



NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the seventy first (71st) Annual General Meeting (Meeting) of Pakistan Tobacco Company Limited ("the Company") will be held at the Serena Hotel, Khayaban-e-Suhrwardy, Islamabad on Friday, the 20th April 2018 at 10.30 a.m. to transact the following business.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the audited Accounts for the year ended 31st December 2017, and the Report of the Directors and Auditors thereon.
- 2) To approve the Final Dividend for the year 2017 as recommended by the Board.
- 3) To appoint Auditors and to fix their remuneration.

BY ORDER OF THE BOARD
M. IDRIES AHMED
COMPANY SECRETARY

Islamabad: March 27, 2018

NOTES:

1. Closure of Share Transfer Books
The Share Transfer Books of the Company will be closed from 14th April 2018 to 20th April 2018 both days inclusive. Transfers received at the office of the Company's Share Registrar, FAMCO Associates (Pvt.) Ltd, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi by the close of business on 13th April 2018, will be in time to be entitled to vote and for the entitlement of dividend.

2. Participation in the Annual General Meeting

A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy who will have the right to attend, speak and vote in place of that member. Forms of proxy must be deposited at Company's Share Registrar's office not less than 48 hours before the time of the Meeting (i.e. 20th April 2018 at 10.30 a.m.) Proxy form(s) received after the said 48 hours will not be treated as valid.

Attendance of members who have deposited their shares into Central Depository Company of Pakistan Limited shall be in accordance with the following mandatory requirements.

A) In Person:

- i) Individual members must bring their participant's ID number and account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending the Meeting.
- ii) In the case of a corporate entity, presentation of a certified copy of the Board of Directors' Resolution/Power of Attorney with specimen signatures of the nominee at the time of the Meeting.

B) By Proxy:

- i) In case of individuals, the submission of proxy form as per the requirement notified in Note 2 above.
- ii) The proxy must be witnessed by two persons whose names, addresses and CNIC numbers should be stated 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) In case of a corporate entity, the Board of Directors' Resolution/Power of Attorney with specimen signatures shall be submitted with the proxy form to the Company.
- v) The proxy shall produce his/her original CNIC or original passport at the time of the Meeting.

3. Submission of CNIC/NTN Details (Mandatory)

The CNIC number /NTN details is now mandatory and is required for checking the tax status as per the Active Tax Payers List (ATL) issued by the Federal Board of Revenue (FBR) from time to time.

Individuals including all joint holders holding physical certificates are therefore requested to submit a copy of their valid CNIC to the Company or its Registrar if not already provided. For shareholders, other than individuals, the scrutiny will be done by matching the NTN number, therefore corporate shareholders having CDC accounts are requested in their own interest to provide a copy of NTN certificate to check their names in the ATL before the book closure date to their respective participants/CDC, whereas corporate shareholder(s) holding physical share certificates should send a copy of their NTN certificates to the Company or its Share Registrar. The shareholders while sending CNIC or NTN certificates, as the case may be must quote their respective folio numbers.

In cases of non-receipt of the copy of a valid CNIC, the Company would be constrained under Section 243 (3) of the Companies Act, 2017 to withhold dividend of such shareholders.

4. Dividend, Electronic Credit Mandate (Mandatory)

Pursuant to the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed Company to pay cash dividend to its shareholders only through electronic mode by making direct remittance into their respective bank account designated by the entitled shareholder(s) ("the bank account"). Therefore, in order to receive dividends directly into their bank account, shareholders holding shares in physical form are requested to fill in "Electronic Credit Mandate Form" available on Company's website i.e. www.ptc.com.pk and send the completed form along with a copy of a valid CNIC or provide the following information to the registrar of the Company M/s. FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi latest by 13th April, 2018.

Folio Number
Name of Shareholder
Title of the Bank Account
International Bank Account (IBAN) (24 digits)
Name of Bank
Name of Bank Branch and Address
Cellular Number of Shareholder
Landline Number of Shareholder
CNIC/NTN Number, in case of corporate shareholder (Attach Copy)
Signature of Member

5. Deduction of Income Tax from Dividend under Section 150 of the Income Tax Ordinance, 2001 (Mandatory)

- (i) Pursuant to the provisions of the Finance Act 2016 effective July 1, 2017, the rates of deduction of income tax from dividend payments under the Income Tax Ordinance have been revised as follows:

1. Rate of tax deduction for filer of income tax return 15%
 2. Rate of tax deduction for non-filers of income tax return 20%
- To enable the Company to make tax deduction on the amount of cash dividend @ 15% instead of 20%, 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 immediately make sure that their names are entered in ATL, otherwise tax on their cash dividend will be deducted @ 20% instead of 15%.

