



UNITY FOODS LIMITED

food for life!

January 25, 2023

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

Dear Sir,

**Notice of 32<sup>nd</sup> Annual General Meeting -Copy of Newspaper Publication**

Please find enclosed a copies of the Notice of the 32<sup>nd</sup> Annual General Meeting of Unity Foods Limited published on **Wednesday, January 25, 2023** in The News and the Daily Nawai Waqt. The Annual General Meeting is scheduled for **Wednesday, February 15, 2023 at 10:00 a.m** at Regent Plaza Hotel and Convention Centre, Main Shahreh-e-Faisal, Karachi

Yours truly,

  
Umar Shahzad  
Company Secretary

CC;

Executive Director / HOD  
Off Site – II Department  
Supervision Department  
Securities and Exchange Commission of Pakistan  
63, NIC Building, Jinnah Avenue  
Blue Area, Islamabad

UNITY FOODS LIMITED

UNITY TOWER,  
Plot # 8 C, Block-6, P.E.C.H.S,  
Karachi 75400, Pakistan  
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Fax : +92 21 34373608  
Email : info@unityfoods.pk  
Website : www.unityfoods.pk





(vii) الیکٹرانک مواد کے درجے نقد ادب کی اداسی

[illegible]

(viii) غیر دعویٰ شدہ ایجیڈنٹ

کیپٹن ایک 2017 کی شق 244 کے مطابق کھلی کی جانب سے جاری کردہ کسی بھی قسم کے شیئر یا دیگر ذریعہ جو راجب الادا ہونے کی تاریخ سے تین سال کی مدت تک غیر ریڈار یا غیر ادا شدہ رہتا ہے اس کا حق کیپٹن ایک 2017 کے تحت جوڑ دیا جائے گا۔ لیکن راجب الادا کی قیام کے بعد ذریعہ کی قیمت کے پاس ہوگا۔ لہذا کھلی کے تمام شیئر ہولڈرز جو کسی بھی وجہ سے اپنے ذریعہ کو یکم (اکڑ کی ہے) نہیں کر سکتے تو ان سے درخواست کی جاتی ہے کہ وہ کھلی کے شیئر رجسٹر ارا ایف۔ ڈی رجسٹر ارا سر (پراجنٹ) کی طرف 17,1705 منزل، اسٹارٹر یا دیگر ادارے آئی کی ایچ رجسٹر دیا کر سکیں گے۔ راجب کیپٹن ایک 2017 کی شق 244 کے تحت ان کے تمام ایڈم کی کسی بھی غیر یکم شدہ ذریعہ کے لیے کھلی کر کے کا طریقہ کار اس طرح کے تمام ذریعہ جو راجب الادا تاریخ سے 3 سال یا اس سے زائد کی مدت کے لیے غائب ہوتے ہیں جب تک کہ قیام ایوان کی ذریعہ کی قیمت کو حق کرانے کا جائز ہے۔

شق 244 کی قیام کے لیے کھلی نے اس سلسلے میں مختلف شیئر ہولڈرز کو ان کے رجسٹرڈ پتے پر نوٹس بھیجے ہیں اور 8 ستمبر 2022 کے اخبارات (ڈی بی وی) میں جن دنوں اور روزنامہ نوائے وقت) میں ایک حق نوٹس بھی شائع کیا ہے۔

(ix) ای میل کے ذریعے ارکان کو سالانہ آڈٹ شدہ مالی بیانات اور سالانہ اجلاس عام کے نوٹس کی ترسیل

سیکرٹری جنرل ایچ ایچ سی آف پاکستان نے اپنے پریکٹیکل نمبر 2014/787(1) تاریخ 08 ستمبر 2014 کے ذریعے بینچلر کورس لاء نوٹ شدہ مالیاتی بیانات کے ساتھ سالانہ راجسٹرار عام ("AGM") کے نوٹس کو ای میل کے ذریعے اپنے اراکین تک پہنچانے کی اجازت دی ہے۔ وہ شیئر ہولڈرز کو ای میل کے ذریعے سالانہ نوٹ شدہ مالیاتی بیانات اور AGM کا نوٹس وصول کرنا چاہتے ہیں ان سے درخواست کی جاتی ہے کہ وہ اب سامعہ پر دستیاب مطلوبہ فارم کو مکمل کریں اور کھینچ کے جملہ نوٹس میں کھینچ لکھ کر ذریعہ نمائندگی کے ذریعے سالانہ مالیاتی بیانات کی ہارڈ کاپ کی درخواست کرتا ہے۔ وہ خود ایسی درخواست کی وصولی کے ساتھ ان کے اندر صرف فراہم کی جائے گی۔

