

999/CORP

March 26, 2018

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

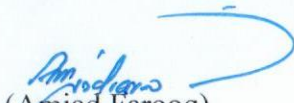
RE: ANNUAL GENERAL MEETING

Dear Sir:

Kindly note that an Annual General Meeting of the Company is scheduled to be held on Monday, the 23rd April, 2018 at 2.30pm at the Registered Office at Batapur.

A copy of the notice of the meeting is enclosed.

Yours faithfully,
for Bata Pakistan Limited


(Amjad Farooq)
Company Secretary

Encl: a/a



BATA PAKISTAN LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 66th Annual General Meeting of Bata Pakistan Limited will be held at the Registered Office of the Company at Batapur, District Lahore on 23rd April, 2018 at 2.30pm to transact the following business:

1. To confirm the minutes of the Extra Ordinary General Meeting held on 20 September, 2017.
2. To receive, consider, and adopt the Directors' Report, Audited Accounts of the Company and Auditors' Reports thereon, for the year ended 31 December, 2017.
3. To approve dividend as recommended by the Directors. The Directors have recommended a Final Cash Dividend of 600% (Rs.60 per share of Rs.10) in addition to the Interim Cash Dividend of 800% (Rs.80 per share of Rs.10) already paid to the shareholders making total cash dividend of 1,400% (Rs.140 per share of Rs.10).
4. To appoint Auditors and fix their remuneration for the year ending 31 December, 2018. The Board of Directors, on the recommendations of the Audit Committee, has proposed the appointment of M/s A.F. Ferguson & Co. Chartered Accountants as Auditors of the Company for the year ending 31 December, 2018.
5. To transact any ordinary business of the Company with the permission of the Chairman.

By order of the Board
Bata Pakistan Limited

Batapur
Lahore: 22nd February, 2018

Company Secretary

NOTES:

1. A member entitled to attend, speak and vote at the meeting may appoint any person as his proxy to attend the meeting and vote instead of him. The proxy shall have the right to attend, speak and vote in place of the member appointing him at the meeting. A proxy need not be a member of the Company. Proxy form must be deposited at the Company's Registered Office not less than 48 hours before the time for holding the meeting.
2. The members whose shares are maintained on Central Depository System with the Central Depository Company of Pakistan Limited should follow the guidelines for attending the General Meetings and appointment of proxies as laid down by the Securities and Exchange Commission of Pakistan.
3. Members who hold shares certificates should notify any changes in their registered address to the Share Registrar. Members who hold shares in CDC / participant accounts should update their address to the CDC or their respective participants / stockbrokers.
4. The Share Transfer Books of the Company will remain closed from 16th April, 2018 to 23rd April, 2018 (both days inclusive). Transfers received at the office of the Share Registrar of the Company, M/s. Corplink (Pvt) Ltd. 1-K Commercial, Model Town, Lahore before the close of business on 15th April, 2018 will be treated in time for the purpose of above entitlement to the transferees and of attending meeting by the transferees.
5. With reference to the notification of Securities and Exchange Commission of Pakistan (SECP), SRO 883(1)/2012 dated July 5, 2012, the Members/Shareholders who have not yet submitted photo copy of their valid CNIC to the Company are required to send the same at the earliest directly to the Company's Share Registrar M/s. Corplink (Pvt) Ltd. 1-K Commercial, Model Town, Lahore. In case of non-receipt of the copy of valid CNIC and non-compliance of the above mentioned SRO of SECP, the Company may be constrained to withhold transfer of dividend in the future.
6. Pursuant to Section 242 of the Companies Act, 2017 cash dividend shall be paid only by electronic transfer into the bank account of the shareholder designated for the purpose. Accordingly the following information must be provided to our Share Registrar M/s. Corplink (Pvt) Ltd. 1-K Commercial, Model Town, Lahore, in writing as follows:

Members who hold shares in CDC accounts should provide their bank mandates to their respective participants.

7. The Government of Pakistan through Finance Act, 2017 has made certain amendments in Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the Companies. Tax rates are as under:

i) For filers of income tax returns : 15% ii) For non-filers of income tax returns : 20%

8. For shareholders holding their shares jointly as per the clarification issued by the Federal Board of Revenue withholding tax will be determined separately on 'Filer Non-filer' status of Principal shareholder as well as joint-holder(s) based on their shareholding proportions. Therefore, all shareholders who hold shares jointly are required to provide shareholding proportions of Principal shareholder and joint-holder(s) in respect of shares held by them to our Share Registrar in writing as follows:

Company Name	Folio/CDC Account #	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC	Shareholding Proportion (No. of Shares)	Name and CNIC	Shareholding Proportion (No. of Shares)

Messrs Corplink (Pvt) Ltd.

Wings Arcade, 1-K Commercial, Model Town, Lahore
Ph: 042-35916714, 35916719, Fax: 042-35869037

9. A valid Tax Exemption Certificate is necessary for exemption from the deduction of withholding tax under Section 150 of the Income Tax ordinance, 2001. Members who qualify under Clause 47B of Part IV of the Second Schedule to the Income Tax ordinance, 2001 and wish to seek an exemption should provide a copy of their valid Tax Exemption Certificate to the Share Registrar prior to the date of book closure, otherwise tax will be deducted according to applicable law.
10. The Shareholders are hereby informed that in accordance with Section 244 of the Companies Act, 2017 and the Unclaimed Shares, Modaraba Certificate, Dividends, Other Instruments and Undistributed Assets Regulations, 2017, the companies are required to deposit cash dividends to the credit of the Federal Government and the shares to the Commission, which are unclaimed/un-collected for a period of three (3) years or more from the date it is due and payable. The notices to this fact have already been dispatched to the relevant shareholders.
11. Pursuant to Notification vide S.R.O.787(1)/2014 dated 8th September, 2014 has allowed companies to circulate Annual Financial Statements to shareholders along with notice of Annual General Meeting (AGM) through email. In this respect, members are hereby requested to convey their consent via e-mail on a standard request form which is available at the Company's website <http://bata.pk>. Further it is responsibility of the members to timely update the Company's Shares Registrar of any change in their registered e-mail addresses.
12. In pursuance of SECP notification S.R.O. No.470(1)/2016 dated 31st May, 2016 the companies have been allowed to circulate their annual reports including annual audited accounts, notice of annual general meetings and other information contained therein of the Company to the members for future years through CD or DVD or USB instead of transmitting the same in hard copies. However, the Company will supply the hard copy of the Annual Audited Accounts to the shareholders on demand at their registered addresses, free of cost, within one week of such demand.
13. Members can also avail video conference facility. In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the annual general meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at that geographical location, to participate in the meeting through conference at least 10 days prior to meeting. The Company will arrange the video conference facility in that city (subject to availability of such facility in that city).

i) Shareholder details

Name of the Shareholder:
Folio No. / CDC participant ID & Sub Account No./CDC IAS:
CNIC/NICOP/Passport/NTN No. (Please attach copy):
Contact Number (landline & Cell Nos.):
Shareholder Address:
ii) Shareholder's Bank Account details
Title of Bank Account (must be in your name):
IBAN Number
Mandatory
Please provide complete IBAN after consulting with your respective bank branch to enable electronic credit directly into your bank account. In case of any error or omission in given IBAN, the company will not be held responsible in any manner for loss or delay in your cash dividend payment.
Bank's Name:
Branch Name & Code Number:
Branch Address:

Consent Form for Video Conference Facility

I/We, _____ of _____ being a member of Bata Pakistan Limited, holder of _____ Ordinary shares as per Registered Folio #/ CDC Account No. _____ hereby opt for video conference facility at _____ (geographical location).

Signature of member

