



**FrieslandCampina Engro Pakistan Limited
(Formerly Engro Foods Limited)**

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

March 25, 2021

**NOTICE OF THE SIXTEENTH ANNUAL GENERAL MEETING OF
FRIESLANDCAMPINA ENGRO PAKISTAN LIMITED.**

Dear Sir,

We are enclosing herewith the Notice of the Sixteenth Annual General Meeting of FrieslandCampina Engro Pakistan Limited, to be held on Tuesday, April 20, 2021 at 03:00 p.m. at Karachi via Zoom Cloud, for circulation amongst the TRE Certificate Holders of the Exchange.

Thank you,


Muneza Iftikhar
Company Secretary

Encl: As above.

Cc. Director/HOD
Surveillance, Supervision and Enforcement Department,
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue,
Blue Area, Islamabad.

FRIESLANDCAMPINA ENGRO PAKISTAN LIMITED
NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Sixteenth Annual General Meeting of FrieslandCampina Engro Pakistan Limited will be held on Tuesday April 20, 2021 at 03:00 P.M. via Zoom Cloud Meetings, for transacting the following business:

A) ORDINARY BUSINESS

- (1) To receive and consider the Audited Accounts for the year ended December 31, 2020 and the Directors' and Auditors' Reports thereon.
- (2) To appoint Auditors and fix their remuneration.
- (3) To elect 7 directors in accordance with the Companies Act, 2017. The retiring Directors are Messrs. Abdul Samad Dawood, Ali Ahmed Khan, Roeland Francois van Neerbos, Eduardus Lambertus Holtzer, Petra Attje Zinkweg, Abrar Hasan and Zouhair Abdul Khaliq

N.B.

- (1) The Directors of the Company have fixed, under sub section (1) of Section 159 of the Companies Act, 2017, the number of elected directors of the Company at 7.
- (2) **Participation in the AGM proceeding via Video Conference:**

Due to the ongoing pandemic (COVID-19) situation, shareholders are requested to attend the AGM virtually through Zoom Cloud link facility managed by the Company as per the instructions mentioned below.

Shareholders interested to participate in the meeting are requested to email their Name, Folio Number, Cell Number, and Number of shares held in their name with subject "Registration for FrieslandCampina Engro Pakistan Limited Annual General Meeting" along with valid copy of both sides of Computerized National Identity Card (CNIC) at Shareholders.pk@frieslandcampina.com. Zoom Cloud link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of AGM.

Shareholders can also provide their comments and questions for the agenda items of the AGM at the email address Shareholders.pk@frieslandcampina.com

- (3) The Share Transfer Books of the Company will be closed from Tuesday April 13, 2021 to Tuesday April 20, 2021 (both days inclusive). Transfers received in order at the office of our Registrar, M/s. FAMCO ASSOCIATES (PVT.) LTD, 8-F, near Hotel Faran, Nursery, Block 6, PECHS, Shahra-e-Faisal, Karachi [PABX Nos. (92-21) 34380101-5 and email info.shares@famco.com.pk by the close of business (5:00 p.m) on Monday April 19, 2021 will be treated as being in time for the purposes of payment of final dividend to the transferees and to attend and vote at the meeting.
- (4) A member entitled to attend and vote at this Meeting shall be entitled to appoint another person, as his/her proxy to attend, speak and vote instead of him/her, and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the Meeting as are available to a member. Proxies, in order to be effective, must be received by the Company not less than 48 hours before the Meeting. A proxy need not be a member of the Company.

(5) SUBMISSION OF THE CNIC/NTN DETAILS (MANDATORY) FOR SHAREHOLDERS / JOINT HOLDERS

Pursuant to the directives of the Securities and Exchange Commission of Pakistan CNIC number of individuals is mandatorily required to be mentioned on dividend warrants and pursuant to the provisions of Finance Act 2017, the rates of deduction of income tax under Section 150 of the Income Tax Ordinance 2001 from dividend payment have been revised as: for filers of Income Tax return 15%; and for Non-filer of Income Tax return 20%.. In case of Joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing as follows, to our Share Registrar, or if no notification, each joint holder shall be assumed to have an equal number of shares.

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

The CNIC number/NTN details is now mandatory and is required for checking the tax status as per the Active Taxpayers List (ATL) issued by Federal Board of Revenue (FBR) from time to time.

Individuals including all joint holders holding physical share certificates are therefore requested to submit a copy of their valid CNIC to the Company or its Share Registrar if not already provided. For shareholders other than individuals, the checking will be done by matching the NTN number, therefore the corporate shareholders having CDC accounts are requested in their own interest to provide a copy of NTN certificate to check their names in the ATL before the book closure date to their respective participants/CDC, whereas corporate shareholders holding physical share certificates should send a copy of their NTN certificate to the Company or its Share Registrar. The Shareholders while sending CNIC or NTN certificates, as the case may be must quote their respective folio numbers.

In case of non-receipt of the copy of a valid CNIC, the Company would be constrained under Section 243(3) of the Companies Act, 2017 to withhold the dividend warrants of such shareholders.

- (6) Further, all the shareholders are advised to immediately check their status on ATL and may, if required, take necessary action for inclusion of their name in the ATL. The Company as per the new Law, shall apply 20.00% rate of withholding tax if the shareholder's name, with relevant details, does not appear on the ATL, available on the FBR website on the first day of book closure and deposit the same in the Government Treasury as this has to be done within the prescribed time.
- (7) Withholding Tax exemption from the dividend income, shall only be allowed if copy of valid tax exemption certificate is made available to FAMCO Associates (Pvt.) Ltd., by the first day of Book Closure.
- (8) In accordance with the provisions of Section 242 of the Companies Act, 2017 and Circular No. 18/2017, 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. In compliance with the said law, in order to receive your future dividends directly in your Bank account, you are required to provide the information mentioned on the Form placed on the Company's website <https://frieslandcampina.com.pk> and send the same to your brokers/the Central Depository Company Ltd. if the shares are held in the electronic form or to the Company's Shares Registrar if the shares are held in paper certificate form.

- (9) Pursuant to SECP Circular No 10 of 2014 dated May 21, 2014, 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 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility please provide the following information to the Share Registrar Office of the Company i.e. Messrs. FAMCO ASSOCIATES (PRIVATE) LIMITED, 8-F, near Hotel Faran, Nursery, Block 6, PECHS, Shahrah-e-Faisal, Karachi PABX Nos (+9221) 34380101-5 and email info.shares@famco.com.pk

I/We, of being a member of FrieslandCampina Engro Pakistan Limited holder of Ordinary Share(s) as per Register Folio No. _____ hereby opt for video conference facility at (Please insert name of the City)

Signature of member

(10) **E-Voting**

Members can exercise their right to demand a poll subject to meeting requirements of Sections 143 - 145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.

Notes:

Video Link Facility for Attending the Meeting Due to the prevailing COVID-19 pandemic, the Securities and Exchange Commission of Pakistan has allowed companies to hold general meetings virtually via video link. Members are advised to register for attending, participating in, and voting at the Extraordinary General Meeting via video link, not later than 48 hours before the Meeting, by providing the following information at Shareholders.pk@frieslandcampina.com If the information is couriered, it should reach the Company's registered office no later than Friday, April 16, 2021

Full Name	CNIC Number	Folio / CDC Account Number	Email Address	Cell Number

By order of the Board

Karachi
February 08, 2021

Muneeza Iftikar
Company Secretary