



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 39<sup>th</sup> Annual General Meeting of the members of Karam Ceramics Limited will be held on Tuesday October 23, 2018, at 6.30 P. M, at the Registered Office of the Company to transact the following business:

1. To Confirm the minutes of the 38<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> October 2017.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2018, together with the Director's 'and Auditors report' thereon.
3. To appoint auditors and fix their remuneration for the year ended June 30, 2019. The present auditors M/s Qavi & Co., Chartered Accountants, retire and being eligible have offered themselves for reappointment.
4. To consider and approve the Final cash dividend of Rs. 0.80 per share i.e. 8% for the year ended June 30, 2018, as recommended by the Board of Directors.
5. To transact any other business with the permission of the Chair.

By Order of the Board

Karachi  
October 2, 2018.

Manzoor Ali Natha  
Company Secretary

**Notes:**

1. The Share transfer book of the company will remain closed from October 16, 2018 to October 23, 2018 (both days inclusive). The transfers received at Company's Share Registrar namely M/s THK Associates (Pvt) Ltd. 1<sup>st</sup> floor, 40-C, Block-6, PECHS Karachi upto the close of business on October 15, 2018 will be treated in time for entitlement of the dividend.
2. A member, who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her participant's ID number and CDC account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending meeting.
3. A member entitled to attend and vote at the Annual General Meeting may appoint another member as his/her proxy to attend, speak and vote instead of him / her. attend and vote on his/her behalf. Proxies to be effective must be received by the company not less than 48 hours before the time of holding of the meeting.
4. The beneficial owners of shares recorded in Central Depository Company of Pakistan Limited (CDCPL) are required to bring their Original CNIC and in case of instructions being the beneficial owner, notarially certified copy of power of attorney or other authority, together with the proof of identity of such nominee, is required for admittance to the meeting of the members.
5. Members are requested to communicate to the company or the Registrar to the company of any change in their address.
6. Members are requested to provide their International Banking Account Number (IBAN) together with a copy of Computerized National Identity Card (CNIC) to update our records. In case of non-submission, all future dividend payments may be withheld.
7. 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**

Shareholders, who by any reason, could not claim their dividend, are advised to contact our Share Registrar M/s THK Associates (Pvt) Ltd, to collect/ enquire about their unclaimed dividend, 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 the period of three (3) years from the date due and payable shall be deposited to the credit of the Federal Government.

**E-DIVIDEND**

As per Section 242 of the Companies Act, 2017, in case of a Public Limited Company, any dividend payable in cash shall only be paid through electronic mode directly into 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. E-Dividend mandate form is available at company's website ([www.karamceramics.com](http://www.karamceramics.com)).

**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 May 21, 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 the city subject to availability of such facility in the city. To avail this facility please provide the following information to the Share Registrar Office of the Company i.e. M/s THK Associates Pvt Ltd. 1<sup>st</sup> floor, 40-C, Block-6, PECHS Karachi.

I/We, of \_\_\_\_\_ being a member of Karam Ceramics Limited holder of Ordinary Share(s) as per Register Folio No : \_\_\_\_\_ hereby opt for video conference facility at (Please insert name of City).

Signature of member

**CIRCULATION OF NOTICE OF MEETING & ANNUAL ACCOUNTS**

With reference to SRO 787/1/2014 dated 8<sup>th</sup> September 2014 issued by SECP, shareholders have an option to receive Annual Audited Financial Statements and Notice of General Meeting through email. Shareholders of the Company are requested to give their consent on prescribed form to our Shares Registrar M/s THK Associates (Pvt) Ltd. 1<sup>st</sup> floor, 40-C, Block-6, PECHS Karachi, to update our record if they wish to receive Annual Audited Financial Statements and Notice of General Meeting through email. However if a shareholder, in addition, request for hard copy of Audited Financial Statement the same shall be provided free of cost within seven (7) days of receipt of such request.

**FILER AND NON FILER STATUS**

- i) The Government of Pakistan through Finance Act, 2018, have made certain amendments in Section 150 of the Income Tax Ordinance, 2001, whereby different rates are prescribed 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%
- ii) 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 (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 23<sup>rd</sup> October 2018, otherwise tax on their cash dividend will be deducted @20% instead of @15%.
- iii) For any query / Problem / information, the investors may contact the Company and / or the Share Registrar at the following phone Numbers, email addressed:

**KCL Share Department**

Mr. Manzoorali Natha  
021-35865561-64 | [manzoorali.karam@gmail.com](mailto:manzoorali.karam@gmail.com)

**KCL Share Registrar**

THK Associates (Pvt) Ltd.  
021-34168270 | UAN 021-111-000-322 | [secretariat@thk.com.pk](mailto:secretariat@thk.com.pk)

The corporate shareholders having CDC accounts 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 Share Registrar i.e. THK Associates (Pvt) Ltd, the shareholders while sending NTN or NTN Certificates, as the case may be, must quote company name and their respective folio numbers.



# نوٹس برائے سالانہ اجلاس عام

مطلع کیا گیا ہے کہ کراچی کے لیے سالانہ اجلاس 23 اکتوبر 2018ء کو صبح 10 بجے کھلی کے ریزرو چیمبر میں منعقد کیا جائے گا۔

- 1- 38 ویں سالانہ جنرل میٹنگ کے شیڈول میں 2017 اکتوبر 2017 کو منعقد ہوئے تھے۔
- 2- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 3- 1 اکتوبر 2019ء کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 4- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 5- کراچی کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### محکمہ بورڈ

جنرل مینیجر  
کھلی

### نوٹس:

- 1- کھلی کی شیڈول میں 2018 سے 2018ء (23 اکتوبر 2018ء) کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 2- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 3- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 4- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 5- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 6- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- 7- کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### غیر اعلان شدہ ڈیویڈنڈس:

کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### ای۔ ڈیویڈنڈس:

کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### ویڈیو کانفرنس:

کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### ممبران کے حوالہ

### نوٹس برائے ممبران اور سالانہ اجلاس:

کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### فائلز اور فنانس ریکارڈس:

- (i) کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- (ii) کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔
- (iii) کھلی کے 30 جن 2018 کو منعقد ہونے کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔

### KCL شیڈول ڈیپارٹمنٹ

مسٹر منظور علی نقوی

manzooral.karam@gmail.com -021-35865561-64

KCL شیڈول ڈیپارٹمنٹ

THK ASSOCIATES (PVT.) LTD.

021-34168270, UAN 021-111-000-322, SECRETARIAT@THK.COM.PK

کراچی کے لیے سالانہ اجلاس کے اجلاس کی تاریخوں کی وضاحت کی ضرورت ہے۔