

#### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting of **Ismail Industries Limited** will be held at Hotel Days Inn, Bushra Hall, 164, B.C.H.S. Shahra-e-Faisal, Karachi on Wednesday, November 16, 2016 at 11:30 am to transact the following business.

# **Ordinary Business**

- 1. To confirm the minutes of the Extra Ordinary General Meetings of the Company held on May 25, 2016 and May 30, 2016.
- 2. To receive, consider and approve the Annual Audited Financial Statements of the Company for the year ended June 30, 2016 together with the Directors' and Auditors' report thereon.
- **3.** To approve and declare the cash dividend @ 65% (Rs. 6.50/- per share) on the ordinary shares of the Company as recommended by the Directors for the year ended June 30, 2016.
- **4.** To appoint Auditors for the year ending June 30, 2017 and fix their remuneration. The Audit Committee of the Board has recommended the retiring auditors M/s. Grant Thornton Anjum Rahman, Chartered Accountants being eligible have offered themselves for re-appointment.
- **5.** To elect nine (9) Directors of the Company as fixed by the Board of Directors in their meeting held on October 5, 2016 for a term of 3 (three) years commencing from November 16, 2016 in accordance with Section 178 of the Companies Ordinance, 1984. The following present Directors retire and are eligible for re-election.
  - 1. Muhammad M. Ismail
  - 3. Munsarim Saifullah
  - 5. Ahmed Muhammad
  - 7. Almas Magsood
  - 9. Jawed Abdullah

- 2. Magsood Ismail
- 4. Hamid Magsood Ismail
- 6. Farzana Muhammad
- 8. Reema Ismail Ahmed

# **Special Business**

**6.** To consider and approve the remuneration of the Chief Executive and two Executive Directors for their term commencing from November 16, 2016.

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7. To transact any other business with permission of the Chair.

By order of the Board

Karachi: October 17, 2016

**Ghulam Farooq** Company Secretary

#### **Notes**

- 1. The shares transfer book of the Company shall remain closed with effect from November 15, 2016 to November 21, 2016 (both days inclusive). Transfers received at the office of Share Registrar M/s. THK Associates (Pvt.) Ltd, Ground Floor, State Life Building No.3, Dr. Ziauddin Ahmed Road, Karachi, Phone # 021-111-000-322 at the close of business on Monday, November 14, 2016 will be considered in time to attend and vote at the meeting and for the purpose of above entitlement to the transferees.
- 2. A member eligible to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxy, in order to be effective must reach the Company Registrar Office not less than 48 hours before the time of the meeting during working hours.
- 3. The shareholders are advised to notify the Registrar of any change in their addresses.
- 4. In terms of Section 178(3) of the Companies Ordinance, 1984 any person who seeks to contest an election to the office of director, whether he is a retiring director or otherwise, shall file with the Company, not later than fourteen (14) days before the date of this meeting, a notice of his intention to offer himself for election as a director.

# Submission of copies of CNIC and NTN Certificate (Mandatory)

Pursuant to the Securities and Exchange Commission of Pakistan (SECP) Notifications dated: January 10, 2014, July 05, 2012 and August 18, 2011, made it mandatory that dividend warrants should bear Computerized National Identity Card (CNIC) number of

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the registered member or the authorized person except in case of minor(s) and corporate members. With reference to our various advertisements in daily newspapers and letters sent to individual members/ shareholders at their registered addresses, it is hereby informed that the individual members who have not yet submitted photocopy of their valid CNIC to the Company are once again advised to send the same at their earliest directly to The Company Secretary, Ismail Industries Limited, 17-Bangalore Town, Shahra-e-Faisal, Karachi. The Corporate entities are requested to provide their National Tax Number (NTN). Failure to provide the same would constraint the Company to withhold dispatch of dividend warrants.

# Payment of Cash Dividend Electronically (Optional)

As directed by SECP vide Circular No. 18 of 2012 dated: June 5, 2012 we are giving the opportunity to shareholders to authorize the Company to directly credit in his/her bank account with cash dividend, if any declared by the Company in future, if you wish that the cash dividend if declared by the Company be directly, credited into your Bank Account, instead of issuing a dividend warrant, please provide the following details.

Title of Bank Account	Branch Name and Address	
Bank Account Number	Cell number of Shareholder	
Bank's Name	Landline number of Shareholder, if any	

#### **Guidelines for CDC Account Holders**

CDC Accounts holders will further have to follow the guidelines as liad down in Circular 1, dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan.

### A. For Attending the Meeting

- i. In the 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 CDC Regulations, shall authenticate their identity by showing their original Computerized National Identity Card ("CNIC") or original Passport at the time of attending the meeting.
- ii. In the case of corporate entities, the Board of Directors resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the meeting (unless provided earlier).



