



An ICTSI Group Company

Pakistan International Container Terminal Limited

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

April 5, 2019
PICT/CS/0419/004

NOTICE OF 18TH ANNUAL GENERAL MEETING OF PAKISTAN INTERNATIONAL CONTAINER TERMINAL LIMITED

Dear Sir

With reference to our letter no. PICT/CS/0419/002 dated April 4, 2019, wherein enclosed please find a copy of the Notice of 18th Annual General Meeting to be held on April 29, 2019 for circulation amongst the TRE Certificate Holders of the Exchange.

Yours sincerely

For and on behalf of
Pakistan International Container Terminal Limited



Adil Siddique
Company Secretary

Encl: As above

The Nation

Rajab 28, 1440
FRIDAY,
April 05, 2019



Pakistan International Container Terminal Limited

NOTICE OF THE 18th ANNUAL GENERAL MEETING

Notice is hereby given that the Eighteenth (18th) Annual General Meeting of the members of Pakistan International Container Terminal Limited ("Company") will be held on Monday, April 29, 2019 at 10:30 a.m., at Beach Luxury Hotel, M.T. Khan Road, Karachi, to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the 17th Annual General Meeting held on April 19, 2018.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2018 together with the Directors' Report, Chairman's Review Report and Auditors' Report thereon.
3. To appoint Auditors and fix their remuneration for the financial year ending December 31, 2019. The present auditors EY Ford Rhodes, Chartered Accountants, are retiring and being eligible have offered themselves for reappointment.
4. To consider, declare and approve the final cash dividend of Rs. 4.1/- per ordinary share of the Company, as recommended by the Board of Directors, in addition to the interim cash dividend of Rs. 13.5/- per ordinary share already paid during 2018, thereby making a total cash dividend of Rs. 17.6/- per ordinary share for the year ended December 31, 2018.

ANY OTHER BUSINESS:

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

By the order of the Board

Adil Siddique
Company Secretary
Karachi: April 5, 2019

NOTES

CLOSURE OF SHARE TRANSFER BOOKS

The share transfer books of the company will remain closed from April 23, 2019 to April 29, 2019 (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 of Pakistan Limited, CDC House, 99-B, Block 'B', SMCHS, Main Shahra-e-Faisal, Karachi - 74400", by the close of business on April 22, 2019 will be treated in time for the purpose of ascertaining the entitlement of transferees for payment of final dividend and to attend and vote at the Annual General Meeting.

PARTICIPATION IN THE ANNUAL GENERAL MEETING

A Member entitled to attend, speak and vote at the above said meeting is entitled to appoint another person as his/her proxy to attend, speak and vote instead of him/her and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the above said meeting as are available to the Member. CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan. Duly completed, signed and stamped instrument of proxy (as enclosed) and the other authority under which it is signed, or a notarially certified copy thereof, in order to be valid, must be lodged with the Company Secretary at the Registered Office of the Company (Berths 6-9, East Wharf, Karachi Port, Karachi) not less than 48 hours before the commencement of the Meeting. The proxy need not be a Member of the Company.

A. FOR ATTENDING THE MEETING

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 Central Depository Company of Pakistan Limited Regulations, shall authenticate his / her identity by showing his / her valid original Computerised National Identity Card (CNIC) or original passport at the time of attending the meeting. In case of a corporate entity/trust, the Board of Directors'/Trustees' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting. The members registered on CDC are also requested to bring their particulars, I.D. numbers and account numbers in CDS.

B. FOR APPOINTING PROXIES

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 Central Depository Company of Pakistan Limited Regulations, shall submit the duly completed and stamped proxy form accordingly. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form. The proxy shall produce his / her original CNIC or original passport at the time of the meeting and copy of CNIC of Member of whom he/she holds Proxy. Attested copies of valid CNIC or the passport of the beneficial owners/members and the proxy shall be furnished with the proxy form. In case of a corporate entity/trust, the Board of Directors'/Trustees' resolution / power of attorney with specimen signature of the nominee shall be submitted along with proxy form to the Company.

