

7<sup>th</sup> October 2016

The General Manager,  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

Contact:021-32439618;021-35274381  
Fax: 021-111-573-329

**Subject: NOTICE OF TWENTY SECOND ANNUAL GENERAL MEETING**  
**ARIF HABIB CORPORATION LIMITED**

Dear Sir,

Please find enclosed the following documents for your record and information:

- Notice of the Twenty Second Annual General Meeting of the Shareholders of Arif Habib Corporation Limited (AHCL) to be held on Saturday, 29<sup>th</sup> October 2016 at 10:45 a.m - (*Annexure – I*)

(To be published in the issues of Business Recorder in English language and in Nawa-e-Waqt in Urdu translation on 8<sup>th</sup> October 2016.)

- Statement under Section 160(1)(b) of the Companies Ordinance 1984 as Annexure to the Notice pertaining to the special businesses regarding Investment in Associates to be transacted in the meeting.

Statement under Section 160(1)(b) is included in the Annual Report of AHCL for 2016 which will be despatched to Stock Exchanges, Commission and shareholders)

Yours' faithfully,



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**Manzoor Raza**  
Company Secretary

**Arif Habib Corporation Limited**

Registered & Corporate Office: Arif Habib Centre, 23 M.T. Khan Road, Karachi - 74000  
Phone: +92 21 32460717-9 | Fax: +92 21 32468117, 32429653 | Web: www.arifhabibcorp.com

# Notice of Twenty Second Annual General Meeting

Notice is hereby given that the Twenty Second Annual General Meeting of the Shareholders of Arif Habib Corporation Limited ("the Company") will be held on Saturday, 29<sup>th</sup> October, 2016 at 10:45 a.m. at the Karachi Gymkhana 4-Club Road, 1st Floor Hall # 1, 2, 3, Karachi to transact the following business:

## Ordinary Business

- 1) To confirm minutes of the Extra Ordinary General Meeting held on 21<sup>st</sup> September 2016.
- 2) To receive, consider and adopt annual audited financial statements of the Company together with the Directors' and the Auditors' Reports thereon for the year ended 30<sup>th</sup> June 2016 together with the Audited Consolidated Financial Statements of the Company and the Auditors' Reports thereon for the year ended 30<sup>th</sup> June 2016.
- 3) To appoint the Auditors for the year ending 30<sup>th</sup> June 2017 and fix their remuneration. The Board of Directors have recommended for reappointment of M/s. KPMG Taseer Hadi & Co., Chartered Accountants as external auditors.
- 4) To consider and approve final Cash Dividend for the year ended 30<sup>th</sup> June 2016 at Rs. 2.50 per share i.e. 25% as recommended by the Board of Directors.

## Special Business

- 5) To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):

### Investment in Associated Companies & Associated Undertakings

**"RESOLVED THAT** the consent and approval be and is hereby accorded under Section 208 of the Companies Ordinance, 1984 and "Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012" for renewal of following equity investments limit upto unutilized portion for which approval had been sought in previous general meeting(s), in associated companies and associated undertakings as mentioned in the Statement under Section 160(1)(b)."

**"FURTHER RESOLVED THAT** the consent and approval be and is hereby accorded under Section 208 of the Companies Ordinance, 1984 and "Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012" for renewal of following sanctioned limits of loans and advances for which approval has been sought in previous general meeting(s), in associated companies and associated undertakings as mentioned in the Statement under Section 160(1)(b), whereas the renewal of limits will be in the nature of running finance and/or corporate guarantee for a period of one year and shall be renewable in next general meeting(s) for further period(s) of one year."

