



Baluchistan Wheels Limited

N.T.N : 0709848-7

October 05, 2018

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

Subject: Notice of Annual General Meeting for the year ended June 30, 2018

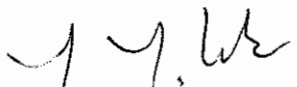
Dear Sir,

Enclosed please find a copy of the Notice of Annual General Meeting of Baluchistan Wheels Limited to be held on Saturday **October 27, 2018 at 11:00 am.** at the Registered Office of the Company Main RCD Highway, Hub Chowki, Distt. Lasbella, Baluchistan, for circulation amongst the TRE Certificate Holders of the Exchange.

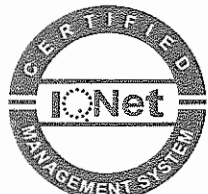
The above notice will be published in the newspapers namely, The Business Recorder (English), Nawa-e-Waqt (Urdu), Baluchistan Times Quetta (English), and Daily Intikhab Hub (Urdu) on October 06, 2018.

Thanking you,

Yours truly,
for BALUCHISTAN WHEELS LIMITED


Muhammad Yasin Yunus Ladha
Company Secretary

Encl. As stated above



First Floor, State Life Building No. 3, Dr. Ziauddin Ahmed Road, Karachi -75530 (Pakistan)
Phone (Off) : (021) 35683474, 35687502, 35689259, Fax : 92-21-35684003
Factory : Main RCD Highway, Hub Chowki, District Lasbella, Baluchistan.
Phones : (0853)-363426, (0853)-363428, Fax : (0853)-364025
E-mail : bwifn@cyber.net.pk or bwlho@cyber.net.pk internet : <http://www.bwheels.com>





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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 38th Annual General Meeting of the Company will be held on Saturday, October 27, 2018 at 11:00 am at the Company's Registered Office, Main RCD Highway, Hub Chowki, District Lasbella, Baluchistan to transact the following business:-

ORDINARY BUSINESS

1. To confirm the minutes of the 37th Annual General Meeting held on October 28, 2017.
2. To receive and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2018 together with the Directors' and Auditors' Reports thereon.
3. To approve a final cash dividend of Rs. **3 (30%)** per share for the year ended June 30, 2018 as recommended by the Board of Directors.
4. To appoint auditors for the year ending on June 30, 2019 and fix their remuneration. The present auditors M/s. EY Ford Rhodes Chartered Accountants retire and being eligible have offered themselves for re-appointment.
5. To consider any other business with the permission of the Chairman.

BY ORDER OF THE BOARD

Muhammad Yasin Yunus Ladha

Company Secretary

Karachi: September 29, 2018



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NOTES:

1. Closure of Share Transfer Books

Share transfer books of the Company will remain closed and no transfer of shares will be accepted for registration from October 20, 2018 to October 27, 2018 (both days inclusive). Transfer received in order at the Shares Department of M/s THK Associates (Pvt) Limited, 1st Floor, 40-C, Block-6, P.E.C.H.S. Karachi-75530, Pakistan, at the close of business on October 19, 2018 will be treated in time for the purpose of payment of final cash dividend, if approved by the shareholders.

2. Participation in the Annual General Meeting:

A member entitled to attend and vote at the meeting is entitled to appoint any other member as his / her proxy to attend and vote. Proxies in order to be effective must be received at the Head Office of the Company, duly stamped and signed not less than 48 hours before the time of the meeting.

CDC Account Holders will further 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 holders or sub-account holder and / or the persons whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate identity by showing their original Computerised National Identity Card (CNIC), or original passport at the time of attending the meeting.
- ii. In case of corporate entities, the Board of Director's resolution / power of attorney with specimen signature of the nominees shall be produced (unless it has been provided earlier) at the time of attending the meeting.

B. For Appointing Proxies:

- i. In case of individuals, the account holders or sub-account holders 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 requirements.
- ii. The proxy form shall be witnessed by two persons whose names, address 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 passport at the time of the meeting.



