



The General Tyre and Rubber Company of Pakistan Limited

THROUGH PUCARS & COURIER

05 October 2016

The Deputy General Manager
Pakistan Stock Exchange Limited
Karachi Stock Exchange Building
Stock Exchange Road
Karachi- 74000

**SUBJECT: NOTICE OF ANNUAL
GENERAL MEETING**

Dear Sir,

Please find enclosed a copy of Notice of Annual General Meeting to be held on Monday, 31 October 2016, for circulation amongst your members.

Yours sincerely,

Farhan Ahmad
Company Secretary



The General Tyre and Rubber Company of Pakistan Limited

NOTICE OF FIFTY- THIRD (53rd) ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty-Third (53rd) Annual General Meeting of The General Tyre & Rubber Company of Pakistan Limited will be held at the Institute of Chartered Accountants of Pakistan, Auditorium, Clifton, Karachi on Monday, 31 October 2016 at 12.15 p.m., to transact the following business:

Ordinary Business

1. To confirm the minutes of Fifty-Second (52nd) Annual General Meeting held on Tuesday, 29 September 2015.
2. To receive, consider and adopt the Audited Financial Statements for the year ended 30 June 2016, together with Directors' and Auditors' Reports thereon.
3. To appoint auditors for the year ending 30 June 2017 and to fix their remuneration. The retiring auditors, Messrs Shinewing Hameed Chaudhri & Co., Chartered Accountants, being eligible, have offered themselves for reappointment for the year ending 30 June 2017.
4. Any other business with the permission of the Chair.

Special Business:

5. To consider, and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED that Articles of Association of the Company be amended by adding a new Article 57 (4) as follows:

The provisions and requirements for e-voting as prescribed by the SECP from time to time shall be deemed to be incorporated in these Articles of Association, irrespective of the other provisions of these Articles and notwithstanding anything contradictory therein.”

6. To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED that, unless specifically requested by a shareholder for a hard copy of annual audited accounts, transmission/circulation of the annual audited accounts to shareholders through CD/DVD/USB instead of transmitting the same in hard copies to shareholders be and is hereby approved.

Karachi
Dated: 04 October 2016

By Order of the Board

Farhan Ahmad
Company Secretary



NOTES:

1. The share transfer books of the Company shall remain closed from 24 October 2016 to 31 October 2016 (both days inclusive).
2. A member entitled to attend and vote at the Annual General Meeting is entitled to cast his/ her vote by proxy. Proxies must be deposited at the Company's Registered Office at H-23/2, Landhi Industrial Trading Estate, Landhi, Karachi no later than 48 hours before the time for holding the meeting.
3. Members are requested to notify change in their address, if any, immediately.
4. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 of 2000 dated 26 January 2000 issued 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 (unless it has been provided earlier) 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 as per the above requirement.
 - 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 of the beneficial owners and 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) along with proxy form to the Company.
5. The shareholders holding physical shares are also required to bring their original CNIC and/ or copy of CNIC of shareholder(s) of whom he/ she/ they hold Proxy(ies) without CNIC such shareholder(s) shall not be allowed to attend and/ or sign the Register of Shareholders/ Members at the AGM.



6. Transmission of Annual Financial Statements through Email:

In pursuance of the directions given by SECP vide SRO 787 (1)/ 2014 dated 8 September 2014, those shareholders who desire to receive Annual Financial Statements in future through email instead of receiving the same by Post are advised to give their formal consent along with their valid email address on a standard request form which is available at the Company's website i.e. www.gentipak.com and send the said form duly filled in and signed along with copy of his /her / its CNIC / Passport to the Company's Share Registrar.

Please note that giving email address for receiving of Annual Financial Statements instead of receiving the same by post is optional, in case you do not wish to avail this facility please ignore this notice. Annual Financial Statements will be sent at your registered address, as per normal practice.

Statement Under Section 160 of the Companies Ordinance, 1984

This Statement is annexed to the Notice of the Annual General Meeting of The General Tyre and Rubber Company of Pakistan Limited to be held on Monday, 31 October 2016 at which certain Special Business is to be transacted. The purpose of this Statement is to set forth the material facts concerning such Special Business.

Item 5 of the Agenda

To give effect to the Companies (E-Voting) Regulations 2016, shareholders' approval is being sought to amend the Articles of Association of the Company to enable e-voting.

Item 6 of the Agenda

The Securities and Exchange Commission of Pakistan vide its S.R.O. 470(i)/2016 dated 31 May 2016 has allowed listed companies to transmit their audited annual accounts to shareholders through CD/DVD/USB instead of sending hard copy of the same to each shareholder, subject to fulfillment of a few conditions including seeking of consent of the members. This will be a convenient and cost effective way for the company to transmit its annual audited accounts to its members.



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THROUGH PUCARS & COURIER

05 October 2016

The Deputy General Manager
Pakistan Stock Exchange Limited
Karachi Stock Exchange Building
Stock Exchange Road
Karachi- 74000

SUBJECT: NOTICE OF BOOK CLOSURE

Dear Sir,

This is to inform you that the Company's Share Transfer Book shall remain closed from 24 October 2016 to 31 October 2016 (both days inclusive) in connection with the Company's 53rd Annual General Meeting scheduled to be held on Monday, 31 October 2016.

You may please inform the members of the Exchange accordingly.

Yours sincerely,

Farhan Ahmad
Company Secretary