



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 31st 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 Friday, October 25, 2019 at 12:00 noon to transact the following businesses.

Ordinary Businesses:

- 1. To confirm the minutes of the Annual General Meeting of the Company held on October 26, 2018.
- 2. To receive, consider, approve and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2019 together with the Directors' Report in English and Urdu Version and Auditors' Reports thereon.
- 3. To approve and declare the cash dividend @ 30% (Rs. 3.00 per share) on the ordinary shares of the Company as recommended by the Directors for the year ended June 30, 2019.
- **4.** To appoint Auditors for the year ending June 30, 2020 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 seven (7) Directors of the Company as fixed by the Board of Directors in their meeting held on September 18, 2019 for a term of 3 (three) years commencing from October 26, 2019 in accordance with Section 159 of the Companies Act, 2017. 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. Muhammad Zubair Motiwala
- 2. Magsood Ismail
- 4. Hamid Magsood Ismail
- 6. Farzana Muhammad
- 8. Reema Ismail Ahmed



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Special Businesses:

6. To consider and, if thought fit, pass with or without modification, the following special resolution under section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for the purpose of approving further increase in the long-term equity investment in its associated / a subsidiary company M/s. Hudson Pharma (Private) Limited as approved by the shareholders in 30th Annual General Meeting of the Company from Rs. 500,000,000/- (Rupees: Five hundred million only) to Rs. 1,000,000,000/- (Rupees: One billion only) in order to meet its operational expenses/working capital requirements.

RESOLVED THAT pursuant to the requirements of section 199 of the Companies Act, 2017 further increase in the long-term equity investment in its associated / a subsidiary company M/s. Hudson Pharma (Private) Limited as approved by the shareholders in 30th Annual General Meeting of the Company from Rs. 500,000,000/- (Rupees: Five hundred million only) to Rs. 1,000,000,000/- (Rupees: One billion only) in order to meet its operational expenses/working capital requirements.

FURTHER RESOLVED THAT the Chief Executive Officer / Company Secretary be and is hereby authorized to do all acts to affect the Special Resolution for completion of all legal and necessary formalities with respect to the investment made under section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017.

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

"Statement under Section 134(3) of the Companies Act, 2017, concerning the Special Resolutions, is attached along with the Notice circulated to the members of the Company, and is deemed an integral part hereof."

Karachi: October 2, 2019

Ghulam Farooq Company Secretary

By order of the Board







Notes

1. Closure of Shares Transfer Book

The shares transfer book of the Company shall remain closed with effect from October 19, 2019 to October 25, 2019 (both days inclusive). Transfers received in order at the office of Share Registrar M/s. THK Associates (Pvt.) Ltd, 1st Floor, 40-C, Block-6, P.E.C.H.S., Karachi, Phone # 021-111-000-322 (the Share Registrar) at the close of business on Thursday, October 18, 2019 will be considered in time to attend and vote at the meeting and payment of cash dividend, if approved by the Shareholders.

2. Participation in Annual General Meeting

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 Share Registrar Office not less than 48 hours before the time of the meeting during working hours.

An individual beneficial owner of shares must bring his/her original CNIC or Passport, Account and Participant I.D. numbers to prove his/her identity. A representative of Corporate members, must bring the Board of Directors' Resolution and/or Power of Attorney and the specimen signature of nominee. CDC account holders will further have to follow the guidelines as laid down in Circular No. 1 on dated: January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

3. Submission of the CNIC/NTN Details (Mandatory)

In accordance with the notification of the Securities and Exchange Commission of Pakistan (SECP) Notifications SRO 779 (I) dated August 18, 2011, and SRO 831 (I) 2012 dated July 05, 2012, which mandates that the dividend counters should bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate entities are requested to submit the same to the Company's Share Registrar. In case of non-compliance, the Company shall withhold credit of dividend as per law.



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4. Withholding Tax on Dividend

Pursuant to the provisions of Finance Act, 2019 effective July 1, 2019, the rates of deduction of income tax from dividend payment shall be made on the basis of following criteria:

- (i) Rate of tax deduction for filer of income tax return 15%
- (ii) Rate of tax deduction for non-filer of income tax return 30%
- I) All the shareholders whose names are not entered into the Active Tax Payers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the start of book closure date otherwise tax on their cash dividend will be deducted @ 30% instead of 15%.
- II) According to clarification received from Federal Board of Revenue, Withholding Tax will be determined separately on 'Filer/Non-Filer' status of Principal Shareholder as well as Joint-holder(s) based on their shareholding proportions, in case of joint accounts. In this regard, all Members/Shareholders of the Company either holding shares in physical form or in CDC, who hold shares jointly are requested to provide shareholding proportions of Principal Shareholder and joint-holder(s) in respect of shares held by them (only if not already provided) to our Share Registrar, in writing and in the following manner:

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

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).



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III) A valid Exemption Certificate under Section 159 of the Ordinance, 2001 is mandatory to claim exemption of withholding tax under Clause 47B of Part-IV of Second Schedule to the Ordinance, 2001. Those who wish to seek an exemption must provide a copy of their valid tax exemption certificate to the Share Registrar prior to the date of commencement of Book Closure otherwise tax will be deducted according to the applicable Law.

