19 The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the Institute of Chartered Accountants of Pakistan (ICAP), that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.

20 The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.

21 The 'closed period', prior to the announcement of interim / final results, and business decisions, which may materially affect the market price of company's securities, was determined and intimated to directors, relevant employees and stock exchanges.

22 Material / price sensitive information has been disseminated among all market participants at once through stock exchanges.

23 We confirm that all other material principles enshrined in the Code of Corporate Governance have been complied with.

For and on behalf of the Board of Directors

Farid Khan

Farid Khan
Chief Executive

Karachi: **February 26, 2014**

KPMG

KPMG Taseer Hadi & Co.
Chartered Accountants
Sheikh Sultan Trust Building No. 2
Beaumont Road
Karachi, 75530 Pakistan

Telephone + 92 (21) 3568 5847
Fax + 92 (21) 3568 5095
Internet www.kpmg.com.pk

REVIEW REPORT TO THE MEMBERS ON THE STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

We have reviewed the enclosed Statement of Compliance with the best practices contained in the Code of Corporate Governance (the Code) prepared by the Board of Directors of **Wyeth Pakistan Limited** ("the Company") for the year ended 30 November 2013 to comply with the requirements of Listing Regulations of Karachi and Lahore Stock Exchanges where the Company is listed.

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

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

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

Based on our review, nothing has come to our attention, which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code as applicable to the Company for the year ended 30 November 2013.

KPMG Taseer Hadi & Co.

Date: **26 February 2014**

KPMG Taseer Hadi & Co.
Chartered Accountants

Karachi

KPMG Taseer Hadi & Co.
Chartered Accountants
Sheikh Sultan Trust Building No. 2
Beaumont Road
Karachi, 75530 Pakistan

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Internet www.kpmg.com.pk

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **Wyeth Pakistan Limited** ("the Company") as at November 30, 2013 and the related profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

It is the responsibility of the Company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:

a) in our opinion, proper books of account have been kept by the Company as required by the Companies Ordinance, 1984;

b) in our opinion:

    i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied;

    ii) the expenditure incurred during the year was for the purpose of the Company's business; and

    iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Company;

c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at November 30, 2013 and of the profit, its cash flows and changes in equity for the year then ended; and

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

KPMG Taseer Hadi & Co.

Date: **26 February 2014**

Karachi

KPMG Taseer Hadi & Co.
Chartered Accountants
Syed Iftikhar Anjum

BALANCE SHEET
AS AT NOVEMBER 30, 2013

	Note	2013	2012
		(Rupees in '000)	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	4	**207,974**	149,789
Long-term loans to employees	5	**7,194**	4,802
Long-term deposits		**10,010**	6,819
Deferred taxation	12	**21,732**	3,218
Total non - current assets		**246,910**	164,628
CURRENT ASSETS			
Spares		**20,349**	15,952
Stock-in-trade	6	**900,686**	1,086,244
Trade debts	7	**72,975**	103,341
Loans and advances	8	**24,841**	31,495
Deposits, prepayments and other receivables	9	**88,040**	76,759
Interest accrued		**1,720**	655
Taxation - net		**37,482**	38,142
Cash and bank balances	10	**307,709**	170,907
Total current assets		**1,453,802**	1,523,495
Total assets		**1,700,712**	1,688,123
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Issued, subscribed and paid-up capital	11	**142,161**	142,161
Reserves		**948,582**	947,648
Unappropriated profit		**135,834**	215,638
Total equity		**1,226,577**	1,305,447
CURRENT LIABILITIES			
Trade and other payables	13	**474,135**	382,676
Total equity and liabilities		**1,700,712**	1,688,123
CONTINGENCIES AND COMMITMENTS	15		

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

Dr. Farid Khan
Chief Executive

Moin M. Fudda
Director

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED NOVEMBER 30, 2013

	Note	2013	2012
		For the year ended	
		(Rupees in '000)	
Continuing operations			
Net sales	16	**3,115,717**	3,145,950
Cost of sales	17	**2,518,823**	2,414,714
Gross profit		**596,894**	731,236
Selling, marketing and distribution expenses	18	**411,268**	400,260
Administrative expenses	19	**117,421**	76,926
		528,689	477,186
		68,205	254,050
Other operating income	21	**29,692**	34,308
Other operating expenses	22	**18,459**	43,249
		11,233	(8,941)
Operating profit		**79,438**	245,109
Finance cost	23	**208**	877
Profit before taxation		**79,230**	244,232
Taxation	24	**45,305**	111,951
Profit after tax from continuing operations		**33,925**	132,281
Discontinued operations			
Profit for the year from discontinued operations (net of tax)	35	**-**	59,496
Profit for the year		**33,925**	191,777
		(Rupees)	
Earnings per share - basic and diluted	25		
- From continuing operations		**23.86**	93.05
- From discontinued operations		**-**	41.85

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

Dr. Farid Khan
Chief Executive

Moin M. Fudda
Director

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED NOVEMBER 30, 2013

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Profit for the year	**33,925**	191,777
Other comprehensive income	**-**	-
Total comprehensive income for the year	**33,925**	191,777

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

Dr. Farid Khan
Chief Executive

Moin M. Fudda
Director

CASH FLOW STATEMENT
FOR THE YEAR ENDED NOVEMBER 30, 2013

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash generated from operations	30	**391,681**	244,456
(Increase) / decrease in long-term loans		**(2,392)**	1,974
Increase in long-term deposits		**(3,191)**	(3,663)
Taxes paid		**(63,159)**	(55,987)
Net cash inflow from operating activities		**322,939**	186,780
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditure incurred		**(86,459)**	(43,881)
Profit received on bank deposits		**12,385**	3,971
Proceeds from disposal of property, plant and equipment		**1,086**	11,073
Net cash outflow from investing activities		**(72,988)**	(28,837)
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash outflow from financing activities - dividends paid		**(113,149)**	(56,833)
Net increase in cash and cash equivalents		**136,802**	101,110
Cash and cash equivalents at beginning of the year		**170,907**	69,797
Cash and cash equivalents at end of the year	10	**307,709**	170,907

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

Dr. Farid Khan
Chief Executive

Moin M. Fudda
Director

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED NOVEMBER 30, 2013

	Share capital	Reserves				
	Issued, subscribed and paid-up capital	General reserve	*Others	Sub total	Unappro-priated profit	Total
	(Rupees in '000)					
Balance as at November 30, 2011	142,161	831,753	15,745	847,498	180,725	1,170,384
Total comprehensive income for the year						
Profit for the year	-	-	-	-	191,777	191,777
Transactions with owners recognised directly in equity						
Final dividend for the year ended November 30, 2011 at Rs. 40 per share	-	-	-	-	(56,864)	(56,864)
Share-based payments (note 28.3)	-	-	150	150	-	150
	-	-	150	150	(56,864)	(56,714)
Transfer to general reserve	-	100,000	-	100,000	(100,000)	-
Balance as at November 30, 2012	142,161	931,753	15,895	947,648	215,638	1,305,447
Total comprehensive income for the year						
Profit for the year	-	-	-	-	33,925	33,925
Transactions with owners recognised directly in equity						
Final dividend for the year ended November 30, 2012 at Rs. 80 per share	-	-	-	-	(113,729)	(113,729)
Share-based payments - (note 28.3)	-	-	934	934	-	934
	-	-	934	934	(113,729)	(112,795)
Balance as at November 30, 2013	**142,161**	**931,753**	**16,829**	**948,582**	**135,834**	**1,226,577**

* Others represent reserve for share based payment plan.

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

Dr. Farid Khan
Chief Executive

Moin M. Fudda
Director

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED NOVEMBER 30, 2013

1. STATUS AND NATURE OF BUSINESS

Wyeth Pakistan Limited ("the Company") is a public limited Company incorporated in 1949 in Pakistan. The Company's registered office is situated at S-33, Hawkes Bay Road, S.I.T.E., Karachi, Pakistan. The Company is listed on the Karachi and Lahore Stock Exchanges and is engaged in manufacturing and marketing of research based ethical specialties and other pharmaceutical products.

Pfizer Inc. is the ultimate parent of the Company. Wyeth LLC, USA and Wyeth Holding Corporation USA, which are subsidiaries of Pfizer Inc., are the principal shareholder of the Company.

2. BASIS OF PREPARATION

2.1 Statement of compliance

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions of, or directives issued under the Companies Ordinance, 1984 shall prevail.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention.

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupee which is also the Company's functional currency.

All figures have been rounded off to the nearest thousand of rupees, unless otherwise stated.

2.4 Use of estimates and judgments

The preparation of the financial statements in conformity with approved accounting standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events. Revisions to accounting estimates are recognised prospectively commencing from period of revision.

In particular, information about judgments made by the management in the application of approved accounting standards, as applicable in Pakistan, that have significant effect on the financial statements, and estimates that have a significant risk of resulting in a material adjustment in the subsequent years are included in following notes:

(a) Property, plant and equipment (note 3.1).

(b) Stock-in-trade (note 3.2).

(c) Deferred taxation (note 3.9).

(d) Staff retirement benefit plans (note 3.7).

