



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Shareholders of the Company will be held at 9:30 a.m. on Thursday, September 27, 2018 at 2nd Floor, Federation House, Sharae Firdousi, Clifton, Karachi, to transact the following business:

### Ordinary Business:

1. To confirm Minutes of Annual General Meeting held on September 29, 2017.
2. To receive, consider and adopt the Audited Annual Financial Statements of the Company for the year ended June 30, 2018 together with the Chairman's Review, Directors' and Auditors' Reports, thereon.
3. To consider and approve the Cash dividend at the rate of 100% (Rs. 10 per share) for the year ended June 30, 2018 as recommended by the Board of Directors.
4. To appoint auditors and fix their remuneration for the year ending June 30, 2019. The present auditors M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.

### Special Business:

To consider and, if thought fit, pass with or without modification the following resolutions as Special Resolution:

5. To consider and approve the bonus shares issue @ 40% (2 bonus shares for every 5 shares held) for the year ended June 30, 2018 as recommended by the Board of Directors.
- 5.1 **RESOLVED** "that a sum of Rs. 69,599,070/- out of Company's profit be capitalized for issuing 6,959,907 fully paid ordinary shares of Rs. 10/- each as bonus shares to be allotted to those shareholders of the Company, whose names shall appear in the register of members at the close of business on September 12, 2018 @ 40% in the proportion of 2 ordinary shares of Rs. 10/- each for every 5 ordinary shares held by a shareholder. The said shares shall rank pari passu with the existing shares of the Company as regards future dividend and in all other respects."
- 5.2 **FURTHER RESOLVED** "that all the fractional bonus shares shall be combined and the Directors be and are hereby authorized to combine and sell the fractional shares so combined in the stock market and pay the proceeds of sales thereof, when realized, to a charitable institution approved under the Income Tax Ordinance, 2001".
- 5.3 **FURTHER RESOLVED** "that the Directors be and are hereby authorized to give effect to the foregoing resolutions and in this regard to do or cause to be done all acts, deeds and things that may be necessary or required."
6. To consider and if thought fit to pass the following resolution as special resolution with or without modification to amend its Articles of association of the company.
- 6.1 **RESOLVED** "that the subject to obtaining the requisite approvals, Articles of Association of the Company be and are hereby altered to bring them in conformity with the Companies Act, 2017 and for that purpose, the revised Articles of Association of the Company, as initiated by the CEO for the purpose of identification, be and are hereby adopted as Articles of Association of the Company, in substitution of and to the exclusion of the existing Articles of Association."
- 6.2 **FURTHER RESOLVED** "that the Secretary of the Company or any one of the Director be and is hereby authorized to take all necessary actions for the purpose to give effect to the above resolution for alteration in the Articles of Association of the Company and make necessary filings and complete legal formalities as may be required to implement the aforesaid resolution."

A statement under section 134(3) of the Companies Act, 2017 pertaining to the Special Business referred to above is annexed to this Notice of Meeting.

### Other Business:

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

BY ORDER OF THE BOARD

Company Secretary

Karachi: September 06, 2018

### NOTES:

1. The Share Transfer Books of the Company will remain closed from September 13, 2018 to September 27, 2018 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. Hameed Majeed Associates (Private) Limited, Karachi Chambers, Hasrat Mohani Road, Karachi before the close of business on September 12, 2018 will be considered in time for the purpose of entitlement for cash dividend and bonus shares.
2. A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote on his / her behalf. Proxies in order to be effective must be received at the Registered Office of the Company or at the office of our Share Registrar M/s. Hameed Majeed Associates (Private) Limited not less than 48 hours before the time of the meeting. A proxy form is attached in the last portion of this report.
3. Any individual Beneficial Owner of the Central Depository Company (CDC), entitled to vote at this meeting must bring his / her Computerized National Identity Card (CNIC) or passport (in case of foreigner) along with CDC account number to prove his / her identity and in case of proxy must enclose an attested copy of his / her CNIC or passport. Representatives of corporate members should bring the usual documents required for such purpose.
4. Members are requested to immediately inform the Company's Share Registrar of any change in their mailing address.
5. **Submission of CNIC or Passport**

Members are requested to provide by mail or fax, photocopy of their CNIC or passport (in case of foreigner), unless it has been provided earlier, enabling the Company to comply with relevant laws.