



PAKISTAN LIMITED

# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the shareholders of ADOS Pakistan Limited will Insha'Allah be held on Friday October 26, 2018 at 10.30 A.M at its registered office at 2nd Floor, FJ-Plaza, College Road, F-7 Markaz, Islamabad to transact the following business:

## ORDINARY BUSINESS:

1. To confirm the minutes of 32nd Annual General Meeting held on October 31, 2017.
2. To receive, consider and adopt the Audited Financial Statements for the year ended June 30, 2018 together with Director's and Auditor's report therein.
3. To appoint auditors for the year ending June 30, 2019 and to fix their remuneration.

## OTHER BUSINESS:

4. To transact any other business with permission of the chair.

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

Islamabad: October 04, 2018

## Notes:

- i) Share Transfer Book will remain closed from October 19, 2018 to October 26, 2018 [Both days inclusive]. Transfers received at Share Registrar, M/s JWAFS Registrar Services (Private) Limited, 407-408, Al-Ameera Center, Shahrah -e- Iraq, Saddar, Karachi at the close of business on October 18, 2018 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 notarially 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):** Individual shareholders are once again reminded to submit a copy of their valid CNIC, if not provided earlier to the Company's share registrar, Central Depository of Pakistan Limited. In case of non-availability of a valid copy of the shareholders' CNIC in the records of the company, the company shall withhold the dividend under the provisions of section 243 of the Companies Act, 2017.

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) **Payment of Cash Dividend Electronically (Mandatory):** Under section 242 of the Companies Act, 2017 (the "Act") and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. Shareholders are requested to provide to the Company's share registrar, particulars relating to name, folio number, IBAN which is mandatory for credit of dividend, title of account and complete mailing address of the bank. CDC account holders should submit their request directly to their broker (participant)/CDC latest by October 26, 2018. In case of non-receipt of proper details of IBAN, company will not be able to credit the dividend to your bank account and shall withheld the same as directed by SECP till providence of that information. For your convenience, an electronic credit mandate form has been made available at our website [www.ados.com.pk](http://www.ados.com.pk). The scanned copy of the duly filled and signed form shall be submitted to their broker (participant)/CDC in case shares are held in book entry form or in case of physical shares the same shall be send through post/courier to Company's Share Registrar M/s JWAFS Registrar Services (Pvt.) Limited at their address stated above.

vi) **Withholding Tax on Dividend:** Currently, the deduction of withholding tax on the amount of dividend paid by the companies under section 150 of the Income Tax Ordinance, 2001 (Ordinance) are as under:

- |                                         |     |
|-----------------------------------------|-----|
| 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), 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.

**In case of Joint Account holders,** in order to enable the company to follow the directives of the regulators to determine shareholding ratio of the Joint Account Holder(s) (where shareholding has not been determined by the principal shareholder) for deduction of withholding tax on dividend of the company, shareholders are requested to please furnish the shareholding ratio details of themselves as principal shareholder and their joint holders, to the company's share registrar enabling the company to compute withholding tax of each shareholder accordingly. In case the company does not received information each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

vii) **Video Conferencing Facility:** Pursuant to the provisions of Companies Act, 2017 the company may on the demand of members at least 7 days before the general meeting, residing in a city, who hold at least 10% of the total paid up capital of the company, provide the facility of video-link (optional) to such members enabling them to participate in its annual general meeting. If you wish to take benefit of this facility, please fill the form available on the company's website and submit it to the company.

The Company will intimate members the venue of the video conference facility, if required criteria have been fulfilled, at least 7 days before the date of general meeting along with complete information necessary to enable them to access such facility.

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

ix) SECP has issued an SRO No. 634(I)/2014 whereby every listed company shall maintain a functional website of the Company. In compliance of the said SRO, we would like inform our shareholders that annual report of the Company for the year ended June 30, 2018 has been placed on Company's website for information and access of the shareholders.

## x) Distribution of Annual Report through Email (Optional):

Pursuant to the provisions of section 223(6) of the Companies Act, 2017, the companies are permitted their annual financial statements, along with auditor's report, directors' report etc. (Annual Report) and the notice of annual general meeting to its shareholders by email. Shareholders of the company who wish to receive the Company's Annual report and Notices of annual general meeting by email are requested to provide completed the completed electronic communication form (available on the company's website) to the Company's share registrar, Central Depository Company of Pakistan Limited.

## xi) Unclaimed Dividend:

Pursuant to section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company, which remain unclaimed or unpaid for a period of three years from the date it become due payable shall vest with Federal Government after compliance of procedures prescribed under the Companies Act, 2017. Section 244(1)(a) of the Act requires the Company to give a 90 days' notice to the members to file their claim with the Company. Shareholders are hereby informed that a list of all unclaimed dividend has been added on the company's website: [www.ados.com.pk](http://www.ados.com.pk). Any member affected by this notice is advised to contact share registrar of the company M/s JWAFS Registrar Services (Private) Limited, 407-408, Al-Ameera Center, Shahrah -e- Iraq, Saddar, Karachi.