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# B. For Appointing Proxies

- i. In the 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 CDC Regulations shall submit the proxy form as per the above mentioned requirements.
- 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 the **CNIC** or 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 the meeting.
- v. In the case of corporate entities, the Board of Directors resolution/power of attorney with specimen signature of the nominee shall be submitted (unless provided earlier) along with the proxy form to Company.

### Withholding Tax on Dividend

Government of Pakistan through Finance Act, 2015 has made certain amendments in section 150 of the Income Tax Ordinance, 2001 whereby different rates prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are as under:

(a) For filers of income tax returns	12.5%
(b) For non-filers of income tax return	20%

Shareholders who are filers, are advised to make sure that their names are entered into latest Active Tax Payers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as non-filers and tax on their cash dividend will be deducted at the rate of 20% instead of 12.5%.

#### Withholding Tax on Dividend in case of Joint Account Holders

In order to enable the Company to follow the directives of the regulators to determine shareholding ratio of the Joint Account Holder(s) (where shareholding has not been determined by the Principal Shareholders) for the deduction of withholding tax on dividends of the Company, Shareholders are requested to please furnish the



Head Office: 17-Bangalore Town, Main Shahrah-e-Faisal, Karachi-75350 Pakistan. Tel: (0092-21) 34311170-77 - 34370056-68 Fax: (0092-21) 34541094, 34547843 - 34541095 E-mail: info@candyland1.com

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shareholding ratio details of themselves as Principal Shareholder and their Joint Holders, to the Company's Share Registrar, in writing as per format given below enabling the Company to compute withholding tax of each Shareholder accordingly.

Company Name	Folio/ CDS Account No.	Total Shares	Principal	Shareholder	Joint Shareholder(s)			
			Name & CNIC No.	Shareholding proportion (No. of Shares)	Name & CNIC No.	Shareholding proportion (No. of Shares)		

The required information must reach our Share Registrar within 10 days of this notice, otherwise it will be assumed that the shares are equally held by Principal Shareholder and Joint Holder(s).

# Distribution of Annual Report through Email

We are pleased to inform shareholders that the Securities and Exchange Commission of Pakistan pursuant to SRO No. 787(I)/2014 dated September 08, 2014 permitted Companies to circulate their Annual Balance Sheet and Profit and Loss Accounts, Auditor's Report and Director Report etc. ("Annual Report") alongwith the notice of annual general meeting ("Notice"), to its shareholders by email. Shareholders of the Company who wish to receive the Company's Annual Report and notices of annual general meeting by email are requested to provide the complete Electronic Communication alongwith notice of Annual General Meeting. However, the Company may provide hard copy of Annual Report to such members on their request, free of cost, within seven days of receipt of such request.

#### Statement under section 160 of the Companies Ordinance' 1984

The following statement under section 160 of the Companies Ordinance, 1984 is made regarding the Special Business to be conducted at the Twenty Eight Annual General Meeting of the Company to be held on November 16, 2016.

#### Item 6 of the agenda

# **Chief Executive and Executive Directors Remuneration**

Approval is being sought for the payment of remuneration to the Chief Executive and two Executive Directors.

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For this purpose the following Resolution will be moved at the meeting.

#### Resolution

"Resolved that the Company be and hereby approves and authorizes the payment as remuneration to the Chief Executive a sum of Rs. 6,000,000/- per annum and two Executive Directors a sum of Rs. 4,800,000/-per annum each. Further resolved that in addition to remuneration, all utilities bills of Directors will be paid by the Company. The approximate value of the utilities to be borne by the Company would be Rs. 1,000,000/per annum for the Chief Executive and Rs. 750,000/- per annum each for the two Executive Directors.

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4.	HE mu	1 1 1 F.		Name &	Shareholding	Name &	Shareholding	
	Lan .	(1)		CNIC	proportion	CNIC	proportion	
	P. J. P.	. 10 . 54	-11	No.	(No. of Shares)	No.,	(No. of Shares)	

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Karachi, Wednesday Zuberi

by M.A. published from K

Volume LII, No. 294

BOOT HOUSE (Pre) Lied

22- Price Rs 18

# Candyland

### ISMAIL INDUSTRIES LIMITED

حِلْ الرَّيْزِ لِينْدُ كالفائم وأن سالانه اجلام عام يده 16 نو مر 2016ء كرسازه على الروجيع موشل ذيزان بيشر كا بال-164 في حالة الحمل المراتب على

ى 2016م اور 30 مى 2016م كى كارروالى كى توشق-

ل ہوئے والے مبال کیلئے ممکنی کے آب شد وہال موشوار وں معہ ڈائز کیٹر زاورآ ڈیٹر نہ کرد پورٹس کی وصولی محرور خ من اور متھور ک۔ 

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16 نومبر2016 مے چف ای کر میٹواور دوا گر کیٹووائز بھٹرزے مشاہیر ور خورو خوش اور منظوری-بيتر من كامازت ، في كرامور كا الحام دى -

