

PAKISTAN PVC LIMITED NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 58th Annual General Meeting of the Company will be held on Friday, October 22, 2021 at the registered office of the company at Pakistan PVC Limited, Shafliabad, Ghoro, District Thatta at 9:00 a.m. to transact the following business.

ORDINARY BUSINESS

1. To confirm the minutes of the 57th Annual General Meeting of the company held on October 23, 2020.
 2. To receive, consider and adopt the audited accounts of the company for the year ended June 30, 2021 together with the reports of the Director's and Auditors' thereon.
 3. To appoint auditors of the company for the year ending June 30, 2022 and fix their remuneration.
 4. To elect new Board of Directors of the Company in accordance with the provisions of Section 178 of the Companies Ordinance, 1984 for the period of three years commencing from the conclusion of this Extra-ordinary General Meeting, in place of the following retiring Directors :-
- | | | |
|------------------------|-----------------------|----------------------|
| 1. Mr. Arif Shaffi | 2. Mr. Adnan Shaffi | 3. Mrs. Saira Shaffi |
| 4. Mr. Mohammad Shaffi | 5. Mr. Mohammad Iqbal | 6. Mr. Arshad Javaid |
| 7. Mr. Adeel Shaffi | | |

Special Business:

- To approve the remuneration package for the chief executive and two full time working directors of the company as recommended by the Board of Directors of the Company
- *Resolved that the Chief Executive is allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.
- *Further Resolved that two full time working directors are allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.
- To authorize the board under section 183 of the Companies Acts 2017 to sell, lease or otherwise dispose of the undertakings or a sizeable part thereof unless the main business of the company comprises of such selling or leasing*.

ANY OTHER BUSINESS

1. To transact any other business of the company with the permission of the chair.

Islamabad, September 17, 2021

By Order of the Board
(ADEEL SHAFFI)
Company Secretary

Notes:

1. The number of Directors for election has been fixed by the Board of Directors in their meeting held on, September 17, 2021, at seven. All the retiring Directors shall be eligible for re-election for the next term. Any person whether he is retiring Director or otherwise, who seeks to contest election, shall file with the Company at its Registered Office, not later than fourteen clear days before the date of the above Annual General Meeting, the following:
 - (a) His/her folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.; (b) a legible attested copy of his/her CNIC; (c) Notice of his/her intention to offer himself/herself for the election of Directors in terms of Section 159(3) of the Companies Act, 2017; (d) Consent to act as Director on Form-28; (e) Detailed profile along with Office Address for placement on the Company's website (f) Declaration in respect of being compliant with the requirements of the Code of Corporate Governance and eligibility criteria as set out in the Companies Act, 2017 to act as a Director of the listed Company.
2. Share transfer Books of the Company shall remain closed from October 1, 2021 to October 22, 2021 (both days inclusive)
3. A member entitled to attend and vote in the meeting is authorized to appoint any other person a proxy to attend, speak and vote for him or her.
4. Any individual Beneficial Owner of CDC, entitled to vote at this meeting must bring his/her original NIC with him/her to prove his/her identity, and in case of proxy, a copy of shareholders attested NIC must be attached with the proxy form and shall authenticate his/her identity by showing his/her original National Identity Card (NIC) or passport at the time of attending the meeting. Representatives of corporate members should bring the usual documents required for such purpose.
5. In order to valid, an instrument of proxy and the power of Attorney or other authority (if any) under which it is signed, or a notarized certified copy of such power or Authority, must be reached at the Registered Office of the Company not less than 72 hours before the time of the Meeting.
6. As per Section 242 of the Companies Act, 2017 enacting from May 31, 2017, SECP Circular No. 18/2017, a listed company, is required to pay cash dividend to shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Therefore in compliance with the said law, in order to receive your future dividends directly in your bank account, you are required to provide the information mentioned on the Form placed on the Company's website www.pakistanpvc.com and send the same to your brokers/Central Depository Company Ltd., if the shares are held in the electronic form or to the Company's Share Registrar if shares are held in paper certificates form. The Company's Share Registrar's address is M/s Corplink (Private) Limited, Wings Arcade, 1 - K, Commercial, Model Town, Lahore, Tele# 042 - 3591 6714 or email at corplink786@gmail.com.
7. Members are requested to provide by mail or fax, to the Company's Share Registrar's address in M/s Corplink (Private) Limited, Wings Arcade, 1 - K, Commercial, Model Town, Lahore, Tele# 042 - 3591 6714 or email at corplink786@gmail.com, photocopy of their valid CNIC or passport (in case of foreigner), unless it has been provided earlier, enabling the Company to Comply with relevant laws.
8. Financial statements have been placed on Company's website at www.pakistanpvc.com.
9. The shareholders who wish to attend the Annual General Meeting are requested to get themselves registered by sending their particulars at the designated email address pakpvc.CG@shavvi.com, giving particulars as per below table by the close of business hours (5:00 PM) on October 16, 2021.

Name of Shareholder	CNIC No./ NTN NO.	Participant ID/Folio No.	Cell No.	Email address
---------------------	-------------------	--------------------------	----------	---------------

10. The webinar link would be emailed to the registered shareholders/proxies who have provided all the requested information.
11. Statement under Section 134(3) of the Companies Act, 2017 is being sent to the members of the Company separately.

STATEMENT UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the special business to be transacted in the Annual General Meeting to be held on October 22, 2021.

The present Chief Executive is drawing remuneration of Rs. 1.5 million per annum and two Directors are drawing Rs.1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time. The Board of Directors in their meeting held on September 17, 2021, has recommended that Chief Executive be allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.

Two full time working directors are allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.

As the matter requires ratification by the members, the following resolutions shall be considered for approval as Special Resolution:

Resolved that the Chief Executive is allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.

Further Resolved that two full time working directors are allowed to receive gross annual remuneration of Rs. 1.5 million alongwith free use of company car, telephone, medical and other benefits as per company's regulations from time to time.

The Chief Executive and two Directors are interested in this matter to the extent of the remuneration payable.