(e) Trade debts (note 3.3)

2.5 Standards, amendments or interpretations which became effective during the year

During the year certain amendments to Standards or new interpretations became effective, however, the amendments or interpretation did not have any material effect on the financial statements of the Company.

2.6 Standards, amendments and interpretations not yet effective

The following standards, amendments and interpretations of approved accounting standards are only effective for annual periods beginning from the dates specified below:

- IAS 19 Employee Benefits (amended 2011) - (effective for annual periods beginning on or after January 1, 2013). The amended IAS 19 includes the amendments that require actuarial gains and losses to be recognised immediately in other comprehensive income; this change will remove the corridor method and eliminate the ability for entities to recognise all changes in the defined benefit obligation and in plan assets in profit or loss, which currently is allowed under IAS 19; and that the expected return on plan assets recognised in profit or loss is calculated based on the rate used to discount the defined benefit obligation. The unrecognised losses and unrecognised past service cost as explained in note 27, at November 30, 2013 amounted to Rs. 2.957 million and Rs. 22.786 million respectively which would need to be recognised in other comprehensive income and therefore at December 1, 2013, the Company's equity will decrease by Rs. 25.743 million.

- IAS 27 Separate Financial Statements (2011) - (effective for annual periods beginning on or after January 1, 2013). IAS 27 (2011) supersedes IAS 27 (2008). Three new standards IFRS 10 - Consolidated Financial Statements, IFRS 11- Joint Arrangements and IFRS 12- Disclosure of Interest in Other Entities dealing with IAS 27 would be applicable effective January 1, 2013. IAS 27 (2011) carries forward the existing accounting and disclosure requirements for separate financial statements, with some minor clarifications.

- IAS 28 Investments in Associates and Joint Ventures (2011) - (effective for annual periods beginning on or after January 1, 2013). IAS 28 (2011) supersedes IAS 28 (2008). IAS 28 (2011) makes the amendments to apply IFRS 5 to an investment, or a portion of an investment, in an associate or a joint venture that meets the criteria to be classified as held for sale; and on cessation of significant influence or joint control, even if an investment in an associate becomes an investment in a joint venture. The amendments have no impact on the financial statements of the Company.

- Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS 7) – (effective for annual periods beginning on or after January 1, 2013). The amendments to IFRS 7 contain new disclosure requirements for financial assets and liabilities that are offset in the statement of financial position or subject to master netting agreement or similar arrangement. These amendments are not likely to have any impact on the Company’s financial statements.

- IFRIC 21- Levies 'an Interpretation on the accounting for levies imposed by governments' (effective for annual periods beginning on or after January 1, 2014). IFRIC 21 is an interpretation of IAS 37 Provisions, Contingent Liabilities and Contingent Assets. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). The interpretation clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

- Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32) – (effective for annual periods beginning on or after January 1, 2014). The amendments address inconsistencies in current practice when applying the offsetting criteria in IAS 32 Financial Instruments: Presentation. The amendments clarify the meaning of 'currently has a legally enforceable right of set-off'; and that some gross settlement systems may be considered equivalent to net settlement.

- Amendments to IAS 36 "Impairment of Assets" Recoverable Amount Disclosures for Non-Financial Assets (effective for annual periods beginning on or after January 1, 2014). These narrow-scope amendments to IAS 36 Impairment of Assets address the disclosure of information about the recoverable amount of impaired assets if that amount is based on fair value less costs of disposal.

- Amendments to IAS 39 "Financial Instruments: Recognition and Measurement" Continuing hedge accounting after derivative novations (effective for annual periods beginning on or after January 1, 2014). The amendments add a limited exception to IAS 39, to provide relief from discontinuing an existing hedging relationship when a novation that was not contemplated in the original hedging documentation meets specific criteria.

- Amendments to IAS 19 "Employee Benefits" Employee contributions – a practical approach (effective for annual periods beginning on or after July 1, 2014). The practical expedient addresses an issue that arose when amendments were made in 2011 to the previous pension accounting requirements. The amendments introduce a relief that will reduce the complexity and burden of accounting for certain contributions from employees or third parties. The amendments are relevant only to defined benefit plans that involve contributions from employees or third parties meeting certain criteria.

- Annual Improvements 2009–2011 (effective for annual periods beginning on or after January 1, 2013). This cycle of improvements contains amendments to the following four standards, with consequential amendments to other standards and interpretations:

- IFRIC 20 Stripping cost in the production phase of a surface mine (effective for annual periods beginning on or after January 1, 2013). The interpretation requires production stripping cost in a surface mine to be capitalized if certain criteria are met. This improvement is not relevant to the Company's financial statements.

- IAS 1 Presentation of Financial Statements is amended to clarify that only one comparative period – which is the preceding period – is required for a complete set of financial statements. If an entity presents additional comparative information, then that additional information need not be in the form of a complete set of financial statements. However, such information should be accompanied by related notes and should be in accordance with IFRS. Furthermore, it clarifies that the 'third statement of financial position', when required, is only required if the effect of restatement is material to statement of financial position.

- IAS 16 Property, Plant and Equipment is amended to clarify the accounting of spare parts, stand-by equipment and servicing equipment. The definition of 'property, plant and equipment' in IAS 16 is now considered in determining whether these items should be accounted for under that standard. If these items do not meet the definition, then they are accounted for using IAS 2 Inventories. The amendment is not likely to have any material impact on the financial statements.

- IAS 32 Financial Instruments: Presentation - is amended to clarify that IAS 12 Income Taxes applies to the accounting for period taxes relating to distributions to holders of an equity instrument and transaction costs of an equity transaction. The amendment removes a perceived inconsistency between IAS 32 and IAS 12.

- IAS 34 Interim Financial Reporting is amended to align the disclosure requirements for segment assets and segment liabilities in interim financial reports with those in IFRS 8 Operating Segments. IAS 34 now requires the disclosure of a measure of total assets and liabilities for a particular reportable segment. In addition, such disclosure is only required when the amount is regularly provided to the chief operating decision maker and there has been a material change from the amount disclosed in the last annual financial statements for that reportable segment.

- Annual Improvements 2010-2012 and 2011-2013 cycles (most amendments will apply prospectively for annual period beginning on or after July 1, 2014). The new cycle of improvements contain amendments to the following standards:

- IFRS 2 'Share-based Payment'. IFRS 2 has been amended to clarify the definition of 'vesting condition' by separately defining 'performance condition' and 'service condition'. The amendment also clarifies both: how to distinguish between a market condition and a non-market performance condition and the basis on which a performance condition can be differentiated from a vesting condition.

- IFRS 3 'Business Combinations'. These amendments clarify the classification and measurement of contingent consideration in a business combination. Further IFRS 3 has also been amended to clarify that the standard does not apply to the accounting for the formation of all types of joint arrangements including joint operations in the financial statements of the joint arrangement themselves.

- IFRS 8 'Operating Segments' has been amended to explicitly require the disclosure of judgments made by management in applying the aggregation criteria. In addition this amendment clarifies that a reconciliation of the total of the reportable segment's assets to the entity assets is required only if this information is regularly provided to the entity's chief operating decision maker. This change aligns the disclosure requirements with those for segment liabilities.

- Amendments to IAS 16'Property, plant and equipment' and IAS 38 'Intangible Assets'. The amendments clarify the requirements of the revaluation model in IAS 16 and IAS 38, recognizing that the restatement of accumulated depreciation (amortization) is not always proportionate to the change in the gross carrying amount of the asset.

- IAS 24 'Related Party Disclosure'. The definition of related party is extended to include a management entity that provides key management personnel services to the reporting entity, either directly or through a group entity.

- IAS 40 'Investment Property'. IAS 40 has been amended to clarify that an entity should assess whether an acquired property is an investment property under IAS 40 and perform a separate assessment under IFRS 3 to determine whether the acquisition of the investment property constitutes a business combination.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Property, plant and equipment

The property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any, except for capital work-in-progress which is stated at cost. Assets having cost exceeding the minimum threshold as determined by the management are capitalized. All other assets are charged in the year of acquisition. Cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent cost

Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the entity, and its cost can be measured reliably. Cost incurred to replace a component of an item of property, plant and equipment is capitalised and the asset so replaced is retired from use. Normal repairs and maintenance are charged to the profit and loss account during the period in which they are incurred.

Depreciation

Depreciation is charged to income applying the straight line method whereby the cost less residual value of an asset is written off over its estimated useful life. Residual values, depreciation rates and method are reviewed at each balance sheet date and adjusted if the impact is significant.

Depreciation on additions is charged from the month in which the asset is available for use while no depreciation is charged in the month of disposal. The rates of depreciation are stated in note 4.3 to the financial statements.

Gains and losses on disposal

An item of property, plant and equipment is derecognised upon disposal or where no future economic benefits are expected to be realised from its use or disposal. Gains or losses on disposal of an item of property, plant and equipment are recognised in the profit and loss account.

Capital work in progress

Capital work in progress is stated at cost and consists of expenditure incurred and advances made in respect of assets in the course of their construction and installation. Transfers are made to relevant asset category as and when assets are available for intended use.

3.2 Stock-in-trade

Stock in trade are valued at the lower of cost and net realisable value. Cost is determined using first-in first-out method. Cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

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

Provision is made for slow moving and obsolete items wherever necessary and is recognised in profit and loss account.

