



ATTOCK CEMENT PAKISTAN LIMITED

D-70, Block - 4, Kehkashan - 5, Clifton, Karachi - 75600
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NOTICE OF THE THIRTY NINTH (39TH) ANNUAL GENERAL MEETING

Notice is hereby given that the 39th Annual General Meeting of Attock Cement Pakistan Limited (the "Company") will be held on October 18, 2018 at 12:00 hours at Marriott Hotel Karachi to transact the following:

Ordinary Business

- To receive, consider and adopt the audited accounts of the Company for the year ended June 30, 2018 together with the Report of Auditors and the directors thereon.
- To consider and if thought fit, approve the final cash dividend of 80% (Rs. 8.00 per share) as recommended by the Board of Directors for the year ended June 30, 2018.
- To appoint the auditors for the financial year 2018-19 and to fix their remuneration.

Special Business

- To consider and if thought fit, to pass the following Resolution as an ordinary resolution:

Resolved:

- that a sum of Rs. 229,044,936 be capitalized out of the free reserves of the Company and applied towards issue of 22,904,493 ordinary shares of Rs. 10/- each as fully paid bonus shares in the proportion of one (1) ordinary share for every five (5) ordinary shares held by the members of the Company whose names appear on the register of members as at the close of business on October 10, 2018;
 - that the bonus shares so allotted shall not be entitled for final cash dividend for the year 2017-18;
 - that the bonus shares so allotted shall rank pari passu in every respect with the existing shares;
 - that the members entitled to fractions of a share shall be given sale proceeds of their fractional entitlement for which purpose the fractions shall be consolidated into whole shares and sold in the stock market; and
 - that the Company Secretary be authorised and empowered to give effect to this resolution and to do or cause to do all acts, deeds and things that may be necessary or required for issue, allotment and distribution of bonus shares or payment of the sale proceeds of the fractions. In the case of non-resident member(s), the Secretary is further authorised to issue/export the bonus shares after fulfilling the statutory requirements."
- To transact any other business with the permission of the Chairman.

By Order of the Board
IRFAN AMANULLAH
Company Secretary

Karachi:
September 27, 2018

Notes:

- The Register of members and share transfer books of the Company will remain closed from October 11, 2018 to October 18, 2018 (both days inclusive).
- Only those members whose names appear in the register of members of the Company as on October 10, 2018 are entitled to attend and vote at the meeting.
- A member entitled to attend, speak and vote may appoint any other person as his / her proxy to attend, speak and vote on his / her behalf. Proxies must be received at the Registered Office of the Company duly signed not later than 48 hours before the time of holding the meeting. Form of proxy is enclosed herewith.
- Members who desire to stop deduction of Zakat from their dividends may submit a declaration on non-judicial stamp paper duly signed as required under the law.
- Members are requested to notify any changes in their addresses immediately.

CDC Account Holders will have to further follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan.

Deduction of the Income Tax from Dividend under Section 150 of the Income Tax Ordinance 2001 ("Income Tax Ordinance")

Pursuant to the provisions of the Finance Act 2017 effective July 1, 2017, the rates of deduction of Income tax from dividend payments under the Income Tax Ordinance, 2001 are as follows:

(a) Rate of tax deduction for filers	
of income tax returns	15%
(b) Rate of tax deduction for non-filers of income tax returns	20%

All shareholders/members of the Company who hold shares in Physical form are therefore requested to send a valid copy of their CNIC and NTN Certificates, to the Company's shares Registrar, M/s. FAMCO Associates (Pvt.) Ltd. 8-F, Near Hotel Faran, Nursery, Block-6, PECHS, Shahrah-e-Faisal, Karachi, to allow the Company to ascertain the status of the shareholder/member.

Shareholders/members of the Company who hold shares in the scrip-less form on Central Depository System (CDS) of Central Depository Company Pakistan Limited (CDC) are requested to send valid copies of their CNIC and NTN Certificates to their CDC Participants/CDC Investor Account Services.

TRANSMISSION OF ANNUAL AUDITED FINANCIAL STATEMENTS THROUGH CD/DVD:

The Company has circulated annual financial statements to its members through CD at their registered address. Printed copy of above referred statements can be provided to members upon request. Request Form is available on the website of the Company i.e. www.attockcement.com.

TRANSMISSION OF ANNUAL REPORTS THROUGH E-MAIL:

The SECP vide SRO 787 (1)/2014 dated September 08, 2014 has provided an option for shareholders to receive audited financial statements along with notice of annual general meeting electronically through email. Hence, members who are interested in receiving the annual reports and notice of annual general meeting electronically in future are requested to send their email addresses on the consent form placed on the Company's website www.attockcement.com. The Company shall, however additionally provide hard copies of the annual report to such members, on request, free of cost.

AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON COMPANY'S WEBSITE:

The audited financial statements of the Company for the year ended June 30, 2018 have been made available on the Company's website www.attockcement.com, in addition to annual and quarterly financial statements for the prior years.

PAYMENT OF DIVIDEND THROUGH BANK ACCOUNT OF THE SHAREHOLDER:

In accordance with Section 242 of the Companies Act, 2017 cash dividend can only be paid through electronic mode directly into the respective bank account designated by the entitled shareholder. Shareholders are requested to provide their bank account details (IBAN format) directly to our share registrar (for physical shares) or to their respective participant / broker (for CDS shares) as the case may be. The subject form is available at Company's website i.e. www.attockcement.com.

CONSENT FOR VIDEO CONFERENCE FACILITY:

In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility a request is to be submitted to the Company Secretary of the Company on given address:

The Company Secretary, Attock Cement Pakistan Limited, D-70, Block-4, Kehkashan-5, Clifton, Karachi.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017: ISSUE OF BONUS SHARES:

The Directors are of the view that with the existing profitability, the Company's financial position justifies capitalization of Rs. 229,044,936 out of the free reserves as at June 30, 2018, by issuing fully paid bonus shares in the proportion of one share for every five shares held. The Directors of the Company, directly or indirectly, are not personally interested in this issue, except to the extent of their shareholding in the Company.

