SIEMENS

NOTICE OF ANNUAL GENERAL MEETING

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Notice is hereby given that the sixty fifth (65th) annual general meeting of the members of Siemens (Pakistan) Engineering Company Limited (the "Company") will be held on January 22, 2018 at 11:30 a.m. at The Dawood Foundation Business Hub, Ground Floor, Dawood Centre, M.T. Khan Road, Karachi, to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the annual general meeting held on January 24, 2017.

2. To receive, consider and adopt the audited financial statements for the financial year ended September 30, 2017 and reports of the auditors and directors thereon.

3. To consider and declare cash dividend of Rs.75 per share (750%) for the financial year ended September 30, 2017.

4. To appoint auditors and to fix their remuneration for the financial year ending September 30, 2018. The present auditors EY Ford Rhodes, Chartered Accountants, retire and being eligible, have offered themselves for reappointment.

5. To transact such other ordinary business as may be placed before the meeting with the permission of the Chair.

By order of the Board of Directors

Abdul Mannan Majid
Company Secretary

Karachi: December 28, 2017

Notes:

1. The Share Transfer Books of the Company shall remain closed from January 13, 2018 to January 22, 2018 (both days inclusive). Transfers received by Company's Share Registrar by the close of business on January 12, 2018, will be considered in time for the purpose of Annual General Meeting and payment of cash dividend, if approved by the members.
2. Presentation of original Computerized National Identity Card (CNIC) by member or his/her proxy to participate in the meeting is mandatory.
3. A member entitled to attend and vote may appoint another member as his/her proxy to attend and vote on his/her behalf. A member shall not be entitled to appoint more than one proxy. Duly completed Proxy forms in order to be valid must be received by the Share Registrar or at the Registered Office of the Company not less than 48 hours before the time of meeting.
4. Any change of address of the member should immediately be notified to Company's Share Registrar.
5. CDC account holders are also required to follow the guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan (SECP).

   For Attending the Annual General 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 Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
   ii) The members registered on Central Depository Company (CDC) are also requested to bring their particulars, I.D. numbers and account numbers in CDS.
   iii) In case of a 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 meeting.

   For Appointment of Proxies:

   i) In case of individual, 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 requirement notified by the company.
   ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
   iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
   iv) The proxy shall produce his/her original CNIC or original passport at the time of meeting.

6. Annual accounts of the company for the financial year ended September 30, 2017 can be downloaded from the company's website- www.siemens.com.pk/annual_report.html
7. The rates for deduction of withholding tax on the amount of dividend paid by the companies are @ 15% for filers of income tax returns and @ 20% for non-filers of income tax returns. All members are advised to ensure their names are on Active Tax-payers list (ATL) provided on the website of Federal Board of Revenue (FBR) otherwise tax on dividend will be deducted @ 20% instead of15%.
8. The corporate members having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate members having physical shares should send a copy of their NTN certificate to our Share Registrar. The members while sending NTN or NTN certificates, as the case may be, must quote the company name and their respective folio numbers.
9. In order to comply with directive of FBR for determining the shareholding ratio of the joint account holders for deduction of withholding tax on dividend, members are requested to provide the requisite information to our Share Registrar.
10. Members are hereby informed that in pursuant to SECP's S.R.O. 787(1)/2014 dated September 8, 2014 regarding electronic transmission of Annual Report, we have attached the request form in the Annual Report and also uploaded on our company's website-www.siemens.com.pk/investor.html. Members who want to avail this facility are requested to submit the request form duly filled to the Share Registrar.
11. Members of the Company are encouraged to provide duly filled and signed dividend bank mandate to enable the Company to make payment of dividend (as and when declared and approved by the members) electronically directly into bank account. The dividend mandate form has been attached in the Annual Report and also uploaded on our Company's website - www.siemens.com.pk/investor.html
12. The members who hold shares in dematerialized form are requested to submit the dividend bank mandate form duly filled to their participant/investor account services in the CDC.
13. Electronic Payment of Cash Dividend (e-dividend)
    In accordance with the requirement of Section 242 of the Companies Act, 2017 and Companies (Distribution of Dividends) Regulations, 2017, shareholders are requested to provide their CNIC's and bank account detail including name of the bank, address of bank branch and International Bank Account Number (IBAN) to receive their cash dividend directly into their bank account instead of receiving it through dividend warrants. Therefore, all individual members who have not yet provided their CNIC and Bank Account details are once again reminded to immediately submit a copy of their CNIC and duly filled Dividend Bank Mandate form to the Share Registrar or to the Company. In the absence of valid bank account details and CNIC, dividend amount will be withheld in compliance with the aforere ferred provisions of Companies Act and Regulations.
14. In accordance with Section 132(2) of Companies Act, 2017, the members may avail video conferencing facility for AGM, provided the Company receives consent (standard format is given below) at least 7 days prior to the date of the meeting from members having 10% or more shareholding.

    "I/We _________________ of _________________ being member of Siemens (Pakistan) Engineering Co. Ltd. holder of ______________ Ordinary shares as per registered folio No./ CDC Account No. __________________ hereby opt for video conference facility at Karachi in respect of Annual General Meeting of the Company to be held on January 22, 2018."
15. This Notice has been sent to all members of the Company in accordance with Section 134(1)(a) of the Companies Act, 2017.

For any query/problem/information, members may contact our Share Registrar at the following address:

THK Associates (Pvt) Ltd. **1st Floor, 40-C, Block-6,** **P.E.C.H.S** **Karachi-75400**	**Telephone No:** **E-Mail:** **Contact Person:**	**021-111-000-322** **021-35682241** **masood_ahmed@thk.com.pk** **Mr. Masood Ahmed**