3.3 Trade debts

Trade debts are initially measured at fair value and subsequently at amortised cost using the effective interest method, less provision for impairment, if any. A provision for impairment of trade debts is established where there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Trade debts are written off when considered irrecoverable.

3.4 Cash and cash equivalents

For the purposes of cash flow statement, cash and cash equivalents consist of cash in hand, with banks in deposit accounts and term deposit receipts with original maturity period of three months or less and net of short term running finances.

3.5 Provisions

Provisions are recognised when, the Company has a present obligation (legal or constructive) as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and reliable estimates of the obligations can be made. Provisions are reviewed periodically and adjusted to reflect the current best estimates.

3.6 Revenue recognition

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably and there is no continuing management involvement with the goods and the amount of revenue can be measured reliably.

Return on short-term deposits is accounted for on an accrual basis using the effective interest rate method.

3.7 Staff retirement benefits

3.7.1 Defined benefit schemes

The Company operates the following defined benefit schemes:

- An approved and funded pension scheme for management staff. Pension is payable for life and thereafter to surviving spouses and / or dependent children; and

- An approved and funded gratuity scheme for all its permanent employees.

The contributions to the above schemes are made as per the actuarial valuations carried out every year using the Projected Unit Credit Method.

Actuarial gains and losses are recognised if the net cumulative unrecognised actuarial gains and losses at the end of the previous year exceed the greater of:

i) 10% of the present value of the defined benefit obligation; and

ii) 10% of the fair value of plan assets.

Actuarial gains and losses are expected to spread over the average remaining working lives of employees and are accounted for accordingly.

Retirement benefits are payable to employees on completion of prescribed qualifying period of service under the schemes.

During the year, the Company decided to offer Defined Contribution (DC) Pension scheme to all employees joining on or after April 1, 2013 instead of Defined Benefit (DB) Pension scheme. Further, it has also been decided to offer DC Pension scheme to members of DB Pension scheme once the formalities are completed.

3.7.2 Defined contribution plan

The Company also operates an approved funded contributory provident fund for all eligible employees. Equal monthly contributions are made both by the Company and the employee.

3.7.3 Employees' compensated absences

The Company accounts for liability against employees' compensated absences in the period in which these are earned upto the balance sheet date.

3.8 Share-based payments

The Company participates in a time-vested share based rewards plan operated by Pfizer Inc., (the ultimate parent company) whereby, Pfizer Inc. grants rights of its shares to the eligible employees of the Company.

The primary share-based awards and their general terms and conditions are as follows:

- Stock options, which, when vested, entitle the holder to purchase a specified number of shares of Pfizer common stock at a price per share equal to the market price of Pfizer Inc., share on the date of grant.

- Restricted stock units (RSUs), which, when vested, entitle the holder to receive a specified number of shares of Pfizer Inc., including shares resulting from dividend equivalents paid on such RSUs.

- The cost of award is charged to profit and loss account over the vesting period and credited to equity as a contribution from the parent.

3.9 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit and loss account except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current

Provision for current taxation is based on taxable income at the enacted or substantively enacted rates of taxation after taking into account available tax credits and rebates, if any. The charge for current tax includes adjustments to charge for prior years, if any.

Deferred

Deferred tax is recognised using balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using the enacted or substantively enacted rates of taxation.

Deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

3.10 Borrowings cost

Borrowing costs are recognised as an expense in the period in which these are incurred using effective interest rate method except where such cost are directly attributable to the acquisition, construction or production of a qualifying asset in which case such cost are capitalised as part of the cost of that asset.

3.11 Foreign currency transactions

Transactions denominated in foreign currencies are translated to Pak Rupees, at the foreign exchange rate prevailing at the date of transaction. Monetary assets and liabilities in foreign currencies are translated into Pak Rupees at the foreign exchange rates at the balance sheet date. Exchange differences are taken to the profit and loss account.

3.12 Financial instruments

The Company recognises financial asset or a financial liability when it becomes a party to the contractual provision of the instrument. Financial assets and liabilities are recognised initially at cost, which is the fair value of the consideration given or received respectively. These are subsequently measured at fair value or amortised cost, as the case may be.

Financial assets are derecognised when the contractual right to cash flows from the asset expire, or when substantially all the risks and rewards of ownership of the financial asset are transferred. Financial liability is derecognised when its contractual obligations are discharged, cancelled or expired.

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if the Company has a legally enforceable right to set-off the recognized amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

A financial asset is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset.

3.13 Dividends and appropriation of profit

Dividend and appropriation to reserves are recognised in the financial statements in the period in which these are approved.

3.14 Impairment

The carrying amounts of the Company's non-current assets are reviewed at each balance sheet date to determine whether there is any indication of impairment loss. If any such indication exists, the asset's recoverable amount is estimated in order to determine the extent of the impairment loss, if any. An impairment loss is recognised for the amount by which the assets carrying amount exceeds its recoverable amount.

3.15 Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit after tax attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

3.16 Discontinued operations

A discontinued operation is a component of the Company's business that has been disposed of or is held for sale. When an operation is classified as a discontinued operation, the comparative profit and loss account is re-presented as if the operation had been discontinued from the start of the comparative period.

4. PROPERTY, PLANT AND EQUIPMENT

	Note	**November 30, 2013**	November 30, 2012
		(Rupees in '000)	
Operating property, plant and equipment	4.1	**169,879**	134,850
Capital work in progress	4.2	**38,095**	14,939
		207,974	149,789

4.1 Operating property, plant and equipment

	Leasehold land	Factory building on leasehold land	Improvements to warehouse	Plant and machinery	Furniture and fittings	Vehicles	Office equipment	Total
	--Rupees in '000--							
At November 30, 2011								
Cost	258	46,855	9,621	220,606	24,354	45,904	62,561	410,159
Accumulated depreciation	90	28,748	7,202	157,023	20,300	32,610	31,312	277,285
Net book value	168	18,107	2,419	63,583	4,054	13,294	31,249	132,874
Year ended November 30, 2012								
Opening net book value	168	18,107	2,419	63,583	4,054	13,294	31,249	132,874
Additions	-	-	-	2,071	-	20,207	8,754	31,032
Disposals								
Cost	-	-	-	-	-	13,889	-	13,889
Accumulated depreciation	-	-	-	-	-	12,998	-	12,998
	-	-	-	-	-	891	-	891
Depreciation	3	1,048	377	11,583	662	10,124	4,368	28,165
Closing net book value	165	17,059	2,042	54,071	3,392	22,486	35,635	134,850
At November 30, 2012								
Cost	258	46,855	9,621	222,677	24,354	52,222	71,315	427,302
Accumulated depreciation	93	29,796	7,579	168,606	20,962	29,736	35,680	292,452
Net book value	165	17,059	2,042	54,071	3,392	22,486	35,635	134,850
Year ended November 30, 2013								
Opening net book value	165	17,059	2,042	54,071	3,392	22,486	35,635	134,850
Additions	-	-	-	30,269	-	11,442	21,592	63,303
Disposals								
Cost	-	-	-	-	-	1,529	-	1,529
Accumulated depreciation	-	-	-	-	-	864	-	864
	-	-	-	-	-	665	-	665
Write-off of Assets								
Cost	-	11,308	-	-	1,080	-	-	12,388
Accumulated depreciation	-	10,950	-	-	1,080	-	-	12,030
	-	358	-	-	-	-	-	358
Depreciation	3	1,038	377	11,297	617	8,675	5,244	27,251
Closing net book value	162	15,663	1,665	73,043	2,775	24,588	51,983	169,879
At November 30, 2013								
Cost	258	35,547	9,621	252,946	23,274	62,135	92,907	476,688
Accumulated depreciation	96	19,884	7,956	179,903	20,499	37,547	40,924	306,809
Net book value	**162**	**15,663**	**1,665**	**73,043**	**2,775**	**24,588**	**51,983**	**169,879**

4.2 Capital work in progress	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Plant and machinery	**22,345**	12,801
Office equipments	**15,750**	2,138
	38,095	14,939

4.3 Depreciation on operating property, plant and equipment is charged at the following rates:

	Annual rate of depreciation (%)
Leasehold land	1
Factory building on leasehold land	3
Improvements to warehouse	3
Plant and machinery	8
Furniture and fittings	8
Vehicles	25
Office equipments	8 to 33.33

4.4 The depreciation charge for the year has been allocated as under:

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Cost of sales	17.1	**19,721**	19,250
Selling, marketing and distribution expenses	18	**5,662**	3,250
Administrative expenses	19	**1,868**	5,665
		27,251	28,165

4.5 The operating property, plant and equipment (note 4.1) include items costing Rs. 180.428 million (2012: Rs. 134.305 million) which are fully depreciated as of November 30, 2013 but are still in active use.