5. Payment of Cash Dividend Electronically (Mandatory Requirement)

The provisions of section 242 of the Companies Act, 2017, and Companies (Distribution of Dividends), Regulation 2017, a listed company, is required to pay cash dividend to the Shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide the Company's Share Registrar at the address given herein above, electronic dividend mandate on E-Dividend Form provided in the annual report. In case of shares held in CDC, the same information should be provided to the CDS participants for updating and forwarding to the Company.

Transmission of Annual Report through e-mail.

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") along with the notice of annual general meeting ("Notice"), to its shareholders by email. Shareholders of the Company, who wish to receive the Company's Annual Audited Accounts and notices of annual general meeting by email, are requested to provide the complete Electronic Communication. 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.

7. Transmission of Annual Report through CD:

The Company has circulated annual audited financial statements to its members through CD at their registered address. Printed copy of above referred statements can be provided to members upon request.



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8. Unclaimed / Unpaid Entitlements

Shareholders who by any reason could not collect their dividends/bonus shares/others are advised to contact our Share Registrar to collect / enquire about their unclaimed dividends/bonus shares/others, if any. In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends/bonus shares/others outstanding for a period of 3 years or more from the date due shall be deposited to the credit of Federal Government.

9. Statement of Material Facts

Under Section 166 (3) of the Companies Act, 2017 Ordinary Business Item 5 – Election of Directors

The term of office of the existing Board of Directors of the Company will expire on October 25, 2019. In terms of section 159 (1) of the Companies Act, 2017 the directors have fixed the number of directors at seven (7) to be elected at the 31st Annual General Meeting for the period of three years commencing from the conclusion of the said AGM.

Any person who seeks to contest the election to the office of Director, shall file the following documents with the Company not later than fourteen (14) days before the date of Annual General Meeting.

- a. Consent to act as Director of the Company along with consent on Form 28 prescribed under the Act.
- A detailed profile along with office address as required under SECP SRO 634(1)2014 dated July 10, 2014
- c. Declaration under Clause 3 of the Listed Companies (Code of Corporate Governance) Regulation, 2017
- d. Declaration that he/she is not ineligible to become a Director in terms of Section 153 of the Act.
- e. A member must hold 500 shares of the Company at the time of filing his/her consent to act as Director. The aforesaid requirement shall not be applicable for instances mentioned in the provision to Section 153(i) of the Act.



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- f. Independent Director(s) must meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulation 2018, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as independent director:
 - Declaration by Independent Director(s) under Clause 6(2) of the Listed Companies (Code of Corporate Governance) Regulations 2017.
 - ii. Undertaking on non-judicial stamp paper that he/she meet the requirement of sub-regulation (1) of the Regulation 4 of the Companies (Manner and Selection of Independent Director) Regulation, 2018.

10. Deposit of Physical Shares in to CDC Account

As per Section 72 of the Companies Act, 2017 every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act, i.e. May 30 2017.

The shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or Investor account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways, including save custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

11. E-Voting

Pursuant to the Companies (E-voting) Regulations, 2016, shareholders will be able to exercise their right to vote through e-voting by giving their consent in writing, at least 10 days before the date of the meeting to the Company on the appointment of Execution Officer by the intermediary as Proxy.







12. Postal Ballot

Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of Director and for any other agenda item subject to the requirement of section 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right of vote through postal ballot, that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.

13. Request for Video Conference Facility

In accordance with section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city. To avail this facility, fill the request form reproduce below and submitted to registered address of the Company.

REQUEST FOR VIDEO CONFERENCE FACILITY

I/We/Messrs.	of			
being Member(s) of Ismail Indus	stries Limited, holder of	ordinary		
share(s) as per Folio #	and/or CDC Participant	ID & Sub-Account		
No, here	by opt or video conference facilit	t or video conference facility at		
city.				
Signature of Member(s)				
(Please affix Company stamp in c	ase of Corporate entity)			



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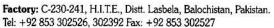
STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement is annexed as an integral part of the Notice of the Annual General Meeting of Ismail Industries Limited to be held on Friday, October 25, 2019 at 12:00 noon, at Hotel Days Inn, Bushra Hall, 164, B.C.H.S. Shahra-e-Faisal, Karachi, Pakistan, and sets out the material facts concerning the Special Business to be transacted at the Meeting.

Agenda # 6. Investment in subsidiary/an Associated Undertaking, Hudson Pharma (Private) Limited u/s. 199 of the Companies Act, 2017.

Set out below are the material facts concerning the Special Business to be transacted at the Annual General Meeting of Ismail Industries Limited to be held on Friday, October 25, 2019 and the required details of the increase in investment proposed to be made by the Company, in the associated Company, M/s. Hudson Pharma (Private) Limited.

