



PAKISTAN LIMITED

# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the shareholders of ADOS Pakistan Limited will Insha'Allah be held on Tuesday October 31, 2017 at 10.30 A.M at its registered office at Plot No. 294, Street No. 03, I-9/3, Industrial Area, Islamabad to transact the following business:

## ORDINARY BUSINESS:

1. To confirm the minutes of 31st Annual General Meeting held on October 31, 2016.
2. To receive, consider and adopt the Audited Financial Statements for the year ended June 30, 2017 together with Director's and Auditor's report therein.
3. To appoint auditors for the year ending June 30, 2018 and to fix their remuneration.

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

By Order of the Board  
**SABINA ANSARI**  
Company Secretary

Islamabad: October 09, 2017

## Notes:

- i) Share Transfer Book will remain closed from October 24, 2017 to October 31, 2017 [Both days inclusive]. Transfers received at Share Registrar, M/s JWAFS Registrar Services (Private) Limited, 407-408, Al-Ameera Center, Shahrāh -e- Iraq, Saddar, Karachi at the close of business on October 23, 2017 will be treated in time for the purpose of attending the Annual General Meeting and payment of Dividend.
- ii) A member entitled to be present and vote at the meeting may appoint another member, as his/her proxy to attend, speak and vote on his/her behalf. The instrument appointing proxy and the power of attorney or other authority under which it is signed or a notariāly certified copy of power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of meeting.

Members who have deposited their shares in the Central Depository system of the Central Depository Company of Pakistan Limited will have to follow the under mentioned guidelines as laid down by the Securities & 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 Director's resolution / Power of attorney with specimen signature of the nominee shall be produced at the time of 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 meeting.
- v. In case of corporate entity, the Board of Director's Resolution/ Power of attorney with specimen signatures shall be submitted along with proxy form to the Company.

- iii) **Submission of CNIC (Mandatory):** Pursuant to the directives of the Securities and Exchange Commission of Pakistan (SECP) vide SRO 779(I) 2011 dated August 18, 2011 and SRO 831(I)/2012 dated July 05, 2012, dividend warrants should bear CNIC of the registered shareholders. Accordingly, Shareholders who have not yet submitted copy of their valid CNIC and NTN (in case of corporate entities) are requested to submit the same to the Share Registrar at their above stated address, with members' folio number, mentioned thereon. It may kindly be noted that in case on non-receipt of the copy of valid CNIC, the Company would be constrained to withhold dispatch of dividend warrants.

- iv) Shareholders are also requested to notify any change in their address to the Company's share Registrars M/s JWAFS Registrar Services (Pvt.) Limited at their address stated above.

- v) **Dividend Mandate-:** The Provisions of section 242 of the Companies Act, 2017 (the "Act") provides that any dividend declared by a company must be paid to its registered shareholders or to their order within such period and in such manner as may be specified. Further, the second provision of the said section states that in case of a listed company any dividend payable in cash shall be paid through electronic mode directly into the bank account designated by the entitled shareholders. Further, the SECP vide Circular No. 8(4) SM/CDC 2008 dated April 05, 2013 have issued instructions so that the shareholders can get their dividend credited in their respective bank accounts electronically without any delay. The shareholders may therefore authorize the Company to credit the dividend directly to their bank account for all future dividends declared by the Company. Accordingly all non CDC shareholders are requested to send their bank account details to the Company's Share Registrar. Shareholders who hold shares with Participant /Central Depository Company of Pakistan Limited (CDC) accounts are advised to provide the mandate to the concerned stock broker (participant)/CDC.

- vi) **Filer and Non-Filer Status:** Filer and Non-Filer Status: The Government of Pakistan through Finance Act, 2017, has made certain amendments in section 150 of the Income Tax Ordinance, 2001 (Ordinance) whereby different rates are prescribed for deduction of withholding tax on the amount of dividend. These tax rates are as under:

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|---|-----|
| a) For Filers of Income Tax Returns     | 15% |
| b) For Non-Filers of Income Tax Returns | 20% |

For this purpose, the term "filer" means a taxpayer whose name appears in the Active Taxpayers List (ATL) issued by the Federal Board of Revenue (FBR), from time to time whereas "non-filer" is a person other than a "filer". FBR has uploaded an ATL on its web-site which can be accessed at [www.fbr.gov.pk](http://www.fbr.gov.pk). At the time of dividend distribution, the Company being a withholding agent would check the above status of the individual shareholder and respective withholding tax rates will be applied accordingly.

- v) Video Conferencing Facility: If the Company receives consent (as stated below) from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least seven (7) days prior to the date of extra ordinary general meeting, the company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard, please fill the following and send at registered address of the Company :

I/we, \_\_\_\_\_ of \_\_\_\_\_, being a member of ADOS Pakistan Limited, holder of \_\_\_\_\_ ordinary share(s) as per registered Folio/CDC Account /No \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_. Signature of member \_\_\_\_\_.

- vii) Shareholders claiming exemption from Zakat are required to file their declaration with the Share Registrar of the Company

- vi) Accounts of the Company for the year ended June 30, 2017 has also been provided on the website [[www.ados.com.pk](http://www.ados.com.pk)]