4.6 The following operating property, plant and equipment were disposed / written off during the year:

	Cost	Accumulated depreciation	Net Book value	Sale proceeds	Gain	Mode of disposal	Particulars
	---------------------(Rupees in '000)---------------------						
Vehicles	590	590	-	148	148	Policy	Najmul Hassan - employee
Vehicles	939	274	665	938	273	Claim	EFU Insurance Claim
Furniture and fixtures	1,080	1,080	-	-	-	Written off	Written off
Factory building on leasehold land	11,308	10,950	358	-	(358)	Written off	Written off
2013	**13,917**	**12,894**	**1,023**	**1,086**	**63**		
2012	13,889	12,998	891	11,073	10,182		

5. LONG-TERM LOANS TO EMPLOYEES - considered good

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Long-term loans to employees	5.1	**10,293**	7,825
Less: Receivable within one year	8	**3,099**	3,023
		7,194	4,802

5.1 This includes loans to executives, the details of which are as follows:

Opening balance	**3,155**	2,569
Loans disbursed during the year	**2,499**	970
Loans repaid during the year	**(1,238)**	(384)
Closing balance	**4,416**	3,155

5.2 These represent interest free loans to executives and other employees for purchase of motor cars, motor cycles, home appliances and for house building in accordance with the Company's policy and are recoverable in two to six years in monthly instalments. Vehicles purchased under this scheme are registered in the name of the Company.

		Note	November 30, 2013	November 30, 2012
			(Rupees in '000)	
5.3	**Outstanding for period:**			
	- less than three years but over one year		**2,643**	2,801
	- more than three years		**4,551**	2,001
			7,194	4,802

5.4 The maximum aggregate amount of loans due from executives at the end of any month during the year was Rs. 4.596 million (2012: Rs. 3.029 million).

6. STOCK-IN-TRADE

	Note	November 30, 2013	November 30, 2012
Raw and packing materials	6.1 & 6.2	**574,994**	754,935
Work-in-process	6.1	**117,630**	60,449
Finished goods	6.1 & 6.3	**234,630**	249,062
Stock-in-transit		**44,700**	54,476
		971,954	1,118,922
Less: Provision for slow moving and obsolete stock-in trade	6.4	**71,268**	32,678
		900,686	1,086,244

6.1 Raw and packing materials, work-in-process and finished goods include Rs. 120.936 million (2012: Rs. 181.367 million), Rs. 2.262 million (2012: Rs. 2.107 million) and Rs. 22.725 million (2012: Rs. 18.765 million) respectively held with third parties for outside manufacturing purposes.

6.2 Raw and packing materials amounting to Rs. Nil (2012: Rs. 9.685 million) are held with a related party given as a loan.

6.3 Finished goods includes items costing Rs. 11.028 million (2012: Rs. 17.878 million) which are valued at net realisable value of Rs. 9.929 million (2012: 15.908 million).

6.4 During the year, a net provision of Rs. 53.061 million (2012: Rs. 25.033 million) has been recognised and stock in trade amounting to Rs. 14.471 million (2012: Rs. 16.358 million) has been written off from the said provision.

7. TRADE DEBTS - unsecured

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Considered good			
- Related party	7.1	**53,452**	85,326
- Others		**19,523**	18,015
		72,975	103,341
Considered doubtful		**12,662**	12,782
		85,637	116,123
Less: Provision for doubtful debts		**12,662**	12,782
		72,975	103,341

7.1 This represents amount due from Pfizer Philippines, Inc. which was not past due as at November 30, 2013.

8. LOANS AND ADVANCES - considered good	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Current portion of long-term loans to employees	5	**3,099**	3,023
Advances			
- Suppliers		**17,695**	26,091
- For expenses		**-**	217
- Employees	8.1 & 8.2	**4,047**	2,164
		21,742	28,472
		24,841	31,495

8.1 This includes amounts due from executives amounting to Rs. 2.255 million (2012: Rs 0.525 million).

8.2 The maximum aggregate amount of advances due from executives at the end of any month during the year was Rs. 2.584 million (2012: Rs. 0.675 million).

9. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Trade deposits		**28,997**	22,328
Prepayments		**4,539**	3,018
Margin deposits for guarantees and letters of credit		**24,094**	38,515
Balances with statutory authorities for customs and excise duty		**999**	999
Sales tax refundable	9.1	**4,301**	4,301
Receivable from related parties		**11,629**	2,966
Export rebate claim		**7,804**	4,620
Workers' Profit Participation Fund	13.3	**5,677**	-
Others		**-**	12
		88,040	76,759

9.1 This includes Rs.3.214 million representing sales tax paid on pharmaceutical products in the year 2002 which is refundable to the company.

10. CASH AND BANK BALANCES	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Cash in hand		**234**	201
With banks			
- Term deposit receipts	10.1	**250,000**	110,000
- In saving accounts	10.2	**57,475**	60,706
		307,709	170,907

10.1 This represents term deposits placed with banks carrying mark-up at the rate ranging from 7.8% to 8.20% (2012: 7.74%) per annum, with a tenure ranging from 1 week to 1 month.

10.2 These carry mark-up at the rate of 6% (2012: 6%) per annum.

11. SHARE CAPITAL

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Authorised capital		
5,000,000 ordinary shares of Rs. 100 each	**500,000**	500,000

Issued, subscribed and paid-up capital

November 30, 2013	November 30, 2012		November 30, 2013	November 30, 2012
(Number of shares)			(Rupees in '000)	
		Ordinary shares of Rs. 100 each		
386,711	386,711	Shares fully paid in cash	**38,671**	38,671
477,493	477,493	Shares issued as fully paid for consideration other than cash - note 11.2	**47,749**	47,749
557,405	557,405	Shares issued as fully paid bonus shares	**55,741**	55,741
1,421,609	1,421,609		**142,161**	142,161

11.1 Wyeth LLC, USA and Wyeth Holdings Corporation, USA held 576,470 (2012: 576,470) and 448,560 (2012: 448,560) shares of Rs. 100 each respectively as on November 30, 2013. On October 15, 2009 Pfizer Inc. has acquired Wyeth LLC, USA and has become the ultimate parent of the Company.

11.2 These shares include 473,529 shares issued under the scheme of arrangement for amalgamation of Wyeth Laboratories (Pakistan) Limited and Cynamid (Pakistan) Limited in the year 1996.

12. DEFERRED TAXATION

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Deferred (credits)/debits arising in respect of:			
Accelerated tax depreciation		**(13,797)**	(11,075)
Provision for gratuity and pension		**13,222**	2,388
Provision for slow moving and obsolete stocks		**17,984**	7,983
Provision for doubtful debts		**3,131**	3,122
Provision for sales return		**351**	388
Others		**841**	412
		21,732	3,218

13. TRADE AND OTHER PAYABLES

	Note	November 30, 2013	November 30, 2012
Creditors	13.1	**182,674**	113,140
Accrued liabilities		**201,505**	182,927
Advances from customers		**11,695**	9,196
Accumulated compensated absences		**14,057**	25,770
Payable to provident fund		**56**	2,113
Payable to gratuity and pension funds	27.2	**53,471**	9,775
Workers' Welfare Fund	13.2	**2,906**	11,121
Central Research Fund		**1,026**	3,542
Workers' Profit Participation Fund	13.3	**-**	18,060
Sales tax payable		**1,610**	2,575
Unclaimed dividend		**3,447**	2,867
Provision for sales return		**1,688**	1,590
		474,135	382,676

13.1 Creditors include Rs. 71.926 million (2012: Rs. 58.707 million) to associated undertakings.

	November 30, 2013	November 30, 2012
13.2 Workers' Welfare Fund	**(Rupees in '000)**	
Opening balance	**11,121**	9,870
Allocation for the year	**2,906**	6,781
	14,027	16,651
Less: Payments made during the year	**(11,121)**	(5,530)
Closing balance	**2,906**	11,121
13.3 Workers' Profit Participation Fund		
Opening balance	**18,060**	16,008
Allocation for the year	**4,323**	18,060
	22,383	34,068
Less: Payments made during the year	**(28,060)**	(16,008)
Closing balance (receivable) / payable	**(5,677)**	18,060

14. SHORT-TERM FINANCE FACILITY

The facilities for opening letters of credit and guarantees as at 30 November 2013 amounted to Rs. 796.7 million (2012: Rs. 744.3 million) and Rs. 481.7 million (2012: Rs. 481.7 million) of which unutilised balances at the year end amounted to Rs. 768.3 million and Rs. 476.74 million respectively.

15. CONTINGENCIES AND COMMITMENTS

15.1 Certain ex-employees of the Company have filed claims aggregating to Rs. 247.572 million (2012: Rs. 247.572 million) against the Company. The Company is contesting the claims in the courts and the management is confident that the ultimate decision of the subject suit will be in favour of the Company. Accordingly, no provision has been made in these financial statements in respect of these claims.

15.2 One ex-distributor has filed claims against the Company aggregating to Rs. 75.1 million (2012: Rs. 75.1 million) for recovery of damages. The management is confident that the case will be decided in the Company's favour and therefore no provision has been made in this respect.

15.3 The Company has filed income tax returns under section 120 of the Income Tax Ordinance up to and including the tax year, 2013 subsequent to close of the year due to extension allowed by the Federal Board of Revenue. However, the income tax authorities have made arbitrary additions and disallowances to taxable income in respect of previous years, from assessment years 1997-98 to 2002-03 and for tax years 2003 to 2005, which have resulted in an aggregate tax demand of Rs. 231.962 million (2012: Rs. 231.962 million). The tax demand has arisen mainly due to the following reasons:

- The assessing officer has made additions to the income based on the contention that the Company has allegedly paid excessive amount on import of raw materials.