1.	Name of the associated company or associated undertaking along with	Hudson Pharma (Private) Limi	ted (HPL).	
	criteria based on which the	The associated company is a subsidiary of the		
	associated relationship is	Company.	經	
	established.			
		The common directorship is as follows:		
		1) Mr. Hamid Maqsood Ism	nail	
		2) Mr. Ahmed Muhammad		
		3) Mr. Munsarim Saifullah		
2.	Earnings per share of the associated	Loss per share:		
	company or associated undertaking	2019 – Rs. 3.94 per share		
	for the last three years;	2018 – Rs. 0.40 per share		
12 9		2017 - Rs. 0.33 per share		
3.	Break-up value of securities	Rs. 5.11/- per share.		
	intended to be acquired on the basis			
	of the latest audited financial			
	statements;			
4.	Financial position, including main	Financial Position and Profit	& Loss	
	items of statement of financial	Year ended June 30, 2019		
	position and profit and loss account		Rs.	
	on the basis of its latest financial	Non-Current Assets	1,193,225,929	
	statements for the year ended June	Total Assets	1,438,266,609	
	30, 2019.	Equity – net	434,428,427	
		Advance against issue of shares	431,115,000	

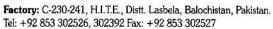








		Non-Current Liabilities 356,395,205
į.		Total Liabilities 572,723,182
		Loss for the Year 335,298,599
5.	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely; (i) Description of the project and its history since conceptualization; (ii) Starting date and expected date of completion of work; (iii) Time by which such project shall become commercially operational; (iv) Expected time by which the project shall start paying return on investment; and (v) Funds invested or to be invested by the promotors, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	Not Applicable
6.	Maximum amount of investment to be made	Further increase in the long-term equity investment as approved by the shareholders in 30 th Annual General Meeting of the Company from Rs. 500,000,000/- (Rupees: Five hundred million only) to Rs. 1,000,000,000/- (Rupees: One billion only).
7.	Purpose, benefits and period of investment	The Company made investment for its operation need. The Company expects to earn good return in the long run as a result of this long-term strategic investment.
8.	Sources of fund to be utilized for investment and where the	Surplus funds of the Company.









		investment is intended to be made using borrowed funds:	
		(i) Justification for investment through borrowings:	Not Applicable
		(ii) Detail of collateral,	Not Applicable
		guarantees provided and assets pledged for	
		obtaining such funds: and	
1		(iii) Cost benefit analysis:	Not Applicable
	9.	Salient features of the agreement(s), if any, with associated company or	An equity investment by way of acquiring right shares which will be offered by Hudson
		associated undertaking with regards	Pharma (Private) Limited in financial year
		to the proposed investment;	2019-2020.
*	10.	Direct or indirect interest of	Mr. Hamid Magsood Ismail, Mr. Ahmed
		directors, sponsors, majority shareholders and their relatives, if	Muhammad and Mr. Munsarim Saifullah, the Directors of Ismail Industries Limited (the
		any, in the associated company or	investing company) are also the Directors of
		associated undertaking or the	Hudson Pharma (Private) Limited, however,
		transaction under consideration.	they have no direct or indirect interest except
			to the extent of their shareholding in the investing company.
r	11.	In case any investment in associated	Company has already made an equity
		company or associated undertaking	investment of Rs.605,984,000/- (Rupees Six
		has already been made, the performance review of such	hundred five million nine hundred eighty-four thousand only) by subscribing 60,598,400
		investment including complete	Ordinary shares @ Rs.10/- each. The fair
		information/justification for any	value has been worked out at Rs.44.91/- per
φ() (4)		impairment or write offs:	share, as determined by M/s. Munaf Yusuf &
			Co., Chartered Accountants, on September 19, 2018.
	12.	Any other important details	Not Applicable
		necessary for the members to understand the transaction	
	13.	Maximum price at which securities	Rs. 10/- per share
		will be acquired.	
	14.	In case the purchase price is higher	Not Applicable
		than is market value in case of listed	
3		securities and fair value in case of	







	unlisted securities, justification thereof;	
15.	Maximum number of securities to be acquired.	100,000,000 Ordinary shares
16.	Number of securities and percentage thereof held before and after the proposed investment	Currently, the Company holds 60,598,400 after proposed investment it will hold 160,598,400 ordinary shares constituting 71.29%.
17.	Current and preceding twelve weeks weighted average market price where investment is proposed to be made in listed securities;	Not Applicable
18.	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities;	The fair value of equity has been worked out at Rs. 44.91/- per share, as determined by M/s. Munaf Yusuf & Co., Chartered Accountants, on September 19, 2018. The valuation has been carried out using discounted cash flow method. The underlying 5 years projections were prepared by the management. The management is confident that it will be able to realize further business growth after getting the funds from the proposed right issue.







Statement Under Rule 4(2) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017

Name of the Investee Company	The Bank of Khyber	
Total Amount approved	Rs. 1,000,000,000 (Rupees: One million only) was approved by members in Annual General Meeting on October 26, 2018.	
Amount of investment made to date	Nil	
Reason for deviations from the approved timeline of investment, where investment decision was to be implemented in specified time	Investment in the Bank of Khyber shall be valid for three years effective from members approval.	
Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment	There is no material change in financial statements of the Bank of Khyber.	

Statement Under Rule 4(2) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017

Name of the Investee Company	Hudson Pharma (Private) Limited
Total Amount approved	Rs. 500,000,000 (Rupees: Five hundred million only) was approved by members in Annual General Meeting on October 26, 2018.
Amount of investment made to date	Rs. 376,115,000/-
Reason for deviations from the approved timeline of investment, where investment decision was to be implemented in specified time	There wasn't any specified timeline for Investment in Hudson Pharma (Private) Limited.
Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment	There is no material change in financial statements of Hudson Pharma (Private) Limited.

