

Notice is hereby given that the sixty fourth (64th) annual general meeting of the members of Siemens (Pakistan) Engineering Company Limited (the "Company") will be held on January 24, 2017 at 10:30 a.m. at B-72, Estate Avenue, S.I.T.E., Karachi, to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the annual general meeting held on January 26, 2016.
2. To receive, consider and adopt the audited financial statements for the financial year ended September 30, 2016 and reports of the auditors and directors thereon.
3. To consider and declare cash dividend of Rs. 120 (Rupees one hundred and twenty) per share (1,200%) for the financial year ended September 30, 2016.
4. To appoint auditors and to fix their remuneration for the financial year ending September 30, 2017. The present auditors EY Ford Rhodes, Chartered Accountants, retire and being eligible, have offered themselves for reappointment.
5. To transact such other ordinary business as may be placed before the meeting with the permission of the Chair.

SPECIAL BUSINESS

1. To consider and pass with or without modification the following resolution for amending the Articles of Association of the Company by inserting a new clause 95-A to enable e-voting in compliance with E-voting Regulations-2016:

Resolved that, as and by way of special resolution, the Articles of Association of the Company be amended by inserting the following new article immediately after Article 95 as Article 95A:

95A "Notwithstanding anything contained in these Articles, the Company shall facilitate Members to exercise voting rights at a general meeting of the members through electronic means in accordance with the applicable laws, rules and regulations that may be issued or amended in this regard from time to time, provided that the Company receives the requisite number of demands for electronic voting."

Notice of the AGM and Statement under section 160(1)(b) of the Companies Ordinance 1984 in respect of the special business to be considered at the meeting is being sent to the members with Annual Report of 2016.

By order of the Board of Directors

Abdul Mannan Majid
Company Secretary

Karachi: January 2, 2017

Notes:

1. The Share Transfer Books of the company shall remain closed from January 16, 2017 to January 24, 2017 (both days inclusive). Transfers received by Company's Share Registrar by the close of business on January 15, 2017, will be considered in time for the purpose of Annual General Meeting and payment of cash dividend, if approved by the members.
2. Presentation of original Computerised National Identity Card (CNIC) by member or his/her proxy to participate in the meeting is mandatory.
3. A member entitled to attend and vote may appoint another member as his/her proxy to attend and vote on his/her behalf. A member shall not be entitled to appoint more than one proxy. Duly completed Proxy forms in order to be valid must be received at the Registered Office of the Company not less than 48 hours before the time of meeting.
4. Any change of address of the member should immediately be notified to Company's Share Registrar.
5. CDC account holders are also required to follow the guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan (SECP).

For Attending the Annual General 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) The members registered on Central Depository Company (CDC) are also requested to bring their particulars, I.D. numbers and account numbers in CDS.
- iii) In case of a 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 meeting.

For Appointment of Proxies:

- i) In case of individual, 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 requirement notified by the company.
 - 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 meeting.
 - v) Corporate entities shall submit the Board of Directors resolution/Power of Attorney with specimen signature along with proxy form.
6. Annual accounts of the company for the financial year ended September 30, 2016 has been provided on the company's website- www.siemens.com.pk/annual_report.html
 7. The rates for deduction of withholding tax on the amount of dividend paid by the companies are @ 12.5% for filers of income tax returns and @ 20% for non-filers of income tax returns. All members are advised to ensure their names are on Active Tax-payers list (ATL) provided on the website of Federal Board of Revenue (FBR) otherwise tax on dividend will be deducted @ 20% instead 12.5%.
 8. The corporate members having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate members having physical shares should send a copy of their NTN certificate to our Share Registrar. The members while sending NTN or NTN certificates, as the case may be, must quote the company name and their respective folio numbers.
 9. In order to comply with directive of FBR for determining the shareholding ratio of the joint account holders for deduction of withholding tax on dividend, members are requested to provide the requisite information to our Share Registrar.
 10. As per the requirements of the SECP it has become mandatory to incorporate the CNIC No. on the dividend warrants of the individual members. All those individual members holding physical shares who have not yet recorded their CNIC No. are once again reminded to immediately submit the copy of their CNIC to the Share Registrar. In case of non-availability of a valid copy of the CNIC in the Company's record the dividend warrant will be withheld till further directive from SECP.
 11. Members are hereby informed that in pursuant to SECP's S.R.O. 787(1)/2014 dated September 8, 2014 regarding electronic transmission of Annual Report, we have attached the request form in the Annual Report and also uploaded on our company's website-www.siemens.com.pk/investor.html. Members who want to avail this facility are requested to submit the request form duly filled to the Share Registrar.
 12. Members of the Company are encouraged to provide duly filled and signed dividend mandate to enable the Company to make payment of dividend (as and when declared and approved by the members) electronically directly into bank account. The dividend mandate form has been attached in the Annual Report and also uploaded on our Company's website - www.siemens.com.pk/investor.html
 13. The members who hold shares in physical form are requested to submit the dividend mandate form duly filled to the Share Registrar.
 14. The members who hold shares in dematerialized form are requested to submit the dividend mandate form duly filled to their participant/investor account services in the CDC.

For any query/problem/information, members may contact our Share Registrar at the following address:

THK Associates (Pvt) Ltd 2nd Floor, State Life Building No. 3 Dr. Ziauddin Ahmed Road Karachi 75530	Telephone No: 021-111-000-322 021-35682241 E-Mail: masood_ahmed@thk.com.pk Contact Person: Mr Masood Ahmed
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