- The assessing officer charged tax on purchases related to agriculture business of the Company under presumptive tax regime by treating all purchases as commercial imports.

- The assessing officer also charged tax on gain on sale of the Company's agriculture business and has also arbitrarily disallowed certain expenses attributed to that segment of the business.

- The assessing officer has disallowed the credit for adjustment of tax refunds and adjustment of compensation on delayed refunds.

Although the Company has filed appeals with various appellate authorities in respect of the above, however, a provision of Rs. 125.562 million (2012: Rs. 125.562 million) is being carried against the above demands on grounds of prudence. In consultation with their tax advisors, the management is confident that the ultimate decision of the appeals will be in the Company's favour.

15.4 The Assistant Collector, Sales Tax and Federal Excise has issued an order requiring the Company to pay Federal Excise Duty (FED) along with penalty and default surcharge amounting to approximately Rs. 1 million in respect of technical services availed by the Company.

The Company filed an appeal against this order. The Commissioner Inland Revenue Appeals (CIRA) passed an order in favour of the Company. However, the Tax Department filed an appeal before the Tribunal, and the case has been remanded back to the department for denovo consideration. The matter is pending since then.

15.5 Commitments

		November 30, 2013	November 30, 2012
		(Rupees in '000)	
15.5.1	Commitments for capital expenditure	**6,053**	5,563
15.5.2	Guarantees and indemnity bonds for imported raw materials and other guarantees	**5,026**	5,129
15.5.3	Outstanding letter of credit-facility	**28,497**	80,917

16. NET SALES

	2013	2012
Sales - Domestic	**3,333,673**	3,294,897
- Export	**214,244**	255,525
	3,547,917	3,550,422
Less: Discounts and commission	**399,478**	367,408
Returns	**9,921**	6,678
Sales tax	**22,801**	22,707
Federal excise duty and special excise duty	**-**	7,679
	432,200	404,472
	3,115,717	3,145,950

17. COST OF SALES

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Opening stock of finished goods		**249,062**	215,729
Cost of goods manufactured	17.1	**1,967,780**	1,969,315
Purchases of finished goods		**553,792**	494,634
Closing stock of finished goods		**(234,630)**	(249,062)
Physician samples charged to advertising and sales promotion		**(17,181)**	(15,902)
		2,518,823	2,414,714

17.1 Cost of goods manufactured

	Note	November 30, 2013	November 30, 2012
Opening stock of raw and packing materials		**754,935**	912,376
Purchase of raw and packing materials		**1,233,520**	1,319,496
Closing stock of raw and packing materials		**(574,994)**	(754,935)
Raw and packing materials consumed		**1,413,461**	1,476,937
Salaries, wages and other benefits	17.2	**268,399**	207,164
Depreciation	4.4	**19,721**	19,250
Fuel and power		**61,258**	50,980
Rent, rates and taxes		**5,640**	9,459
Repairs and maintenance		**81,785**	65,352
Production and other supplies		**39,529**	28,670
Spare parts consumed		**8,465**	3,803
Travelling and vehicles running expenses		**7,288**	6,858
Provision for slow moving and obsolete stock-in-trade	6.4	**53,061**	25,033
Outside manufacturing charges		**61,797**	50,331
Postage, communication and stationery		**816**	825
Insurance		**3,081**	1,203
Others		**660**	501
		611,500	469,429
		2,024,961	1,946,366
Opening work-in-process		**60,449**	83,398
Closing work-in-process		**(117,630)**	(60,449)
Cost of goods manufactured		**1,967,780**	1,969,315

17.2 Salaries, wages and other benefits include a net charge of Rs. 27.343 million (2012: Rs. 9.076 million) in respect of staff retirement benefits.

18. SELLING, MARKETING AND DISTRIBUTION EXPENSES

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Salaries, wages and other benefits	18.1	152,032	131,361
Fuel and power		9,571	8,099
Rent, rates and taxes		4,757	643
Insurance		951	1,355
Repairs and maintenance		799	526
Transportation		50,419	51,050
Travelling and entertainment		31,005	34,460
Postage, communication and stationery		1,159	2,802
Depreciation	4.4	5,662	3,250
Advertising and sales promotion		153,743	165,375
Others		1,170	1,339
		411,268	400,260

18.1 Salaries, wages and other benefits include a net charge of Rs. 18.475 million (2012: Rs. 7.788 million) in respect of staff retirement benefits.

19. ADMINISTRATIVE EXPENSES

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Salaries, wages and other benefits	19.1	91,884	48,346
Fuel and power		1,645	1,804
Rent, rates and taxes		844	978
Insurance		773	1,565
Travelling and entertainment		5,966	5,594
Postage, communication and stationery		406	642
(Reversal) / Provision for doubtful debts		(120)	129
Legal and professional charges		11,684	8,206
Auditors' remuneration	19.2	1,081	1,007
Depreciation	4.4	1,868	5,665
Donations		-	1,442
Others		1,390	1,548
		117,421	76,926

19.1 Salaries, wages and other benefits include a net charge of Rs. 9.271 million (2012: Rs. 1.467 million) in respect of staff retirement benefits.

	November 30, 2013	November 30, 2012
19.2 Auditors' remuneration	**(Rupees in '000)**	
Audit fee - annual	**635**	578
Fee for half yearly review	**235**	224
Other certifications	**130**	130
Out of pocket expenses	**81**	75
	1,081	1,007

20. VOLUNTARY SEPARATION SCHEME

VSS programme is in place for the past few years to achieve rationalisation and corporate restructuring of the Company. Aggregate cost of Rs. 10.763 million (2012: Rs. 1.071 million) was incurred during the year in this respect.

	Note	November 30, 2013	November 30, 2012
21. OTHER OPERATING INCOME		**(Rupees in '000)**	
Income from financial assets			
Profit on saving accounts and term deposits		**13,450**	4,371
Income from non-financial assets			
Gain on disposal of property, plant and equipment - net	4.6	**63**	10,182
Scrap sales		**8,870**	8,407
Export rebate claims & Recovery of Export Freight		**7,309**	11,348
		29,692	34,308
22. OTHER OPERATING EXPENSES			
Workers' Profit Participation Fund		**4,323**	16,953
Workers' Welfare Fund		**2,906**	6,781
Central Research Fund		**873**	3,391
Net exchange loss		**10,357**	16,124
		18,459	43,249
23. FINANCE COST			
Interest on related party loan		**-**	696
Bank charges		**208**	181
		208	877
24. TAXATION			
Current		**63,819**	105,213
Deferred		**(18,514)**	6,738
		45,305	111,951
24.1 Reconciliation of effective tax rate			
Profit before taxation		**79,230**	244,232
Tax at the applicable rate of 34% (2012: 35%)		**26,938**	85,481
Effect of income taxable under presumptive tax regime		**18,156**	25,229
Tax effect of others items		**211**	1,241
		45,305	111,951

25. EARNINGS PER SHARE - Basic and Diluted

	Note	November 30, 2013	November 30, 2012
		(Rupees in '000)	
Profit after taxation - Continuing operations		**33,925**	132,281
Profit after taxation - Discontinued operations		**-**	59,496
		(Number of shares)	
Weighted average number of ordinary shares outstanding during the year	25.1	**1,421,609**	1,421,609
		(Rupees)	
Earnings per share - basic and diluted - Continuing operations		**23.86**	93.05
Earnings per share - basic and diluted - Discontinued operations		**-**	41.85

25.1 There are no dilutive potential ordinary shares outstanding as at November 30, 2013 and November 30, 2012.

26. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in the financial statements for remuneration including certain benefits to the chief executive, directors and executives of the Company are as follows:

	November 30, 2013			November 30, 2012		
	*Chief Executive	*Directors	Executives	*Chief Executive	*Directors	Executives
	(Rupees in '000)					
Managerial remuneration	**-**	**-**	**95,087**	-	-	45,434
Bonus	**-**	**-**	**3,800**	-	-	18,531
Medical expenses	**-**	**-**	**1,907**	-	-	1,485
Retirement benefits	**-**	**-**	**36,870**	-	-	4,061
Directors meeting fees	**-**	**550**	**-**	-	560	-
	-	**550**	**137,664**	-	560	69,511
Number of persons	**1**	**6**	**88**	1	6	31

*Rs. 35.584 million (2012: Rs. 10.330 million) and Rs. 11.564 million (2012: Rs. 5.939 million) have been charged in these financial statements on account of allocation of cost of services provided by Chief Executive and two Directors respectively of associated company.

26.1 In addition to the above, some of the executives are provided with Company owned and maintained cars and their residential telephone bills are also paid by the Company.

26.2 Further, the impacts of benefits available to executives recognised by the Company in the expenses during the year on account of share-based payment plan aggregate to Rs. 0.934 million (2012: Rs. 0.150 million).