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Web: www.ismailindustries.com.pk





BUSINESS RECORDE



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ISMAIL **INDUSTRIES** LIMITED

NOTICE OF ANNUAL

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Ordinary Businesses:

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- To approve and declare the cash dividend @ 30% (Rs. 3.00 per share) on the ordinary shares of the Company as recommended by the Directors for the year ended June 30, 2019.
- To appoint Auditors for the year ending June 30, 2020 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.
- To elect seven (7) Directors of the Company as fixed by the Board of Directors in their meeting held on September 18, 2019 for a term of 3 (three) years commencing from October 26, 2019 in accordance with Section 159 of the Companies Act, 2017. The following present Directors retire and are eligible for re-election.
 - 1. Muhammad M. Ismail
- 2. Magsood Ismail
- 3. Munsarim Saifullah
- 4. Hamid Maosood Ismail
- 5. Ahmed Muhammad
- 6. Farzana Muhammad
- Almas Magsood
- 8. Reema Ismail Ahmed
- 9. Muhammad Zubair Motiwala

Special Businesses:

To consider and, if thought fit, pass with or without modification, the following special resolution under section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for the purpose of approving further increase in the long-term equity investment in its associated / a subsidiary company Ms. Hudson Pharma (Private) Limited as approved by the shareholders in 30° Annual General Meeting of the Company from Rs. 500.000,000/- (Rupees: Five hundred million only) to Rs. 1,000,000,000/- (Rupees: One billion only) in order to meet its operational expenses/working capital requirements.

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FURTHER RESOLVED THAT the Chief Executive Officer / Company Secretary be and is hereby authorized to do all acts to affect the Special Resolution for completion of all legal and necessary formalities with respect to the investment made under section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies of Associated Undertakings) Regulations, 2017.

To transact any other business with permission of the Chair

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By order of the Board

Karachi: October 02, 2019

Ghulam Farooo Company Secretary

Notes:

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An individual beneficial owner of shares must bring his/her original CNIC or Passport, Account and Participant I.D numbers to prove his/her identity. A representative of Corporate members, must bring the Board of Directors Resolution and/or Power of Attorney and the specimen signature of nominee. CDC account holders will further have to follow the guidelines as laid down in Circular No. 1 on dated: January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

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(i) Rate of tax deduction for filer of income tax return 15%

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	Folio/ CDS Account No.		Shareholder	Joint Shareholder(s)	
1			Shareholding proportion (No. of Shares)		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).

III) A valid Exemption Certificate under Section 159 of the Ordinance, 2001 is mandatory to claim exemption of iii) A valid exemption Certificate index section 1935 of the Ordinance, 2001. Those who wish to seek an exemption must provide a copy of their valid tax exemption certificate to the Share Registrar prior to the date of commencement of Book Closure otherwise tax will be deducted according to the applicable Law.

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The provisions of section 242 of the Companies Act, 2017, and Companies (Distribution of Dividends), Regulation 2017, a listed company, is required to pay cash dividend to the Shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide the Company's Share Registrar at the address given herein above, electronic dividend mandate on E-Dividend Form provided in the annual report. In case of shares held in CDC, the same information should be provided to the CDS participants for updating and forwarding to the Company.

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Unclaimed / Unpaid Entitlements

Shareholders who by any reason could not collect their dividends/bonus shares/others are advised to contact our Share Registrar to collect / enquire about their unclaimed dividends/bonus shares/others, if any. In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends/bonus shares/others outstanding for a period of 3 years or more from the date due shall be deposited to the credit of Federa Government.

Statement of Material Facts

Under Section 166 (3) of the Companies Act, 2017

Ordinary Business

Item 5 - Election of Directors

The term of biffice of the existing Board of Directors of the Company will expire on October 25, 2019. In terms of section 159 (1) of the Companies Act, 2017 the directors have fixed the number of directors at seven (7) to be elected at the 31" Annual General Meeting for the period of three years commencing from the conclusion of the said AGM.

Any person who seeks to contest the election to the office of Director, shall file the following documents with the Company not later than fourteen (14) days before the date of Annual General Meeting.

- a. Consent to act as Director of the Company along with consent on Form 28 prescribed under the Act.
- A detailed profile along with office address as required under SECP SRO 634(1)2014 dated July 10, 2014
- Declaration under Clause 3 of the Listed Companies (Code of Corporate Governance) Regulation, 2017
- d. Declaration that he/she is not ineligible to become a Director in terms of Section 153 of the Act.
- e. A member must hold 500 shares of the Company at the time of filing his/her consent to act as Director. The aforesaid requirement shall not be applicable for instances mentioned in the provision to Section 153(i) of the Act.
- Independent Director(s) must meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulation 2018, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as independent director
- i. Declaration by Independent Director(s) under Clause 6(2) of the Listed Companies (Code of Corporate Governance) Regulations 2017.
- ii. Undertaking on non-judicial stamp paper that he/she meet the requirement of sub-regulation (1) of the Regulation 4 of the Companies (Manner and Selection of Independent Director) Regulation, 2018.

Deposit of Physical Shares in to CDC Account

As per Section 72 of the Companies Act, 2017 every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act, i.e. May 30 2017.

The shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or Investor account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways, including save custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

1. E-Votino

Pursuant to the Companies (E-voting) Regulations, 2016, shareholders will be able to exercise their right to vote through e-voting by giving their consent in writing, at least 10 days before the date of the meeting to the Company or the appointment of Execution Officer by the intermediary as Proxy.

Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of Director and for any other agenda item subject to the requirement of section 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right of vote through postal ballot, that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.

