



ICI PAKISTAN LTD.

ICI House, 5 West Wharf,
Karachi 74000

T +92 21 3231 3717-22
F +92 21 3231 1739
UAN 111 100 200

www.ici.com.pk

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

September 3, 2018
Ref # Com.Sec/PSX/027/2018

SUBJECT : NOTICE OF ANNUAL GENERAL MEETING

Dear Sir,

Enclosed please find a copy of the notice of the 67th Annual General Meeting of ICI Pakistan Limited to be held on September 25, 2018 for circulation amongst TRE Certificate holders of the Exchange.

The same will be published in tomorrow's newspapers i.e. Business Recorder and Roznama Dunya.

Yours faithfully,

Nausheen Ahmad
Company Secretary

cc: The Executive Director / HOD
Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue
Islamabad

Notice of 67th Annual General Meeting

Notice is hereby given that the Sixty-Seventh Annual General Meeting of ICI Pakistan Limited (the "Company") will be held on Tuesday, September 25, 2018, at 10:00 a.m. at Beach Luxury Hotel, Karachi, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the accounts of the Company for the year ended June 30, 2018, the report of the Auditors thereon and the report of the Directors.
2. To declare and approve Final Cash dividend @ 85% i.e. Rs. 8.5/- per ordinary share of Rs.10/- each for the year ended June 30, 2018, as recommended by the Directors, payable to the Members whose names appear in the Register of the Members as at September 18, 2018.
3. To appoint the Auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS:

4. To approve by way of Special Resolution with or without modification the following resolutions in respect of related party transactions in which the majority of Directors of the Company are interested in terms of Section 207 of the Companies Act, 2017:

"RESOLVED THAT related parties transactions in which the majority of the Directors are interested carried out by the Company with Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs. 5,929,963,000/- (Rupees Five Billion, Nine Hundred Twenty Nine Million, Nine Hundred and Sixty Three Thousand Only) during the year ended June 30, 2018 reported in the Financial Statements for the said period, be and are hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Company may carry out transactions from time to time including, but not limited to, the purchase and sale of goods, materials, sales of various chemicals, soda ash, electricity, purchase of cement, availing or rendering of services, payment of royalty, donations, fees and dividends with related parties in which the majority of the Directors are interested including but not limited to, Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs. 3,216,163,000/- (Rupees Three Billion, Two Hundred Sixteen Million and One Hundred Sixty Three Thousand Only) during the Financial Year ending June 30, 2019.

The Shareholders have noted that for the aforesaid transactions a majority of the Directors may be interested. Notwithstanding, the Shareholders hereby grant an advance authorisation to the Board of Directors of the Company to review and approve all related party transactions for the aforesaid companies up to the aggregate amount approved above based on the recommendation of the Board Audit Committee."

The Statement under section 134(3) of the Companies Act, 2017 pertaining to the Special Resolutions is being sent alongwith the notice to the Members.

Na

By Order of the Board

September 4, 2018
Karachi

Nausheen Ahmad
Company Secretary

Notice of 67th Annual General Meeting

Notes:

1. Share Transfer Books of the Company will remain closed from September 19, 2018 to September 25, 2018 (both days inclusive). Transfers received in order at the office of our Shares Registrar, FAMCO Associates (Pvt) Limited, 8-F, Block-6, P.E.C.H.S., Shahra-e-Faisal, Karachi, by the close of business on September 18, 2018, will be considered in time, to entitle the transferees to the Final Cash dividend and to attend the Annual General Meeting.
2. Members whose names are appearing in the Register of Members as of September 18, 2018, are entitled to attend and vote at the Meeting. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend, speak and vote for him/her. A proxy must be a Member of the Company.
3. An instrument of proxy applicable for the Meeting is being provided with the notice sent to Members. Further copies of the instrument of proxy may be obtained from the Registered Office of the Company during normal office hours. Proxy form may also be downloaded from the Company's website: www.ici.com.pk.
4. An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must, to be valid, be deposited at the Registered Office of the Company not less than 48 hours before the time of the Meeting.
5. Members are requested to submit a copy of their Computerized National Identity Card/Smart National Identity Card (CNIC/SNIC), if not already provided and notify immediately changes, if any, in their registered address to our Shares Registrar, FAMCO Associates (Pvt) Ltd.
6. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP).

