

ADOPT AGGRESSIVE APPROACH

SAYG Pakistan must play with aggressive approach as it is the only way to win. Saif-ur-Rahman said. Saif-ur-Rahman, who is known as aggressive skipper, would have to take bold decisions in utilizing his options well. (17)

KATY CRITICISES ROYAL WEDDING DRESS

Katy Perry criticised Meghan Markle's wedding dress. Perry said the Duchess of Sussex's Givenchy gown needed "one more fitting". The pop star suggested it fell short of the bridal look. Alexander McQueen designed for the Duchess of Cambridge's marriage to Prince William in 2011, adding: "Kate won't". (20)

SHOWBIZ

The Nation

RAMAZAN 7, 1428
WEDNESDAY
MAY 23, 2018

Gillette Pakistan Limited

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an extraordinary general meeting of Gillette Pakistan Limited ("Company") will be held on Wednesday June 13, 2018 at Auditorium Hall, ICAP House, Chartered Accountants Avenue, Clifton Karachi at 09 am to transact the following business:

1. Confirmation of minutes of 30th Annual General Meeting: To confirm the minutes of 30th Annual General Meeting of the Company held on October 24, 2017.
2. Election of Directors: To elect Directors of the Company for a period of three years commencing immediately after the conclusion of this meeting. The number of Directors to be elected has been fixed by the Board of Directors as seven in accordance with the provisions of Section 159 (1) of the Companies Act, 2017 ("the Act"). The names of retiring Directors are as follows:

| | | | |
|---------------------|-----------------------|-----------------------|---------------------|
| 1. Omair Iqbal Awan | 2. Khalid Ahmed Farid | 3. Adrian Mark Janjua | 7. Syed Jawad Iqbal |
| 4. Fareedoun Arjani | 5. Samar Hayat | 6. Ghazala Nadeem | |

 The retiring Directors are eligible for re-election.
3. To transact any other business with the permission of the Chair.

By Order of the Board
Saad Un Nabi Khan
Company Secretary

Karachi
May 23, 2018

NOTES

Closure of Share Transfer Books: The Share Transfer Books of the Company will remain closed from June 06, 2018 till June 13, 2018 (both days inclusive) during which no transfer of shares will be accepted for registration. Transfers in good order, received at the office of Company's Share Registrar, FAMCO Associates (Pvt) Ltd., 8-F, Near Hotel Faran, Nursey, Block-6, P.E.C.H.S., Shahr-e-Faisal, Karachi-75600 by close of business on June 05, 2018 will be treated in time for ascertaining the entitlement of shareholders for the purpose of attending and vote at Extraordinary General Meeting.

Participation in Extraordinary General Meeting: A Member entitled to attend, speak and vote at the above said meeting is entitled to appoint another person as his/her proxy to attend, speak and vote instead of him/her and proxy so appointed shall have such rights, as respects attending, speaking and voting at the above said meeting as are available to the Member.

CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by Securities and Exchange Commission of Pakistan.

Duly completed, signed and stamped instrument of proxy (as enclosed) and the other authority under which it is signed, or a notarially certified copy thereof in order to be valid, must be lodged with the Company Secretary at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. The proxy need not be a Member of the Company.

a). For Attending the Meeting: 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 Central Depository Company of Pakistan Limited Regulations, shall authenticate his/her identity by showing his/her valid original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting. In case of corporate entity / trust, the Board of Directors / Trustees resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the meeting. The members registered on CDC are also requested to bring their particulars, I.D. numbers and account numbers in CDS.

b). E-Voting: Members can exercise their right of vote under applicable clauses of Companies (Postal Ballot) Regulations, 2018.

Election of Directors: Any member who seeks to contest an election to the office of Director shall, whether he is a retiring director or otherwise, shall file with the Company at its registered office not later than 14 days before the date of the above said meeting:

- Notice of his/her intention to offer himself/herself for election as Director in terms of section 159(3) of the Companies Act, 2017.
- Consent to act as Director on Form-28, duly completed and signed by the candidate as required under Section 167(1) of the Companies Act, 2017
- Detailed profile along with the office address for placement on the Company's website seven (7) days prior to the date of election in terms of S.R.O 23(1)/2012 of January 16, 2012.
- Signed declaration to the effect that he/she is aware of the duties and powers of directors under the Companies Act, 2017, Memorandum and Articles of Association of the Company, Rule Book of the Pakistan Stock Exchange and the Listed Companies (Code of Corporate Governance) Regulations, 2017 and other relevant laws and regulations.
- Signed declaration to the effect that he/she is compliant with the requirements and eligibility criteria as set out in the Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulations, 2017 to be appointed as a Director/Independent Director of the listed company.
- Attested copy of valid CNIC/Passport and NTN.
- In Order to satisfy the requirements of section 166 of Companies Act, 2017 together read with Regulation 6 of Listed Companies (Code of Corporate Governance) Regulations, 2017, the Company shall ensure the requisite minimum presence of "Independent Director" on the Board of Directors. For the time being wherein the data bank of Independent Director as referred in sub section (1) of aforesaid section together read with SRO 73(1) of 2018 dated 25 January 2018 of SECP is awaited, the Company is entitled to avail the deeming relaxation as referred in sub section (6) of aforesaid section. Accordingly the requirement of presence of "Independent Director" shall be fulfilled with due reliance on the definition as contained in sub section (2) of the aforesaid section.