Request for Video Conference Facility

In accordance with section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city. To avail this facility, fill the request form reproduce below and submitted to registered address of the Company.

I/We/Messrs.	of	, being Mem	ber(s) of Ismail
Industries Limited, holder of	ordinary share(s) as per Folio #		and/or CDC
Participant ID & Sub-Account No.	, hereby opt or video conference	e facility at	city.

Signature of Member(s)

(Please affix Company stamp in case of Corporate entity)



Daily Dunya Karachi Thursday October 3, 2019

Candyland®

ISMAIL **INDUSTRIES** LIMITED

اطلاع سبالانية اجتلاس عنام

يزريد في الطبح كها جائز المستعمل اغرمز الميتذكا 31 وال مالاندا جاب عام 25 اكتور 2019 و(جد) يوقت دد يبر 12:00 بج بوكل في الن و برك إلى 16-4. B.C.H.S، 164 شارع عل كرارى على عن ورج امورك انجام دى كيلي منعقد موكار

126 كتور 2018 كومنعقد وكينى كرمالات اجلاس عام كى كاروائى كى توثيل كرنا

20-2 جن 2019 وكالتر سال كيلية كين كا تنتيع شده الي فيلت معذائر يكثران ادرة في غران كار يورش كي وصولي خوروض اوران كي توليت

30.3 جن 2019 مختمه سال کے لئے نظر ساخ معصر بشر جی 30% (مینی-30.00 در پ فی عام تیمز) کی منظوری اور اعلان جیسا کہ بعدة آف وائز بکٹرون نے سفارش کیا۔ 4۔30 جون 2020 مختبہ سال کے لئے آ ڈیٹران کا تقرر اوران کے مشاہرے کاتین ۔ بورڈ کی آؤٹ کھنے نے ریٹائر ہونے والے آؤیٹر کارٹ ٹھارنون اجم رحان، جارٹرڈا کا ایکٹس

جنهوں نے الی ہونے کی بنا در خود کورو بار آخر ری کے لئے چش کیا، کی تقر ملی کی سفادش کی ہے۔ 5 کیٹرا کے 2017 کی دفد 159 کے مطابق 26 اکتوبر 2019 سے آغاز تمین سالوں کی مست کے 18 کتر 2019 کوشنشدہ سے اجلاس عمل بورا آف اور کیٹرز کی طرف سے مقرر

كرده كيني كرمات (7) ذارُ يكرُّز كا التاب كرنا_

2 ينسودا معيل 1 _ محما يج المعمل 3 منعم سيفسالل 4_ علامتعوداتمعيل \$217,6 181.5 8_ديمالمعيل احد 7_المائ متعود 9_ محمد بيرموتي والا

6 كينزا كمك 2017 وكي وفد 199 اوكينزا شريك كينزاش كي المربكة عي سربايكارى كر كيلينز 2017 كرفت كتن ك 30 دي سالاندا جلاس عام عي مجمولان كي طرف سے متحوري ك مطابق ال کے آپیٹل افزاجات اورکٹ کیٹل خروریاے کو ہوا کرنے کے لئے ایک ایک شریک کھنی میرز بنزین فاردا (یا کے یک کویٹل عدتی الحری اللہ کاری شی -/500,000,000 دي (يائي سينتن د يدمرف) --/000,000,000,000 ارد ي (ايك بلين د يدمرف) تك مزيدا ضافدك كي مقصر ك كي درية والمراد الاكومديا بلاتريم اخاف ياخاتم كيطور تصوى قراد دادول يرفور دخش اوراكر بهتر خيال كيامي تو متقور كرنا_

قرار پایا کنینزا کیٹ 2017ء کی دفعہ 199 اوکینز (طریکے کینز یا ٹریک افریکنگوش سرمایے املی کا کمیلینٹو 2017 کی چردی شرکینٹو کی میرون کا طرف ے حقودی کے مطابق اس کے آپیٹل افراجات اور کک کمیٹل مزودیات کو چوں کرنے کے لئے اپنیاکے عمر کا پھڑی افراد (پرائیے ہے) کمیٹل عروبات کو پی کا بھاری کے بھی مربایکاری هم-/000,000,000 دپ(یائی میلین دوپے مرف) ہے-/000,000,000, اردوپے (ایک بلم زیدوپے مرف) بحب مزیدا ضافیک منظوری دل جا آیا ہے۔ حرید قرار بالا کسکن کے بیف ایکزیکنو آ غیراً کئی میکرزی خصوص قرار داد کورو گریا نے کے لیکٹیز واکد کا دولا والدیکیز (شریک کیٹیز باشریک ایڈر کاکٹر میں سریا بیکاری) ر مجليشو 2017 كاتحت كى جائے والى سرماييكاركى كابارت تمام كافى أور ضرورى فار مليز كالمل كرنے كے تجام عوال كرنے كے جاج يور

آ معدنشين كااجازت كولىاورامورنمنانا_

" ضعيعي آراد وال سيخلط يكن 2017 كي د فعر (3) 134 ك تحت نينت إلى جاك بعراد شلك كين كاركان كورسل كيا مجيا ب الداري معد تعور كيا جاسة ." حسب الحكم بوراذ

