



Unilever
UNILEVER PAKISTAN FOODS LIMITED
AVARI PLAZA, FATIMA JINNAH ROAD,
KARACHI - 75530

Notice of Annual General Meeting

Notice is hereby given that the 23rd Annual General Meeting of Unilever Pakistan Foods Limited will be held virtually through Zoom on Monday, April 12, 2021, at 11:00 a.m. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Company's Financial Statements for the year ended 31 December 2020, together with the Reports of the Auditors and Directors thereon.
2. To approve and declare dividend (2020) on the Ordinary Shares of the Company.
The Directors have recommended a final cash dividend of 2108.9% (or Rs. 210.89 per share) on the Ordinary Shares. Together with the First Interim dividend of 1300% (or Rs. 130.00) per ordinary share, Second Interim Dividend of 1410% (or Rs. 141.00) per ordinary share and Third Interim Dividend of 1205.2% (or Rs. 120.52) per ordinary share, already paid, the total dividend for will thus amount to 6024.1% (or Rs. 602.41) per ordinary share.
3. To appoint Auditors for the ensuing year, and to fix their remuneration.
Messrs KPMG Taseer Hadi & Co., Chartered Accountants, retire and being eligible have offered themselves for re-appointment.

Karachi
March 16, 2021

By Order of the Board
Aman Ghanchi
Company Secretary

Notes:

1. Share Transfer Books will be closed from April 06, 2021 to April 12, 2021 (both days inclusive) when no transfer of shares will be accepted for registration. Transfers in good order, received at the office of Company's Share Registrar M/s Central Depository Company Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shakra-e-Faisal, Karachi-74400 by the close of the Business on April 05, 2021 will be treated in time for the purpose of payment of Final Dividend to the transferees and for ascertaining the entitlement of Shareholders for attending the Annual General Meeting.
2. All Members / Shareholders are entitled to attend and vote at the meeting. The members are required to email their Name, Folio Number, Valid Email address and Number of shares held in their name at corporate.secretarial@unilever.com or WhatsApp Number 0321-8200864. A Member may appoint a proxy who need not be a Member of the Company.
3. Fully completed instrument of proxy, and the other authority under which it is signed, or a notarially certified copy thereof, must be lodged with the Company Secretary at the Company's Registered Office (1st Floor, Avari Plaza, Fatima Jinnah Road, Karachi) at least 48 hours before the time of the meeting.
4. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:
- A. **For Attending the Meeting:**
 - i. The members are required to email their Name, Folio Number, Valid Email address and Number of Shares held in their name at corporate.secretarial@unilever.com or WhatsApp Number 0321-8200864.
 - 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) along with above mentioned details shall be submitted on the email address or Whatsapp number.
- 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 along with valid email address for receiving the log in credentials.
 - 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 valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - iv. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature and attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.
5. Video-Link and Login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address 48 hours before the meeting. The shareholders can also provide their comments and questions for the agenda items of the AGM on Whatsapp Number 0321-8200864 and email: corporate.secretarial@unilever.com.
6. Video-Link and Login credentials will be shared with only those proxies whose duly completed instrument of proxy, and the other authority under which it is signed, or a notarially certified copy thereof are received 48 hours before the meeting.
7. As per the current reports, Covid-19 is once again surging in Pakistan. Considering the safety of our shareholders, unpredictable situation of the pandemic and keeping in view the SECP Circular No. 6 of 2021 dated March 03, 2021 and to adopt a cautious approach for the respected shareholders, it has been decided that the AGM will be held through electronic means only for which all necessary facilitation will be provided.
8. In accordance with the directives of the SECP, the dividends of shareholders whose CNIC copies have not been received by the Company shall not be electronically credited until receipt thereof. Therefore, the individual shareholders who have not submitted their CNIC copies are requested to send the same at the earliest to the share registrar of the Company. Corporate entities are requested to provide their NTN. While providing their CNIC/NTN, shareholders must quote their respective folio numbers.
9. (i) The Government of Pakistan through Finance Act, 2014 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. Now these rates as per the Finance Act -2020 are as under:
(a) For Filers of Income Tax Return 15%
(b) For Non-Filers of Income Tax Return 30%

To enable the Company to make tax deduction on the amount of cash dividend @ 15% instead of 30% all the shareholders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the start of book closure date i.e. April 06, 2021 for entitlement to final dividend to be paid on April 26, 2021 otherwise tax on their cash dividend will be deducted @ 30% instead of 15%.

- (ii) For any query/problem/information, the investor may contact the Share Registrar: The Manager, M/s Central Depository Company Share Registrar Services Limited, telephone number: 0800 - 23273 (Toll Free), e-mail address: info@cdcpak.com and /or the Company: Mr. Hussain Ahmed, telephone number: +92-21-35681008 e-mail address: corporate.secretarial@unilever.com.
- (iii) The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholder should send a copy of their NTN certificate to the company or its Share Registrar M/s Central Depository Company Share Registrar Services Limited. The Shareholders while sending NTN or NTN certificates, as the case may be, must quote Company name and their respective folio numbers.

According to Clarification received from Federal Board of Revenue (FBR), 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. In case of joint holding / joint account. In this regard, all shareholders who hold shares with joint shareholders, are requested to provide shareholding proportions of Principal Shareholder and Joint Holder(s) in respect of shares held by them, to the Company's Share Registrar, M/s Central Depository Company Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shakra-e-Faisal, Karachi-74400, in writing as follows:

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

Otherwise it will be assumed that the shares are equally held by Principal Shareholder and Joint -Holder(s).

10. Under the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed Company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders. In order to receive dividends directly into their bank account, shareholders are requested to fill in Dividend Mandate Shareholders having physical holding should submit the prescribed Dividend Mandate Form, to the Company's Share Registrar. The Shareholders who hold shares with participants / stock brokers or with Central Depository Company may approach to submit the prescribed Dividend Mandate details to their participants / stock broker or to CDC for this option, with a copy of the Dividend Mandate Form to Share Registrar of the Company. The dividend mandate form is available in the Annual Report and also uploaded on our Company's website.
11. Pursuant to Section 134(2) and Section 132(2) of the Companies Act, 2017, members can also avail video conference facility at Lahore, subject to the following conditions.

The video conferencing facility will be provided only if the Company receives consent from members holding in aggregate 10% or more shareholding residing at Lahore, to participate in the meeting through video conference at least 7 days prior to the date of general meeting.

The Company will intimate to the members regarding venue of video conference facility 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.

In this regard, members who wish to participate through video conference facility at Lahore should send a duly signed request as follows:

I/We, _____ S/o, D/o, W/o _____ being a member of Unilever Pakistan Foods Limited, holder of _____ Ordinary Share(s) as per Register Folio No. _____ hereby opt for video conferencing facility at _____ (Name of City).

Signature of Member _____

12. Any change of address of Members should be immediately notified to the Company's Share Registrars M/s CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shakra-e-Faisal, Karachi-74400.