Rupees in million

	Name of Associated Companies & Undertakings	Renewal Requested	
		Unutilized Equity Portion	Sanctioned Loan/ Advance/ Guarantee
1	Javedan Corporation Ltd.	1,199	2,432
2	Summit Bank Ltd.	499	-
3	Arif Habib Ltd.	52	1,500
4	MCB-Arif Habib Savings and Investments Ltd.	399	-
5	Pakarab Fertilizers Ltd.	1,000	1,000
6	Fatima Fertilizer Company Ltd.	1,800	1,000
7	Rotocast Engineering Co. (Pvt.) Ltd.	300	200
8	Arif Habib Dolmen REIT Management Ltd.	1,500	1,000
9	Aisha Steel Mills Ltd.	1,545	6,250
10	Power Cement Ltd.	1,764	1,500
11	Sachal Energy Development (Pvt.) Ltd.	504	250
12	Safe Mix Concrete Ltd.	150	150
13	Dolmen City REIT	799	-

**“FURTHER RESOLVED THAT** the Chief Executive and/or the Company Secretary be and are hereby authorized to take and do and/or cause to be taken or done any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company’s funds as above, as and when required at the time of investment.”

#### Any Other Business

6) To consider any other business with the permission of the Chair.

A Statement under Section 160(1)(b) of the Companies Ordinance 1984 pertaining to the special business is being sent to the shareholders along with this notice.

By order of the Board

Karachi: 8<sup>th</sup> October 2016

**Manzoor Raza**  
Company Secretary

#### Notes:

- Share transfer books of the company will remain closed from 22<sup>nd</sup> October 2016 to 29<sup>th</sup> October 2016 (both days inclusive). Transfers received in order at the office of our registrar: M/s. Central Depository Company of Pakistan Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi, by the close of business on Friday, 21<sup>st</sup> October 2016 will be treated in time for the determination of entitlement of shareholders to cash dividend and to attend and vote at the meeting.
- A member entitled to attend and vote at the meeting may appoint another member as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.

3. Procedure including the guidelines as laid down in Circular No. I- Reference No. 3(5-A) Misc/ARO/LES/96 dated 26<sup>th</sup> January 2000 issued by Securities & Exchange Commission of Pakistan:
- (i) Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the meeting.
  - (ii) In the case of corporate entity, Board of Directors' resolution/power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
  - (iii) In order to be effective, the proxy forms must be received at the office of our registrar not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, NIC numbers and signatures.
  - (iv) In the case of individuals, attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
  - (v) In the case of proxy by a corporate entity, Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted alongwith proxy form.
4. Members are requested to submit copies of their CNICs and promptly notify any change in address by writing to the office of the registrar.

**Important:**

**Withholding tax on dividend**

The Government of Pakistan through Finance Act, 2016 has made certain amendments in tax rates applicable through Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are as under :

- For filers of Income Tax Returns                      12.5%
- For non-filer of Income Tax Returns                20.0%

Shareholders who are filers are advised to make sure that their names (and/or the name of their joint holders) are appearing in latest Active Tax Payers List (ATL) provided on the website of FBR, otherwise they (and/or joint holders) shall be treated as non-filers and tax on their cash dividend income will be deducted at the rate of 20.0% instead of 12.5%.

**Withholding tax on dividend in case of Joint Account Holders**

In order to enable the Company to follow the directives of the regulators to determine shareholding proportion in case of Joint account, all shareholders who hold shares with Joint shareholders, are requested to provide shareholding proportions of Principal shareholder and Joint Holder(s) in respect of shares held by them to our Share Registrar, in writing, as follows:

Folio / CDS Account #	Total Shares	Principal Shareholder		Joint Shareholder	
		Name and CNIC #	Shareholding Proportion (%)	Name and CNIC #	Shareholding Proportion (%)

**Note:** In the event of non-receipt of the information by 21<sup>st</sup> October 2016, each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

### **Notice to Shareholders who have not provided their CNIC**

The Individual Members who have not yet submitted photocopy of their valid Computerized National Identity Card (CNIC) to the Company / Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, M/s. Central Depository Company Pakistan Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi. The Corporate Entities are requested to provide their National Tax Number (NTN). Please give Folio Number with the copy of CNIC / NTN details. Reference is also made to the Securities and Exchange Commission of Pakistan (SECP) Notifications SRO 779(I)/2011 dated 18<sup>th</sup> August 2011 and SRO 831(I)/2012 dated 5<sup>th</sup> July 2012, SRO 19(I)/2014 dated 10<sup>th</sup> January 2014 and SRO 275(I)/2016 dated 31<sup>st</sup> March 2016 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 case of non-receipt of the copy of a valid CNIC, the Company would be unable to comply with aforementioned directives of SECP and therefore will be constrained under Section 251(2)(a) of the Companies Ordinance, 1984 to withhold dispatch of dividend warrants of such shareholders.