(x) مالیاتی گوشواروں کی دستیابی

مؤرخہ 30 جون 2022 کو مکمل ہونے والے سال کے لیے کھیتی کے آؤٹ شدہ مالیاتی گوشوارے مع آؤٹ زرو پورٹ و جیٹر میں اور انری کیٹر کا جائزہ اپنی ویب سائٹ [www.unityfoods.pk](http://www.unityfoods.pk) پر دستیاب کر دیے گئے ہیں۔

(xi) ڈیوٹیڈ کی ادائیگی روکتے ہیں اس آئی سی کی کاپیاں جمع کروانا (لازمی)۔

الہی اے بی بی کی ہدایت سے طاقین جیسے ہولناکی اور دستی این آئی کی کیاں کھینچی کر موصول ہوئی تھی میں ہیں اس کے منافع کو روک دیا جائے گا اور اس کی وصولی تک الیکٹرک طور پر کر لیتے ہیں کیا جائے گا لیلہ انور ای جیسے ہولناکیوں جنہوں نے اپنی بی بی این آئی کی کیاں کے منافع میں کرائی ہیں ان سے درخواست کی جاتی ہے کہ وہ اسے جلد ارجلہ کھینچی کے فیض کو روکنے کا ارادہ کریں۔ کارپورٹ اداروں سے درخواست کی جاتی ہے کہ وہ اپنا این بی این اے اچھ کر میں جبکہ اپنا این آئی کی این بی این بی این کر میں تاہم کمرے وقت مخصوص یا نشان کو اپنے حلقہ فوٹو (سبرول) کا حاملہ دیا جائے۔

(xii) فزیکل شیئر کی بک اینٹری کی صورت میں تہدیلی

کمپنیز ایکٹ 2017ء کی سیکشن 72(2) کی دفعات اور ایس ای سی پی کی جانب سے اپنے کیلنمبر 639-640 CSD/ED/Misc/ 2016- مورخہ 26 مارچ 2021ء کے تحت جاری کردہ ہدایت کے مطابق ہر موجودہ کمپنی کے لیے ضروری ہے کہ اس کے فزیکل شیئرز کو بک انٹرنیٹری فارم کے ساتھ اس اعزاز میں تبدیل کیا جائے جیسا کہ بیان کیا گیا ہو اور ایس ای سی پی کی جانب سے مطلع کردہ تاریخ یا ایکٹ کا آغاز (یعنی 31 مئی 2017ء) سے چار سالہ مدت کے اندر ہو۔

لہذا فزیکل شیئرز رکھنے والے شیئر ہولڈرز اور اسٹاکس ہولڈر کے لیے یہ کہہ کر کہ ساتھ ہی ای سی سی پی کی ایکٹ کاؤنٹ CDC کے ساتھ براہ راست اور فزیکل ایکٹ کاؤنٹ کھول سکتے ہیں تاکہ وہ اپنے فزیکل شیئر ایکٹ کا اعزاز میں رکھ سکیں یا ان کی اس اعزاز میں سہولت فراہم کرے گا بشمول مطلوبہ تھوہل اور جب چاہیں (شیئرز) تجارت کرنا کیونکہ اسٹاک ایکسچینج کے موجودہ ضوابط کے مطابق فزیکل شیئرز کی تجارت کی اجازت نہیں ہے۔



UNITY FOODS LIMITED

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting (AGM) of Unity Foods Limited (the "Company") will be held on Wednesday, February 15, 2023, at 10:00 a.m. at Regent Plaza Hotel and Convention Centre, Main Shahr-e-Faisal, Karachi, to transact the following businesses:

### Ordinary Business:

- To receive, consider and adopt the audited annual financial statements of the Company for the year ended June 30, 2022, together with the Directors' and Auditors' reports thereon and the Chairman's Review Report.
- To appoint the auditor of the Company for the year ending June 30, 2023 and fix their remuneration. Messrs. Naveed Zafar Ashfaq Jaffery & Co., Chartered Accountants retire and being eligible, have offered themselves for reappointment.
- To transact any other business with the permission of the Chair.

Dated: January 25, 2023  
Place: Karachi

By order of the Board  
Umar Shahzad  
Company Secretary

### Notes:

- The Share Transfer Books of the Company shall remain closed from February 09, 2023, to February 15, 2023 (both days inclusive) for determining the entitlement of shareholders for attending the Annual General Meeting.
- Physical Transfers received by the Company at the close of business on February 08, 2023, will be treated as being in time for the purpose of attending the meeting.
- Members entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend, speak and vote on his/her behalf. The proxy needs to be a member of the Company.
- Forms of proxy to be valid must be properly filled in/ executed and received by the company not later than forty-eight hours before the commencement of the meeting. Members who have deposited their shares into the Central Depository Company of Pakistan Limited ("CDC") will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.
  - For attending the Meeting**
    - In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations / her identity by showing his / her original CNIC or, original Passport at the time of attending the meeting.
    - In case of a 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.
  - For appointing Proxies**
    - In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy for accordingly.
    - The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
    - Attested copies of the CNIC or the Passport of beneficial owners and the proxy shall be furnished with the proxy form.
    - The proxy shall produce his original CNIC or original passport
    - In case of a corporate entity, the Board of Directors' resolution / power of attorney with specimen signatures shall be furnished (unless it has been provided earlier) along with the proxy form to the Company.
- Members are requested to immediately notify any change in their addresses to the Company's registrar and share transfer agent.

