



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **59<sup>th</sup>** Annual General Meeting of **FEROZSONS LABORATORIES LIMITED** will be held at its Registered Office, 197-A, The Mall, Rawalpindi, on Monday, October 19, 2015, at 12:30 P.M. to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and approve the audited financial statements of the Company together with the Directors' and Auditors' Reports for the year ended June 30, 2015.
2. To approve the payment of final cash dividend of Rs. 15.00 per share i.e. 150% as recommended by the Board of Directors. It is in addition to the interim cash dividend of Rs. 4.00 per share i.e. 40% already paid to the shareholders, thus making a total cash dividend of Rs. 19.00 per share i.e. 190% for the year ended June 30, 2015.
3. To appoint auditors for the year ending June 30, 2016 and fix their remuneration. The present auditors Messrs KPMG Taseer Hadi & Co., Chartered Accountants, retire and being eligible, offer themselves for appointment.
4. To transact any other business with the permission of the Chair.

By the order of board

Rawalpindi  
29 August 2015

Syed Ghausuddin Saif  
Company Secretary

### Notes:

#### 1. Closure of share transfer books:

The share Transfer Books of the Company will remain closed and no transfer of shares will be accepted for registration from 13 October 2015 to 19 October 2015 (both days inclusive). Transfers received in order at the office of our Shares Registrar M/s CorpTec Associates (Pvt.) Limited, 503-E, Johar Town, Lahore., by the close of the business on 12 October 2015 will be in time for the purpose of payment of final dividend to the transferees.

#### 2. Participation in the annual general meeting:

A member entitled to attend and vote at this meeting is entitled to appoint another member/any other person as his/her proxy to attend and vote.

Duly completed instrument of proxy, and the other authority under which it is signed, thereof, must be lodged with the Secretary of the Company at the company's registered office 197-A, The Mall, Rawalpindi at least 48 hours before the time of the Meeting.

**3. Change of address:**

Any change of address of Members should be immediately notified to the company's share registrars, CorpTec Associates (Pvt.) Limited, 503-E, Johar Town, Lahore.

**4. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down by the Securities and 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 identity by showing his 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 Directors' 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 person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form accordingly.
- 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.
- 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 Directors' resolution/power of attorney with specimen signature shall be submitted along with proxy form to the Company.

**5. Conformation for filing status of income tax return for application of revised rates pursuant to the provisions of Finance Act, 2015**

All members of the Company are hereby informed that pursuant to the provisions of Finance Act, 2015, Effective July 01, 2015, reforms have been made with regards to deduction of income tax for cash dividend; the rates of deduction of income tax under section 150 of the Income Tax Ordinance, 2001 have been revised as follows:

1	Rate of tax deduction for filer of income tax returns	12.50%
2	Rate of tax deduction for non-filer of income tax returns	17.50%

In case of joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing as follows, to the Company by sending following detail on the registered address of the Company and the members who have deposited their shares into Central Depository Company of Pakistan Limited (CDC) are requested to send a copy of detail regarding tax payment status also to the relevant member stock exchange and

CDC if maintaining CDC investor account, or if no notification, each joint holder shall be assumed to have an equal number of shares.

Company Name	Folio/CDS ID/AC #	Total Shares	Principle Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

The CNIC number / NTN detail is now mandatory and is required for checking the tax status as per the Active Taxpayers List (ATL) issued by the Federal Board of Revenue (FBR) from time to time.

**6. Payment of cash dividend electronically (e-dividend)**

In accordance with the SECP's Circular No. 18 of 2012 dated June 2012, the shareholders have been given an opportunity to authorize the Company to make payment of cash dividend through direct credit to shareholder's bank account. To opt for the dividend mandate option as stated, the Dividend mandate option as stated, the Dividend Mandate Form is available at Company's website i.e. [www.ferozsons-labs.com](http://www.ferozsons-labs.com) needs to be duly filled and submitted to the Company on its registered address.

CDC account holders are requested to submit their mandate instruction to the relevant member stock exchange and CDC if maintaining CDC investor account.

**7. Submission of computerized national identity card (CNIC) for payment of final cash dividend 2014-15**

Members are requested to provide attested photocopies of their CNIC to the Company on its registered address in order to meet the mandatory requirements of SRO 831 (1) 2012 of 5<sup>th</sup> July 2012 which provides that the dividend warrant should bear the Computerized National Identity Card (CNIC) number of the registered member.

CDC account holders are requested to submit attested copy of their CNIC to the relevant member stock exchange and CDC if maintaining CDC investor account.

**8. Circulation of Annual Audited Financial Statements to shareholders through email.**

The directive of SECP contained in SRO 787(1) 2014 dated September 8, 2014, whereby Securities and Exchange Commission of Pakistan (SECP) has allowed companies to circulate annual balance sheet, profit and loss account, auditor's report and directors' report etc. (Audited Financial Statements) along with notice of annual general meeting (Notice) to its members through e-mail. Members are requested to provide their email addresses on registered address of the Company.

CDC account holders are requested to submit attested to provide their email addresses to the relevant member stock exchange and CDC if maintaining CDC investor account.

**9. Audited accounts of the company for the year ended June 30, 2015 will be provided on the website [www.ferozsons-labs.com](http://www.ferozsons-labs.com) at least 21 days before the date of Annual General Meeting.**