A. For Attending the Meeting:

- i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original CNIC/SNIC or original passport at the time of attending the meeting.
- ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

B. For Appointing Proxies:

- i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC/SNIC numbers shall be mentioned on the form.
- iii) Attested copies of CNIC/SNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv) The proxy shall produce his original CNIC/SNIC or original passport at the time of the Meeting.
- v) In case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

Consent for Circulation of Audited Financial Statements and Notice of AGM Through E-Mail.

Circulation of Annual Audited Accounts via Email/CD/USB/DVD or any other electronic media pursuant to the directions given by the Securities and Exchange Commission of Pakistan 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 and Profit and Loss Accounts, Statements of Comprehensive Income, Cash Flow Statement, Notes to the Financial Statements, Auditor's and Director's Report) along with Notices of General Meetings to its members through Email/CD/DVD/USB or any other Electronic Media at their registered Addresses.

Shareholders who wish to receive the hardcopy of Financial Statements shall have to fill the attached "Standard Request Form" (also available on the Company's website www.ici.com.pk) and send us to the Company's address.

Consent for Video Conference Facility

Pursuant to Section 134(1)(b) of the Companies Act, 2017, if the Company receives a request from member(s) holding an aggregate ten percent (10%) or more shareholding residing at another city, such member(s) may request a video conferencing facility for the purposes of participating in the meeting at such a location by sending a request to the Company at least 10 (ten) days prior to the date of meeting, the Company will arrange video conference facility in that city subject to the availability of such facility in that city. To avail such facility, please submit the following form with the requisite information at the registered office of the Company:

I/we _____ of _____ being a member of ICI Pakistan Limited, holding _____ ordinary shares as per register Folio / CDC Account No. _____ hereby opt for video conference facility at _____

Name and signature

Date

The Company will intimate members regarding venue of video conference facility at least 7 days before the date of General Meeting along with complete information necessary to enable them to access such facility.

Submission of CNIC/SNIC/NTN (Mandatory)

As per SECP directives the dividend of Shareholders whose CNIC/SNIC are not available with the Shares Registrar could be withheld. Shareholders are therefore, requested to submit a copy of their valid CNIC/SNIC (if not already provided) to the Company's Shares Registrar, FAMCO Associates (Pvt.) Ltd, 8-F, Block-6, P.E.C.H.S., Shahra-e-Faisal, Karachi. In the absence of a member's valid CNIC/SNIC, the Company will be constrained to withhold dispatch of dividend warrants to such members.

Dividend Mandate (Mandatory)

In accordance with the provisions of Section 242 of the Companies Act 2017, and Regulation 4 of the Companies (Distribution of Dividends) Regulations 2017, a listed company is required to pay cash dividend to its Shareholders ONLY through electronic mode directly into the bank account designated by the entitled Shareholders. In compliance with the above law and in order to receive dividends directly in bank account, Shareholders are requested to provide the information mentioned in the attached Dividend Mandate Form (also available on the Company's website <http://www.ici.com.pk>) otherwise the Company would be constrained to withhold payment of dividend (if any) in terms of Regulation 6 of the Companies (Distribution of Dividends) Regulations 2017. Shareholders shall submit the information directly to their brokers/Central Depository Company Ltd. if the shares are held in the electronic form or to the Company's Shares Registrar if the shares are held in physical form.

Revised Treatment of Withholding Tax

Dividend income on shares is liable to deduction of withholding tax under Section 150 of the Income Tax Ordinance, 2001. Pursuant to Finance Act 2018, effective July 1, 2018, withholding of tax on dividend based on 'Filer' and 'Non-Filer' status of shareholders shall be @ 15% and 20% respectively where 'Filer' means a person whose name appears on the Active Taxpayers List available at e-portal of FBR (<http://www.fbr.gov.pk/>) or a holder of "Taxpayer's Card" and 'Non-Filer' means a person who is not a filer.

Furthermore, according to recent clarification provided by the FBR; in case a Folio/CDS Account is jointly held, each joint-holder is to be treated separately as Filer or Non-Filer. In terms of the said clarification, tax of each joint-holder would be deducted on the gross dividend amount determined by bifurcating the shareholding of each joint-holder on equal proportions, except where shareholding proportion of joint-holder(s) is pre-defined as per the records of the Company's Shares Registrar, and thus tax rates are applied in line with respective proportions.

Those Shareholders who are holding Folio/CDS jointly; are requested to notify (in writing) any change in their shareholding proportions to Company's Shares Registrar (in case of physical shareholding) or their Participants/CDC Investor Account Services so that their revised shareholding proportions are considered by the Company in all prospective dividend payouts in future.