Mandatory Payment of Cash Dividend Through Electronic Mode and Submissions of Copies of Valid CNIC & National Tax Numbers (NTN) Certificates:

- The Provisions of section 242 of the Companies Act, 2017 require the listed companies that any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide their IBAN information on a Dividend Mandate form to the Company's Share Registrar. In case of CDC account holders, the same information should be provided directly to the CDS participants/CDC Investor Account Services. The Company or its Share Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. The form is also available at the Company website i.e. www.gillettepakistan.com.
- The designated bank account details should be of the titleholder of the shares or Account title in Central Depository System.
- The Individual Member who have not yet submitted photocopy of their valid CNIC and Corporate Entities who have not yet submitted their NTN are once again reminded to send the same at the earliest directly to the Company's Share Registrar at the address given herein above. Please give Folio Number with the Copy of CNIC/NTN
- In case of non-receipt of valid IBAN given herein above and copy of valid CNIC or NTN, the Company would withhold further dividend payments to such shareholders as per the provisions of Section 243(3) of the Companies Act, 2017 and Regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017.

Circulation of Notices of Meeting & Annual Accounts: The Securities and Exchange Commission of Pakistan (SECP) vide SRO No. 470(1)/2016 dated May 31, 2016, has allowed listed companies to circulate their Annual Audited accounts to its members through CD/DVD/USB at their registered addresses instead of sending them in hard copies, subject to approval obtained from shareholders in General Meeting. Accordingly, the Company has obtained approval from members in the 30th Annual General Meeting held on October 24, 2017. Pursuant to the approval of members, as aforesaid, the Annual Audited Financial Statements of the Company for the year ended June 30, 2018, will be circulated to the members through CD/DVD/USB.

Submission of Zakat Exemption: Members are requested to submit declaration as per Zakat & Ushr Ordinance, 1980 for Zakat exemption and to advise change in address, if any. Change of Address: Members are requested to communicate to the Company's Registrar any change in their addresses.

Conversion of Shares in Book-Entry form: Members holding shares in physical form are required to consider converting their shares from physical form to book-entry form to eliminate all risks associated with physical shares. Members can contact the Company Share Registrar for assistance in this regard. Shareholders are requested to provide above mentioned information/documents to (i) respective Central Depository System (CDS) Participants and (ii) in case of physical securities to the Company/Share Registrar.

STATEMENT OF MATERIAL FACTS UNDER SECTION 168(3) OF THE ACT REGARDING INDEPENDENT DIRECTOR: In Compliance of Section 168(3) of the Act, for an independent director, consent paper will be accepted from those persons who are in compliance with section 168(2) of the Act.



Gillette Pakistan Limited

اطلاع برائے غیر معمولی اجلاس عام

ذریعہ پبلکیشن: پاکستان (پبلشر) "گیلٹے" کا غیر معمولی اجلاس عام بدھ 23 مئی 2018ء کو صبح 10 بجے بمقام ڈائریکٹوریٹ کی کیمپس، چارلز ڈاؤنگس ایجنسی کالونیاں، لاہور منعقد کیا جائے گا۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ب) ڈائریکٹوریٹ کا مقصد: غیر معمولی اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

7 (سات) ممبرانہ حصص داروں کی فہرست: (1) محمد رفیق، (2) محمد رفیق، (3) محمد رفیق، (4) محمد رفیق، (5) محمد رفیق، (6) محمد رفیق، (7) محمد رفیق۔

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کراچی 23 مئی 2018

مجلس انتظامیہ کی جانب سے اجلاس عام کی تاریخ 06 جون 2018ء سے 13 جون 2018ء تک (مجلس انتظامیہ) میں اجلاس عام منعقد کیا جائے گا۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

اجلاس عام میں شرکت اور حق رائے کلام کا استحقاق حاصل ہوگا۔ غیر معمولی اجلاس عام میں شرکت، مندرجہ بالا اجلاس عام میں شرکت، بولے اور حق رائے کلام کے لیے اجلاس عام منعقد کیا جائے گا۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

(الف) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ب) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ج) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

د) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ه) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

و) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ز) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔

ح) اجلاس عام میں شرکت: اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔ اجلاس عام میں شرکت کے لیے تمام ممبرانہ حصص داروں کو مطلع کیا جاتا ہے۔