

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of the members of **First National Equities Limited** ("the Company") will be held at Registered Office Room#1007, 10th Floor New Stock Exchange Building, Karachi on Wednesday, **October 28, 2020 at 11:15 A.M** to transact the following business:-

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on **October 28, 2019**.
2. To receive, consider and adopt the Audited Annual Financial Statements of the company for the year ended June 30, 2020 together with the Directors' and Auditors' reports thereon.
3. To appoint external auditors of the company for the year ending on June 30, 2021 and fix their remuneration.

ANY OTHER BUSINESS OF THE COMPANY

4. To transact any other business of the company that may be placed before the meeting with the permission of the chair.

By order of the Board


Ammara Zakriya
Chief Financial Officer

Karachi
Dated: October 07, 2020

A BOOK CLOSURE:

1. The Shares Transfer Books will remain closed from **21-10-2020 to 28-10-2020** (both days inclusive) to enable the Company to determine the right of members to attend the above meeting.
2. Transfer received in order, at office of the Company's Share Registrar, Corp Tec Associates (Pvt) Limited, 503-E, Johar Town, Lahore by the close of business hours on **20-10-2020** will be treated in time for the entitlement of vote and attending AGM. Members are also requested to immediately notify of any change in their registered addresses by writing to the office of Company's Share Registrar.
3. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy who shall have same rights as available to a member. In order to be a valid, the duly stamped, signed and witnessed instrument of proxy and the power of attorney or a notary certified copy of such power of attorney or other authority under which it is signed be deposited at the registered office of the company, not later than 48 hours before the time of holding the meeting.
4. Central Depository Company account holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

B. For Attending the Meeting

1. In case of individual beneficial owners of CDC entitled to attend and vote at the meeting must bring his/her participant ID and account/sub account number along with valid original CNIC or valid original passport to



authenticate his/her identity at the time of meeting

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

C. For Appointing Proxies

- In case of individuals beneficial owners of CDC shall submit the proxy form as per above requirements along with participant IDS and account sub account number together with attested copy of valid CNIC or passport.
- The proxy shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature of the proxy member shall be submitted (unless it has been submitted earlier) along with proxy form.
- The proxy shall produce his/her valid original CNIC or valid original passport at the time of the meeting.

Copies of the notice of the AGM, the latest annual audited/quarterly financial statements and the existing memorandum and articles of association of the company have been kept at the registered office of the company which can be obtained and/or inspected during the business hours on any working day from the date of publications of this notice till the conclusion of AGM by the members and other persons entitled to attend the meeting. Notice of AGM and latest annual/quarterly financial statements have also been placed on website of the company.

D. Withholding Tax on Dividend

Pursuant to the provisions of the Finance Act, 2020 effective July 1, 2020 the deduction of withholding tax on the amount of dividend paid by the companies under section 150 of the Income Tax Ordinance, 2001, are as under:

- For filers of income tax return: 15%
- For non-filer of income tax return: 30%

Shareholders who are filers are advised to make sure that their names are entered into latest Active Tax-payers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as non filers and tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

Withholding Tax exemption from the dividend income, shall only be allowed if copy of valid tax exemption certificate is made available to Company's Share Registrar by the first day of book closure.

Further, according to clarification received from FBR, 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 this regard all shareholders who hold company's shares jointly are requested to provide shareholding proportions or principal shareholder and joint-holder(s) in respect of shares held by them (if not already provided) to Company's Share Registrar, in writing as follows:

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

- The required information must reach Company's Share Registrar within 10 days of this notice; otherwise it will be assumed that the shares are equally held by the principal shareholder and joint-holder(s).
- The corporate shareholders having CDC accounts are required to have their NTN updated with their respective participants, whereas corporate physical shareholders are requested to send a copy of their NTN certificate to the Company's Share Registrar. The shareholders while sending NTN or NTN certificates, as the case may be, must quote the company name and their respective folio numbers.

