

## Notice of Annual General Meeting

Notice is hereby given that the 66th Annual General Meeting of the Shareholders of The Thal Industries Corporation Limited will be held on Monday, the 27th January, 2020 at 03.00 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 65th Annual General Meeting of the Thal Industries Corporation Limited held on 26-01-2019.
2. To receive, consider and adopt Annual Audited Accounts alongwith Balance Sheet for the year ended 30th September 2019 together with Auditors' and Directors' reports thereon.
3. To consider and approve cash dividend @ of Rs. 1.50 per share i.e. 15% for the year ended 30th September, 2019.
4. To appoint Auditors of the Company for the next financial year 30th September, 2020 and to fix their remuneration. The present Auditors, M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants, Lahore, retired and being eligible, have offered themselves for reappointment as Auditors of the Company.
5. To consider any other business with the permission of the Chair.

**BY ORDER OF THE BOARD**

**(WASIF MAHMOOD)**  
**Company Secretary**

Lahore: 30<sup>th</sup> December 2019

### Note:

#### 1. Closure of Shares Transfer Books:

Share Transfer Books of the Company will remain closed from 21-01-2020 to 27-01-2020 (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 20th January, 2020 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 2-D-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 2-D-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.

**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, 2016-17 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 30.00% 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](http://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; \_\_\_\_\_
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**

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](http://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.