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 exemption 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.

Unclaimed Dividend

As per the provisions of section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company which have remained unclaimed/unpaid for a period of three years from the date on which it was due and payable are required to be deposited with Securities and Exchange Commission of Pakistan for the credit of Federal Government after issuance of notices to the Shareholders to file their claim. The details of the shares issued and dividend declared by the Company which have remained due for more than three years are available on the Company's website www.ici.com.pk. Shareholders are requested to ensure that their claims for unclaimed dividend and shares are lodged promptly. In case, no claim is lodged, the Company shall proceed to deposit the unclaimed/unpaid amount and shares with the Federal Government pursuant to the provision of Section 244(2) of Companies Act, 2017.

Na

Statement Under Section 134(3) of the Companies Act, 2017 Pertaining to Special Resolution

This Statement sets out the material facts pertaining to the Special Resolutions described in the Notice of Annual General Meeting ("AGM"), intended to be transacted at the 67th AGM of ICI Pakistan Limited (the "Company") that is scheduled to be held on September 25, 2018.

The Company carries out transactions with its associated companies and related parties in accordance with its policies and applicable laws and regulations. Certain related party transactions require Shareholder approval under Section 207 of the Companies Act, 2017 as a majority of directors on the ICI Board are interested in the transaction (by virtue of being shareholders or directors in related entities).

The details of such transactions are as under:

S/n	Company Name	Transaction Nature
01	Lucky Cement Limited	Purchase of goods, materials and services
02	Gadoon Textile Mills Limited	Sale of goods, materials and dividend
03	Lucky Textile Mills Limited	Sale of goods, materials and dividend
04	Yunus Textile Mills Limited	Sale of goods and materials
05	Lucky Holdings Limited	Royalty and dividend
06	Lucky Knits (Private) Limited	Sale of goods and materials
07	NutriCo Pakistan (Private) Limited	Reimbursement of expenses
08	NutriCo Morinaga (Private) Limited	Sale of electricity and reimbursement of expenses
09	Lucky Foods (Private) Limited	Sale of goods and materials
10	Cirin Pharmaceuticals (Private) Limited	Purchase of goods, materials and services
11	ICI Pakistan PowerGen Limited	Purchase of electricity

All related party transactions are in accordance with ICI policies and comply with all legal requirements. These are primarily transactions conducted in the ordinary course of business. Under the ICI Policy for Related Party Transactions all related party transactions are reviewed periodically by the Board Audit Committee which is chaired by an independent Director. Following review by the Board Audit Committee, the said transactions are placed before the Board of Directors for approval.

The Shareholders are requested to ratify the transactions with related parties in which the majority of the Directors are interested as disclosed in the Financial Statements for the year ended June 30, 2018 and further to authorise the Company to conduct certain related party transactions in which the majority of Directors are interested for the Financial Year ending June 30, 2019. Shareholder approval is also sought to authorize and grant power to the Board to periodically review and approve such transactions based on the recommendation of the Board Audit Committee.

Based on the aforesaid the Shareholders are requested to pass the Special Resolutions with or without modification as stated in the Notice.

The Directors who are interested in this subject matter are as follows:

- Mr. Muhammad Sohail Tabba
- Mr. Muhammad Ali Tabba
- Mrs. Amina A Aziz Bawany
- Mr. Jawed Yunus Tabba
- Mr. Asif Jooma
- Mr. Muhammad Abid Ganatra

he



NOTICE OF 67th ANNUAL GENERAL MEETING

Notice is hereby given that the Sixty-Seventh Annual General Meeting of ICI Pakistan Limited (the "Company") will be held on Tuesday, September 25, 2018, at 10:00 a.m. at Beach Luxury Hotel, Karachi, to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the accounts of the Company for the year ended June 30, 2018, the report of the Auditors thereon and the report of the Directors.
2. To declare and approve Final Cash dividend @ 85% i.e. Rs. 8.5/- per ordinary share of Rs. 10/- each for the year ended June 30, 2018, as recommended by the Directors, payable to the Members whose names appear in the Register of the Members as at September 18, 2018.
3. To appoint the Auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS:

1. To approve by way of Special Resolution with or without modification the following resolutions in respect of related party transactions in which the majority of Directors of the Company are interested in terms of Section 207 of the Companies Act, 2017:

"RESOLVED THAT related parties transactions in which the majority of the Directors are interested carried out by the Company with Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs. 5,929,963,000/- (Rupees Five Billion, Nine Hundred Twenty Nine Million, Nine Hundred and Sixty Three Thousand Only) during the year ended June 30, 2018 reported in the Financial Statements for the said period, be and are hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Company may carry out transactions from time to time including, but not limited to, the purchase and sale of goods, materials, sales of various chemicals, soda ash, electricity, purchase of cement, availing or rendering of services, payment of royalty, donations, fees and dividends with related parties in which the majority of the Directors are interested including, but not limited to, Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs. 3,216,163,000/- (Rupees Three Billion, Two Hundred Sixteen Million and One Hundred Sixty Three Thousand Only) during the Financial Year ending June 30, 2019.