E. Availability of Annual Audited Financial Statement:

1. In accordance with the provisions of Section 223 and 237 of the Companies Act 2017, the audited financial statements of the Company for the year, which ended on June 30, 2020, are available on the Company's website (<http://www.fnetrade.com>).
2. In accordance with SRO 470(I)/2016, SECP has allowed the companies to circulate the annual audited accounts 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 Annual General Meeting held on October 28, 2017. Accordingly, the Annual Report of FNEL for the year which ended on June 30, 2020 is being dispatched to the shareholders through 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.
3. For convenience of shareholders, a "Standard Request Form" for provision of Annual Audited Financial Accounts is available on the Company's website.

F. VIDEO CONFERENCE FACILITY:

Members can also avail video conference facility in accordance with the provisions of Section 132 and 134 of the Companies Act, 2017. In this regard, please fill the following form and submit to registered address of the company 07 days before holding of the annual general meeting.

If the company receives consent from members holding 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 07 days prior to day of meeting, the company will arrange a video conference facility in the city subject to availability of such facility in that city.

I/We, _____ of _____ being member of First National Equities Limited, holder of _____ ordinary shares as per registered folio No. _____ hereby opt for video conference facility at _____

Signature of Shareholder

The company will intimate members regarding venue of video conference facility at least five days before the date of annual general meeting along with the complete information necessary to enable them to access the facility.

G. PAYMENT OF CASH DIVIDEND THROUGH ELECTRONIC MODE:

In accordance with the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed company to pay cash dividend to its shareholder only through electronic mode directly into the bank account designated by the entitled shareholder. SECP through its circular No. 18/2017 dated August 01, 2017, has granted listed companies one time relaxation from the afore said requirements of the Act, for payment of cash dividend till October 31, 2017. Please note that giving bank mandate for dividend payments is mandatory and in



order to comply with this regulatory requirement and to avail the facility of direct credit of dividend amount in your bank account, you are requested to please provide the following information to your respective CDC Participant / CDC Investor Account Services (in case your shareholding is in Book Entry Form) or to our Share Registrar i.e. CorpTec Associates (Pvt.) Limited, Share Registrar & Corporate Consultants, 503 E, Johar Town, Lahore.

(Format of Form)

	Details of Shareholder
Name of shareholder	
Folio/CDS Account No.	
CNIC No.	
Cell No. of shareholder	
Landline No. of shareholder, if any	
Email	

	Details of Bank Account
Title of Bank Account	
Account International Bank Account Number (IBAN) "Mandatory"	PK _____ (24 digits) (kindly provide your accurate IBAN number after consulting with your respective bank branch since in case of any error or omission in given IBAN, the company will not be held responsible in any manner for any loss or delay in your cash dividend payment)
Banks Name	
Branch Name and Address	
It is stated that the above mentioned information is correct and in case of any change therein, I/we will immediately intimate Participant / Share Registrar accordingly.	
_____ Signature of shareholder	

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I. Unclaimed Dividend

Pursuant to Section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company, which remain unclaimed or unpaid for a period of three years from the date it become due payable shall vest with the Federal Government after compliance of procedures prescribed under the Companies Act, 2017. Section 244(I)(a) of the Act requires the Company to give a 90 days' notice to the members to file their claims with the Company. Further SECP vide Direction No. 16 of 2017 issued on July 07, 2017 directed all listed Companies to issue notice to such members and submit statement of unclaimed shares or dividend or any other instruments which remain unclaimed or unpaid for a period of three years from the date it is due and payable as of May 30, 2017.

J. Details of Beneficial Ownership

Attention of corporate entities / legal persons is also invited towards SECP Circular No. 16 and 20 of 2018. Respective shareholders (corporate entities / legal persons) are advised to provide the information pertaining to ultimate beneficial owners and / or other information as prescribed in the subject SECP Circulars to the Share Registrar of the Company.

K. Deposit of Physical Shares in CDC Accounts

As per Section 72 of the Companies Act, 2017 every existing 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 SECP, within a period of four years from commencement of the Companies Act, 2017.

The members having physical shareholding may please open CDC-sub account with any of the brokers or investor's account directly with CDC to replace their physical shares into scrip less form.

For any query / information, the investors may contact the Company's Share Registrar.

