Notice is hereby given that the 20th Annual General Meeting of Zephyr Textiles Limited ("ZTL" or "the Company") will be held at the Registered Office of the Company, 3rd Floor IEP Building, 97 B/D-I, Gulberg III, Lahore on Saturday, October 27, 2018, at 10:30 AM to transact the following business:

Ordinary Business:

- 1. To confirm the minutes of the last Extra Ordinary General Meeting dated August 16, 2018.
- 2. To approve Final Cash Dividend @ 5% [i.e. Rs.0.50/- Per Ordinary Share] as recommended by the Board of Directors
- 3. To receive, consider and adopt the audited accounts of the company for the year ended June 30, 2018 together with the Directors' and Auditor's report thereon.
- 4. To appoint auditors for the year ending June 30, 2019 and to fix their remuneration. The present Auditors M/S Azhar Zafar & Company, Chartered Accountants, retire and being eligible offer themselves for reappointment.

Special Business:

5. To obtain consent of the shareholders in terms of S.R.O. 470(1)/2016 dated May 31, 2016 issued by Securities of Exchange Commission of Pakistan, for the transmission of annual audited accounts, notice of the general meetings and other information contained therein of the Company either through CD or DVD or USB or in hard copy (Book form):

"Resolved that consent & approval of the members of Zephyr Textiles Limited (the "Company") be and is hereby accorded for the transmission of annual audited accounts, notice of the general meetings and other information contained therein of the Company to the members for future years commencing from the year ending June 30, 2019 through CD or DVD or USB instead of transmitting the same in hard copies."

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

By Order of the Board

Abdul Jabbar

Company Secretary

Lahore:

Friday October 05, 2018.

NOTES:

Book Closure Notice:

Share transfer books of the company will remain closed from October 20, 2018 to October 27, 2018 (both days inclusive) and no transfer will be accepted during this period

- A Shareholder entitled to attend and vote at this meeting may appoint another shareholder as his/her proxy to attend and vote on his/her behalf. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a naturally certified copy of the power of attorney must be received at the registered office of the company, duly stamped, signed and witnessed not later than 48 hours before the meeting.
- CDC Account holders will further have to observe the following guidelines, as laid down in Circular O 1 dated January 20, 2000, issued by the Securities and Exchange Commission of Pakistan:

Notice to Shareholders who have not provided CNIC:

CNIC of the shareholders is mandatory in terms of directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(1)/2012 dated July 05, 2012 for the issuance of future dividend warrants etc. and in the absence of such information, payment of dividend may be withheld in term of SECP's above mentioned directive. Therefore, the shareholders who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs directly to our Shares Registrar without any further delay.

Electronic Transmission of Financial Statements Etc:

SECP through its notification No. SRO 787(1)/2014 dated September 8, 2014 has allowed companies to circulate Annual Audited Financial Statements along with Notice of Annual General Meeting through email instead of sending the same through post, to those members who desires to avail this facility. The members who desire to opt to receive aforesaid statements and notice of AGM through e-mail are requested to provide their written consent on the Standard Request Form available on the Company's website:

http://www.zephyr.com.pk

Deduction of Withholding Tax on Dividend:

Pursuant to the provisions of the Finance Act 2018 the rates of deduction of income tax from dividend payments under the Income Tax Ordinance have been revised as follows:

- Filler 15% i.
- ii. Non -Filler 20%

All shareholders are advised to check their status on Active Taxpayers List (ATL) available on FBR Website and may, if required, take necessary actions for inclusion of their name in ATL to avail the lower rate of tax deduction.

Deduction of Withholding Tax on Dividend in case of Joint Account Holders:

All shareholders who hold shares jointly are requested to provide following information regarding shareholding proportions of Principal Shareholder and Joint-holder(s) in respect of shares held by them to our Share Registrar THK Associates (Pvt) Limited, latest by October 20, 2018, otherwise each joint holder shall be assumed to have an equal number of shares.

Name of the Company		Zephyr Textiles Limited
Folio No. / CDC A/C N	0.	
No. of Shares Held		
Principal	Name & CNIC	
Shareholder	Shareholding Proportion (No. of Shares)	
Joint	Name & CNIC	
Shareholder(s)	Shareholding Proportion (No. of Shares)	

Signature of Primary Shareholder	
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Exemption of Withholding Tax:

Withholding tax exemption from dividend income, shall only be allowed if copy of valid tax exemption certificate is made available to our Share Registrar Office, Share Registrar THK Associates (Pvt) Limited, up to October 20, 2018.