غلام فاروق كمينى سيكرثرى

201927102 1-اطلاع كمايون كى بندش

315

كىنىڭ ئىنىڭ (11 كۆر2019 ئاتىر 2019 ئاتىر 2019 (بىشمال بردولام) ئىندىي گەمىنىلىدىكىنىڭ ئىنىز جىنرار مىسىزد، THK كەپوى ايش (يرا ئۇيە) كىيىندىرا تى وفتر، کلیامزل آر،40-C باکسه PECHS،6 کرایی، شن جعرات 18 کتوبر 2019 دکوکار دار کے اختیام تک وصل ہو نیابی اجلاس میں شرکت دوفقہ میاض مصریر، اگر حصل دواران في منظور كادك كيك يرونت تصور موكى _

2-سالانداجان مام عى شركت

ا جلال خاتل شركت اودون دين كالل مجراتي بجائة تركت اودوت دين كيلة كي دومر برم كها يام كي كم كرا كما كون بدر باكم بال الما أحد كروت ے کم از کم 48 محفظ ملینی کرجنز و وفتر بھی لاز ما کافی جائی جائی جائی

شیرز کا کوئی افزادی تعفق اوزایی شاخت دایت کرنے کے لئے انباامل CNIC یا میدند ، اکا زنسا در پارٹیبیسد آئی اُ کی نمرز فاز نامرادلات کار بوریت ادکان کے نمائے گان بھڈ ى ترارداد كارما سادرة مرده كي تونيد و تخلال في أمراد لا كي بي وي كا كا وَن اكا وَن بي بولدرد كو يكور ثيرا بين التيجيع كيش ياكتان كي طرف سے جاري شده مركز اغرام مرد و 26 جنوري 2000 ش دل کی مندرجه در بل کائید فائز کی بیروی کر ناموکی _

_NTN/CNIC أبر(الازي)

سيكوفيزا ينز أنجيخ كيفن أف يأتسان (SECP) كوفيك (179) SRO مرود 18 اكست 2011 ادر (ا) SRO 831 مرود 05 جوالي 2012 كم طابق . جس عن لاز قرار دیا کیا ہے کہ اور در در اور ک یا مجاز فرور سواے تابا فی اور افراد ک CNIC فربران با تو پروٹ مائیں اور کا میٹر در در کوئی کے شیر در جزار کوئی كرائي - فيرهيل كى مودت عي ، كمين قالون كرمطابق وي يُدينذ كاكريث دوك _ لي _

4- اع يُع يعدُ يرود مولد عك لكس ك وي كشن:

بطابق ذيل ماري شير رجيز ارومطلع كري:

كم جداد في 2019 كومور فران الحت 2019 كى يروي زكى جدوى عن ويدين بداوا يكيس سائم للس كاليكس عدود وزار المرحل يركى واع كا الماع يكس دينون كالمرك لي يكس ويدمن كثرت 15%

ii - الم ليكس د غران ك ان فاكر ك التي لكن ك الرح الم الكن ك الرح

(۱) - آمام حصدادان سے اتمال ہے کہ ایف لیآ روگ وعب مائٹ پر دھیاب ایکونکس پی کر فرمیت ATL یہ اپناشیش چیک کریں ادرا گر خرورت ہو۔ مجل و کیکشن کی مجرع سے مستنید مونے کیلئے ATL شما اپنام کا غدائ کیلیفرور قیاد الماسا فا کمی۔

(۱۱)۔ مرید بران FBR کی جانب سے مومولہ وضاحت کے مطابق مشرکہ طور پر صعب کے مال پہلی مبراورشر کے مال (مالین کم مشرکہ کھات ہونے کی معربت میں ورولڈ بھے لیکن تعین ان کی "فاطر انان فاطر حدیثیت محدهای ادر تصعی کی ملیت میں ان سے تناسب کی بنیاد بر کیا جائے گا۔ اس همن شمالیے تنام مجران چھمل کے مشر کے طورے حال ہیں، ہے التمال ہے کہ وہ مکیت عمی موجود پہلی مجراد درشر یک حال (حالین) کے تھم کے قاسب سے قرمی کا طور پر

