CCCL/AV/
September 23, 2019

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Off. I.I. Chundrigar Road
Karachi.

Dear Sir,

NOTICE OF ANNUAL GENERAL MEETING

Enclosed pleased find copies of the notice of our Annual General Meeting to be held on October 16, 2019, which will be published in daily Business Recorder (English) and Nawa-e-Waqt (Urdu) newspapers dated September 24, 2019, for circulation amongst the TRE Certificate Holders of the Exchange.

Yours sincerely,
For Cherat Cement Co. Ltd.

[Signature]
Rafid Vazir
Executive Director &
Company Secretary

Encl: As stated above
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 26th Annual General Meeting of the Company will be held on Wednesday, October 15, 2019 at 17:00 h at the Regional Office of the Company’s premises, Village, Sialkot. No member, R.M. Aminico, is bound by the following resolutions.

ORDINARY BUSINESS

1. To receive and consider the Audited Accounts of the Company for the year ended June 30, 2019 with the Directors’ and the Auditors’ Reports thereon.

2. To consider and approve the payment of final cash dividend of 10% (the 1.00 per share and retention of 15% shares in proportion of 10 shares for every 100 shares held i.e. 1/10% for the financial year ended June 2019 as recommended by the Board of Directors. Further, all fractions of bonus shares shall be cancelled and disposed of to the stock market and to pay the proceeds of such shares realized to a charitable institution.

3. To appoint Auditors for the year 2019 and to fix their remuneration.

4. To transact any other business with the permission of the members.

SPECIAL BUSINESS

5. To consider and approve the following resolution as Special Resolution:

a) "RESOLVED that the transactions carried out in or on the normal course of business with related parties and associated companies as disclosed in Note 26 of the Financial Statements for the year ended June 30, 2019, be and are hereby ratified and approved."

b) "FURTHER RESOLVED that the Board of Directors of the Company be and are hereby authorized to approve all transactions to be carried out in the normal course of business with related parties and associated companies during the year ending June 30, 2020."

A statement under section 185 of the Companies Act, 2017, pertaining to the aforementioned Special Business, is being sent to the members.

By Order of the Board of Directors

Sahed Mir
Executive Director &
Company Secretary

September 24, 2019

Notes:

1. The register of members of the Company will be closed from Thursday, October 10, 2019 to Wednesday, October 16, 2019 (both days inclusive) and no transfer will be registered during that time. Shares registered in order of the Register of Members of the Company, as printed in the Register of Members of the Company, will be treated in the order of their receipt.

2. A member of the Company who intends to attend and vote at the Annual General Meeting may appoint another member as his or her proxy to attend and vote on his or her behalf. The proxy should be on a form or letter signed by the member of the Company and delivered to the Company at least 24 hours before the meeting.

3. Shareholders of the Company whose shares are registered in nominee account with Central Depository System (CDS) are requested to bring original Central Depository System (CDS) account number and participants ID number for verification.

4. Shareholders of the Company are requested to electronically notify any change in their addresses to the Share Registrar of the Company.

5. Shareholders who have not yet submitted photostat copies of their valid national identity card (NIC) are requested to send the same to the Share Registrar of the Company.

6. Section 244 of the Companies Act, 2017 provides that in case of a listed company, any cash dividend declared by the company must be paid electronically directly into the bank accounts of the shareholders. In order to receive dividends directly into their bank accounts, shareholders are requested to fill in the E-Card Mandate Form available on the website www.cds.secs.gov.pk and send a duly signed copy along with a copy of NIC of the Registrant of the Company to the CDS Share Register Services Limited in case of electronic mandate forms.

7. A shareholder is entitled to vote at the Annual General Meeting (AGM) held at the registered office of the Company. A shareholder is entitled to vote at the AGM if he or she is a registered member of the Company and has received a Notice of the AGM.

8. In case of joint account, please indicate proportion of shareholders of each account holder along with their individual status on the AGM.

9. Withholding Tax exemption from the dividend income shall only be allowed if a copy of valid tax exemption certificate is made available to the CDS Share Register Services Limited by first day of Close of Book.

10. In compliance with Section 244 of the Companies Act 2017, once the Company has completed stipulated formalities, any undeclared dividend for a period of three years from the date of becoming due and payable or more shall be paid to the Federal Government in case of dividend or as directed by the Secretary of the Company in case of physical shares. Shareholders who have not received the dividend for a period of three years may contact the Share Registrar of the Company to recover their shares.

11. With reference to S.R.O. 273/2014 dated September 6, 2014 issued by SECP, shareholders have options to receive e-verified Annual Audited Financial Statements and Notice of General Meeting through email. Wherever, shareholders of the Company are requested to give their consent to the Company to provide their email address in the register of members, as mentioned in the Notice of General Meeting. If the notice is not received, the shareholder is responsible for any delay in the receipt of the Notice of General Meeting.

12. Members may exercise their right to vote by means of polled ballots or by proxy through electronic means subject to the requirements of section 142-143 of the Companies Act, 2017 and applicable rules of Companies (Postal Ballot) Rules, 2018.

13. Members can also avail video conference facility. In this regard, please follow the following and submit to Head Office of the Company seven (7) days before holding of the Annual General Meeting. If the Company receives account face number residing in aggregate 10% or more shareholding members at a geographical location, in order to be considered representative members at least seven (7) days prior to the date of the meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.