The Shareholders have noted that for the aforesaid transactions a majority of the Directors may be interested. Notwithstanding, the Shareholders hereby grant an advance authorisation to the Board of Directors of the Company to review and approve all related party transactions for the aforesaid companies up to the aggregate amount approved above based on the recommendation of the Board Audit Committee."

The Statement under section 134(3) of the Companies Act, 2017 pertaining to the "Special Resolutions" is being sent along with the notice to the Members.

September 4, 2018
Karachi

By order of the Board
Nausheen Ahmad
Company Secretary

NOTES:

1. Share Transfer Books of the Company will remain closed from September 19, 2018 to September 25, 2018 (both days inclusive). Transfers received in order at the office of our Shares Registrar, FAMCO Associates (Pvt) Limited, 8-F, Block-6, P.E.C.H.S., Shahra-e-Faisal, Karachi, by the close of business on September 18, 2018, will be considered in time; to entitle the transferees to the Final Cash dividend and to attend the Annual General Meeting.
2. Members whose names appearing in the Register of Members as of September 18, 2018, are entitled to attend and vote at the Meeting. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend, speak and vote for him/her. A proxy must be a Member of the Company.
3. An instrument of proxy applicable for the Meeting is being provided with the notice sent to Members. Further copies of the instrument of proxy may be obtained from the Registered Office of the Company during normal office hours. Proxy form may also be downloaded from the Company's website: www.ici.com.pk
4. An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must, to be valid, be deposited at the Registered Office of the Company not less than 48 hours before the time of the Meeting.
5. Members are requested to submit a copy of their Computerized National Identity Card/Smart National Identity Card (CNIC/SNIC), if not already provided, and notify immediately changes, if any, in their registered address to our Shares Registrar, FAMCO Associates (Pvt) Ltd.
6. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1, dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP).

A. For Attending the Meeting:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original CNIC/SNIC or original passport at the time of attending the meeting.
- (ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

B. For Appointing Proxies:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC/SNIC numbers shall be mentioned on the form.
- (iii) Attested copies of CNIC/SNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his original CNIC/SNIC or original passport at the time of the Meeting.
- (v) In case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

www.ici.com.pk

ha

اطلاع برائے 67 ویں سالانہ اجلاس عام

نوٹس:

1۔ کمپنی کے حصص کی منتقلی کے کھاتے 19 ستمبر 2018 سے 25 ستمبر 2018ء (بشمول دونوں ایام) بند رہیں گے۔

18 ستمبر 2018ء کو ہمارے حصص کے رجسٹرار فیکو ایسوی انش پرائیویٹ لمیٹڈ، 8 ایف، بلاک 6، P.E.C.H.S، شاہراہ فیصل کراچی کو منتقل ہونے والی وصولیاں بروقت تصور ہوں گی اور مجموعی والوں کو منافع منقسمہ کی تقسیم میں شامل کیا جائے گا۔

2۔ 18 ستمبر 2018ء تک اراکین کے رجسٹر میں آنے والے اراکین کے نام عمومی اجلاس میں شرکت اور ووٹ کے اہل ہوں گے، اجلاس میں شرکت اور ووٹ کے اہل اراکین اپنی جگہ کسی کو اجلاس میں شرکت، خطاب اور ووٹ کے لئے نامزد کر سکتے ہیں اور نامزد کردہ نمائندہ کمپنی ممبر ہونا چاہیے۔

3۔ نامزد نمائندہ کی شرائط اراکین کو ارسال کر دی گئی ہیں اور ان شرائط کی مزید نقول کمپنی کے رجسٹر آفس سے معمول کے دفتری اوقات میں حاصل کی جا سکتی ہیں۔ نامزدگی فارم کمپنی کی ویب سائٹ www.ici.com.pk سے ڈاؤن لوڈ بھی کیا جاسکتا ہے۔