F2 (1/40)					en osta ze s
خركه معلى المرابعة		امل صعن دار	13.0	نوصن	ويوائي وفي النائه ولا مر
شِرُ بولنگ تاب (صعى كى تعدد)					W1
مراورشریک حال(حالمین)سادی قدو	وم ركم جمع ال	الوحاني والمجتورة والمحارك الما	10 دن کے اعدم موسول	وزاريةا	مطلوبه علومات بمارك شيئر رجشرار
ه براور مریت کا را بو سن اساول کارو	/10 0.5mer	eiln innen o foi.		17	جي حمل ڪيال ڀي۔
ش 2001 کی دفتہ 159 کے تحسیار آمہ	رمامع کے گئرآرا	المحدد الملينة المصدر والكاكرك	ـك IV ك∪د478.	ئيزول <u>ئے يار</u>	(۱۱۱) _آردینش 2001 کے دمرے
ر مين ايزيون خوكيدك كاني لاز أميا	اللي شيئر رجيز اد كوكار آن	عد جي كابي كى بنش كى آماز درخ ب	يواعيزيمن كرخابط	بـ بـــــ وه افراد	الميزيهن شكيث لازى ودكار
gq.u, u			كيمطالق منها كياجائي	طلاق کانون	كري ربسودت وغريس قاعليا
50 D	1 38 577 10 98		ازمعه)	ميتنظرى رنكوا	5_نظمناخ معمدك اليشرويكى ادا حكى (
عدًا ہے کہ فقدمتا فع معمد کا لین وین فقا	ت كينيو كه المقضره	يلينذز) مىكىيىتو 2017 كىمھابق نىز	(المسرى يوش آلسادع	يره يرانز اوركينيز	كينزا كمد 2017 م كيكش 242
الان عالمال بكدرة في مطوات	المستس کے مالک جسمی	الاندعى كاجائه الرتيبادي	اكاطرف مصمنوب ويأ	أرحسص داراك	النيترا تك مواكة ربويراه داست هذ
	133		C 4/15 .	ري-	مذکوه بالاید پر کمینی کے شیئر دجمز ادکومبیا ک
	بالياريد	يلئ براه ماسعة ى فى اليم پارنسيعش كواد م	بادينك اور عن اويعيد ا	ا میشفلومات ام در مها	ى دى كى تى مى مىسى دىيى كى كورىيى تارىيى 6-مالاند كانفل فيشش كى كوأسمن بذريع
	4		mara Alla		
ں عیث اور نفع و تنسان کے صلبات ، آؤیٹرز ہے۔ دوار کال جو کینی کی سالانہ نظر ہائی شدہ	یے کہنوں کوسالانہ جسم کا ایک مندست	SHO(۱) مورود 8 مبر 2014 کے در۔ کا دار روز کس کا تاریخ میں ممل میسا	92014 92	اعد) کار ان میرین	عدر عرايد ايج - ن پاسان إس. د اور د اور الارائي کم راور و راور د (د ا
ہے۔وہ امکان جو میں فی سالانہ تعرفانی شدہ فی سالاندر بورٹ کی ہدؤ کا لی جسس داران کی	ارے فی اجازت دی۔ اف ایک میں جات کیے	ے وسوائے مرحان ویدرجیان سرار علی مدرخان سے سرائمل مالکوری کر کیکیور	حدثالاندوجان عام۔ جول کرناما حرین	دردوای کار زردوای کار	دیروب در رواد را در رویدت دیرود س حیامه اور مالاشاهای مام کونس
ل المالاندر يورث في ١٦٨ كان مس واران في	with grant of the last	عدونت ہے وہ ن ہو وی ہے۔ ن سال	د دن ده چاپ این <u>-</u> داعریالاً جغیتهٔ ایم <i>ک</i>	بروید ن سن ایمانند ندم ک	درخواست برائک درخواست کی وسولی۔
		-52	1 2- 0 1	ل	7-سالاندورش كاى دى كاد بعرت
دار کال زگون خواست رمسا کی مانکتی سر	بالاحسلات كي برعذ كالي	كادجنز أبده بارسال كروية بين فاكوره	دی ای کے دریعیاں	دا يداركان	سمينى في سالا رُنظر الى شده الى حسابار
					B مان فيم الخيراداشده التحقاق
ليم الع يُعِدُّ الإسْ شِيرَز ادعكرة الركولَ مون.	مُردجرُ ارسے ا پیےان کھ	والركوئي مول وسعالتماس برارارش	ويكرز كليم نيس كريج يق	وايونس شيئرزا	حمعى داران جوكى وبدسائ إلى أي
بالعلان كرده ذابو لمرينة جووا جسياور قاتل او	ے كوئى جارى شدوشيترز	ما دفعہ 244 کی فیل میں بھینی کی طرف۔	ما كينيزا يكن 2017 ك	لئے رابط کر ہے	کے بارے دریافت رمامل کرنے کے
ف کرائے چاکیں کے۔	ر الم کور نمشت کے ہاں ؟	و المحقة المحادة من ويجمل كرنے كے العدفية	إرهيكينزا يكث2017	ياز يادونك بقا	مونے کی جاری سے عمل سالوں کی مت
				200	9_ادل حائل كامان
				کے قت	كېنيزا يك 2017 كى دفعه (3)166
					عام امور آخم 5-ؤائر کیٹرز کا اختاب
ئے ندکوره AGM کے اختیام ہے آ مناز تین	. a C e sa . e . e . e . C	ساری کمشن کا در در	25 2010 . Z(25	رين - ا	
ے موروMe) A کے احتمام ہے اعاز میں	فالراط على والريسرا	ا برجائے ن معیرا میں اوقعہ (1)109 کمٹرز کی قدران اور مقرب کی م	الاي من المال المال المن من المال المال	به در ن مدت. احاد رمام ش	سالوں کی مت کے لئے 31ویس الان