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- v. In case of corporate entities, the Board of Director's resolution / power of attorney with specimen signature of the person nominated to present and vote on behalf of the corporate entity, shall be submitted (unless it has been provided earlier) alongwith the proxy form to the Company.

3. Deduction of Withholding Tax on Dividend

Currently section 150 of the Income Tax Ordinance, 2001 prescribed following rates for deduction of withholding tax on amount of dividend paid by the Companies:

- | | |
|--------------------------------------------------------------|--------|
| 1. Rate of tax deduction for filer of income tax returns | 15.00% |
| 2. Rate of tax deduction for non-filer of income tax returns | 20.00% |

To enable the company to make tax deduction on the amount of cash dividend @ 15 % instead of 20.00%, all the shareholders whose names are not included in the Active Taxpayers List (ATL) available on the website of FBR, despite the fact that they are filers, are advised to immediately make sure that their names are added in ATL before the start of book closure.

4. Withholding Tax on Dividend in Case of Joint Account Holder

Further according to clarification received from Federal Board of Revenue (FBR), withholding tax will be determined separately on "Filer/Non-Filer" status of principal shareholder as well as Joint-holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders who hold shares jointly 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:

Company Name	Folio / CDS Account #	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and	Shareholding proportion	Name and	Shareholding proportion
			CNIC No.	(No. of Shares)	CNIC No.	(No. of Shares)

The required information must reach the Company's Share Registrar by October 19, 2018, otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

5. Submission of Copies of CNIC (Mandatory)

In order to comply with the directives of SECP, dividend warrant shall mandatorily bear the CNIC numbers of shareholders. Therefore, shareholders who have not yet submitted attested copy of their valid CNICs are once again requested to immediately submit the same with their folio numbers to the Company's Share Registrar, M/s THK Associates (Pvt) Limited.



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6. Payment of Cash Dividend Electronically (Mandatory)

Under the provisions of section 242 of the Companies Act, 2017, every listed company is required to pay dividend, if any, to their shareholders only through electronic mode, i.e. by transferring the same directly into the designated bank account provided by the shareholders.

Therefore, through this notice, all shareholders are requested to update their bank account details in the Central Depository System through respective participants. In case of physical shares, provide bank account details to our Share Registrar, M/s THK Associates (Pvt.) Limited.

(Standard Form regarding the mandatory payment of Dividend through electronic mode is also annexed to these financial statements and earlier has been despatched to all shareholders on their respective addresses and also available at our website www.bwheels.com)

In the absence of bank account details or in case of incomplete details, the Company will be constrained to withhold the payment of cash dividend of those shareholders who have not provided the same.

7. E-Voting

Members can exercise their right to demand a poll subject to meeting requirements of Section 143 - 145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.

8. Video Conference

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 please fill the following form and submit to the registered address of the Company.

REQUEST FOR VIDEO CONFERENCE FACILITY

I/We/M/s. _____ of _____
being Member (s) of Baluchistan Wheels Limited, holder of _____
ordinary share(s) as per Folio No. _____ and /or CDC Participant ID & Sub-
Account No. _____, hereby opt for video conference facility at
_____ city.

Signature of Member (s)
(Please affix Company stamp
in case of Corporate entity)



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9. Unclaimed/Unpaid Shares & Dividends

In accordance with the provisions of 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 is due and payable, the Company shall give ninety days notices to the shareholders to file claim, if no claim is made before the Company by the shareholders, the Company shall proceed to deposit the unclaimed or unpaid Shares/Dividends with the Federal Government in compliance with the Section 244 of the Companies Act, 2017.

Please note that in compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all dividends unclaimed for a period of three (3) years from the date due and payable shall be deposited to the credit of the Federal Government and in case of shares, shall be delivered to the Securities & Exchange Commission of Pakistan.

10. 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.bwheels.com in addition to annual and quarterly financial statements for the prior year.

11. Change in Address:

Members are requested to promptly notify any change of address to the Company's Share Registrar.

Transport will be provided to members only from the Pakistan Stock Exchange Building to attend the meeting. Departure from Stock Exchange Building will be at 10:00 am sharp.

(Members are requested to bring their Original CNIC / Original Passport at the time of attending the meeting).



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