4۔ اجلاس میں نامزد کردہ نمائندے کے لئے دستاویز یا مختار نامہ یا دیگر اجازت نامہ (اگر کوئی ہو) جو دستخط شدہ ہو یا اس قسم کے مقررہ جواز پر مبنی ہو، کی نقل اجلاس کے شروع ہونے سے پہلے 48 گھنٹوں سے کم وقت میں کمپنی کے رجسٹر آفس میں جمع کرائے جانے چاہئیں۔

5۔ اراکین سے درخواست کی جاتی ہے کہ وہ اپنا قومی شناختی کارڈ/سمارٹ کارڈ (اگر پہلے جمع نہیں کر لیا) فوری طور پر جمع کرائیں اور رجسٹرڈ پتے کی تبدیلی کی صورت میں فوری طور پر آگاہ کریں۔

6۔ سی ڈی سی کھاتہ داروں کو مزید انہی اصولوں پر عمل کرنا ہوگا جسے 26 جنوری 2000ء کو سرکولر نمبر 1 کے ذریعے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے جاری کیا۔

(A)۔ اجلاس میں شرکت کے لئے:

(i)۔ انفرادی صورت میں کھاتہ دار یا ذیلی کھاتہ دار اور/یا وہ شخص جس کی گروپ کھاتہ میں سیکورٹیز جمع ہوں اور ان کی رجسٹریشن کی تفصیلات شرائط کے مطابق اپ لوڈ کی گئی ہوں، وہ اجلاس میں شرکت کے وقت اپنے قومی شناختی کارڈ/سمارٹ کارڈ یا اصل پاسپورٹ دکھا کر اپنی شناخت ظاہر کرے گا۔

(ii)۔ کارپوریٹ ادارہ کی صورت میں بورڈ آف ڈائریکٹرز طے شدہ مختار نامہ نمونہ دستخط نامزد رکن اجلاس کے وقت (اگر پہلے اس نے پیش نہیں کی ہوں) پیش کرے گا۔

(B)۔ نمائندے (پراسی) کے تقرر کے لئے:

(i)۔ انفرادی صورت میں کھاتہ دار یا ذیلی کھاتہ دار یا وہ شخص جس کی گروپ کھاتہ میں سیکورٹیز جمع ہوں اور اس کی رجسٹریشن کی تفصیلات شرائط کے مطابق اپ لوڈ کی گئی ہوں، نمائندے کی نامزدگی کا فارم اوپر بیان کردہ لوازمات کے مطابق جمع کرائے گا۔

(ii)۔ نامزدگی فارم میں دو گواہوں کے نام، پتے اور قومی شناختی کارڈ کی تفصیلات درج ہوں۔

(iii)۔ جینی فیشل اونرز اور مقرر کردہ نمائندے کی تصدیق شدہ قومی شناختی کارڈ/سمارٹ کارڈ یا پاسپورٹ کی تصدیق شدہ نقول نامزدگی فارم کے ساتھ جمع کرائی جائیں۔

(iv)۔ نامزد کردہ نمائندہ اجلاس کے وقت اپنا اصل قومی شناختی کارڈ/سمارٹ کارڈ یا پاسپورٹ دکھائے گا۔

(v)۔ کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز طے شدہ مختار نامہ نمونہ دستخط نامزد رکن اجلاس کے وقت (اگر پہلے اس نے پیش نہ کیا ہو) پیش کرے۔

بذریعہ نوٹس اطلاع کیا جاتا ہے کہ آئی سی آئی پاکستان لمیٹڈ (کمپنی) کا 67 واں سالانہ اجلاس عام منگل 25 ستمبر 2018ء کو صبح 10 بجے درج ذیل سرگرمیوں پر غور کے لئے چنگ گھڑی ہوٹل کراچی میں منعقد ہوگا۔

عمومی امور:

1۔ 30 جون 2018ء کو ختم ہونے والے سال کے حسابات، آڈیٹرز اور ڈائریکٹرز کی رپورٹوں کی وصولی اور ان پر غور و خوض۔

2۔ ڈائریکٹرز کی سفارشات کے مطابق 30 جون 2018ء کو ختم ہونے والے سال کے لئے جتنی 85% کی شرح یعنی 10/ روپے فی عام شیئر کے حساب سے 10/ روپے کے ہر شیئر پر نقد ڈیونڈ کا اعلان جوان ممبران کو دیا جائے گا جن کے نام ممبرز رجسٹر میں بتاریخ 18 ستمبر 2018ء کو درج ہوں گے۔

