



PAKISTAN REFINERY LIMITED
KORANGI CREEK ROAD, KARACHI

Notice of Annual General Meeting

Notice is hereby given that the Fifty-Eighth (58th) Annual General Meeting of Pakistan Refinery Limited will be held on Monday, November 26, 2018 at 1000 hours at Marriott Hotel, Karachi to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and approve the Audited Financial Statements of the Company for the year ended June 30, 2018 together with the Reports of the Board and the Auditors thereon.
 2. To appoint Auditors for the ensuing year and fix their remuneration. The present Auditors, A.F. Fergusons & Co. Chartered Accountants, being eligible, offer themselves for re-appointment.
- ANY OTHER BUSINESS**
3. To transact any other business with the permission of the Chair.

By Order of the Board

Asim H. Akhund
Company Secretary

Karachi:
Dated October 19, 2018

Notes:

1. The Share Transfer Books of the Company will be closed from November 20, 2018 to November 26, 2018 (both days inclusive). Transfers received at the office of the Share Registrar of the Company at FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S. Shakra-e-Faisal, Karachi at the close of business on November 19, 2018 (Monday) will be treated in time for the purposes of proceedings of the AGM.
2. A member entitled to attend and vote at the Meeting may appoint another member as his/her Proxy to attend, speak and vote at the Meeting on his/her behalf. Instrument appointing Proxy must be deposited at the Office of the Share Registrar of the Company at FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S. Shakra-e-Faisal, Karachi not less than 48 hours before the time of the Meeting.
3. The shareholders are requested to notify the Company if there is any change in their addresses.
4. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 of 2000 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

A) For Attending the Meeting:

- i. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting;
- ii. 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 Proxies:

- i. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned 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. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- v. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

5. The shareholders holding physical shares are also required to bring their original CNIC and/or copy of CNIC of shareholder(s) of whom he/she/they hold Proxy(ies) without CNIC such shareholder(s) shall not be allowed to attend and/or sign the Register of Shareholders / Members at the AGM.

6. Transmission of Annual Financial Statements through Email: In pursuance of the directions given by SECP vide SRO 787 (1)/2014 dated September 8, 2014, those shareholders who desire to receive Annual Financial Statements in future through email instead of receiving the same by Post are advised to give their formal consent along with their valid email address on a standard request form which is available at the Company's website i.e. <http://www.prl.com.pk> and send the said form duly filled in and signed along with copy of his / her CNIC / Passport to the Company's Share Registrar. Please note that giving email address for receiving of Annual Financial Statements instead of receiving the same by post is optional, in case you do not wish to avail this facility please ignore this notice. Annual Financial Statements will be sent at your registered address, as per normal practice.

Annual Accounts of the Company for the year ended June 30, 2018 can be downloaded from the Company's website <http://www.prl.com.pk>.

7. Consent for Video Conference Facility: In accordance with Section 132(2) of the Companies Act, 2017, the Members can also avail video conference facility at Lahore and Islamabad. In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Annual General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that City. The Company will intimate Members regarding venue of video conference facility at least 5 days before the date of the Annual General Meeting along with complete information necessary to enable them to access such facility.

I/We, _____ of _____, being a member of Pakistan Refinery Limited, holder of _____ ordinary share (s) as per Registered Folio/CDC Account No. _____ hereby opt for video conference facility at _____ Signature of Member.

8. SECP through its SRO 470(1)/2016, dated May 31, 2016, has allowed companies to circulate the annual balance sheet, profit and loss account, auditors' report and Directors' report etc ("annual audited accounts") to its members through CD/DVD/USB at their registered addresses. In view of the above, the Company has sent its Annual Report 2018 to its shareholders in the form of DVD. Any member requiring printed copy of Annual Report 2018 may send a request using a Standard Request Form placed on Company website.