



NOTICE OF 61st ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-first Annual General Meeting of ZIL Limited will be held on **Wednesday, March 31, 2021 at 09:00 am.** at The Royal Rodale, Plot No. Tc-V, 34th Street, Khayaban-e-Sehar, Phase -V Ext., DHA, Karachi, Pakistan to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on Friday, May 29, 2020.
2. To receive, consider and approve the Audited Financial Statements of the Company together with the Directors' and Auditors' report thereon for the year ended December 31, 2020.
3. To approve as recommended by directors a final cash dividend @ 12.5% per share for the financial year 2020.
4. To appoint Auditors of the Company and fix their remuneration.

By the order of the board

Muhammad Shahid
Company Secretary

Karachi: February 27, 2021

NOTES:

1. The Share Transfer Books of the Company will remain closed from March 25, 2021 to March 31, 2021 (both days inclusive) and no request for transfer of shares will be accepted for registration. Transfers received at company's share registrar M/s. THK Associates (Pvt) Ltd. Plot No.32, Jami Commercial Street 2, D.H.A, Phase VII, Karachi, by the close of business on March 24, 2021 will be considered in time for the purpose of payment of final dividend to the transferees.
2. A member entitled to attend and vote at the general meeting may appoint a person / representative as proxy to attend and vote in place of member at the meeting. Proxies in order to be effective must be received at the Registered Office of the Company not later than forty eight (48) hours before the time of holding the meeting and no account shall be taken of any part of the day that is not a working day. In case of proxy an attested copy of CNIC or Passport of member and proxy must be attached with the proxy form. A member shall not be entitled to appoint more than one proxy.





3. Any individual Beneficial Owner of CDC entitled to vote at this meeting, must bring his/her original Computerized National Identity Card (CNIC)/ Passport to prove identity. Representatives of corporate members should bring the usual documents required for such purpose.
4. The CDC/sub account holders are required to follow the guidelines as laid down by Securities & Exchange Commission of Pakistan contained in Circular No.1 of 2000.
5. Members are requested to notify the change in their addresses, if any, immediately to the Share Registrars of the company, M/s. THK Associates (Pvt) Ltd. Plot No.32, Jami Commercial Street 2, D.H.A, Phase VII, Karachi.

ONLINE PARTICIPATION IN AGM

6. In the light of COVID-19 situation, the Security Exchange Commission of Pakistan (SECP), through its Circular No.4 dated: February 15, 2021 has directed all the listed companies to arrange participation of shareholders in Annual General Meeting through video link, webinar, zooming etc., in addition to allowing physical attendance. The direction has been issued to safeguard the shareholders against the continuing threat posed by the COVID-19 pandemic and to protect their well-being. Members are requested that in case of physical participation please observe COVID – 19 SOPs.
7. The shareholders of the company desirous of attending the meeting through video link etc., may inform the company at agm@zil.com.pk and provide their details including Name, CNIC to be scanned on both sides, Folio Number, Cell Phone No. and email address before the close of business on March 26, 2021. The video link of meeting shall be sent to the members on their registered email addresses.

SPECIAL NOTE TO THE SHAREHOLDERS:

8. PAYMENT OF CASH DIVIDEND THROUGH ELECTRONIC MODE: (MANDATORY)

Under the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders.

In order to receive dividend directly to respective bank account, shareholders are requested to fill in **ELECTRONIC CREDIT MANDATE FORM** available at Company's website and send it duly signed along with a copy of CNIC to the Share Registrar of the Company in case of physical shares. In case of shares held in CDC then form must be submitted directly to shareholder's broker/participant/ CDC account services.