26.3 Number of Employees

	November 30, 2013	November 30, 2012
Total number of employees as of the balance sheet date	**231**	249
Average number of employees during the year	**238**	264

27. DEFINED BENEFIT PLANS

As mentioned in note 3.7, the Company operates approved funded pension and gratuity schemes. The latest actuarial valuations of the schemes were carried out as at November 30, 2013. Projected Unit Credit Method using the following significant assumptions was used for these valuations:

	November 30, 2013	November 30, 2012
Discount rate	**13.25% per annum**	11.50% per annum
Expected rate of return on plan assets	**13.25% per annum**	11.50% per annum
Expected rate of increase in salary	**11.00% per annum**	9.25% per annum
Pension increase	**7.75% per annum**	6.25% per annum
Minimum wage increase	**4.75% per annum**	3.25% per annum

27.1 The disclosures made in notes 27.2 to 27.6 and 27.9 are based on the information included in the actuarial valuation as of November 30, 2013 and November 30, 2012.

	November 30, 2013		November 30, 2012	
27.2 Balance sheet reconciliation	**Gratuity**	**Pension**	Gratuity	Pension
	---------- (Rupees in '000) ----------			
Present value of defined benefit obligation	**156,945**	**183,322**	112,161	146,643
Fair value of plan assets	**107,661**	**153,392**	109,891	151,206
Funded status	**49,284**	**29,930**	2,270	(4,563)
Unrecognised net actuarial (loss) / gain	**(10,164)**	**7,207**	4,969	7,099
Unrecognised past service cost	**(4,926)**	**(17,860)**	-	-
Recognised liability	**34,194**	**19,277**	7,239	2,536
27.3 Movement in the fair value of plan assets				
Fair value of plan assets at beginning of the year	**109,891**	**151,206**	113,264	145,360
Expected return on plan assets	**12,296**	**17,025**	13,676	18,175
Actuarial (losses) / gains	**(2,865)**	**(9,020)**	(3,143)	(3,378)
Contributions	**3,767**	**-**	-	-
Benefits paid	**(15,428)**	**(5,819)**	(13,906)	(8,951)
Fair value of plan assets at end of the year	**107,661**	**153,392**	109,891	151,206
27.4 Movement in present value of defined benefit obligation				
Present value of defined benefit obligation at beginning of the year	**112,161**	**146,643**	106,184	131,242
Current service cost	**3,484**	**3,477**	3,145	3,723
Interest cost	**12,613**	**16,500**	13,593	16,696
Actuarial losses / (gains)	**12,268**	**(9,128)**	3,146	3,933
Past service cost	**31,847**	**31,649**	-	-
Benefits paid	**(15,428)**	**(5,819)**	(13,907)	(8,951)
Present value of defined benefit obligation at end of the year	**156,945**	**183,322**	112,161	146,643
27.5 Expenses				
Current service cost	**3,484**	**3,477**	3,145	3,723
Interest cost	**12,613**	**16,500**	13,593	16,696
Expected return on plan assets	**(12,296)**	**(17,025)**	(13,676)	(18,175)
Past service cost - vested	**26,921**	**13,789**	-	-
	30,722	**16,741**	3,062	2,244
Actual return on plan assets	**9,431**	**8,005**	10,533	14,797

27.6 Amounts for the current year and previous four annual periods of the fair value of plan assets, present value of defined benefit obligation and surplus arising thereon is as follows:

As at 30 November	2013	2012	2011	2010	2009
	(Rupees in '000)				
Present value of defined benefit obligation	**340,267**	258,804	237,426	219,696	195,040
Fair value of plan assets	**261,053**	261,097	258,624	238,071	219,812
Surplus / (deficit)	**79,214**	(2,293)	(21,198)	(18,375)	(24,772)

27.7 Plan assets comprise the following :

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Debt instruments	**50,619**	173,163
Bank balances, term deposits and others (net)	**210,434**	87,934
	261,053	261,097

27.8 The expected return on plan assets was determined by considering the expected returns available on the assets underlying the current investment policy.

27.9 The actuary conducts separate valuations for calculating contribution rates and the Company contributes to the pension and gratuity funds according to the actuary's advice. Expense of the defined benefit plans is calculated by the actuary. The Company expects to contribute Rs. 22 million in next year towards gratuity and pension funds.

27.10 During the year Company contributed Rs. 10.611 million (2012: Rs. 7.857 million) to the provident fund.

27.11 Provident fund

	November 30, 2013 (Unaudited)	December 31, 2012 (Audited)
	(Rupees in '000)	
Net assets of the fund	**284,011**	265,112
Cost of investments made (actual investment made)	**254,290**	230,010
Cost of investment / net assets of the fund	**90%**	87%
Fair value of investments	**263,530**	230,858

Break-up of Investments of provident fund

Break-up of investments in terms of amount and percentage of the size of the provident fund are as follows:

	November 30, 2013 (Unaudited)		December 31, 2012 (Audited)	
	Investments	% of investment as size of the fund	Investments	% of investment as size of the fund
Fair value				
Defence Saving Certificates	**14,762**	**5%**	15,929	6%
Pakistan Investment Bonds	**50,652**	**18%**	50,742	19%
Term Deposit Receipts	**195,204**	**69%**	20,034	7%
Treasury Bills	**-**	**0%**	142,027	54%
National Investment Trust units	**2,912**	**1%**	2,126	1%
	263,530	**93%**	230,858	87%

Investments out of provident fund have been made in accordance with the provisions of the section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose.

28. SHARE-BASED REWARD PLANS

28.1 Details of the share-based reward plans are as follows:

	November 30, 2013		November 30, 2012	
	Stock Options	RSU's	Stock Options	RSU's
	(Number of shares)			
Outstanding as at December 1	4,246	897	2,856	591
Granted during the year	1,810	362	1,450	290
Forfeited during the year	(630)	(129)	(60)	(12)
Dividend Equivalent Units	-	28	-	28
Exercised during the year	(240)	(255)	-	-
Outstanding as at November 30	5,186	903	4,246	897
Exercisable as at November 30	-	-	-	-

28.2 The weighted average exercise price of stock options are as follows:

	November 30, 2013		November 30, 2012	
	Stock Options	RSU's	Stock Options	RSU's
	(in US$)			
Outstanding as at December 1	24.30	19.63	30.77	17.04
Granted during the year	27.37	27.37	21.03	21.03
Outstanding as at November 30	24.43	22.54	24.30	19.63

28.3 The fair value of services received in return for share options granted is based on the fair value of share options granted, measured using a Black scholes model, with the following inputs:

Fair value of share options and assumptions	November 30, 2013	November 30, 2012
Share price	$27.37	$21.03
Expected volatility (weighted average volatility)	19.68%	23.80%
Option life (expected weighted average life)	6.5 years	6.5 years
Expected dividends	$3.13	$4.10

Expected volatility of share price of Pfizer Inc., USA, (the ultimate parent company) was determined using both implied and historical volatility rates.

The total expense recognised for the year arising from share-based payment transactions is Rs. 933,738 (2012: Rs. 149,746).

29. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise the ultimate parent company (Pfizer Inc., USA), related group companies, staff retirement benefits, directors, key management personnel and close members of the family of all the aforementioned related parties. The Company in the normal course of business carries out transactions with various related parties. Details of transactions with related parties, other than those which have been specifically disclosed elsewhere are as follows:

Transactions for the year	**November 30, 2013**	November 30, 2012
	(Rupees in '000)	
Sale of goods to associated undertaking / transfer of inventory to associated undertakings	**174,276**	208,640
Goods purchased / transfer of inventory from associated undertakings	**549,346**	570,006
Services from associated companies	**147,634**	77,295
Loan from associated company	**-**	85,000
Repayment of loan to associated company	**-**	85,000
Promotional expenses	**8,178**	7,701
Dividend to parent company	**82,002**	41,001
Contribution to the retirement benefit plans	**10,611**	7,857
Remuneration to key management personnel	**6,382**	4,425
Legal and professional charges	**1,868**	383

30. CASH GENERATED FROM OPERATIONS

	Note	2013	2012
Profit before taxation		**79,230**	332,166
Adjustments for non-cash charges and other items:			
Net increase in reserve for share-based payment plans		**934**	150
Depreciation		**27,251**	28,165
Provision for slow moving and obsolete stock - net		**53,061**	25,033
(Reversal) / provision for doubtful debts		**(120)**	129
Gain on disposal of property, plant and equipment - net		**(63)**	(10,182)
Profit on bank deposits		**(13,450)**	(4,371)
Working capital changes	30.1	**244,838**	(126,634)
		391,681	244,456

30.1 Working capital changes

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
(Increase) / decrease in current assets:		
Spares	**(4,397)**	(1,470)
Stocks-in-trade	**132,497**	128,952
Trade debts	**30,486**	(59,170)
Loans and advances	**6,654**	8,415
Deposits, prepayments and other receivables	**(11,281)**	(32,176)
	153,959	44,551
Increase / (decrease) in current liabilities:		
Trade and other payables	**90,879**	(171,185)
	244,838	(126,634)

31. OPERATING SEGMENTS

The financial information has been prepared on the basis of a single reportable segment.

31.1 Sales from pharmaceutical products and others represent 100% and Nil (2012: 97% and 3%) of total revenue of the Company respectively.