de 1822 Rosegar and Och	- 3- 1- Col., nier	- رون سارون کردن بردن به سالاند. مرجمز دُوفتر عمل درج ذیل دستاد پزات سالان	ا کاخواہشند ہو کھنی کے	ب من معد لعز	كوأن فردجوذ الزيكثرز كدفته كيليا اتقار
-42000 2(14)02 31	-030,0043	ىيە رويە رويان يەن دىن دىرى ئادىيات باردى. دى دىغامندى	الطورة الريكنز كام كرت	28م کمنی	a) کینیزا یک 2017 کے تحت فارد
		يتحت مطلوبة عيلى وفائل معدفتر كايد			
83		قحت ديكليم يشن -	ي2017 کي کارد ڪ	رنس)ريوليش	c)_لعكينز (كوزاف كاربورعث كو
		بیں ہے۔ مالیں ہے۔	ش دائر بمربخ كاناالم	153 کی ثرانکا	۵) في ينكنم يشن كدوها يكث كي وقعد ا
كى دفعه (i)153 كى يرويان شى فكوره	ورديالا ريكحا ترمشت ايك	. 500 شيرز كالاز أحال بونا جائي ـ ذك	ائے وقت رکن کمینی کے	مندی داخل کر	a)_بطورؤائر يكثركام كرنے كى رضا
			-6	ال يس مول	いたを全上instances
، بمطابق ورج ذيل اضافي ومتاويزات بطور	معياركولاز بأجوراكرتامو	ڈائر کیش کر کھیلیشن 2018 میں دیئے مجھ	ممغراه رسليكش آف آزاد	161	f) مآ زاد دا زیمرز کوایک کی دفعه ذ
	25.00		سیدداد کوجع کرانا ہوگی۔ س	لى مقابلەش يە ما د	آزارداز یکرز دار یکرز کاخ
25 62 000	بریشن۔ مراہ	6 کے تحت آزاد ڈائز کیٹرز کی طرف ہے ڈیکا میں میں میں مراہ	ن2017 لي كانز(2). ساكة	ورمس)رياوييم ملة سركدور در	المنطقة بزا لودّاف كار بوريث الدوريد وقط سد
م خرور بات کو ایرا کرتا ہے۔	ل سبد لموسيتن (1) {	الزيمز)ريكيشن2018 كارتكيشن4	تمغراور ليستناف أزاوا	ن في ل يورو	اا- کان بود - ک عمب جي ريا 10 - فويکل ثيمز زياى وي ي اياوور عل
یشن کی طرف سے مجوز واعداز میں اس ایک	10 - X m	u a de les con constituto de la	دريليق کمين سر از		
- ٹن <i>ن حرک سے</i> جوزہ اعمار تیں اس ایک	اليدورن مصبيبا لد	ئے رس مردوب اس مردوب ناخر دروا ہوگا۔	برادن کیاعد تند ل کر سالوں کیاعد تند ل کر	ست زاده دار	يعنى30 من 2017 كية غاز ياد
يشراكا وَنت مَو النّ كى حصل افرائى كى جائ	June Listing	م عرد کھنے کے لئے تمی موکرز ما مواہداست	كاشيئرز سكرب ليس فارد	ن ن کی اینے فزید	فزیکل شیئر ہولذی کے حال صعب دارا
موجده ریکیدعو کے مطابق فزیکل شیئرزی	لتان استاك المجين ك	وفت اکن وقت جبدوه جايس، كوكله يا	والموزى اورشيئرزى فر	ع بشوار محفو	كىداس سالىس كى فوائد ماسل بول
		1 * (050,000 € 15 ± 15 ± 15 ± 16 ± 16 ± 16 ± 16 ± 16 ±			فرید عمد کی اجازت میں ہے۔
					11-اىسىگ
ف عماد كم 10 يم لل ترياموت على إلى	ر کینی کا جلاس کی تارو	مِيدُي كَاكَ وَسِيعًا كَيْزِيكِ فِي آمَةٍ فِيرِمَتْرِدُ	ز بولندز بطور پرانسی اند	وروى شن وشيه	لېنېز(الدوهنگ)ريکوليشن2016 ک
		رغیں ہے۔	يخدو و شد كاحق استعال ك	. كرة ريجا.	ر مشامندی دے کرحمص داران ای و و تک
G 828 828			- à C C		12-چ#ل طک کمنز درط را را کارور درده ۲
ی دیگرا بینڈا آئم کے متعمدے کے امکان دیر م	ڈائر مکٹر کے انجاب اور رسے کہ ای	144 ور144 فيار مخائز مند سيم حواليت مناسب مناسب	غت2017 فامت). عبد المالية	ار کاری مارین میرا	2018 PRACE (1)25
الك فريق كذر يعدد على ب	فأبذر بعيداك بإسحاليه	والمراش الديمة والمستراد ويعرب مالا	إل-ية أوره إلا رعو- إ	معال ارسط	ع ل يون عدد رياية دون كالله 13 - وفي يكافول مولت كي دو فوات
ص دارن سے اجلاس عی واریکا نزلس کے	A. 20 2 85	ine har store	مين بروي المعالية	سرمطانق أكر	
س دارن سے اجلال علی دو ہوگا عرس کے شریک ویڈ ہوکا افراس مولت کا انتظام کرے	ن ن اور من من مورد کا دومترا کی کے حوالہ ہے	را پارلون کر این اس شوش ای سیات را کران ہے او کمنی اس شوش ای سیات	م الد كم 10 يم لل دموا	_ گنادئ_	وریع فرکت کے لئے دضا مندی اجلام
			CONTRACTOR OF THE CONTRACTOR	8 50 EN	

گ ان مولت عستند و ف م الله ما في دون و في الله من كري مين كد جز و بدارسال كريد

..... بدر بعد بدا على واليكا عرض مولت اختيار كرنا ما يج بير.

"عربي

ورخواست بالمادة يكافرنس كولت

....عام هم بمطابق رجرو فراد نبراى اى اكاد ند

ويتخطفهم والد

(بصيرت كاربي ريث المنتل كيني كي ميرفيد كري)

. بحثيث ركن المعلى الأسريز لمينذ ما لك ...