



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **60th** Annual General Meeting of **FEROZSONS LABORATORIES LIMITED** will be held at its Registered Office, 197-A, The Mall, Rawalpindi, on 20th October 2016, at 12:30 P.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2016 together with the Reports of the Directors and the Auditors.
2. To approve the payment of final cash dividend at the rate of Rs. 12 per share i.e. 120% as recommended by the Board of Directors. It is in addition to the interim cash dividend at the rate of Rs. 10.00 per share i.e. 100% already paid to the shareholders, thus making a total cash dividend of Rs. 22 per share i.e. 220% for the year ended 30 June 2016.
3. To appoint auditors for the year ending 30 June 2017 and to 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 Order of the Board

Rawalpindi
29 August 2016

Syed Ghausuddin Saif
Company Secretary

Notes:

1. Closure of Share Transfer Books:

The share Transfer Books of the Company will remain closed from 11 October 2016 to 20 October 2016 (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 10 October 2016 will be considered in time to determine the above mentioned entitlement.

2. Participation in the Annual General Meeting:

A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote on his/her behalf. 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/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 Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the 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 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. **Confirmation for filing status of income tax return for application of revised rates pursuant to the provisions of Finance Act, 2016 (Mandatory)**

- (i) All members of the Company are hereby informed that pursuant to the provisions of Finance Act, 2016, effective July 01, 2016, the rates of deduction of income tax from dividend payments 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	20%

To enable the Company to make tax deduction on the amount of cash dividend at the rate of 12.50% instead of 20%, shareholders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of FBR, despite the fact that they are fillers, are advised to immediately make sure that their names are entered ATL, otherwise tax on their cash dividend will be deducted at the rate of 20% instead of 12.50%.

- (ii) Further, according to clarification received from Federal Board of Revenue (FBR), with-holding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as joint-holders 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-holders in respect of shares held by them to our Share Registrar, in writing as follows:

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 required information must reach our Share Registrar within 10 days of this notice; otherwise it will be assumed that the shares are equally held by Principal shareholder and Joint-holders.

- (iii) For any query/problem/information, the investors may contract the Company Secretary at Phone: 051-4252155-7 and email address: cs@ferozsons-labs.com and or CorpTec Associates (Pvt.) Limited at Phone: 042-35170335-7 and email address: info@corptec.com.pk
- (iv) The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the Company or CorpTec Associates (Pvt.) Limited. The shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio numbers.

6. **CNC/NTN number on Dividend Warrant (Mandatory)**

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 July 2012 which provides that the dividend warrant should bear the Computerized National Identity Card (CNIC) number of the registered member.

Henceforth, issuance of dividend warrants will be subject to submission of CNIC (individual)/NTN (corporate entity) by shareholders.

7. **Dividend Mandate (Optional)**

In pursuance of the directions given by the Securities and Exchange Commission of Pakistan (SECP) vide Circular No. 18 of 2012 dated 05 June 2012, a shareholder may, if so desire, direct the Company to pay dividend through his/her/its bank account under Section 250 of the Companies Ordinance, 1984.

If they so desires the shareholders have the option to seek the dividend mandate by using the standardized "Dividend Mandate Form" available on Company's website <http://www.ferozsons-labs.com>.

8. Payment of cash dividend electronically (Optional)

The SECP has initiated e-dividend mechanism through its letter No. 8(4) SM/CD/2008 dated 5 April 2013. In order to avail benefits of e-dividend (such as instant credit of dividends, no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address etc.) shareholders are hereby advised to provide details of their bank mandate specifying: (i) title of account, (ii) account number, (iii) bank name, (iv) branch name, code and address.

9. Circulation of Annual Audited Financial Statements and Notices to shareholders through email (Optional)

The directive of SECP contained in SRO 787(1) 2014 dated 8 September 2014, whereby Securities and Exchange Commission of Pakistan (SECP) has allowed companies to circulate Audited Financial Statements along with notice of Annual General Meeting to its members through e-mail. Those shareholders who wants to receive annual audited financial statements through email, are requested to provide their email addresses on registered address of the Company.

10. Audited accounts of the company for the year ended 30 June 2016 will be provided on the Company's website www.ferozsons-labs.com at least 21 days before the date of Annual General Meeting.