NOTICE OF ANNUAL GENERAL MEETING

notice is hereby given that the 32nd Annual General Meeting of the shareholders of AOSG Pakistan Limited with registered office at 6th Floor, 7-A, Iqbal Town Road, 7-C, Iqbal Town, Islamabad shall be held at 10:00 A.M. on 18th October, 2018 at 2nd Floor, F-7/5, Iqbal College Hostel F-7, Iqbal Town, Islamabad to transact the following business:

ORDINARY BUSINESS:
1. To confirm the minutes of 32nd Annual General Meeting held on October 31, 2017.
2. To receive, consider and adopt the Audited Financial Statements for the year ended June 30, 2018 together with the Directors' and Auditors' Reports thereon.
3. To appoint auditors for the year ending June 30, 2019 and to fix their remuneration.
4. OTHER BUSINESS:
   a. To transact any other business with permission of the chair.

By Order of the Board
SABRA ANSARI
Company Secretary

Knocked: October 04, 2018

Notes:
1. Share Transfer Book will remain closed from October 18, 2018 to October 20, 2018 (both days inclusive). Transferees received at Share Registry, M/s. JAHF SIR Registration Services (Private) Limited, 47-A, Iqbal Town, Islamabad, Pakistan for the close of business on October 18, 2018 shall be treated in time for the purpose of attending the Annual General Meeting and payment of Dividends.
2. A member entitled to be present and vote at the meeting may appoint another member, as his proxy to attend and vote at the meeting on his behalf. The appointing member shall also be appointed to receive and sign the resolution appointing him and the power of attorney or other authority under which it is signed or a notarially certified copy of power of attorney shall be deposited at the registrar’s office of the Company at least 48 hours before the time of meeting.

3. Members who have deposited their shares in the System of Central Depository Company of Pakistan Limited will have to follow the undermentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A. For attending the meeting:
   a. In case of individuals, the account holder or sub-account holder and for the person whose securities are in group account and their registration details are updated as per the Regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) and shall deposit the original of the CNIC at the meeting.
   b. In case of corporate entity, the Board of Director's resolution / Power of attorney with specimen signature of the authorized person shall be produced at the time of meeting.

B. For Appointing proxies:
   a. In case of individuals, the account holder or sub-account holder and for the person whose securities are in group account and their registration details are updated as per the Regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) and shall deposit the original of the CNIC at the meeting.
   b. The proxy form shall be witnessed by two persons whose names, addresses and CNIC number shall be mentioned on the form.
   c. Allotted copies of CNICs or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
   d. The proxy shall produce his original CNIC or original passport at the time of meeting.
   e. In case of corporate entities, the Board of Director's resolution / Power of attorney with specimen signature shall be submitted along with proxy form to the Company.

C. Submission of CNIC (Mandatory): Individual shareholders are once again reminded to submit a copy of their valid CNIC. If not provided earlier to the Company’s share registrar, Central Depository of Pakistan Limited (CDP Ltd), in case of non-receipt of proper details of the CNIC of its members, in a valid form of the shareholder's name in the CDP's records, the company shall withhold the dividend under the provisions of section 116(3) of the Companies Act, 2017.

D. Shareholders are also requested to notify any change in their address to the Company's share registrars M/s. JAHF SIR Registration Services (Private) Limited at their address stated below:

Payment of Cash Dividend (Stock Dividends): Under Section 242 of the Companies Act, 2017 (the "Act") and Companies (Distribution of Dividend) Regulations, 2017, the company is required to seek approval of the shareholders by passing through electronic mode directly into the bank account designated by the entitled shareholder. Shareholders are requested to provide their bank account details, including account number, IFSC code, MICR code, account type and name of the bank, as well as account number and IFSC code of the bank from which the dividend will be transferred. The dividend will be credited to the bank account and股东 will be notified by email. The scanned copy of the duly filled and signed form shall be submitted to their broker (participant)/ICIC in case share holders are in demat form or to their bank (if holding through banking system) in case share holders are in physical form. The same shall be sent through post/courier to the Company's Share Registrar M/s. JAHF SIR Registration Services (Private) Limited, at their address stated below.

Withholding Tax on Dividend: Currently, the deduction of withholding tax on the amount of dividend paid to the shareholders under section 103 of the Income Tax Ordinance, 2001 (DIO) are as under:

a) on Income of less than Rs. 250,000/- (Inclusion of capital gains tax)
   - on Income of less than Rs. 250,000/- (Exclusion of capital gains tax)
   - on Income of less than Rs. 250,000/- (Exclusion of capital gains tax)

b) on Non-Income of Income Tax Returns
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   - on Non-Income of Income Tax Returns

For this purpose, the term "income" means a tax payable which appears in the Active Taxpayers List (ATL) Measured by the Federal Board of Revenue (FBR), whereas "non-income" is a person other than a resident of the country who does not have the income tax return which can be accessed at www.fbr.gov.pk. At the time of dividend distribution, the Company being a withholding agent would deduct withholding tax on behalf of the shareholder and respective withholding tax rates will be applied accordingly.

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 dematerialized by the principal shareholder(s) for the purpose of withholding tax on dividend of the company shareholders are requested to please furnish the shareholding ratio details of themselves as principal shareholder and their joint holders, to the company's share registrar enabling the company to compute withholding tax of each shareholder accordingly. In case the company does not receive information from each shareholder, the same will be assumed to have equal proportion of shares and tax will be deducted accordingly.

Video Conferencing Facility: Pursuant to the provisions of Companies Act, 2017 the company may on the demand of members at least 7 days before the general meeting, residing in a city, who constitute at least 10% of the total paid up share capital of the company, provide the facility of video-link (optional) to such members enabling them to participate in the annual general meeting. If you wish to take benefit of this facility, please fill the form available on the company's website and submit it to the company.

The Company will inform shareholders about the date, time and manner of meeting, if required, for the ordinary and/or special business to be transacted at the annual general meeting.

Shareholders claiming exemption from Zakat are required to file their Share Register with the Company.

SEDIP has issued an SID No. 639/2018 wherein every listed company shall maintain a functional website of the company. The listing of the company on the stock exchange will be conditional on the company fulfilling the criteria, if so required, of the Stock Exchange, Pakistan. For any information about the ownership of the share registries, please contact the office of the listed company.

Distribution of Annual Report through Email (Optionally):
Pursuant to the provisions under section 229(1) of the Companies Act, 2017, the companies are permitted to annual financial statements, along with auditor's report, directors' report etc. (Annual Report) and other information in an annual general meeting with complete the completed electronic communication form (available on the company's website) to the company's share registrar, Central Depository of Pakistan Limited.

Unclaimed Dividend:
Pursuant to section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company, which remain unclaimed or unpaid for a period of three years from the date it becomes due payable, shall be forfeited and after compliance of procedures prescribed under the Companies Act, 2017, Section 244(1)(a) of the Act requires the company to give a public notice of the same along with the claim with the Company. Shareholders are hereby informed that a list of all unclaimed dividend has been added on the company's website. Please visit the company's website for further information. By this notice it is advised to contact share registrar of the company M/s JAHF SIR Registration Services (Private) Limited, 47-A, Iqbal Town, Islamabad, Pakistan.