

HNL/CS/ 1481
April 4, 2019

**HIGHNOON
LABORATORIES LTD.**



THE GENERAL MANAGER,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

Registered, Head Office & Plant:

17.5 Kilometer, Multan Road, Lahore - 53700 (Pakistan)
P.O. Box 3318, Gulberg, Lahore-54660 (Pakistan)
UAN : 111-000-465
Fax : 92 - 42 - 37510037
Email : info@highnoon.com.pk
Web : www.highnoon-labs.com

(PUCAR & T.C.S)

Subject: **NOTICE OF ANNUAL GENERAL MEETING**

Dear Sir,

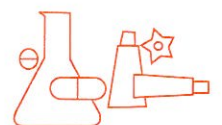
Enclosed please find a copy of the Notice of Annual General Meeting to be Held on Monday, April 29, 2019 for your further needful please.

Thanking you and assurances of our highest considerations.

Yours faithfully,

KHADIM HUSSAIN MIRZA,
Company Secretary

Encl: a. a.





HIGHNOON LABORATORIES LTD.

17.5 Kilometer Mullan Road, Lahore.
UAN: +92 (42) 111-000-465 Fax: +92 (42) 3751 0037

سالانہ اجلاس عام

- بانی نون لیبارٹریز لمیٹڈ کے حصص داران کا چھٹیسواں سالانہ اجلاس عام بروز جمعہ 29 اپریل 2019ء بوقت 11:00 بجے صبح کھلی کے رجسٹرڈ دفتر 17.5 کلومیٹر مullan Road، لاہور میں منعقد ہوگا۔
- 1- گزشتہ فیصلہ معمولی اجلاس عام منعقدہ 31 اگست 2018ء کی کارروائی کی توثیق۔
 - 2- 31 دسمبر 2018ء کو ختم ہونے والے مالی سال کی بابت کھلی کے نتیجے شدہ حسبات و حسبات شدہ ہشتمال شدہ حسبات ہر ائیر ٹیکنیشن و ڈائریکٹران کی رپورٹس پر غور واران کی توثیق۔
 - 3- ڈائریکٹران کے سفارش کردہ ایک سو تیس فیصد 130% تقسیمات کی ادا ہونے اور 10% بونس شیئرز کے ابراہمی منظوری۔
 - 4- آئندہ مالی سال یعنی 31 دسمبر 2019ء کے لیے ڈائریکٹران کا تقارر واران کے صلہ خدمت کا تعین۔
 - 5- ڈائریکٹران کی اجازت سے دیگر امور کی انجام دہی۔

تعمیر و ترمیم: ڈاکٹر کبیر
(خانہ مہینہ سہ ماہی)
کھلی تھری

لاہور
مورخہ 14 اپریل 2019ء

- 1- کھلی تھری جس سبب 23-29 اپریل 2019ء (شمول ہر وہ ایام) اعلان کردہ تقسیمات کے حقداران کے تعین کے لیے بندہ ہیں گی۔
- 2- حصص داران جو کہ اجلاس میں شرکت کے لیے اپنی جائیداد سے حصص داران کو شرکت کرنے اور ووت دینے کے لیے اپنا نام رجسٹر کر سکتے ہیں۔
- 3- اختیار شدہ حسبات کی اجلاس کے وقت سے 48 گھنٹے پہلے کھلی کے رجسٹرڈ دفتر میں لازماً وصول ہونا چاہیے۔ اجلاس میں شرکت کے لیے اپنا اصل شناختی کارڈ ہمراہ لائیں۔ حصص داران سے درخواست ہے کہ ان کے پتے اجلاس میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 4- اپنے کپیڈ کارڈ شناختی کارڈ کی کاپی لازماً اپنے پاس رکھیں اور اپنے کارڈ کو اپنی آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 5- اگر کارڈ کھلی کے کارڈ میں نہیں ہے، تو اسے اپنی آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 6- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 7- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 8- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 9- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔
- 10- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔

میں اہم _____ اور _____ بحیثیت ممبر بانی نون لیبارٹریز لمیٹڈ مالک _____ عمومی حصص برطبق ریزروڈ ٹولڈ ہونے پر _____ اور _____ کی رضامندی سے توجہ ورا دیتا ہوں اور یہ ہے۔

- 9- شیئرز، وولڈرز (جو کسی بناہ پر) اپنے ڈیویڈنڈ یا بونس شیئرز یا بونس فونڈیشنل شیئرز کو حاصل نہیں کر سکتے ہیں (اگر ایسی کوئی ہے) تو ان سے درخواست ہے کہ وہ شیئرز، وولڈرز یا بونس شیئرز کا رپٹنگ (پرائیویٹ) لمیٹڈ سے رابطہ کریں۔ اس طرح سے تمام ڈیویڈنڈ یا بونس شیئرز فونڈیشنل شیئرز کی واپس لیا جاتا ہے۔
- 10- تمام کارڈ کھلی کے کارڈ میں آگونی تبدیلی سے توجہ ورا مطلع فرمائیں۔