- (ii) Withholding Tax exemption from the dividend income, shall only be allowed if a copy of valid tax exemption certificate is made available to FAMCO Associates (Pvt) Ltd., by the first day of Book Closure.

- (iii) Further, according to clarification received from Federal Board of Revenue (FBR), with-holding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as joint-holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders either holding shares in physical form or in CDC, who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and joint-holder(s) in respect of shares held by them (only if not already provided) to our Share Registrar, in writing as follows:

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

The required information must reach our Share Registrar within 10 days of this notice; otherwise it will be assumed that the shares are equally held by Principal shareholder and joint Holder(s).

- (iv) 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 FAMCO 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.

6. Zakat Deductions

To claim exemption from compulsory deduction of Zakat, shareholders are requested to submit a notarised copy of Zakat Declaration Form "CZ-50" on NJSP of Rs.50/- to the Share Registrar.

7. 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) Regulation 2018.

8. Video-Link Facility

Pursuant to Section 134 (1) (b) of the Companies Act 2017 and SECP's 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 10 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 Share Registrar.

I/We, of being a member of Pakistan Tobacco Company Limited holding of Ordinary Shares (s) as per Register Folio No. _____ hereby opt for the videoconference facility at (Please insert name of the City).

9. Change of Address

Members are requested to notify any change in their addresses immediately. Members holding shares in physical form are requested to notify the Company's Share Registrar promptly of changes in their address.

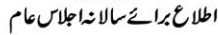
Members holding shares in electronic form with CDC must notify change of address to their participants or CDC Investor Account Services with whom the account is maintained.

10. Contact Details:

Company Contact: Company Secretary, Pakistan Tobacco Company Limited, Serena Business Complex, Khayaban-e-Suhrwardy, Islamabad
Phone: (051) 2083200

Share Registrar: FAMCO Associates (Pvt) Ltd. 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi
Phone: (021) 34380101-5
Email address: info.shares@famco.com.pk





نوٹ:

(اے) بذات خود:

(بی) نمائندے کی صورت میں:

v۔ اجلاس کے وقت مقرر کردہ نمائندہ اپنا اصل CNIC یا پاسپورٹ پیش کرے گا۔

4۔ ڈیوٹنڈ، الیکٹرانک کرڈٹ مینڈیٹ (لازمی)

فولیو نمبر

5۔ اگم فیکس آرڈیننس 2001 کی شق 150 کے تحت ڈیویڈنڈ سے اگم فیکس کی کٹوتی (لازمی)

2۔ اکھ ٹیکس ریٹرن فائل نہ کرنے والوں کے لیے ٹیکس کوٹائی کی شرح: 20%

الحی صورت میں، رج ایکٹ شیئر ذمہ (حصہ) شیئر ہولڈرز سے درخواست کی حالت ہے کہ تیار شیئر رجسٹر اکو نیٹل شیئر ہولڈرز اور رج ایکٹ ہولڈرز (۱) کے تناسب سے آگے کرے، (اگر پہلے آگے نہیں کرے گا)۔ یہ معلومات مندرجہ ذیل ترتیب سے فراہم کی جائیں گی:

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6۔ زکوٰۃ کی کٹوتی

7- ای وونگ

8۔ ویڈیولنک کی سہولت

"میں انہی، بحیثیت ممبر پاکستان لوکیو کی پیشکش لرپیٹڈ، ملکیتی عام شیئر (ز) رجسٹرڈ فونڈ منس۔-----شیئر(شیر کا نام) میں ویلجائیو کافرئیس کی سبوت فراہم کیے جانے کے خواہشمند ہوں ہیں۔"

9۔ پتے میں تبدیلی

CDC کے ساتھ الیکٹرانک فارم میں شیئر کرنے والے ممبرز سے گزارش ہے کہ شکایات CDC کا نوٹس کارڈ میں تہذیبی کی اطلاع کا نوٹ چلانے والے (فرویدادارے) کو دیں۔

10۔ رابطے کی معلومات:

کمپنی دفتر کا پتہ: کمپنی سیکرٹری، پاکستان ٹوکیو کمپنی لمیٹڈ، مہرینا ہاربر ٹرس کمپلیکس، خلیبان سہم روڈی، اسلام آباد فون: 051-2083200

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