Zakat Declaration (CZ-50):

Zakat will be deducted from the dividends at source under the Zakat & Usher Laws and will be deposited within the prescribed period with the relevant authority. Please submit your Zakat declarations under Zakat and Usher Ordinance, 1980 & Rule 4 of Zakat (Deduction & Refund) Rules, 1981 CZ-50 Form, in case you want to claim exemption, with your brokers or the Central Depository Company of Pakistan Limited (in case the shares are held in CDC-Sub Account or CDC Investor Account) or to our Share Registrar, M/s. THK Associates (Pvt) Limited, The Shareholders while sending the Zakat Declarations, as the case may be must quote company name and their respective folio numbers.

Shareholders should also notify our Share Registrar, THK Associates (Pvt) Limited regarding any change in their addresses

Mandatory Payment of Cash Dividend through Electronic Mode:

Securities and Exchange Commission of Pakistan through its Circular No. 18 dated August 01, 2017 has made it mandatory that Cash Dividend payments after November 01, 2017 shall be through electronic mode only and physical dividend warrants will not be issued / dispatched therefore the shareholders who have not provided their bank account details so far are advised to provide their below electronic dividend mandate information to our Share Registrar, M/s. THK Associates (Pvt) Limited, and update their CDC accounts/ Sub accounts as the case may be, up to October 20, 2018, enabling the Company to credit your dividend promptly.

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Folio No./															
Investor Account	/														
Number / CDC															
Sub Account No.			/												
Title of Account		/													
IBAN Number															
Bank Name	,	/													
Branch	/														
Branch Address															
Mobile Number															
Name of															
Network (if															
ported)															
Email Address															

Signature of	Shareholder		

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT. 2017

This statement is annexed as an integral part of the Notice of the Annual General Meeting of the company to be held on October 27, 2018.

Circulation of Financial Statements Etc. through CD/DVD/USB:

The Securities and Exchange Commission of Pakistan (SECP) vide SRO No. 470(1) 2016 dated May 31, 2016, has allowed listed companies to circulate their Annual Audited Accounts (i.e. the annual balance sheet and profit and loss account, auditor's report and director's report) to its members through CD/DVD/USB at their registered addresses instead of sending them in hard copies, subject to approval obtained from shareholders in General Meeting. Accordingly, approval is hereby sought from members of the Company to comply with the requirements of said SRO vide an ordinary resolution.

Subject to the approval of resolution in the AGM, the company will circulate its annual accounts in future through CD/DVD/USB. However, members will have the right to request hard copies free of cost at their registered addresses after submitting the Standard Request Form which shall be made available on Company website. While members who wish to receive hard copies for all future annual audited accounts shall also require to give their preference in writing.

The directors of the Company have no direct or indirect interest in this agenda except to the extent of their respective directorships and /or shareholdings.

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Title of Account								
IBAN Number								
Bank Name							1	
Branch								
Branch Address								
Mobile Number								
Name of Network (if ported)				-				
Email Address								

Signature of Shareholder

كمينزا يك 2017 كيشن (3) 134 كت مان

سيان 27 كور 2018 كوسفد كونى كرالا داجلار عام كوش كايك لازى هدب ى ۋى د ئىدى دى ئىلالىكى ئى كىدرىيع مانى يانات د غيروكا مركار

SECP کے مطابق SRO470(1)/2016 میں گاروز کینے لیے سالات آلا میں کروز کینے اسٹان کا میں الات کا میان اور فرق کا گوشارہ روز نے اور فنسان کا اناؤنٹ و آلاؤنٹ آلاؤنٹ و کروز کی جائے اور فنسان کا اناؤنٹ و آلاؤنٹ و آلاؤنٹ کے ایک کا میں کا ایک کاروز کی جائے اپنے روز کے پر ماہم ہواں سے مسل داروز کی سے کاروز کی جائے کاروز کی میں کاروز کی کاروز کاروز کی کاروز کاروز کی کاروز کاروز کی کاروز کاروز کی کاروز کی کاروز کاروز کاروز کاروز کی کاروز کاروز کاروز کاروز کارو

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