31.2 The sales percentage by geographic region is as follows:

	November 30, 2013	November 30, 2012
	(Percentage)	
Pakistan	**93.9%**	92.1%
Other Asian countries	**6.1%**	7.9%
	100%	100%

31.3 All non-current assets of the Company as at November 30, 2013 are located in Pakistan.

31.4 Sales to four major customers of the Company is around 46.46% during the year ended November 30, 2013 (2012: 49.9%).

32. FINANCIAL INSTRUMENTS

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

- Credit risk
- Liquidity risk
- Market risk

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

Risk management systems are reviewed regularly by the Board to reflect changes in market conditions and the Company's activities. The company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees compliance by management with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

32.1 Credit risk

Exposure to credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the trade debts, loans and advances, trade deposits and other receivables. To reduce exposure to credit risk the Company has developed a formal approval process whereby credit limit are applied to its customers. The management also continuously monitors the credit exposure towards the customers. Outstanding customer balances are regularly reviewed. Some customers are also secured, where possible by way of inland letters of credit, security deposit and bank guarantees.

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

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Long-term loans	**7,194**	4,802
Long-term deposits	**10,010**	6,819
Trade debts	**85,637**	116,123
Loans and advances	**7,146**	5,187
Interest accrued	**1,720**	655
Trade deposits and other receivables	**83,501**	73,741
Bank balances	**307,475**	170,706
	502,683	378,033

Credit risk is mitigated as the Company have an advance cash receipt model for all its domestic distributors. Accordingly, the Company believes that it is not exposed to major credit risk in respect of trade debtors.

The bank balances represents low credit risk as they are placed with reputed banks with strong credit ratings.

32.2 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company’s approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The following are the contractual maturities of financial liabilities based on the remaining period at the balance sheet date to maturity date.

Financial liabilities	November 30, 2013				
	Carrying Amount	Contractual cash flows	Six months or less	Six to twelve months	One to two years
	------------	------------ (Rupees in '000)	------------	------------	------------
Creditors	182,674	(182,674)	(130,667)	(52,007)	-
Accrued liabilities	201,505	(201,505)	(201,505)	-	-
Accumulated compensated absences	14,057	(14,057)	(14,057)	-	-
Payable to provident fund	56	(56)	(56)	-	-
Payable to gratuity and pension funds	53,471	(53,471)	(53,471)	-	-
Unclaimed dividend	3,447	(3,447)	(3,447)	-	-
	455,210	(455,210)	(403,203)	(52,007)	-

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amount.

Financial liabilities	November 30, 2012				
	Carrying Amount	Contractual cash flows	Six months or less	Six to twelve months	One to two years
	------------	------------ (Rupees in '000)	------------	------------	------------
Creditors	113,140	(113,140)	(54,433)	(58,707)	-
Accrued liabilities	182,927	(182,927)	(182,927)	-	-
Accumulated compensated absences	25,770	(25,770)	(25,770)	-	-
Payable to provident fund	2,113	(2,113)	(2,113)	-	-
Payable to gratuity and pension funds	9,775	(9,775)	(9,775)	-	-
Unclaimed dividend	2,867	(2,867)	(2,867)	-	-
	336,592	(336,592)	(277,885)	(58,707)	-

32.3 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise of foreign currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within an acceptable range.

32.3.1 Foreign Currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into are denominated in foreign currencies.

Following is the gross balance sheet exposure classified into foreign currency:

	Amount in USD	
	November 30, 2013	November 30, 2012
Trade debts	**492,609**	883,566
Other receivables	**107,172**	30,713
Bank balances	**158,943**	155,949
Creditors	**479,296**	607,922
Net balance sheet exposure	**279,428**	462,306

The significant exchange rates applied during the year are average rate @ Rs. 100.56 (2012: Rs. 92.58) and the spot rate @ Rs.108.51 (2012: Rs. 96.57).

32.3.2 Sensitivity analysis

At reporting date, if the Pak Rupee had strengthened / weakened by 10% against the US Dollar with all other variables held constant, post-tax profit for the year would have been higher / lower by Rs. 3.03 million (2012:Rs. 4.46 million).

32.3.3 Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to change in the market interest rate. As at November 30, 2013 Rs. 307.47 million (2012: Rs. 170.71 million) interest bearing financial assets are on fixed interest rates, hence management believes that the Company is not materially exposed to interest rate changes.

32.4 Fair value of financial assets and liabilities

The major portion of the Company's financial instruments are short term in nature and would be settled in the near future. The fair values of these instruments are not materially different from their carrying values.

33. CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to support the sustained development of its business.

The current capital structure of the Company is equity based with minimal or no financing through borrowings.

34. PLANT CAPACITY AND ANNUAL PRODUCTION

The capacity and production of the Company's plants are indeterminable as these are multi-product and involve varying processes of manufacture.

35. DISCONTINUED OPERATIONS

In April 2012, Pfizer Inc., USA, the Company's ultimate parent company, entered into an agreement to divest its Nutrition business globally to Nestle S.A. This sale include the Nutrition business carried on in Pakistan by the Company. As a consequence of this agreement the Company has disposed all its nutrition business to Nestle Pakistan Limited on 30 November 2012 and has presented its Nutrition business as discontinued operations. Accordingly Nestle Pakistan Limited has paid Rs. 193.06 million to the Company for net assets, mainly comprising inventory, transferred to Nestle Pakistan Limited on 30 November 2012, resulting in a gain of Rs. 104.178 million as disclosed below. The revenues and expenses related to the Nutrition business carried on in Pakistan by the Company are given below:

	November 30, 2013	November 30, 2012
	(Rupees in '000)	
Net sales	-	98,216
Cost of sales	-	70,887
Gross profit	-	27,329
Selling, marketing and distribution expenses	-	38,859
Administrative expenses	-	2,943
	-	41,802
	-	(14,473)
Gain on sale of discontinued operations	-	104,178
Other operating expenses	-	1,771
Profit before taxation from discontinued operations	-	87,934
Taxation		
- On operating activities	-	2,036
- On gain on sale of discontinued operations	-	26,402
	-	28,438
Profit after tax from discontinued operations	-	59,496
Analysis of the cash flows of discontinued operations		
Operating cash inflows	-	216,908
Investing cash flows	-	-
Financing cash flows	-	-
Net cash inflows	-	216,908

36. EVENTS AFTER BALANCE SHEET DATE

The board of directors have proposed a final cash dividend for the year ended November 30, 2013 of Rs. 20 per share, amounting to Rs. 28.432 million at their meeting held on February 26, 2014 subject to the approval of members at the annual general meeting to be held on March 27, 2014.

These financial statements do not reflect the final cash dividend as this has been proposed subsequent to the balance sheet date.

37. GENERAL

These financial statements were authorised for issue on February 26, 2014 by the Board of Directors of the Company.

Dr. Farid Khan Chief Executive	**Moin M. Fudda** Director

SIX YEARS AT A GLANCE
from 2008 to 2013

(Rupees in '000)

	2008	2009*	2010	2011	2012	2013
Sales	2,383,639	2,306,323	2,310,191	2,899,363	3,145,950	3,115,717
Cost of sales	1,678,989	1,805,262	1,829,653	2,157,447	2,414,714	2,518,823
Gross profit	704,650	501,061	480,538	741,916	731,236	596,894
Selling,marketing, distributio and administrative expenses	450,571	500,154	448,152	474,763	477,186	528,689
Other operating income (expenses) - net	(23,884)	(28,748)	13,857	6,562	(8,941)	11,233
Operating profit / (loss)	230,195	(27,841)	46,243	273,715	245,109	79,438
Finance cost	1,106	3,752	3,014	870	877	208
Profit/ (loss) before taxation	229,089	(31,593)	43,229	272,845	244,232	79,230
Taxation	84,797	55,256	16,770	122,453	111,951	45,305
Profit/ (loss) after taxation	144,292	(86,849)	26,459	150,392	132,281	33,925
Shareholders' equity	1,130,852	982,263	1,008,823	1,170,384	1,305,447	1,226,577
Property, plant and equipment	226,632	179,681	144,887	134,964	149,789	207,974
Current assets	1,271,621	1,258,573	1,391,209	1,569,362	1,523,495	1,453,802
Current liabilities	370,635	464,793	544,087	553,830	382,676	474,135
Current ratio	3.43	2.71	2.56	2.83	3.98	3.07
Dividend	250%	-	10%	40%	80%	20%
Number of employees as at December 31/ November 30	344	341	304	279	249	231

* Profit and Loss Account items reflect eleven months' period.

All Balance Sheet Items of the year 2008 show the position as at December 31 while for the years 2009 - 2013 show the position as at November 30.

