



Notice of Annual General Meeting For the year ended 30th June, 2018

Notice is hereby given to the members that the 70th Annual General Meeting of the Company will be held on 28th September, 2018 at 11:30 a.m. at the Aquarius Hall, Beach Luxury Hotel, Off M.T. Khan Road, Karachi, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited accounts of the Company for the year ended 30th June, 2018 and the Directors' Report and Auditors' Report thereon.
2. To Consider and approve payment of Rs. 6.50 (65%) per share as final cash dividend in addition to Rs. 2.00 (20%) interim cash dividend announced and paid, making a total dividend of Rs. 8.50 (85%) per share for the financial year ended 30th June, 2018 as recommended by the Board of Directors.
3. To appoint auditors for the year 2018-2019 and fix their remuneration.
4. To transact with the permission of the Chair any other business, which may be transacted at an Annual General Meeting.

By Order of the Board

International Industries Ltd.
Uzma Amjad Ali
Company Secretary

Karachi
Dated: 16th August, 2018

Notes:

1. The Share Transfer Books of the Company shall remain closed from 14th September, 2018 to 28th September, 2018 (both days inclusive).
2. A Member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint another member as his/her proxy to attend, speak and vote on his/her behalf.
3. An Instrument appointing proxy and the power of attorney or other authority under which it is signed or a notarial certified copy of the power or authority must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. Form of Proxy is enclosed.

CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated 26th January, 2000 issued by the Securities and Exchange Commission of Pakistan:

a) For Attending AGM

- In case of individuals, the account holder or sub-account holder whose securities and registration details are uploaded as per the Regulations, shall produce proof of his/her identity by showing original Computerized National Identity Card (CNIC) at the time of attending the meeting.
- 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 Proxy

- In case of individuals, the account holder or sub-account holder whose securities and registration details are uploaded as per the Regulations shall submit the proxy form as per the above requirement.
- Attested copies of CNIC of the beneficial owners and the proxy shall be furnished with the proxy form.
- The proxy shall produce his/her original CNIC at the time of the meeting.

c) For CNIC/IBAN & Zakat

- Members are requested to provide their International Banking Account Number (IBAN) together with a copy of the Computerized National Identity Card (CNIC) to update our records. In case of non-submission, all future dividend payments may be withheld.
- Members are requested to submit declaration (CZ-50) as per Zakat & Ushr Ordinance, 1980, for Zakat exemption and to advise change in address, if any.

UNCLAIMED DIVIDENDS & BONUS SHARES

Shareholders, who by any reason, could not claim their dividend or bonus shares or did not collect their physical shares, are advised to contact our Shares Registrar M/s Central Depository Company of Pakistan Ltd. to collect/enquire about their unclaimed dividend or pending shares, if any.

Please note that in compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all dividends unclaimed for a period of three years, from the date due and payable, shall be deposited to the credit of the Federal Government and in case of shares, shall be delivered to the Securities & Exchange Commission of Pakistan.

E-DIVIDEND

As per Section 242 of the Companies Act, 2017, in case of a Public Listed Company, any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Therefore, through this notice, all shareholders are requested to update their bank account details in the Central Depository System through respective participants. In case of physical shares, to provide bank account details to our Shares Registrar, M/s Central Depository Company of Pakistan Ltd. E-Dividend mandate form is enclosed.

Please note that after 31st October, 2017 all cash 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.

E-VOTING

Members can exercise their right to demand a poll subject to meeting requirements of Section 143-145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

VIDEO CONFERENCE

Pursuant to SECP Circular No. 10 of 2014 dated 21st May, 2014, if the Company receives consent from members holding in aggregate 10% or more shareholding, residing in a geographical location, to participate in the meeting through video conference, at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city. To avail this facility, please provide the following information to the Shares Registrar Office of the Company i.e. M/s CDC Pakistan Limited, CDC House, 99-B, Block-B, Shahrah-e-Faisal, Karachi. PABX No. (+9221) 111-111-500 and email info@cdcpak.com

I/We, being a member of International Industries Limited, holder of Ordinary Share(s) as per Register Folio No. _____ hereby opt for video conference facility at _____ (Please insert name of the City)

Signature of Member

CIRCULATION OF NOTICE OF MEETING & ANNUAL ACCOUNTS

With reference to SRO 787 (I/2014 dated 8th September, 2014) issued by SECP, shareholders have an option to receive Annual Audited Financial Statements and Notice of Annual General Meeting through email. Shareholders of the Company are requested to give their consent on prescribed format to our Shares Registrar, M/s CDC Pakistan Limited, CDC House, 99-B, Block-B, Shahrah-e-Faisal, Karachi, to update our record if they wish to receive Annual Audited Financial Statement and Notice of Annual General Meeting through email. However, if a shareholder, in addition, requests for a hard copy of the Audited Financial Statements, the same shall be provided free of cost within seven (07) days of receipt of such request.

filer AND NON filer STATUS

i) The Government of Pakistan through Finance Act, 2018 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 15%
- b) For non-filers of income tax returns 20%

To enable the Company to make tax deduction on the amount of cash dividend @ 15% instead of 20%, all the shareholders whose names are not entered into the Active Tax Payers' List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the date of approval of cash dividend at the Annual General Meeting on 28th September, 2018 otherwise tax on their cash dividend will be deducted @ 20% instead of @ 15%.

ii) For any query/problem/information, the investors may contact the Company and/or the Shares Registrar at the following phone numbers and/or email addresses:

IIL Shares Department	IIL Shares Registrar
Mr. Mohammad Irfan Bhatti	Central Depository Company of Pakistan Ltd.
021-35680045 - 54	021-111-111-500
irfan.bhatti@iil.com.pk	info@cdcpak.com

iii) The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the company or its Shares Registrar i.e. CDC Pakistan Limited; the shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio numbers.

Sep 6, 2018
Business Recorder