3۔ کمپنی کے آڈیٹرز کا تقرر اور ان کے معاوضے کا تعین۔

خصوصی امور:

کمپنیز ایکٹ 2017 کی شق 207 کے تحت متعلقہ پارٹیوں کے امور کی بذریعہ خصوصی قراردادوں کے، رد و بدل یا بغیر رد و بدل کے منظوری دینا جن میں کمپنی کے ڈائریکٹرز دلچسپی رکھتے ہیں۔

"قرارداد یا جاتا ہے کہ کمپنی کی جانب سے متعلقہ پارٹیوں جن میں کمپنی کے ڈائریکٹرز دلچسپی رکھتے ہیں بشمول مکی سینٹ لمیٹڈ، گدون ٹیکسٹائل ملز لمیٹڈ، مکی ٹیکسٹائل ملز لمیٹڈ، پونس ٹیکسٹائل ملز لمیٹڈ، مکی بولڈنگز لمیٹڈ، مکی ٹکس (knits) پرائیویٹ لمیٹڈ، نیوٹرکمو پاکستان (پرائیویٹ) لمیٹڈ، نیوٹرکمو مورینا (پرائیویٹ) لمیٹڈ، مکی فوڈز (پرائیویٹ) لمیٹڈ، سیرین فارماسیوٹیکلز (پرائیویٹ) لمیٹڈ، آئی سی آئی پاکستان پاور جن لمیٹڈ اور دیگر ایسی متعلقہ پارٹیوں کے ساتھ (روپے) 30 جون 2018ء کو ختم ہونے والے مالی سال کے دوران کی جاتیوں لین دین جن کی تفصیل سالانہ کمپنی کے مالیاتی کھاتوں میں درج ہے، کی بذریعہ نفاذ منظوری دینا۔"

"مزید برآں قرارداد یا جاتا ہے کہ متعلقہ پارٹیوں سے کمپنی کو بذریعہ نفاذ اس بات کا مجاز بنایا جاتا ہے کہ کمپنی کے مال اور اشیاء کی خرید و فروخت، مختلف کمپنیز کی فروخت، سوڈا لیش، بجلی، سینٹ کی خریداری، خدمات کے حصول یا پیش کرنے، رائلٹی، عطیات اور متعلقہ پارٹیوں کے منافع منقسمہ کی ادائیگی، وقتاً فوقتاً جو کہ انہی تک محدود نہ ہو، ان کی بابت متعلقہ پارٹیاں جن میں مکی سینٹ لمیٹڈ، گدون ٹیکسٹائل ملز لمیٹڈ، مکی ٹیکسٹائل ملز لمیٹڈ، پونس ٹیکسٹائل ملز لمیٹڈ، مکی بولڈنگز لمیٹڈ، مکی ٹکس (knits) پرائیویٹ لمیٹڈ، نیوٹرکمو پاکستان (پرائیویٹ) لمیٹڈ، نیوٹرکمو مورینا (پرائیویٹ) لمیٹڈ، مکی فوڈز (پرائیویٹ) لمیٹڈ، سیرین فارماسیوٹیکلز (پرائیویٹ) لمیٹڈ، آئی سی آئی پاکستان پاور جن لمیٹڈ اور دیگر متعلقہ پارٹیاں جن میں کمپنی کے ڈائریکٹرز دلچسپی رکھتے ہوں، ان کے ساتھ مالی سال 30 جون 2019ء کے دوران Rs. 3,216,163,000 (3 ارب 21 کروڑ 61 لاکھ 63 ہزار روپے) تک کے لین دین کا مجاز بنانا۔"

متعلقہ پارٹیوں کے ساتھ لین دین کے امور میں ڈائریکٹرز کی مہینہ دلچسپی کو حصص یافتگان کے علم میں لایا جاتا ہے۔ قطع نظر اس کے، حصص یافتگان کمپنی کو ان امور کے طے کرنے کی پیشگی منظوری دیتے ہیں جو کہ کمپنی کی بورڈ آڈٹ کمیٹی کی طرف سے تجویز کردہ ہے۔

کمپنیز ایکٹ 2017ء کی ذیلی شق (3) 134 کے تحت اراکین کو نوٹس کے ہمراہ خصوصی قراردادوں سے منسلک اضافی دستاویز بھی جمعوائی جا رہی ہے۔

4 ستمبر 2018ء

کراچی

بنجمن
نوشین احمد
کمپنی سیکرٹری

ha