PATTERN OF SHAREHOLDING
AS AT NOVEMBER 30, 2013

NO. OF SHAREHOLDERS	HAVING SHARES FROM	TO	SHARES HELD	PERCENTAGE
584	1	100	12,993	0.91
76	101	500	18,628	1.31
13	501	1000	9,152	0.64
18	1001	5000	39,760	2.80
1	5001	10000	8,040	0.57
1	10001	15000	10,201	0.72
1	15001	20000	17,720	1.25
1	20001	25000	23,440	1.65
1	30001	35000	33,220	2.33
1	50001	55000	52,374	3.68
1	55001	60000	59,477	4.19
1	110001	115000	111,574	7.85
1	445001	450000	448,560	31.55
1	575001	580000	576,470	40.55
701			**1,421,609**	**100.00**

CATEGORIES OF SHAREHOLDERS
AS AT NOVEMBER 30, 2013

PARTICULARS	SHAREHOLDERS	SHAREHOLDING	PERCENTAGE
Associated companies	2	1,025,030	72.10
NIT	2	114,574	8.06
Directors, Chief Executive and their spouses and minor children	7	131	0.01
Banks, DFI & NBFI	2	62,034	4.36
Insurance companies	2	70,094	4.93
Modarbas and Mutual Funds	3	59,860	4.21
Residents Individuals	659	73,720	5.19
Non - resident Individuals	11	1,012	0.07
Others	13	15,154	1.07
COMPANY TOTAL	**701**	**1,421,609**	**100.00**

CATEGORIES OF SHAREHOLDERS
AS AT NOVEMBER 30, 2013

Information under clause xvi (j) of the Code of Corporate Governance

Category No.	Categories of Shareholders	Number of shares held	Percentage
1	**Associated companies, undertakings and related parties**		
	Wyeth LLC, U.S.A	576,470	40.5505
	Wyeth Holdings Corporation, U.S.A.	448,560	31.5530
2	**NIT**		
	National Bank of Pakistan (Trustee Department)	114,574	8.0595
3	**Directors, Chief Executive and their spouses and minor children**		
	Ifthikhar Soomro	2	0.0001
	Husain Lawai	21	0.0015
	Moin M. Fudda	2	0.0001
	Badaruddin F. Vellani	100	0.0070
	S. M. Wajeehuddin	2	0.0001
	Iqbal Bengali	2	0.0001
	Ifthikhar Ahmed Jafri	2	0.0001
4	**Public Sectors Companies and corporations**	Nil	Nil
5	**Banks, Developments Financial Institutions, Non-Banking Financial Institutions, Insurance Companies, Modarabas and Mutual Funds**		
	National Bank of Pakistan	59,477	4.1838
	State Life Insurance Corporation of Pakistan	52,374	3.6841
	EFU General Insurance Co. Ltd.	17,720	1.2465
	Trustee National Bank of Pakistan Employees Pension Fund	10,201	0.7176
	The Bank of Khyber	2,557	0.1799
	Trustees Muhammad Amin Wakf Estate	2,990	0.2103
	CDC - Trustee PICIC Investment Fund	23,440	1.6488
	CDC - Trustee PICIC Growth Fund	33,220	2.3368
	CDC - Trustee PICIC Stock Fund	3,200	0.2251
6	**Shareholders holding five percent or more voting interest in the Listed Company**		
	Wyeth LLC, U.S.A	576,470	40.5505
	Wyeth Holdings Corporation, U.S.A.	448,560	31.5530
	National Bank of Pakistan (Trustee Department)	114,574	8.0595

Wyeth

FORM OF PROXY
Sixty Fifth Annual General Meeting

I, We ______________________________ of ____________________

______________________(full address) being a member of **Wyeth Pakistan Limited**

hereby appoint ____

of ______________________________ (full address) or failing him

______________________ of ______________________ (full address) as my / our Proxy to attend and vote for me / us and on my / our behalf at the Sixty Fifth Annual General Meeting of the Company to be held on Thursday, March 27, 2014 at 11:00 a.m. and any adjournment thereof.

As witness my/our hand this ______________ **day of** ____________ **2014 signed**

by ______________________ **in presence of** ____________________

____

Please affix Revenue Stamp of Rs 5.00

Signature and address of Witness

Signature of Member

Folio No. / CDC Account and Participant's CNIC Number

Number of Shares held

1. A member entitled to attend and vote at Annual General Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy must be a member of the Company.

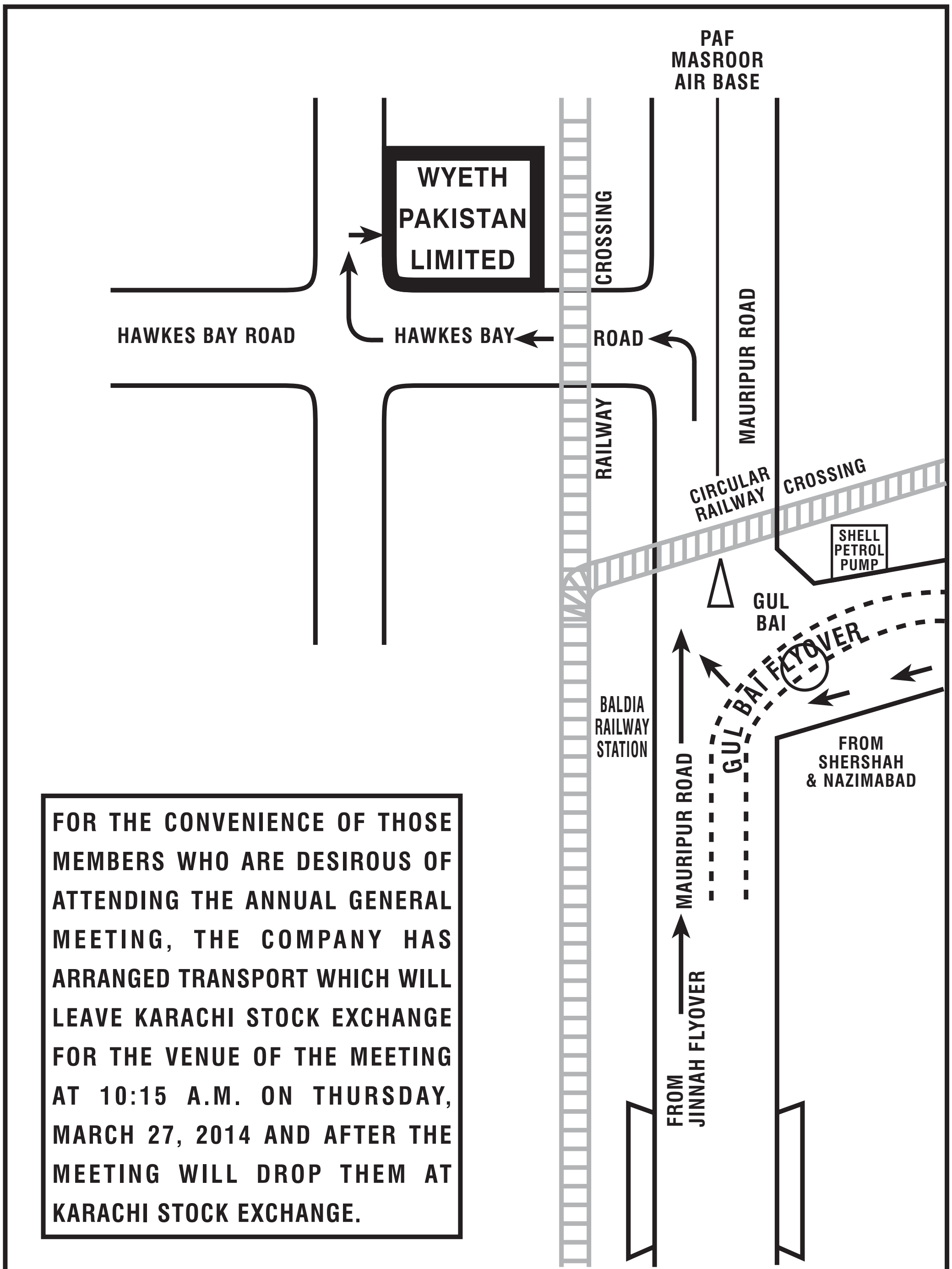
2. The instrument appointing a proxy should be signed by the member or by his attorney duly authorized in writing. If the member is a corporation its common seal should be affixed to the instrument.

3. The instrument appointing a proxy, together with the Power of Attorney if any under which it is signed or a notarilly certified copy thereof, should be deposited at the Registered Office of the Company not less that 48 hours before the time for holding the meeting.

4. In case of Proxy for any individual beneficial owner of CDC, entitled to attend and vote at this meeting, it is necessary to deposit the attested copies of beneficial owner's Computerized National Identity Card (CNIC), Account and Participant's CNIC numbers. The Proxy shall produce his original CNIC at the time of the meeting. Representative of corporate members should bring the usual documents for such purpose.

TRANSPORT ARRANGEMENT TO ATTEND THE 65TH ANNUAL GENERAL MEETING
OF WYETH PAKISTAN LIMITED
ON THURSDAY, MARCH 27, 2014
AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY,
S-33, HAWKES BAY ROAD, S.I.T.E., KARACHI.

LOCATION PLAN



FOR THE CONVENIENCE OF THOSE MEMBERS WHO ARE DESIROUS OF ATTENDING THE ANNUAL GENERAL MEETING, THE COMPANY HAS ARRANGED TRANSPORT WHICH WILL LEAVE KARACHI STOCK EXCHANGE FOR THE VENUE OF THE MEETING AT 10:15 A.M. ON THURSDAY, MARCH 27, 2014 AND AFTER THE MEETING WILL DROP THEM AT KARACHI STOCK EXCHANGE.