



FEROZE 1888 MILLS LIMITED

Manufacturers and Exporters of Specialized Yarn & Textile Products

Weaving a Better World®

Corp-1/F1888/2021

05 October 2021

The General Manager

Pakistan Stock Exchange Limited

Stock Exchange Building

Stock Exchange Road

Karachi

Subject: **Notice of 49th Annual General Meeting**

Dear Sir,

Please find attached copy of the Notice of 49th Annual General Meeting scheduled to be held on Thursday, 28 October 2021 at 09:30 a.m. at C-3, SITE, Karachi, for circulation amongst the TRE Certificate Holders of the Exchange.

Further, we intend to publish this Notice in **Daily Dunya** (*in Urdu*) and **Daily Business Recorder** (*in English*) in Karachi edition on 06 October 2021.

Thanking you.

Yours truly,

for **Feroze 1888 Mills Limited**

Mudassir Moten

Company Secretary

Encl.: As above



FEROZE1888 MILLS LIMITED

NOTICE OF 49th ANNUAL GENERAL MEETING

Notice is hereby given to the Members that the 49th Annual General Meeting of the Company will be held on Thursday, 28 October 2021 at 09:30 a.m. at C-3, SITE, Karachi / video link to transact the following businesses:

ORDINARY BUSINESS:

1. To confirm the minutes of Extraordinary General Meeting of the Company held on 15 April 2021.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 30 June, 2021 together with the Chairman's Review, Directors' and Auditors' report thereon.
3. To consider and, if thought fit, approve as recommended by the Board of Directors, final cash dividend at the rate of Rs.1.43 per share i.e. (14.3%) to all shareholders of the Company. This is in addition to Rs. 2.00 per share i.e. (20%) interim cash dividend already declared/paid for the year ended 30 June 2021.
4. To appoint statutory auditors for the year ending 30 June 2022 and to fix their remuneration. The present auditors M/s. EY Ford Rhodes, Chartered Accountants retire and being eligible, have offered themselves for Re-appointment.

ANY OTHER BUSINESS:

5. To transact any other business with the permission of the Chair.

By order of the Board
(Mudassir Moten)
Company Secretary

Karachi:
05 October 2021

NOTES:

1. Share Transfer Books of the Company will remain closed from Friday, 22 October 2021 to Thursday, 28 October 2021 (both days inclusive). Transfer received at the office of Share Registrar at the close of business on Thursday, 21 October 2021 will be considered in time to attend and vote at the meeting and for the purpose of above entitlement to the transferees.
2. A member of the Company entitled to attend and vote at this meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the company. An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority to be valid must be received at the Registered Office of the Company or at the Office of the Share Registrar not later than forty eight hours before the time fixed for the Meeting. A member shall not be entitled to appoint more than one proxy. If a member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identify Card or Passport to prove his/her identity.
3. Members are requested to submit copies of their CNICs and promptly notify any change in their address by writing to the office of the Share Registrar.

4. Members should quote their Folio/CDC number in all correspondence and at the time of attending the Meeting.

5. **For attending the meeting through video link due to COVID-19 Pandemic:**

In pursuance of SECP Circular No. 4 of 2021 dated 15 February 2021 respectively regarding Regulatory Relief to dilute impact of Corona Virus (COVID-19) for Corporate Sector, the shareholders interested in attending the General Meetings through video link facility ("Zoom" which can be downloaded from Google Play or Apple App Store) are requested to get themselves registered with the Company Secretary office at least two working days before the holding of the time of the AGM at secretary@feroze1888.com or through share registrar of the Company FAMCO Associates (Pvt.) Ltd, 8-F, Next to Hotel Faran, Nursery Block-6, PECHS, Shahrah-e-Faisal, Karachi by providing the following details:

Name of Shareholder	CNIC No.	Folio / CDC	Cell No.	Email Address

- ✓ Upon receipt of the above information from interested shareholders, the Company will send the login details at their email addresses.
 - ✓ On the AGM day, the shareholders will be able to login and participate in the AGM proceedings through their smart phone or computer devices from their any convenient location.
 - ✓ The login facility will be opened twenty (20) minutes before the meeting time to enable the participants to join the meeting after identification process and verification process
6. In pursuance of Section 242 of the Companies Act, 2017 which mandates all listed companies to pay dividend only by way of electronic mode directly into the bank account of entitled shareholders designated by them. Therefore, through this notice all shareholders are requested to update their bank account details in the Central Depository System through respective participants. In case holding physical shares, provide bank account details to company Share Registrar, M/s. Famco Associates (Pvt.) Ltd.

Please note that all dividends, declared by the Company, will only be remitted to designated bank accounts and not otherwise, so please ensure an early update of your particulars to avoid any inconvenience in future.

7. Shareholders are informed that the Government of Pakistan has made certain amendments in 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:

- a) for Filers of Income Tax Return 15%
- b) for Non-filer of Income Tax Return 30%

Shareholders are advised to provide their valid and updated CNIC/NTN to CDC Participants and our Share Registrar for availing the benefit of withholding tax rate applicable to filers.

In case of joint account, shareholders are requested to please furnish the shareholding ratio details of themselves as Principal shareholder and their Joint Holders, to the Company's Share Registrar, enabling the Company to compute withholding tax of each shareholder accordingly. The required information must reach the Company's Share Registrar by October 18, 2021, otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

8. As per Section 72 of the Companies Act 2017, every listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the dated

notified by the Commission, within a period not exceeding four years from the commencement of the Act i.e. 30 May 2017.

The shareholders having physical shareholding are encouraged to open Investor Accounts Services (CDC) or Sub Account with any of the brokers to place their physical shares into scripless form, this will facilitate them in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

9. SECP SRO 787(I)/2014 Dated September 8, 2014, the Company can circulate its Annual Financial Statements alongwith Company's Notice of Annual General Meeting through email to its shareholders. Shareholders of the company who wish to receive Annual Report via email are requested to provide complete consent form to the Company already available at our website.
10. Members can also exercise their right of e-Voting subject to the requirements of Section 143 and 144 of the Companies Act, 2017 and the applicable clause of the Companies (Postal Ballot) Regulations, 2018.
11. GUIDELINES FOR CDC ACCOUNT HOLDERS ISSUED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

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 National Identity Card 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 (unless it has been provided earlier) at the time of the meeting.

For appointing proxies

- i. In case of individual, 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 as per the above requirement.
- ii. The proxy form must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) number shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her Original CNIC or Original Passport at the time of the meeting.
- v. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

Registered Office

Feroze1888 Mills Limited
H-23/4A, Scheme # 3
Landhi Industrial Area, Karachi

Share Registrar

FAMCO Associates (Pvt.) Ltd
8-F, Next to Hotel Faran, Nursery
Block-6 PECHS, Shahr-e-Faisal,
Karachi