راچئ

بحكم يورث غلام فاروق

-يمني كي تشخل جيمس كي مماّب 15 لومبر 2016 و 12 نومبر 2016 و (دونون دن شال) بندر ہے گا۔ چر14 نومبر 2016ء كواختام كارىكىشىئىر د جنرار ميسر زنى انگا كے۔ايسو ك اليس (برائي يدي ) كمييزي مراة يل قلور النيف لا تك فبرد- وا مرضاه الدين احدود الرائي فن فبر 322-400-111 مي موصول اوي والم مشكليان اجلاس عن ات اور رائے وی اور نہ کورو الا منافع مقیمہ کی المیت کے تعین کیلئے پر دفت مجمی جا کیں گ۔

یوال کاول مرائی مرائی جانب سے شر محت اور دائے وی کیلیے دوسرے ممبر کواپتارو کسی مقرر کر سکتاہے۔ تاہم پر د کس کی تقرر کی کا دستادی اجلاس البس (48) محظ على عمين كر وشر (أ فس عن اد قات كار كر دوران اللي جاني جائي جاني جائي جا

بافتان کویدش کی حم ک ترای سے مطال کرنے کا ہدایت ک جاتی ہے بلیزار ایش بحرایه 1984ء کا دفعہ 73 (3) مح محت دائر کیٹر کے احکاب میں صدیلے کے متعی فرد کو مخاورہ سبکدوش دو الا ڈائر کیٹر اور اکو کا دورا کے لوٹس کے اربید الركاع وراه ا) روز على محلى كوافي معمد يه الله كروار كار يناين ألى كادراين لماين رفيك كى كالي داخل كراو (الاك) کتان (الیں ای بی لی) کے نوشلکیٹن مور قد 10 جور کا 2014 کا جوالی 2012 ماور 118 گست 2011 کے مطابق ایو پیر غروار ملس پر رجمز از ران إی این فی عمر كاعران و و و و اس حرار و در اس است من مار مع است استادات اور ميران صفى بانتان كوان ك و جر د دول بر 

> مه کی الیکٹرونکلی ادائیگی اختیاری تقد منافع منقد

ظریدا کارے 18,2012 میلیات کے مطابق حصل باشتان کو موق فراہم کررہے ہیں کہ وہا تحدہ کئی کا اطان کروہ مناخ مصر (ع یکے طوار مش جان کے بکیا۔ اکا قتل علی مجاملہ کا اقلیار المجلق کو تعریش کر دیں۔ اس جس میں معربہ ایل تنسیاے فراہم کردی جائیں۔

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سی ڈی سی اکائونٹ ھولڈرز کیلئے ھدایات

ومزيديرال سكي رشيزايذا يكس جيني كيشن قف يا كتان كي جاري كرووم الرك 1 مور قد26 جوري 2000 وش ورج دايات ير عمل كرنامو كار (الف) برائيم اجلاس ميں شركت

برا کاؤٹ بھولدراورایاس فرو کوجس کی سکع رفیز اگروپ ا کاؤٹ میں بول اوران کی رجشریش تصیاب قراعدے مطابق آپ او (فرور) کو اجلاس مین شر برے کے موقع برائی شاخت کے موقع پر اناامل تو ی شاختی کار اور کا این آئی ی) یا اصل بات درے پیش کرنا مو گا۔

ے اپنی کی صورت میں بورا آف فارٹر بیکر د کی تراد و ادارا و در آف ادار ک مد مامر د کروے وسید کا موند (اگر پیلے فراہم نہ کیا میابو) اجلاس کے موقع پر چیش کر نا ہوں کے۔ عن كى ميكوريز محروب الاون على وجرين تعسيلات قوائد كے مطابق اب لواؤ دوں كو اجاس من شركت كے موقع بر مندرجہ بالا شرائط كے ساتھ بروكسي فارم تح

(ب)برائیے بروکسی کی تقرری

ا الاؤنث بولڈراؤر اور ایاجس کی سکتے و ٹین مروب ا کاؤنٹ میں اور ان کی رجشریش تصیلات آوا کدے مطابق اب او ڈاموں ' کواجلاس میں شر کت کے ت يرمندرجه بالاشر الكات سافه يرو سمى فارم جع كرانامو كا

کی فارم پر دوافراد کی محوای و فی جائے جن کے نام سے اور ی این آئی می تمبر فارم می درج موں۔

ہراور پر و ممی کے س این آئی س یا سورٹ کی ضدیق شدہ کا بیاں پرو ممی فارم کے مراہ نسلک مون جائے۔

یرو کسی کواجلاس کے موقع پرامل می این کی بااصل یا سپورٹ بیش کرنامو گا۔

کار ہورے اسکانی کی صورت میں بورا آف وائز میشرز کی ترار داوارا ورآف اعربی سد عمر وفروے وستوا کا اسوند (اگر پلے فراہم ند کیا محام و کی ادم کے ہمراہ سمجنی کویش

