



THALINDUSTRIES

C O R P O R A T I O N

No. TICL/AGM/2018-19
January 4, 2019

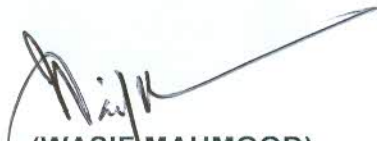
The Commissioner,
Securities & Exchange Commission of Pakistan,
NIC Building, Jinnah Avenue, 7-Blue Area,
Islamabad.

Subject: Notice of Annual General Meeting

Dear Sir,

Enclosed please find a copy of the Notice of the Annual General Meeting to be held on **26th January 2019** for your information.

Yours Sincerely,
for the Thal Industries Corporation Limited,


(WASIF MAHMOOD)
COMPANY SECRETARY

Encl: As above.

The Thal Industries Corporation Limited
Head Office:
2 D 1, Gulberg III, Lahore, Pakistan
Ph: +92 42 3577 1066 71
Fax: +92 42 3575 6687

Registered Office:
23 Pir Khurshid Colony, Multan,
Pakistan Ph: +92 61 6524621,
6524 675 Fax: +92 61 6524 676

Plant No 1:
Layyah Sugar Mills, Layyah,
Pakistan Ph: +92 60 6411 981 4
Fax: +92 60 6411 284

Plant No 2:
Safina Sugar Mills, Lalian, Distt. Chiniot,
Pakistan Ph: +92 47 6610 011 6
Fax: +92 60 6610 012



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CORPORATION NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 65th Annual General Meeting of the Shareholders of The Thal Industries Corporation Limited will be held on Saturday, the 26th January, 2019 at 4.00 p.m. at Head Office 2-D/1, Gulberg III, Lahore to transact the following business:

ORDINARY BUSINESS:

1. Confirmation of the minutes of the 64th Annual General Meeting of the Thal Industries Corporation Limited held on 22-01-2018.
2. To receive, consider and adopt Annual Audited Accounts alongwith Balance Sheet for the year ended 30th September 2018 together with Auditors' and Directors' reports thereon.
3. To appoint Auditors for the year ending 30th September, 2019 and to fix their remuneration. M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants retire and are eligible for re-appointment of the Company for the year ending 30-09-2019.
4. To consider any other business with the permission of the Chair.

BY ORDER OF THE BOARD


(WASIF MAHMOOD)
Company Secretary

Dated: 26th December, 2018
Lahore

NOTES:

1. Closure of Shares Transfer Books:

Share Transfer Books of the Company will remain closed from 20-01-2019 to 26-01-2019 (both days inclusive). No transfer of shares will be accepted for registration during the closed period. However, transfer received at the office of the Company's Share Registrar Office at M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore by the close of business hours on 19th January, 2019 will be treated in time for the entitlement of payout of cash dividend (if any).

2. Participation in the Annual General Meeting

Members are requested to attend in person alongwith national identity card or appoint some other member as proxy and send their proxy duly witnessed so as to reach at 2D-1 Gulberg III, Lahore not later than 48 hours before the time of holding the meeting.

Copies of Memorandum and Articles of Association of the Company, Listing Regulations of the Stock Exchanges, Companies Act 2017 and other relevant laws/record may be inspected during the business hours on any working day at 2D-1, Gulberg III, Lahore from the date of the publication of the notice till the conclusion of the general meeting. A Corporate member of the Company may by a resolution of its Board of Directors authorize a person to act as its representative at the meeting.

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3. Change of Address:

Shareholders are requested to promptly notify the change in their address, if any to the Company's Share Registrar M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore and also furnish attested photocopy of their computerized National Identity Card as per Listing Regulations, if not provided earlier.

4. Further Guidelines for CDC Account Holders:

CDC shareholders are requested to bring with them their CNICs, Participants' ID numbers and their account numbers duly verified by the CDC at the time of attending the Annual General Meeting in order to facilitate identification. In case of corporate entity, a certified copy of the resolution passed by the Board of Directors/ valid Power of Attorney with specimen signatures of the nominee be produced at the time of meeting.

