



THALINDUSTRIES

C O R P O R A T I O N

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 67th Annual General Meeting of the Shareholders of The Thal Industries Corporation Limited will be held on Tuesday, the 26th January, 2021 at 01:30 p.m. at Registered office, 23- Pir Khurshid Colony, Gulgasht Multan, and through electronically video link/Zoom application, to transact the following business:

ORDINARY BUSINESS:

1. Confirmation of the minutes of the 66th Annual General Meeting of the Thal Industries Corporation Limited held on 27-01-2020.
2. To receive, consider and adopt Annual Audited Accounts along with Balance Sheet for the year ended 30th September 2020 together with Auditors' and Directors' reports thereon.
3. To consider and approve cash dividend @ of Rs. 3.00 per share i.e., 30% for the year ended 30th September, 2020.
4. To appoint Auditors of the Company for the next financial year 30th September, 2021 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.

SPECIAL BUSINESS:

5. To consider and approve the transactions carried out with related parties in normal course of business and if thought fit to pass the following resolutions as special resolutions with or without modification.
 - a) **"RESOLVED that** transactions carried out by the Company in the normal course of business with related parties for the period ended September 30, 2020 be and are hereby ratified, approved and confirmed"

Names(s)	Nature of Transactions	Transactions during the period
		Amount (PKR)
Naubahar Bottling Company (Pvt.) Limited	Sale of goods	3,826,472,303
Baba Farid Sugar Mills Limited	Sale of goods	8,896,967
	Sale of machinery	23,000,000
	Purchase of goods	322,042
Almoiz Industries Limited	Sale of goods	139,715,970
	Purchase of goods	91,198,000

- b) **RESOLVED that** approval of the Company be and is hereby to renew of rental agreement of premises:

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The Thal Industries Corporation Limited
Head Office:
2 D I, 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 6524 621,
6524 675 Fax: +92 64 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, Disst. Chiniot,
Pakistan Ph: +92 47 6610 011-6
Fax: +92 47 6610 012



- I) Premises situated at 2D/1 (Off M.M. Alam), Gulberg III, Lahore (Head office building of the company) with Mrs. Qaiser Shamim Khan, director of the Thal Industries Corporation Limited for the monthly rent of Rs. 850,000/- per month and subject to other terms and conditions disclosed to the shareholders in the statement under Section 134(3) of the Companies Act 2017 and the chief executive or any other officer of the Company authorized in this regard to execute the agreements and other documents and to take any and all necessary actions necessary for the purpose of giving effect to the above resolution on behalf of the Company.
- II) premises situated at House No. 43-B1, Street No. 42, Block 6 PECHS, Karachi (Karachi Office) with Mrs. Qaiser Shamim Khan at a monthly rent of Rs. 150,000/- per month and subject to other terms and conditions disclosed to the shareholders in the statement under Section 134(3) of the Companies Act 2017 and the chief executive of the Company or any other officer of the company authorized in this regard to execute the agreements and other documents and to take any and all necessary actions necessary for the purpose of giving effect to the above resolution on behalf of the Company.
- c) **"FURTHER RESOLVED that** the Chief Executive Officer of the Company or his nominee be and is hereby authorized to approve all the transactions to be carried out in the normal course of business with related parties till the next Annual General Meeting of the Company and in this connection the Chief Executive Officer of the Company or his nominee be and is hereby authorized to take any and all necessary actions and sign/execute any and all such documents/indentures as may be required in this regards on behalf of the Company"
6. To consider any other business with the permission of the Chair.

Dated: 24th December, 2020
Lahore



BY ORDER OF THE BOARD


(WASIF MAHMOOD)
Company Secretary

NOTES:

1. Closure of Shares Transfer Books:

Share Transfer Books of the Company will remain closed from 19-01-2021 to 26-01-2021 (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, Telephone No. 042-35916714, Email address: corplink786@gmail.com by the close of business hours on 18th January, 2021 will be treated in time for the entitlement of payout of cash dividend (if any).



2. Appointment of Proxy:

A member entitled to attend and vote at the AGM is entitled to appoint another member as proxy to attend and vote instead of him/her. The instrument appointing a proxy must be received at the Registered Officer of the Company not less than 48 hours before the time fixed for AGM.

Further the company has placed Notice of AGM along with Form of Proxy for the year ended 30th Sep. 2020 on Company's website. www.thalindustries.com. These are also available at PUCARS of PSX and shareholders may obtain the same through email as well if any shareholder so desire.

3. Participation of AGM:

In view of the Coronavirus Pandemic and instructions / Guidelines of SECP and other Government Dept. / Institutions, the Company is required to avoid large gatherings at one place and consider the provision of online participation facilities while conducting general meetings for the safety and well-being of the shareholders and general public. Accordingly, the Shareholders of the Company are encouraged to participate in the AGM electronically through video link/Zoom Application or in case of physical the members are requested to ensure guidelines to attend AGM in person i.e hand sanitizers, masks and distant seating etc. and also encouraged to consolidate their attendance through proxies.

- (a) Online Participation in AGM vis Zoom application: The shareholders may login and participate in the proceedings of AGM through their own smart phones/computers from their own convenient locations after completing all formalities as required for verification and identification of shareholders to attend the AGM electronically, the Login facility will be opened about half hour before the start of AGM
- (b) The shareholders of TICL, who wish to attend the AGM electronically through video link, are requested to register their following particulars by sending an e-mail at info@thalindustries.com by or before the close of business hours (05:00 p.m) on 25-01-2021.

Folio /CDC account No.	No. of Shares held	Name of Shareholder	Father's/Husband's Name	CNIC No.	Cell Phone No. with WhatsApp	Active email address

The video link and/or login credentials will be shared with the shareholders whose e-mail, containing all the requested particulars, are received at the given e-mail address by or before the date/time specified above. For any query regarding procedure/requirements of online participation in AGM, the members may please contact on the above cited e-mail address or at +92 42 35771066-71 during business hours.

Further, in case of physical the members are requested to ensure guidelines to attend AGM in person alongwith computerized national identity card or appoint some other member as proxy and send their proxy duly witnessed so as to reach at Registered Office, 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 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.

4. 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.