### **CNIC/Passport/NTN/Zakat Declaration**

Shareholders are advised to ensure that they have provided their Passport/NTN/CNIC and valid Zakat Declaration under Zakat & Ushr Ordinance 1980 (for Zakat Exemption) to their respective Participant/CDC Investor Account Services/Company's Share Registrar.

### **E-Voting**

Pursuant to the Companies (E-Voting) Regulations, 2016, shareholders will be able to exercise their right to vote through e-voting by giving their consent in writing at least 10 days before the date of the meeting to the Company on the appointment of Execution Officer by the intermediary as Proxy.

### **Distribution of Annual Report**

The audited financial statements of the Company for the year ended 30<sup>th</sup> June 2016 have been made available on the Company's website (<http://www.arifhabibcorp.com>) in addition to annual and quarterly financial statements for the prior years.

Further, this is to inform that in accordance with SRO 470(I)/2016 dated 31<sup>st</sup> May 2016, through which SECP has allowed companies to circulate the annual audited accounts to its members through CD/DVD/USB instead of transmitting the hard copies at their registered addresses, subject to consent of shareholders and compliance with certain other conditions, the Company has obtained shareholders' approval in an Extra Ordinary General Meeting held on 21<sup>st</sup> September 2016. Accordingly, Annual Report of the Company for the year ended 30<sup>th</sup> June 2016 is dispatched to the shareholders through CD. However, if a shareholder, in addition, request for hard copy of Annual Audited Financial Statements, the same shall be provided free of cost within seven days of receipt of such request. For convenience of shareholders, a "Standard Request Form for provision of Annual Audited Accounts" have also been made available on the Company's website (<http://arifhabibcorp.com/contact.php>).

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## Statement under Section 160(1)(b) of the Companies Ordinance, 1984

This statement sets out the material facts concerning the Special Business given in Agenda items No. 5 of the Notice to be transacted at the Annual General Meeting of the Company.

Directors of the Company have no interest in the investee companies except in their capacity as director / shareholder.

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Statement under Section 160(1)(b) of the Companies Ordinance, 1984, in compliance with Regulation 4(2) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012, for decision to make investment under the authority of a resolution passed pursuant to provisions of section 208 of the Ordinance is not implemented either fully or partially:

The Company in its previous general meetings had sought approvals under section 208 of the Companies Ordinance, 1984 for investments in the following Associated Companies and Associated Undertakings in which investment has not been made so far, either fully or partially. Approval of renewal of unutilised portion of equity investments and sanctioned limit of loans and advances is also hereby sought for some of the companies as per following details :

**1 Name of associated company/undertaking: Javedan Corporation Limited**

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	3,250,000,000	2,231,550,000	200,000,000
b)	amount of investment made to date;	2,050,909,906	-	200,000,000
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	Facility is in the nature of Guarantee; (to be) availed as when needed in the interest of the shareholders
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Earnings per share - basic & diluted		5.50 & 3.64	7.10 & 3.65
ii	Net Profit		695,616,000	800,521,000
iii	Shareholders Equity		8,936,538,000	8,745,100,000
iv	Total Assets		13,060,519	14,124,202,000
v	Break-up value		40.47	38.24
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 1,199,090,094	Sanctioned 2,231,550,000	Sanctioned 200,000,000