C. POSTAL BALLOT

Members can also demand a poll and exercise their right to vote by means of postal ballot i.e. by post or through electronic mode subject to the requirements of section 143 to section 145 of the Act and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

VIDEO CONFERENCE FACILITY

- As per Circular No. 10 dated May 21, 2014 of the Securities and Exchange Commission of Pakistan read with sections 132 (2) and 134(1)(b) of the Act, members can also avail video conference facility for attending the Annual General Meeting in a city other than in which Annual General Meeting is being held. In this regard, please fill the following and submit to registered address of the Company atleast seven (7) days before holding of the Annual General Meeting. If the Company receives demand from members holding in aggregate 10% or more of the total paid up capital residing in a city, to participate in the meeting through video conference atleast seven (7) days before holding of the Annual General Meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.
- "I/We, _____ of _____, being a member of Pakistan International Container Terminal Limited, holder of _____ ordinary share(s) as per register Folio No. _____ hereby opt for video conference facility at _____.

Signature of Member

- 53111 • The Company will intimate members regarding venue of video conference facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.
- For any query / problem / information, the investors may contact the Company and / or the Share Registrar at the following phone Numbers and email addresses:

PICT Investor Relations Department

Pakistan International Container Terminal Limited
Berth # 6-9, East Wharf,
Karachi Port, Karachi.
+92 21 32855701-9 Ext. 2602;2606
investor-relations@pict.com.pk

PICT Shares Registrar

Share Registrar Services, Central Depository Company of Pakistan Limited,
CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah e Faisal, Karachi.
+92-21 32416774
info@cdcpak.com

MINUTES OF 17th ANNUAL GENERAL MEETING

Copies of the minutes of the 17th Annual General Meeting held on April 19, 2018 will be available to the Members on submission of written request.

MANDATORY PAYMENT OF CASH DIVIDEND THROUGH ELECTRONIC MODE AND SUBMISSION OF COPIES OF VALID CNIC & NATIONAL TAX NUMBER [NTN] CERTIFICATE

- The provisions of section 242 of the Companies Act, 2017 require the listed companies that any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide the information on a Dividend mandate form (enclosed) to the Company's Share Registrar at the address given herein above. In case of CDC account holders, the same information should be provided directly to the CDS participant/ CDC Investor Account Services. The Company or its Share Registrar cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. The form is also available at the Company website i.e. www.pict.com.pk.
- The designated bank account details should be of the titleholder of the shares or Account title in Central Depository System.
- The Individual Members who have not yet submitted photocopy of their valid CNIC and Corporate Entities who have not yet submitted their NTN are once again reminded to have these details updated with their respective CDS participants, in case of CDC account holders and to send the same at the earliest directly to the Company's Share registrar at the address given herein above, in case of physical shareholders. Please provide folio numbers with the copy of CNIC / NTN.
- In case of non-receipt of valid Bank details given herein above and copy of valid CNIC or NTN, the Company would withhold future dividend payments to such shareholders as per the provisions of section 243(3) of the Companies Act, 2017 and Regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017.

FILER AND NON-FILER STATUS

- The Government of Pakistan 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. These rates are as per law.
- To enable the Company to make tax deduction on the amount of Cash Dividend, all the members whose names are not entered into Active Tax-Payers List (ATL), despite the fact that they are filers are advised to make sure that their names are entered into ATL available at e-portal of Federal Board of Revenue ("FBR"), before the date of commencement of book closure for cash dividend. The Company as per the law shall apply 20% rate of withholding tax if the shareholder's name with relevant details does not appear on the ATL available on the FBR website on first day of the book closure and deposit the same in the Government Treasury as this has to be done within the prescribed time.
- Withholding Tax exemption from the dividend income shall only be allowed if copy of valid tax exemption certificate is made available to the Company's share registrar by April 22, 2019.
- The FBR has clarified that holders of shares held in joint names or joint accounts will be treated individually as either filers or non-filers and tax will be deducted according to the proportionate holding of each holder. All shareholders who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and Joint-holder(s) in respect of shares held by them to our Shares Registrar, in writing as follows:

| Folio/CDC Account No. | Total Shares | Principal Shareholder | | Joint Shareholder | | CNIC No. | Signature |
|-----------------------|--------------|-----------------------|---|-------------------|---|----------|-----------|
| | | Name and CNIC No. | Shareholding Proportion (No. of Shares) | Name and CNIC No. | Shareholding Proportion (No. of Shares) | | |

The required information must reach our Share Registrar by the close of business on April 22, 2019; otherwise it will be assumed that the shares are equally held by Principal shareholder and Joint Holder(s) and deduction of withholding tax will be made accordingly.