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Notice of Annual General Meeting

NOTICE is hereby given that 36th Annual General Meeting of Highnoon Laboratories Limited will be held on Monday, 29 April 2019 at 11:00 a.m. at Registered Office, 17.5 Kilometer Mullan Road, Lahore to transact the following business:

1. To confirm minutes of the Extraordinary General Meeting held on 31 August 2018.
2. To receive, consider and adopt the annual audited financial statements of the Company and consolidated financial statements with its subsidiary for the year ended 31 December 2018 together with Directors' and Auditors' Reports thereon.
3. To consider and approve payment of Cash Dividend at the rate of one hundred thirty percent (130%) and Bonus Shares at the rate of ten percent (10%) to the shareholders as recommended by the Board of Directors.
4. To appoint Auditors and fix their remuneration for the year ending 31 December 2019.
5. To discuss any other business with the permission of the Chair.

By order of the Board
Khadim Hussain Mirza
Company Secretary

Lahore: 4 April 2019

Notes:

1. Share transfer books of the Company will remain closed from 23 April 2019 to 29 April 2019 (both days inclusive) for the purpose of determining the entitlement of payout.
2. A member entitled to attend and vote at this meeting may appoint another member as proxy to attend and vote instead of him. The instrument of proxy must be received at the Registered Office of the Company, 17.5 K.M. Mullan Road, Lahore not less than 48 hours before the time of holding the meeting. Members are advised to immediately intimate our Shares Registrar M/s Corplink (Pvt.) Limited any change in their address.
3. All account holders registered through Central Depository System shall authenticate their identity by showing original CNIC at the time of attending the meeting. In case of corporate entity, a certified copy of resolution of the Board of Directors / valid Power of Attorney having the name and specimen signature of the nominee should be produced at the time of the meeting.
4. In compliance with regulatory requirement dividend will not be paid to shareholders whose CNIC Nos. are not available with the Company. Shareholders who have not yet provided copy of their CNIC are requested to provide the same to our Share Registrar M/s Corplink (Pvt.) Limited at the earliest.
5. To enable the company to make tax deduction on the amount of cash dividend @15% instead of @20%, all shareholders who are filer of tax return are advised to make sure that their names are entered in the Active Tax Payers List (ATL) provided on the website of FBR, Corporate shareholders having GDC account are required to have their NTN updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to our Share Registrar M/s Corplink (Pvt.) Ltd.
6. Shareholders who wish to receive Audited Financial Statements and Notices in future through e-mail are hereby advised to give their consent by sending filled and signed Standard Request Form available on our website i.e. www.highnoon-labs.com to Registered Office of the Company or our Share Registrar M/s Corplink (Pvt.) Ltd. Please note that giving email address to receive Audited Accounts is optional, in case, you don't want to give the email address the same will be sent to you by post.
7. In compliance with S.R.O. 1145(I) 2017 of SECP and Section 242 of the Companies Act 2017, it is mandatory to make payment of any cash dividend through electronic mode by directly crediting the dividend amount in shareholder's designated bank account. Notices seeking bank account details were sent to shareholders earlier. The shareholders who have not yet provided details of their bank account are once again requested to provide the details giving Name of designated Bank, Branch Name and Address, Title of Account and IBAN No., along-with valid copy of CNIC. CDC shareholders are requested to have their bank account details updated with their respective participant and physical shareholders send the details to the Company or our Shares Registrar, M/S Corplink (Pvt.) Ltd. Please mention Company name and Folio No., while sending the details of Bank Account.
8. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 7 days prior to date of meeting, the company will arrange video conference facility in the city subject to availability of such facility in the city. The Company will intimate members regarding venue of video conference facility at least 5 days before the date of general meeting.

I/We _____ of _____ being a member of Highnoon Laboratories Limited, holder of _____ Ordinary Share(s) as per Registered Folio No. _____ hereby opt for video conference facility at _____.

Signature of Member

9. The shareholders, who by any reason could not claim their outstanding dividend or bonus shares/physical share certificates, if any are advised to contact our Shares Registrar M/s Corplink (Private) Limited to collect/enquire about their unclaimed dividend / pending share certificates, if any. The Company in compliance with section 244 of the Companies Act, 2017 after having completed the stipulated procedure, shall deposit/deliver all such unclaimed amount of dividend and shares certificates outstanding for period of 3 years or more from the due date in the credit of Federal Government in case of dividend and shall deliver unclaimed shares certificates to SECP.
10. Annual Audited Financial Statements for the year ended 31 December 2018 along-with Auditors' and Directors Report of the Company are placed on website. www.highnoon-labs.com