2 Name of associated company / undertaking : Summit Bank Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	755,822,522	-	-
b)	amount of investment made to date;	257,071,472	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	-	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	Earnings per share - basic & diluted		0.15 & 0.09	0.16 & 0.12
ii	Net Profit		217,222,000	229,450,000
iii	Shareholders Equity		11,957,666,000	12,361,537,000
iv	Total Assets		188,420,421,000	148,457,341,000
v	Break-up value		9.24	9.56
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 498,751,050	Sanctioned -	Sanctioned -

3 Name of associated company / undertaking : Arif Habib Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	2,921,676,000	1,500,000,000	-
b)	amount of investment made to date;	2,869,206,426	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Earnings per share		7.45	16.88
ii	Net Profit		409,496,751	928,534,952
iii	Shareholders Equity		2,705,524,303	2,681,027,552
iv	Total Assets		5,563,341,902	4,034,683,369
v	Break-up value		49.19	48.75
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 52,469,574	Sanctioned 1,500,000,000	Sanctioned -

4 Name of associated company / undertaking : MCB - Arif Habib Savings and Investments Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	481,200,000	-	-
b)	amount of investment made to date;	81,947,527	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	-	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Earnings per share		3.32	3.87
ii	Net Profit		239,108,886	278,863,350
iii	Shareholders Equity		1,549,228,787	1,505,038,859
iv	Total Assets		2,173,870,897	2,019,331,578
v	Break-up value		21.52	20.90
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 399,252,473	Sanctioned -	Sanctioned -

5 Name of associated company / undertaking : Pakarab Fertilizers Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	2,324,332,000	1,000,000,000	-
b)	amount of investment made to date;	1,324,332,073	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	Earning / (loss) per share		5.47	(0.10)
ii	Net Loss		2,459,712,000	(44,661,000)
iii	Shareholders Equity		23,911,341,000	20,773,411,000
iv	Total Assets		65,680,440,000	52,726,710,000
v	Break-up value		53.14	46.16
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 999,999,927	Sanctioned 1,000,000,000	Sanctioned -

6 Name of associated company / undertaking : Fatima Fertilizer Company Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	2,500,000,000	1,000,000,000	-
b)	amount of investment made to date;	700,037,106	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	Earnings per share		4.41	4.41
ii	Net Profit		9,253,611,000	9,257,796,000
iii	Shareholders Equity		40,288,509,000	36,757,024,000
iv	Total Assets		94,789,153,000	83,120,963,000
v	Break-up value		19.16	17.50
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 1,799,962,894	Sanctioned 1,000,000,000	Sanctioned -

7 Name of associated company / undertaking : Rotocast Engineering Company (Private) Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	300,000,000	200,000,000	-
b)	amount of investment made to date;	-	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	(Loss) / Earnings per share		(54.41)	106
ii	Net (Loss) / Profit		(54,409,362)	106,003,460
iii	Shareholders Equity		3,880,698,633	2,641,362,558
iv	Total Assets		5,937,415,088	3,559,052,252
v	Break-up value		3,880.7	2,641.36
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 300,000,000	Sanctioned 200,000,000	Sanctioned -

8 Name of associated company / undertaking : Arif Habib Dolmen REIT Management Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	1,500,000,000	1,000,000,000	-
b)	amount of investment made to date;	-	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	Earnings / (Loss) per share		8.76	(1.84)
ii	Net Profit / (Loss)		175,142,961	(15,566,686)
iii	Shareholders Equity		424,913,307	37,451,388
iv	Total Assets		1,546,425,753	54,654,622
v	Break-up value		21.25	3.75
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 1,500,000,000	Sanctioned 1,000,000,000	Sanctioned -

9 Name of associated company / undertaking : Aisha Steel Mills Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	3,750,000,000	2,750,000,000	3,500,000,000
b)	amount of investment made to date;	2,204,863,398	784,686,712	2,500,000,000
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	Facility is in the nature of Guarantee; (to be) availed as when needed in the interest of the shareholders
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Loss per share		(1.43)	(4.97)
ii	Net Loss		(154,891,000)	(1,210,822,000)
iii	Shareholders Equity		2,655,343,000	2,810,748,000
iv	Total Assets		15,352,275,000	15,336,862,000
v	Break-up value		5.15	5.45
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 1,545,136,602	Sanctioned 2,750,000,000	Sanctioned 3,500,000,000