UNPAID OR UNCLAIMED DIVIDEND/SHARES

Shareholders who could not collect their dividend/shares are advised to contact our Share Registrar to claim their unclaimed dividend or shares, if any. In compliance with section 244 of the Act and Unclaimed shares, Modaraba Certificates, Dividend, Other instruments and Undistributed Assets Regulations, 2017, all such dividends/shares which remain unclaimed or unpaid for a period of three years from the date it is due and payable shall be deposited to the credit of Federal Government.

CIRCULATION OF NOTICE OF MEETING & ANNUAL AUDITED FINANCIAL STATEMENTS

The Securities and Exchange Commission of Pakistan (SECP) vide SRO No. 470(I)/2016 dated May 31, 2016, has allowed listed companies to circulate their Annual Audited Financial Statements 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, the Company has obtained approval from members in the 16th Annual General Meeting held on April 24, 2017. Pursuant to the approval of members, as aforesaid, the Annual Audited Financial Statements of the Company for the year ended December 31, 2018, have been circulated to the members along with Notice of this meeting through CD/DVD/USB.

In terms of SRO No 787(I)/2014 dated September 8, 2014, shareholders can opt to obtain annual audited financial statements and profit and loss account, auditor's report and directors report etc. along with the notice of Annual General Meeting through email. The Companies Act, 2017 also allow electronic circulation of annual financial statements and reports thereon. Accordingly, we are pleased to offer this facility to our members who desire to receive Annual Financial Statements and Notices of the Company through e-mail in future. Annual Audited Financial Statements along with the notice of Annual General Meeting have been circulated by email to those members who have requested for annual balance sheet and profit and loss account, auditor's report and directors report etc. along with the notice of Annual General Meeting through email.

For the convenience of shareholders, a Standard Request Form has been made available at the Company's website i.e. www.pict.com.pk, to opt receiving of future annual reports through email or in hard copies. Please ensure that your email has sufficient rights and space available to receive such email which may be larger than 1 MB file in size. Further, it is the responsibility of the member to timely update to the Share Registrar of any change in the registered email address. The duly filled & signed form can be submitted through post/courier to the Company's Share Registrar at the address given herein above. In case of CDC account holders, the same information should be provided directly to the CDS participant/ CDC Investor Account Services. The forms are also available at the Company website i.e. www.pict.com.pk. Members who do not provide their email ids or request for a hard copy shall continue to receive their future Annual Financial Statements and reports through CD/ DVD/USB at the registered address.

PLACEMENT OF ANNUAL AUDITED FINANCIAL STATEMENTS ON WEBSITE

Annual Audited Financial Statements of the Company for the year ended December 31, 2018 along with reports have been made available on the Company's website (www.pict.com.pk) in terms of Regulation 25 of the Companies (General Provisions and Forms) regulations, 2018 together read with SRO 634 (I) of 2014.

SUBMISSION OF ZAKAT EXEMPTION

Members are requested to submit declaration as per Zakat & Ushr Ordinance, 1980 for Zakat exemption and to advise change in address, if any.

CHANGE OF ADDRESS

Any change of address of Members should be immediately notified to the Company's share registrar M/S Central Depository Company of Pakistan Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah e Faisal, Karachi.

CONVERSION OF SHARES IN BOOK-ENTRY FORM

Members holding shares in physical form are requested to consider converting their shares from physical form to book-entry form to eliminate all risks associated with physical shares. Members can contact the Company or Share Registrar for assistance in this regard. Shareholders are requested to provide above mentioned information/documents to (i) respective Central Depository System (CDS) Participants and (ii) in case of physical securities to the Company/Share Registrar.



