

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 62<sup>nd</sup> Sixty Second Annual General Meeting of **FEROZSONS LABORATORIES LIMITED** will be held on Saturday, October 27, 2018 at 12:30 P.M. at Hotel Shalimar, Aziz Bhatti Shaheed Road, Rawalpindi, to transact the following business:

1. To confirm the minutes of the last Annual General Meeting held on October 18, 2017.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2018 together with the Reports of the Directors and the Auditors.
3. To consider and approve the final cash dividend of Rs. 2 per share i.e. 20% for the year ended June 30, 2018 as recommended by the Board of Directors.
4. To appoint Auditors for the year ending June 30, 2019 and fix their remuneration. The present auditors Messrs KPMG Taseer Hadi & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.
5. To transact any other business with the permission of the Chair.

By Order of the Board

Rawalpindi  
September 25, 2018

Syed Ghausuddin Saif  
Company Secretary

### **NOTES:**

#### **1. CLOSURE OF SHARE TRANSFER BOOKS:**

The share Transfer Books of the Company will remain closed from October 20, 2018 to October 27, 2018 (both days inclusive). Transfers received in order at the office of our Shares Registrar, M/s CorpTec Associates (Pvt.) Limited, 503-E, Johar Town, Lahore., by the close of the business on October 19, 2018 will be considered in time to determine the above mentioned entitlement.

#### **2. PARTICIPATION IN THE ANNUAL GENERAL MEETING:**

A member entitled to attend and vote at this meeting is also entitled to appoint another proxy to attend and vote on his/her behalf. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not later than 48 hours before the time of the meeting.

CDC account holders will have to follow further under mentioned guidelines as laid down in Circular 1 dated January 26, 2000 by the securities and exchange commission of Pakistan

#### **A. For Attending the Meeting**

- (i) In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per regulations shall authenticate their identity by showing their original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

- (i) In case of individuals, the account holders or sub account holders whose registration details are uploaded as per regulations, shall submit the proxy form as per the above requirements.
- (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 proxies shall produce their original CNIC or original passport at the time of the meeting.
- (v) In case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has not been provided earlier) along with proxy form to the company.

### 3. DEDUCTION OF INCOME TAX FROM DIVIDEND U/S 150 OF INCOME TAX ORDINANCE 2001:

Currently Section 150 of the Income Tax Ordinance, 2001 prescribed the following rates for deduction of withholding tax on the amount of dividend paid by the companies:

a.	Rate of tax deduction for filer of income tax returns	15%
b.	Rate of tax deduction for non-filer of income tax returns	20%

In case of joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing as follows, to our Share Registrar, or if no notification, each joint holder shall be assumed to have an equal number of shares:

Company Name	Folio/ CDS ID/ A/C #	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding proportion (No. of Shares)	Name and CNIC No.	Shareholding proportion (No. of Shares)

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

### 4. EXEMPTION FROM DEDUCTION OF INCOME TAX / ZAKAT:

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate are requested to submit a valid tax certificate or necessary documentary evidence as the case may be. Members desiring non-deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat.

### 5. PAYMENT OF DIVIDEND THROUGH ELECTRONIC MODE:

Under the provision of Section 242 of the Companies Act, 2017, it is mandatory for a

to the Company's registered address, giving particulars of their bank account detail. In the absence of a member's valid bank account detail by October 19, 2018, the Company will be constrained to withhold payment of dividend to such members.

CDC account holders are requested to submit their mandate instruction to the relevant member stock exchange or to CDC if maintaining CDC investor account.

**6. SUBMISSION OF COMPUTERIZED NATIONAL IDENTITY CARD (CNIC) FOR PAYMENT OF FINAL CASH DIVIDEND 2017-18:**

Pursuant to the directives of the Securities and Exchange Commission of Pakistan (SECP), CNIC number of shareholders are MANDATORILY required for payment of dividend. Shareholders are therefore, requested to submit a copy of their valid CNIC (if not already provided) to the Company's Share Registrar. In the absence of a member's valid CNIC, the Company will be constrained to withhold payment of cash dividend to such members.

CDC account holders are requested to submit attested copy of their CNIC to the relevant member stock exchange or to CDC if maintaining CDC investor account.

**7. CIRCULATION OF ANNUAL AUDITED FINANCIAL STATEMENTS TO SHAREHOLDERS THROUGH EMAIL/CD/USB/DVD OR ANY OTHER MEDIA:**

Pursuant to the directions given by the SECP through its SRO 787(1)/2014 dated September 8, 2014 and SRO 470(1)/2016 dated May 31, 2016 that have allowed the companies to circulate its Annual Audited Accounts (i.e. Annual Balance Sheet, Profit and Loss Accounts, Statements of Comprehensive Income, Cash Flow Statement, Notes to the Financial Statements, Auditor's and Director's Report) to its members through Email/CD/DVD/USB/ or any other Electronic Media at their registered Addresses.

Shareholders who wish to receive the hard copy of Financial Statements shall have to fill the standard request form (available on the company's website [www.ferozsons-labs.com](http://www.ferozsons-labs.com)) and send it to the Company's Share Registrar.

CDC account holders are requested to provide their email addresses to the relevant member stock exchange or to CDC if maintaining CDC investor account.

**8. STATEMENT OF UNCLAIMED OR UNPAID AMOUNTS UNDER SECTION 244 OF THE COMPANIES ACT, 2017:**

In compliance of Section 244 of the Companies Act 2017, once the Company has completed stipulated formalities, any unclaimed dividend and /or shares that have remained outstanding for a period of three years or more from the date of becoming due and payable shall be credited to the Federal Government (in case of dividend) or delivered to the SECP (in case of physical shares).

Shareholders who could not collect their dividend/physical shares are advised to contact our Share Registrar (CDC) to collect/inquire about their unclaimed dividend or shares, if any.

conference facility in that city subject to availability of such facility in that city. To avail this facility a request is to be submitted to the Share Registrar.

**10.CHANGE IN ADDRESS:**

The members are requested to promptly notify any change in their addresses.

**11.AVAILABILTY OF AUDITED FINANCIAL STATEMENTS ON COMPANY’S WEBSITE:**

The audited financial statements of the Company for the year ended June 30, 2018 have been made available on the Company’s website [www.ferozsons-labs.com](http://www.ferozsons-labs.com), at least 21 days before the date of Annual General Meeting.