5. Submission of Copy of CNIC (Mandatory):

Pursuant to the directives of the Securities and Exchange Commission of Pakistan (SECP) through its Notification No. SRO 831 (1) 2012 dated July 5, 2012 r/w SRO 19(1)/2014 dated January 10, 2014, dividend warrants cannot be issued without valid CNICs. All the shareholders were advised to submit copies of their valid CNICs. In the absence of shareholders valid CNIC the company will be constrained to withhold dispatch of dividend to such shareholders. Those shareholders who have not yet submitted their valid CNICs are once again advised to provide attested copies of their valid CNICs with their folio numbers to the company's Share Registrar if they hold physical shares, to ensure timely disbursement of dividend.

6. Revision of Withholding Tax on dividend income under Section 150 of Income Tax Ordinance 2001:

It is further being informed that pursuant to the provisions of Finance Act, 2017 the rate of deduction of income tax under section 150 of the Income Tax Ordinance 2001 from dividend payment have been revised as: for filers of Income Tax return 15.00% and Non-filers of Income Tax return 20.00% respectively. You are therefore advised to check and ensure your Filer status from Active Tax Payer List (ATL) available to FBR, website www.fbr.gov.pk as well as ensure that your CNIC/ Passport number has been recorded by your Participant/ Investor Account Services (in case your shareholding is in book entry form) or by Company's Share Registrar M/s. Corplink (Pvt.) Ltd. (in case of physical shareholding).

7. Payment of Dividend Electronically

According to the provisions of Section 242 of the Companies Act, 2017 ("the Act"), any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Further, rule 3 of the Companies (Distribution of Dividends) Regulations, 2017 provides that the company should make payment of cash dividend within a period of fifteen working days from the date of its declaration. Therefore, the registered shareholders of the Company are requested to provide the following details in order to credit their cash dividends directly to their international bank account number (IBAN), if declared:

- (i) In case of book-entry securities in CDS, to CDS Participants; and
- (ii) In case of physical securities to the Company's Share Registrar as mentioned below.

1. Name of Shareholder's _____
2. Father's / Husband's Name; _____
3. Folio Number; _____
4. Postal Address; _____
5. Name of Bank; _____

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6. Name of Branch; _____
7. Address of Branch; _____
8. Title of Bank Account; _____
9. Bank Account Number (Complete with code); _____
10. IBAN Number (Complete with code); _____
11. Cell Number; _____
12. Telephone Number (if any); _____
13. CNIC Number (attach copy); _____
14. NTN (in case of corporate entity, attach copy); _____

IBAN number (International Bank Account Number) will be provided by your banker, containing alpha, number and without any space and gap.

To, Share Registrar

M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore. Ph. No. 042-35916719, 042-35839182,

8. Audited Financial Statements through e-mail (Optional)

SECP through its Notification SRO No. 787 (1) 2014 dated September 8, 2014 has allowed the circulation of Audited Financial Statements along with Notice of Annual General Meeting to the members of the Company through email. Therefore, all members of the Company who wish to receive soft copy of Annual Report are requested to send their email addresses. The Consent Form for electronic transmission could be downloaded from Company's website: www.thalindustries.com. The Company has already dispatched hard copy of the Audited Financial Statement to its shareholders.

9. Video Conferencing Facility:

If the Company receives consent from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least 7 days prior to the date of AGM, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

In this regard, please fill the following and submit to registered address of the company at least 7 days prior to the date of AGM.

"I/We, _____ of _____, being a member of The Thal Industries Corporation Limited, holder of _____ ordinary share(s) as per Registered Folio/CDC Account/Sub Account No. _____ hereby opt for video conference facility at _____.

10. Zakat Declarations (CZ-50)

The Zakat will be deducted from the dividends at source at the rate of 2.5% of the paid-up value of the shares (Rs. 10/-each) under Zakat and Ushar Laws and will be deposited within the prescribed period with the relevant authority, Please submit your Zakat Declarations under Zakat and Ushr Ordinance, 1980 & Rule 4 of Zakat (Deduction & Refund) Rules, 1981 CZ-50 form, in case you want to claim exemption, with your brokers or the Central Depository Company Ltd (In case the shares held in Investor Accounts Services on the CDC) or to our Registrars, M/s. Corplink (Pvt.) Limited 1-K, Commercial Model Town, Lahore (In case the shares are held in paper certificate form). The shareholders while sending the Zakat Declarations, as the case may be must quote company name and respective folio numbers.

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