پاکستان انٹرنیشنل کنٹینر ٹرمینل لمیٹڈ

اطلاع برائے اٹھارواں سالانہ اجلاس عام

اطلاع دئی جاتی ہے کہ پاکستان انٹرنیشنل کنٹینر ٹرمینل لمیٹڈ (پکٹیل) کے ممبران کا اٹھارواں سالانہ اجلاس عام ہر روز 29 اپریل 2019 کو صبح 10:30 بجے، پیچ گوشتی ہوٹل، ایم ایف ایف خان روڈ، کراچی میں منعقد ہوگا جس میں مندرجہ ذیل امور کا اہتمام ہوئے گا۔

عمومی امور

- 1- 19 اپریل 2018 کو منعقد ہونے والے سترہویں سالانہ اجلاس عام کے رزلٹ کی تصدیق کرنا۔
- 2- 31 دسمبر 2018 کو منظور ہونے والے بجٹ کی سالانہ رپورٹ کی تصدیق کرنا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔
- 3- 31 دسمبر 2018 کو منظور ہونے والے مالی سال کے بجٹ کی تصدیق کرنا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔
- 4- پکٹیل کے ممبران کی جانب سے 4.1 روپے فی حصص کی تقسیم کی منظوری دینا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔
- 5- 17.6 روپے فی حصص کی تقسیم کی منظوری دینا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

دیگر امور

- 5- پکٹیل کی اہمیت سے کسی بھی دیگر امور کی انجام دہی کرنا۔

محکمہ

مارشل سروس

پکٹیل کراچی

کراچی، 5 اپریل 2019

نوٹس

حصص منظم کی کتب کی بندش

پکٹیل کے حصص کی منظم کی کتب 123 اپریل 2019 سے 29 اپریل 2019 تک (شمول دو دنوں دن) بند ہیں۔ جس دوران دو دن کے لئے کسی بھی حصص کی منظم کی کتب بند نہیں کی جائے گی۔ حصص کی منظم کی کتب کی بندش کی وجہ سے پکٹیل کے ممبران کو پکٹیل کے ممبران کی جانب سے 4.1 روپے فی حصص کی تقسیم کی منظوری دینا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

سالانہ اجلاس عام میں شرکت

مندرجہ بالا اجلاس عام میں شرکت کرنے والے ممبران کو سالانہ اجلاس عام کے رزلٹ کی تصدیق کرنا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

(A) اجلاس میں شرکت کے لئے

اگر کوئی فرد جس صورت میں سالانہ اجلاس عام کے رزلٹ کی تصدیق کرنا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

(B) عیوضی نائب (پراکسی) کی تقرری کیلئے

اگر کوئی فرد جس صورت میں سالانہ اجلاس عام کے رزلٹ کی تصدیق کرنا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

(C) پرنسپل

پکٹیل ایک 2017 کو 143 سے 145 اور پکٹیل (پرائیویٹ) لمیٹڈ 2018 کے تحت، اراکین پرنسپل پکٹیل (پرائیویٹ) لمیٹڈ کے ذریعے پرنسپل کا مطالبہ اور اپنے حق رائے استعمال کر سکتے ہیں۔

پکٹیل کے ممبران کی جانب سے 4.1 روپے فی حصص کی تقسیم کی منظوری دینا اور اس کے تحت پیش کردہ کارروائیوں کی منظوری دینا۔

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119 اپریل 2018 کو منعقد ہونے والے سالانہ اجلاس عام کے روبرو ادنیٰ نقول تخصص یا فنانس کی درخواست پر فراہم کردہ جائیں گی۔

غیر تقسیم شدہ منافع کی لازمی ادائیگی بزرگ بینکار ایکٹرانک مولڈ اور سی این ای سی اور قومی ٹیکس نمبر [این ٹی این] سرٹیفیکیٹ کی کاپی کو پیش کرنا

[illegible][illegible]

پیشہ و ادنیٰ فہم کے حاملہ افراد کا یہ کہنا کہ 6 سالہ شہزادہ کی کاپی، بی بی سی کے رپورٹر کے ہاتھ سے مل گئی ہے، یہ تو بڑا عجیب سا واقعہ ہے۔

