



Shadab Textile Mills Limited

Manufacturer, Importer & Exporter

Registered Office: A-601/A, City Towers, 6-K, Main Boulevard, Gulberg-II, Lahore.
Ph: (042) 35788714-16 Fax: (042) 35788718 E-mail: shadstm@brain.net.pk N.T.N.: 0657824-1

STM/PSX/19
October 04, 2019

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

Subject: **NOTICE OF ANNUAL GENERAL MEETING**

Dear Sir,

Please find enclosed a copy of the Notice of the Annual General Meeting to be held on October 28, 2019 for circulation amongst the TRE Certificate Holders of the Exchange.

Yours Sincerely,
for SHADAB TEXTILE MILLS LIMITED

Company Secretary

Encl: a/a.



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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting of the Shareholders of **SHADAB TEXTILE MILLS LIMITED** will be held on **Monday, October 28, 2019 at 11:00 a.m.** at the Registered Office of the Company at A-601/A, City Towers, 6-K Main Boulevard, Gulberg-II, Lahore to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts for the year ended June 30, 2019 together with Directors' and Auditors' Reports thereon.
2. To declare and approve the Final Cash Dividend at Rs. 5.20 per share i.e. 52 % for the year ended June 30, 2019 as recommended by the Board of Directors.
3. To appoint auditors for the year 2019-2020 and fix their remuneration.

OTHER BUSINESS

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

By order of the Board


(Abdul Wahab)

Company Secretary

LAHORE: September 30, 2019

NOTES:

1. The Share Transfer Books of the Company will be closed from **22-10-2019 to 28-10-2019** (both days inclusive). Transfers received at **Corplink (Pvt) Limited, Wings Arcade, I-K, Commercial, Model Town, Lahore**, the Registrar and Shares Transfer Office of the Company by the close of business on **October 21, 2019** will be treated in time for the purpose of cash dividend, entitlement of Right issue to the transferees.
2. 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. Proxies in order to be effective must be received by the Company at the Registered Office not less than 48 hours before the time of holding the meeting. A proxy must be a member.
3. 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.
 - a. **For attending the meeting**
 - i. 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 Regulations, shall authenticate his/her identity by showing



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his original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

- ii. In case of corporate entity, the Board of directors' resolution/power of attorney with specimen signatures of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

b. **For Appointing Proxies**

- i. 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 Regulations, shall submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his original CNIC or original passport at the time of the Meeting.
- v. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

4. **Dividend Mandate (Mandatory):** In accordance with the provisions of section 242 of the Companies Act and Companies (Distribution of Dividends), Regulations 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.

All shareholders who have still not provided their IBAN are once again requested to provide the details of their bank mandate specifying (a) Title of Account (b) Account Number (c) IBAN Number (d) Name of Bank (e) Branch Name, code and address to the Company's Share Registrar. Those shareholders who hold shares with Participants/Central Depository Company of Pakistan (CDC) are advised to provide bank mandate detail as mentioned above, to the concerned Participants/CDC. The Dividend Mandate Form is placed on Company's website www.shadabtextile.com.

5. **Deduction of Income Tax under section 150 of the Income Tax Ordinance, 2001:** As per Finance Act 2019, following rates are prescribed for deduction of withholding tax on payment of cash dividend by the companies:

- Filers of Income Tax return 15%
- Non-Filers of Income Tax Return 30%.

At the time of dividend distribution, the Company, being a withholding agent, would check each shareholder status on the ATL and if the shareholder's name does not

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appear on the ATL, rate of withholding tax at 30% would be applied. In the instance of a 'filer' withholding tax rate of 15% will be applicable.

The FBR has clarified that withholding tax will be determined separately on 'Filer/Non Filer' status of Principal shareholder as well as joint-holders(s) based on their shareholding proportions, in case of joint accounts. In this regard 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 Share Registrar, in the following format:

| Folio No./CDS Account No. | Name of Principal Shareholder/Joint Holders | Shareholding Proportions | CNIC/Passport No. (Copy attached) | Signature |
|---------------------------|---|--------------------------|-----------------------------------|-----------|
| | | | | |

The required information must reach our Share Registrar by the close of business on **October 21, 2019** otherwise it will be assumed that the shares are equally held by Principal Shareholder and joint holders.

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, M/s. Corplink (Pvt) Limited, Wings Arcade, I-K, Commercial, Model Town, Lahore, upto **October 21, 2019**.

6. **Transmission of Annual Financial Statements through Email:** SECP vide SRO 787(1)/2014 dated September 8, 2014 has provided an option to receive audited financial statements electronically through email, those shareholders who are interested in receiving the annual reports electronically in future are required to submit their e-mail address at Registered Office of the Company on a standard request form which is available on Company's website: www.shadabtextile.com.
- a) In compliance with SECP notification No. 634(1)/2014 dated July 10, 2014, the audited financial statements of the Company for the year ended June 30, 2019 are being placed on the Company's website: www.shadabtextile.com.
- b) In accordance with SRO 470(1)/2016 dated May 31, 2016 SECP has allowed the Companies to circulate that annual audited financial statements to its members through CD/DVD/USB instead of transmitting the hard copies at their registered addresses. The Company has obtained shareholders' approval in its 39th Annual General Meeting held on October 27, 2018. Accordingly, the Annual report of the Company for the year ended June 30, 2019 is being dispatched to the shareholders through CD/DVD. However, if any shareholder, in addition, desires to get the hard copy of Annual Audited Financial Statements, the same shall be provided free of cost within seven working days of receipt of such request.
- c) **Unclaimed Dividend/Shares:** Shareholders who could not collect their dividend/physical shares are advised to contact at registered office of the company to collect/enquire about their unclaimed dividend or shares, if any. In compliance with Section 244 of the Companies Act, 2017 after having completed the stipulated procedure, all such dividend and shares outstanding for a period of 3 years or more from the date due and payable shall be deposited to the credit of

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Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

7. **Submission of Copies of Valid CNICs:** Shareholders are requested to submit copy of their valid CNIC mentioning company name & Folio Number at our Share Registrar's address for compliance of SECP SRO No. 831(1)/2012. In case of non-receipt of copy of valid CNIC, the company may be constrained to withhold dispatch of dividend warrants.
8. **Request of Video Conference Facility:** Members can also avail Video Conference facility in (name of cities where facility can be provided keeping in view geographical dispersal of members). In this regard please fill the following and submit to the registered address of the company within ten (10) days before holding of general meeting.

I/We _____ of _____ being a member of **SHADAB TEXTILE MILLS LIMITED**, holder of _____ Ordinary Shares as per Registered Folio No./CDC A/C No. _____ hereby opt for Video conference Facility at _____.

Signature of members

9. **Change of Address:** Shareholders are requested to immediately notify the change of address, if any to Share Registrar of the Company.

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