10 Name of associated company / undertaking : Power Cement Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	3,322,000,000	1,000,000,000	500,000,000
b)	amount of investment made to date;	1,558,388,199	-	267,857,143
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	Facility is in the nature of Guarantee; (to be) availed as when needed in the interest of the shareholders
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Earnings		1.33	1.19
ii	Net Profit		486,391,000	433,833,000
iii	Shareholders Equity		2,348,110,000	1,862,170,000
iv	Total Assets		6,242,978,000	5,988,209,000
v	Break-up value		6.42	5.09
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 1,763,611,801	Sanctioned 1,000,000,000	Sanctioned 500,000,000

11 Name of associated company / undertaking : Sachal Energy Development Pvt Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	3,250,000,000	250,000,000	-
b)	amount of investment made to date;	2,746,465,560	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Loss per share		(0.05)	(0.33)
ii	Net Loss		(14,881,012)	(20,420,138)
iii	Shareholders Equity		2,601,435,541	481,851,553
iv	Total Assets		3,770,898,699	493,235,976
v	Break-up value		9.47	7.87
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 503,534,440	Sanctioned 250,000,000	Sanctioned -

12 Name of associated company / undertaking : Safe Mix Concrete Limited

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	150,000,000	150,000,000	-
b)	amount of investment made to date;	-	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	Facility is in the nature of running finance; (to be) availed as when needed in the interest of the shareholders	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2015</b>	FY2014
i	Earnings per share		1.04	0.68
ii	Net Profit		22,262,785	13,546,182
iii	Shareholders Equity		298,127,012	225,864,227
iv	Total Assets		458,307,524	387,934,327
v	Break-up value		11.93	11.29
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 150,000,000	Sanctioned 150,000,000	Sanctioned -

13 "Name of associated company / undertaking : Dolmen City REIT

S. No.	Description	Investment in Securities	Loans & Advances In The Nature of:	
			Running Finance	Corporate Guarantee
a)	total investment approved;	1,000,000,000	-	-
b)	amount of investment made to date;	201,492,133	-	-
c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and	Waiting for an appropriate time in the interest of the shareholders for complete utilisation	-	-
d)	material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:		<b>FY2016</b>	FY2015
i	Earnings per unit		7.98	0.08
ii	Net Profit		17,742,638,000	169,977,000
iii	Total unit-holders' fund		40,261,026,000	22,688,323,000
iv	Total Assets		40,885,917,000	23,218,502,000
v	Net Asset Value per unit		18.11	10.20
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised 798,507,867	Sanctioned -	Sanctioned -

# Form of Proxy

22<sup>nd</sup> Annual General Meeting

The Company Secretary  
Arif Habib Corporation Limited  
Arif Habib Centre  
23, M.T. Khan Road  
Karachi.

I/ we \_\_\_\_\_ of \_\_\_\_\_ being a member(s)  
of Arif Habib Corporation Limited holding \_\_\_\_\_ ordinary shares as per  
CDC A/c. No. \_\_\_\_\_ hereby appoint Mr./Mrs./Miss \_\_\_\_\_  
\_\_\_\_\_ of (full address) \_\_\_\_\_  
\_\_\_\_\_ or failing him/her  
Mr./Mrs./Miss \_\_\_\_\_ of (full address)  
\_\_\_\_\_

(being member of the company) as my/our Proxy to attend, act vote for me/us and on my/our behalf at  
the Twenty Second Annual General Meeting of the Company to be held on October 29, 2016 and/or  
any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

Witnesses:

1. Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
CNIC No. : \_\_\_\_\_  
Signature : \_\_\_\_\_

Signature on  
Rs. 5/-  
Revenue Stamp

2. Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
CNIC No. : \_\_\_\_\_  
Signature : \_\_\_\_\_

## NOTES:

1. A member entitled to attend and vote at the meeting may appoint another member as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
2. Proxy shall authenticate his/her identity by showing his/her original CNIC / passport and bring folio number at the time of attending the meeting.
3. In order to be effective, the proxy Form must be received at the office of our Registrar M/s. Central Depository Company of Pakistan, Share Registrar Department, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shakra-e-Faisal, Karachi, not later than 48 hours before the meeting duly signed and stamped and witnessed by two persons with their signature, name, address and CNIC number given on the form.
4. In the case of individuals attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy Form.
5. In the case of proxy by a corporate entity, Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted alongwith proxy Form.