فاسکرا اور نون فاسکر کی قانونی دفع

[illegible][illegible]

| | | | | | |
|----------------------------|--------------------|----------------------------|--------------------|--------------------|-------|
| فولادی ای بی بی | گل شیراز | پرستل حمید بولدور | چوان خیم بولدور | قوی شاختی کاروانبر | دستخط |
| نام اور قوی شاختی کاروانبر | شیر بولدور کا کتاب | نام اور قوی شاختی کاروانبر | شیر بولدور کا کتاب | | |
| | (شیرز کی تعداد) | | (شیرز کی تعداد) | | |

مطلوبہ معلومات 22 اپریل 2019 کو کاروبار کے بند ہونے تک ہمارے شیئر ہولڈرز کو بھیج کر ادائیگی بصورت دیگر یہ فرض کیا جائے گا کہ پرنسپل شیئر ہولڈرز اور جو انٹیم شیئر ہولڈرز رسائی مطلوب کے حامل ہیں۔

غیر کلیم شده اغیر ادا شده منافع مقسمه اشیر

[illegible][illegible][illegible]

اس سلسلے میں باضابطہ طور پر انکار اور ردِ خطبہ شدہ، مہم مزاحمت اپسٹ اپ کونگریس نے بھی کیٹیوٹر جسر کے متعلقہ ایلا پتھ پر مارا کر سکتے ہیں۔ اس کی وی کی کمانے کی صورت میں ملوث معلومات اور اس کی وی کی ایس کے مشرق، اس کی وی کی آؤٹریچ کا ایسٹ سرور کو بھیجیں گے۔ یہ اقدام کیٹیو کی ویسٹ پاکستان www.pict.com.pk بھی موجود ہے، دیگر انجنیوں نے اپنے ای میل ایڈریس کی وی کی ایس کے فراہم نہیں کی، اور وہ اپنے جسر پر سہ سالانہ CD/DVD/USB کے طور سے وصول کر رہے ہیں۔

مالیاتی نگوشواروں کی آئن لائن دستیابی

کمیٹی (جنرل پرویز ایڈمنسٹریٹر) کی رپورٹ 25 ستمبر 2018ء کو کیلشٹن 25 اور ایس 18/2018 (II) 634 کے تحت 31 دسمبر 2018 کو ٹیم کو بحالہ مال کے لئے رکھنے کے سامان نہ منتخب شدہ مالیاتی گوشوارے کی تکمیل کی ادیب سائٹ www.pict.com.pk پر دستیاب ہے۔

زکوٰۃ سے استثناء کی درخواست

حصص یا فنڈنگ سے کہہ دو کہ زکوٰۃ اور مشران و دانشمندان 1980 کے مطابق زکوٰۃ سے استثناء کے لئے اقرار نامہ جمع کروائیں اور اگرچہ ہمیں کسی طرح کی تبدیلی ہے تو وہ بھی فراہم کر سکتے ہیں۔

چتے کی تبدیلی

اگر ان کے سب سے تیس کی بھی تبدیلی کو ذریعہ طور پر تصدیق کے شہر ذریعہ ارب میسر نہ مندر ل دیا تو ذریعہ کی پہلی آف پاکستان بلیٹن ذریعہ کی ایف ای باؤں، 99-B، پاکستان کی ایس ایم ایس، ایچ ایس میں شمار شاہ فیصل کراچی کو ذریعہ طور پر اطلاع دی جائے۔

حصص کا کتنا ہی اندراج

اگر ان جن کے پاس حصص کا مال حال موجود ہیں ان سے درخواست ہے کہ وہ حصص کا کتابی اندراج کرالیں تاکہ مادی حصص سے منسلک تمام خدشات ختم ہو جائیں۔ اگر ان میں سے کسی کے پاس حصص کا مال حال موجود نہیں ہے تو ان سے درخواست ہے کہ وہ حصص کے مالک کے نام پر ایک رجسٹرڈ ایجنٹ کے پاس حصص کا مال حال موجود ہے یا نہیں اس کے بارے میں جانیں۔

شخص یا مکان سے گزارش ہے کہ ملندہ جہ بالا مملکت / استعماریات کو (۱) متعلقہ سینٹرل ڈیپارٹمنٹس (سی ڈی ایس) شہر کا دور (۲) کیمپ کی مافیہ حرکات اشیر رجسٹر اپنا کیمپی میں جمع کروائیں۔