### Special Notes to the Shareholders

- Online Participation in the Annual General Meeting**  
Pursuant to Section 132(2) of the Companies Act 2017, members can also avail video conference facility at Lahore, subject to the following conditions:  
The video conferencing facility will be provided only if the Company receives consent from member(s) holding in aggregate 10% or more shareholding residing at Lahore, to participate in the meeting through video conference at least 7 days prior to the date of general meeting.  
The Company will intimate to the members regarding venue of video conference facility 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.  
In this regard, members who wish to participate through the video conference facility at Lahore should send a duly signed request to the Company Secretary, Unity Foods Limited, Unity Tower, 8-C, PECHS Block-6, Karachi, as follows:  
I/We, \_\_\_\_\_ S/o, D/o, W/o \_\_\_\_\_ being a member of Unity Foods Limited, holder of \_\_\_\_\_ ordinary shares as per folio no. \_\_\_\_\_ hereby opt for video conferencing facility at Lahore.  
Signature of member

Wednesday

January 25, 2023

Rajab 2, 1444 A.H.

18 pages

Price Rs. 30.00

INTERNATIONAL  
**THE NEWS**



**vi) Payment of Cash Dividends through Electronic Mode**

In terms of section 242 of the Companies Act, 2017, any dividend payable in cash shall only be paid 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 mentioned above, an electronic dividend mandate on E-Dividend Form which is available on the website of the Company i.e. [www.unityfoods.pk](http://www.unityfoods.pk). In the case of shares held in CDC, the same information should be provided to the CDS Participants for updating and forwarding to the Company in order to make the process of payment of cash dividend more efficient.

**vii) Unclaimed dividend**

Pursuant to Section 244 of the Companies Act, 2017 any shares issued, or dividend declared by the Company which remains unclaimed or unpaid for a period of three years from the date it became due and payable shall vest with the Federal Government after compliance with the procedures prescribed under the Companies Act, 2017.

Therefore, all shareholders of the Company, who for any reason could not claim their dividend(s), if any, are requested to contact Company's Share Registrar, F.D. Registrar Services (Pvt) Limited, 1705, 17th Floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi for any unclaimed dividend(s) outstanding in their name. In compliance with section 244 of the Companies Act, 2017, after having completed the stipulated procedures, all such dividend(s) appearing as outstanding for a period of 3 years or more from the date due and payable shall be deposited to the Federal Government.

In pursuance of Section 244, the Company has sent Notices to relevant shareholders at their registered address in this regard and also published a Final Notice in newspapers (Daily The Nation and Daily Nawa-e-Waqt) of September 08, 2022.

**viii) Circulation of Annual Audited Financial Statements and Notice of AGM to Members through Email**

SECP through its Notification no. 787 (1)/2014, dated September 08, 2014, has allowed companies to circulate Annual Audited Financial Statements along with Notice of Annual General Meeting (AGM) to its members through email.

The shareholders who desire to receive Annual Audited Financial Statements and Notice of AGM through email are requested to fill the requisite form placed on the Company's website and send it to the Company Secretary at the Registered Office of the Company. In case any member, subsequently, requests for hard copy of Annual Financial Statements, the same shall be provided free of cost within seven days of receipt of such request.

**ix) Placement of Financial Statements**

The Company has placed the Audited Financial Statements for the year ended June 30, 2022 along with Auditors and Directors Report thereon and Chairman's Review Report on its website: [www.unityfoods.pk](http://www.unityfoods.pk).

**x) Withholding of payment of Dividend- Submission of copies of CNIC (Mandatory)**

In accordance with the directives of SECP, the dividends of shareholders who's valid CNIC copies have not been received by the Company shall be withheld and shall not be electronically credited until receipt thereof. Therefore, the individual shareholders who have not submitted their CNIC copies are requested to send the same at the earliest to the share registrar of the company. Corporate entities are requested to provide their NTN. While providing their CNIC / NTN, shareholders must quote their respective folio number(s).

**xi) Conversion of Physical Shares into Book Entry Form**

As per provisions of Section 72(2) of the Companies Act 2017 and as per the instructions issued by SECP vide its letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021, every existing company is 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 not exceeding four years from the commencement of the Act i.e. May 31, 2017.

Therefore, shareholders having physical shares holding may open CDC sub-account with any of the broker or investor account directly with CDC to place their physical share(s) into scripless form, this will facilitate them in many forms including safe custody, and trade in shares anytime they want, as the trading of physical shares is not permitted as per existing regulations of the Stock Exchange.