کمپنی سیکریٹری

عارف حبیب کارپوریشن لمیٹڈ

عارف حبیب سینٹر

23، ایم ٹی خان روڈ

کراچی۔

میں مسماۃ / مسماۃ ساکن \_\_\_\_\_ ضلع \_\_\_\_\_

بجائے ممبر عارف حبیب کارپوریشن لمیٹڈ، مسماۃ / مسماۃ \_\_\_\_\_

ساکن \_\_\_\_\_ کو بطور مختار (پراکسی) مقرر کرتا ہوں تاکہ وہ میری جگہ اور میری طرف سے کمپنی کے

سالانہ اجلاس عام جو بتاریخ 29 اکتوبر، 2016 بروز ہفتہ منعقد ہو رہا ہے میں اور ان کے کسی ملٹوی شدہ اجلاس میں ووٹ ڈالے۔

دستخط: \_\_\_\_\_ بروز/بتاریخ \_\_\_\_\_ 2016

گواہان:

1

2

نام: \_\_\_\_\_

نام: \_\_\_\_\_

پتہ: \_\_\_\_\_

پتہ: \_\_\_\_\_

شناختی کارڈ نمبر: \_\_\_\_\_

شناختی کارڈ نمبر: \_\_\_\_\_

دستخط: \_\_\_\_\_

دستخط: \_\_\_\_\_

دستخط ۵ روپے  
ریونیو اسٹیٹ پیپ

نوٹ:

- وہ رکن جسے یہ اجلاس یا اجلاس میں ووٹ کا حق حاصل ہے وہ کسی ناگزیر صورت حال میں اپنی جگہ کسی دوسرے (مخصوص) رکن کو یہ حق دے سکتا ہے کہ وہ رکن اُس کی پراکسی استعمال کرتے ہوئے، اُس کے بجائے اجلاس میں شریک ہو سکتا ہے، خطاب کر سکتا ہے یا ووٹ کا اندراج کر سکتا ہے۔
- پراکسی ثابت کرنے کے لئے اُسے اپنا اصل پاسپورٹ اور فوٹیو نمبر سے دکھانا لازمی ہے تاکہ اجلاس میں شرکت کی اجازت سے قبل اُس کی شناخت کی جاسکے۔
- منوثر بنانے کے لئے، پراکسی فارم ہمارے رجسٹرار کے دفتر (ایم/ایس) سینٹرل ڈیپوزیٹری کمپنی آف پاکستان، شیئر رجسٹرار ڈیپارٹمنٹ، سی ڈی سی ہاؤس، 99-B، ایس، ایم، سی، ایچ، ایس، شاہراہ فیصل، کراچی، پاکستان، میں اجلاس سے کم از کم 48 گھنٹے قبل وصول ہونا لازمی ہے۔ فارم میں تمام مطلوبہ معلومات، رکن کے دستخط اور مہر، نیز دو گواہان کی بنیادی معلومات یعنی نام پتے، دستخط اور شناختی کارڈ نمبر کا اندراج ضروری ہے۔
- انفرادی رکن کی صورت میں اصل اور پراکسی کے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول منسلک کرنا لازمی ہے۔
- پراکسی کے کارپوریٹ ہونے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد، پاور آف اٹارنی، شناختی کارڈ اور پاسپورٹ کی تصدیق شدہ نقول، پراکسی فارم کے ساتھ منسلک کرنا ضروری ہے۔