لايولانلا پر ود هوللانک ٹیکس

فانس ایک جمریہ 2015ء اسم میں آرویش جم یہ 2001ء کی وفعہ 150 میں ترجم کی ہے جس کے تحت کینیز کے اوا کروہ اور پیرفرروہ اولد مگ کیس منها کر ہے مح یں جو حب ایل یں۔

1 .4115 6	فیکن محوشواروں کے قلر ز	Ele L.	Self California	ľ
N=14.3				ŀ
20 أيمد	لیں محوشواروں کے نان قکر ز	8121216	·(-)	Ì.

بیں وہ اس امر کی فیٹین دہانی کرلین کہ اولیا ہی آر کی ویب سائٹ پر قراہم کی گئی ایکٹیو لیس پیز زاسٹ (اے ٹی ایل) میں ان کے نام شال میں ۔ بسورت دیگرڈیو لیے غرکی ادائش ا تع را شین نان فلرز قصور کیا جائے گا۔ ان کے فقر منافع مقتمہ پر 12.5 فیمد کی بھا ہے 20 فیمد کی شرح ہے لیس منها کیا جائے گا۔

جُوانِنٹ اکاؤنٹ هولڈرز کی صورت میں ود هولڈنگ ٹیکس

رُقِی ملکت کے تناب کالعین کرنے کیلے ممہنی کی سوات کے همن می (جان پر کہل شیئر بولڈر زنے شیئر مولڈ مگ کے تنام واست ہے کہ امورت پر کہل شیئر اولڈ واٹی اور اپنے جوائد و کی شیئر اولڈ تک کے قام کی تشییات تحری طور پر سینی شیئر وجزار کو حسد ب يم يم شير بولار كاود بولا يك يكن عما كركا جين اكروي تاكد كمنى متعلقه تاس

جوانكث شيئر مولذر ز عام وي اليه آلى م فير الله على كا تاب (شير ترك تعداد) عام وى اين آلى ى فير شير الديك كا تاب (شير كي تعداد)

کے اچھ ویس (10)روز سے اعدر مطلوب معلومات مل جاتی جاتی ہصورت دیگر پر کہل شیئر ہولڈ راور جوانک مولڈ رز کے شیئر مسادی سمجھے جا کمیں ہے۔

سالانه رپورٹ کی ہذریعہ ای میل ترسیل ر 2014ء کے تحت ایس ای کی لیائے میران کرآ ڈے شدہ ال کوشواروں معہ مبالاند اجلاس عام سے نوٹس سالاند بیلنس شیٹ اور لالع خصان اکاؤنٹس

ر اور علولی کار فرانس بذائد کی علی و تال کرنے کی اجازت دیا ہی ہے۔ لیدا اتام ممبر ان جو سالاند رویوٹ کی ساف کائی وسول کرتا ہا ہے جی سمجنی کو اینا ای سکل ایورٹس برای جا برائر کو است پر ایر فرل کی تیجید تاکہا طلب کرنے والی جسم یافتان کو ساحہ دوزے اعماد شد که کردہ کائی فرام کرد کا جائے گیا۔ کمپنیز آرڈیننس مجریہ 1984ء کی دفعہ 160 کے تحت گوشوارہ

د فعبر 160 کے تحت ضفہ رجہ فریل محل شوار و بسلسلہ سمینی کے 16 فومبر 2016ء کو متعقد ہوئے والے اٹھا میسویں سالانہ اجلاس میں انجام ویجے جالے والے

ايجنده كا آنتم 6

چَیْنُ ایگزیکٹیو اور ایگزیکٹیو ڈائریکٹرز کا مشامیرہ

والكيزيليوذائر يمرز كومشاييره كاداليكى ك متفوري حاصل كى جارى بداس مقعد كيليم مند دجدة يل قرار دادا جايس من بيش كى جائے گ-

يكر بكير كم المراه (000,000) ويه مالانه اورووا يكر ميرواز كيثر أركوني كس=4,800,000 دويه سالانه اداليكل كامتفوري ادرافتيار دياجاتا ہے۔ سريه قرار پايا ك نی وائر میشرز کے سٹاہیرو کے معادہ تمام ہو کیلی بلز مجن اوا کر کیا۔ یہ لیٹی بلز چیٹ ایکر چیٹ کیلے -1000,000 روپ سالانہ اور دوا میکر ڈائر کیشرز کیلیے ٹی سمل-7,50,000/روپ سلسل اشاعت کے 76سیال





ي لنه 24 ير الحرام 1438 هـ 1436 م 2016 - 10 كاتك 2072 12 رن بر 32242971 يون بر2-32242971 يون بر2-32242971 يون بر2-32