

# BUSINESS RECORDER

Karachi, Tuesday 8 March 2016, 28 Jamadi-ul-Awwal 1437



**HABIB METROPOLITAN BANK**

[Subsidiary of Habib Bank AG Zurich]

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Fourth Annual General Meeting of the shareholders of Habib Metropolitan Bank Ltd. will be held at the Moosa D. Dessai Auditorium, Institute of Chartered Accountants of Pakistan, G-31/8, Chartered Accountants Avenue, Clifton, Karachi on Tuesday, 29 March 2016 at 9:30 a.m. to transact the following business:

### ORDINARY BUSINESS

- To receive, consider and adopt the Audited Accounts, standalone as well as consolidated, of the Bank for the year ended 31 December 2015 together with the Directors' and Auditors' reports thereon.
- To approve, as recommended by the Board of Directors, final dividend @ 20% (Rs. 2/- per share) in the form of cash for the year ended 31 December 2015, in addition to already paid 20% Interim dividend in the form of cash for the year ended 31 December 2015.
- To appoint Auditors for the financial year ending 31 December 2016 and fix their remuneration. The present Auditors, Messrs. KPMG Taseer Hadi & Co., Chartered Accountants, being eligible, offer themselves for re-appointment.

### SPECIAL BUSINESS

- To approve provision of appropriate office premises and support staff to the Chairman for carrying out his duties in his capacity as the Chairman of the Bank.
- To approve remuneration paid to the directors during the year ended 31 December 2015.

A statement of material fact under section 160(1)(b) of the Companies Ordinance, 1984 relating to the aforesaid special business to be transacted at the said Annual General Meeting is being sent to the shareholders along with the notice.

### ANY OTHER BUSINESS

- To consider any other business with the permission of the Chair.

By Order of the Board

**MUHAMMAD IMRAN**  
Company Secretary

Karachi: 26 February 2016

### NOTES:

- A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend the meeting and vote for him/her. Proxy form is enclosed with the Annual report. A proxy must be a member of the Bank. In order to be effective, proxies must be received at the Registered Office of the Bank, duly stamped, signed and witnessed, not less than 48 (forty-eight) hours before the meeting.
- CDC account holders and sub-account holders are required to bring with them their original National Identity Card or passport along with the participants ID numbers and their account numbers in order to facilitate identification. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee is also required.
- Members are requested to notify the change of addresses, if any.
- The share transfer book of the Bank will remain closed from 18 March 2016 to 29 March 2016 (both days inclusive).

### Mandatory Submission of CNIC

Pursuant to the directives of the Securities & Exchange Commission of Pakistan (SECP), Dividend Warrants shall mandatorily bear the CNIC numbers of shareholders. Therefore, shareholders, having shares in physical form, are requested to submit a copy of their CNIC (if not already provided) to the Bank's Share Registrar M/s. Central Depository Company of Pakistan Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi, without any delay.

In case of non-availability of a valid copy of the CNIC in respect of member having physical shareholding, Dividend Warrant could be withheld in terms of section 251(2)(a) of the Companies Ordinance, 1984, which will be released by the Share Registrar only upon compliance with the aforesaid notifications.

### Deduction of Withholding Tax from Dividend

The Government of Pakistan through Finance Act, 2015 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 returns:     | 12.50% |
| (b) | For non-filers of income tax returns: | 17.50% |

To enable the company to make tax deduction on the amount of cash dividend @ 12.50% instead of 17.50%, all the members whose names are not entered in the Active Tax-Payers List (ATL) provided on the website of Federal Board of Revenue (FBR), despite the fact that they are filers, are advised to make sure that their names are entered into ATL at the earliest possible (as and when declared) otherwise tax on their cash dividend will be deducted @ 17.50% instead of 12.50%.

For Shareholders holding their shares jointly, as per the clarification issued by the FBR, withholding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as joint-holder(s) based on their shareholding proportions. Therefore, all shareholders who hold shares jointly are required to provide shareholding proportions of Principal shareholder and Joint-holder(s) in respect of shares held by them to the Share Registrar in writing as follows:

Folio/CDC Account No.	Total Shares	Principal Shareholder		Joint Shareholder(s)	
		Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

For any query/difficulty/information, the members may contact the Bank's Share Registrar at the following address:

Central Depository Company of Pakistan Limited  
CDC House, 99-B, Block-B, P.E.C.H.S., Main Shahrah-e-Faisal  
Karachi-74400. Tel: 0800-23275, Fax No. (92-21) 34326053  
Email: info@cdcpak.com, URL: www.cdcpakistan.com

### Payment of Cash Dividend Electronically (Optional)

Under Section 250(1) of the Companies Ordinance, 1984 a shareholder may, if so desire, direct a company to pay dividend directly into his/her bank account. Shareholders wishing to exercise this option may submit their application to the Company's Share Registrar, giving particulars relating to their name, folio number, bank account/IBAN number, title of account and complete mailing address of the bank. CDC account holders should submit their request directly to their broker (participant)/CDC.

### Electronic Transmission of Financial Statements and Notices

Securities and Exchange Commission of Pakistan through SRO 787 (1)/2014 dated 8th September 2014 allowed the companies to circulate its Annual Audited Financial Statements along with Company's notice of Annual General Meeting to its members through e-mail. Those shareholders who wish to receive the Company's Annual Report through e-mail are requested to send e-mail at company.secretary@habibmetro.com their Name, CNIC No., Folio No. & e-mail address at which they wish to receive Annual Report. Please note that Annual Report is being placed at the link: <http://habibmetro.com/financial-reports/>.

In case any member who has provided consent to receive audited financial statements and notice through e-mail, subsequently request for hard copy of audited financial statements, the same shall be provided free of cost within 7 days of the receipt of such request.

