

## **NOTICE OF 24<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that 24<sup>th</sup> Annual General Meeting of the members of Flying Cement Company Limited will be held on Saturday the October 28, 2017 at 10.00 a.m. at Event Complex B-59 Main Boulevard Johar Town, Lahore to transact the following business:

- To confirm minutes of 23<sup>rd</sup> Annual General Meeting held on 31<sup>st</sup> of October 2016.
- To receive, consider and adopt the audited accounts of the company for the year ended June 30, 2017 together with Directors' and Auditors reports thereon.
- To appoint external Auditors of the Company and fix their remuneration for the next financial year 2017-18.
- To transact any other business with the permission of Chairman.

(By Order of the Board)

**-Sd-**

**(Muhammad Azeem)**  
COMPANY SECRETARY  
Lahore: October 07, 2017

### **Notes:**

1. The Share Transfer Books of the Company will remain closed from October 20, 2017 to October 27, 2017 (both days inclusive). Transfers received in order by our Share Registrar, M/s THK Associates (Pvt) Limited, 1st Floor, 40-C, Block 6, P.E.C.H.S, Karachi-75400 by the close of business on October 19, 2017 will be considered in time for the purpose of attendance.
2. A shareholder eligible to attend and vote at the meeting may appoint another member as his/her proxy to attend and vote. Votes may be given personally or by proxy or by attorney in case of a corporate entity. In this case the instrument of proxy complete in every respect, must reach to the Registered Office of the Company not later than 48 hours before the time of the meeting.
3. The Original Computerized Identity Card of the shareholder is required to prove his/her identity along with account details etc at the time of meeting. In case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be submitted (unless it has been provided earlier) along with proxy form.
4. Securities and Exchange Commission of Pakistan (SECP) vide its S.R.O. 787(I) / 2014 has facilitated the Companies to circulate Audited Financial Statements through e-mail after obtaining prior written consent of its members. The members who intend to receive the Audited Accounts through email are therefore, requested to kindly send their written consent along with e-mail addresses in a standard request form.
5. Under the provisions of section 242 of the Companies Act 2017, any dividend payable in cash shall only be paid through electronic mode directly into the Bank Account designated by the entitled shareholders. The SECP, vide its Circular No. 18, 2017 has relaxed the dividend payment till October 31, 2017. The

shareholders are hereby advised to provide a dividend mandate in favour of e-dividend by providing dividend mandate form (specimen available on Company’s website). In case of CDC shareholders, please update the record with your CDC Participant.

6. The Government of Pakistan has made certain amendments in 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 (a) 15% for filers of income tax returns and (b) 20% for non-filers of income tax returns.
7. To enable the Company to make tax deduction on the amount of cash dividend @ 15% instead of 20%, all Members whose names are not entered into the Active Taxpayers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the date of payment of the cash dividend otherwise tax on their cash dividend will be deducted @ 20% instead of 15%. Withholding of tax exemption on dividend income shall be allowed if copy of valid exemption certificate is made available at office of our Share Registrar M/s THK Associates (Pvt) Limited, 1st Floor, 40-C, Block 6, P.E.C.H.S, Karachi-75400 by the Close of Business day as on October 19, 2017.
8. In pursuant to the clarification of FBR, in case of joint account each joint 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 members (CDC & Physical), in writing duly signed by each joint holder along with copies of CNICs as follows to the Shares Registrar of the Company. If the response to the notification is not received within stipulated time, each joint holder shall be assumed to have equal number of shares.

Folio/CDC A/c. No. :		Name of Company:		
Total Shares Held	Principal Share Holder (Name & CNIC)	Shares Held	Joint Share Holder (Name & CNIC)	Shares Held

9. As already communicated, SECP has directed vide its S.R.O. 831(I) / 2012 that the dividend warrants should bear the CNICs of the registered members or the authorized person except in the case of minor(s) and corporate members. CNIC numbers are, hence, mandatory for the issuance of dividend warrants and in the absence of such information, payment of dividend may be withheld. Therefore, the members who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs (if not already provided) to our Share Registrar.
10. The Annual Report is being transmitted to shareholders through CDs or DVDs instead of sending in Book form / hard copy in terms of SRO No. 470(I)/2016 dated May 31, 2016 and its subsequent approval in the Annual General Meeting held on October 31, 2016.
11. Pursuant to section 244 of the Companies Act 2017 (the “Act”), SECP has directed all Companies to submit a statement to the Commission through eServices portal stating therein the number or amounts, as the case may be, which remain unclaimed or unpaid for a period of three years from the date it is due and payable as of 30<sup>th</sup> May, 2017 in respect of shares of a Company / dividend and any other instrument or

amount which remain unclaimed or unpaid, as may be specified. Through this notice, the shareholders are intimated to contact with the Company for any unclaimed dividend / shares.

12. Members can also avail video conference facility in the cities where facility can be provided keeping in view the geographical dispersal of members. In this regard fill the application as per following format and submit to the registered address of the company 10 days before the date of Annual General Meeting. The video conference facility will be provided only If the company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, The company will intimate members regarding venue of video conference facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.

I / We \_\_\_\_\_ of \_\_\_\_\_ being member of Flying Cement Company Limited, holder of \_\_\_\_\_ Ordinary shares as per Register Folio # / CDC Account # / Participant Id # hereby opt for Video conference facility at \_\_\_\_\_.

\_\_\_\_\_  
Signature of shareholder

13. The Annual Report for the Financial Year ended June 30, 2017 have been placed on Company's website [www.flyingcement.com](http://www.flyingcement.com).