



Gatron (Industries) Limited

Liaison Office : 11th Floor, G&T Tower, # 18 Beaumont Road, Civil Lines-10, Karachi-75530, Pakistan.
Phone: 021-35659500-09, Fax: 021-35659516, E-mail: headoffice@gatron.com

By Hand/PUCARS

Ref: HK/FR/01/287/10/2023

October 04, 2023

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

Subject: NOTICE OF ANNUAL GENERAL MEETING

Dear Sir,

Enclosed please find a copy of the Notice of the Annual General Meeting to be held on Friday, October 27, 2023 for circulation amongst the TRE Certificate Holders of the Exchange.

Thanking you

Yours faithfully,
for Gatron (Industries) Limited

Company Secretary
Encl: as above



Gatron (Industries) Limited

Registered Office: Room No. 32, 1st Floor, Ahmed Complex, Jinnah Road, Quetta, Balochistan, Pakistan. Telephone: (92-81) 2849396, Fax: 081-2825304
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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given to the members that the 43rd Annual General Meeting of Gatron (Industries) Limited ("the Company") will be held on Friday, October 27, 2023, at 10:00 a.m. at Serena Hotel, Quetta, to transact the following business:

ORDINARY BUSINESS:

1. To confirm minutes of the last Annual General Meeting held on October 28, 2022.
2. To receive, consider and adopt the audited Financial Statements of the company for the year ended June 30, 2023 together with the Directors' and Auditors' Report thereon for the year then ended June 30, 2023.
3. To approve interim cash dividend @ 30% and bonus shares @ 100% for the year ended June 30, 2023 already paid.
4. To appoint External Auditors of the Company for the ensuing year, and to fix their remuneration. The Board of Directors, on the recommendation of Audit Committee of the Company, has proposed re-appointment of M/s. Kreston Hyder Bhimji & Company, Chartered Accountants as external auditors, for the year ending June 30, 2024.



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SPECIAL BUSINESS:

5. To consider, and if deem fit, to pass with or without any amendment/modification the following resolution as special resolution, to obtain consent from the members for the transmission of annual audited account through QR enabled code and weblink, as allowed under S.R.O. 389 (I)/2023 issued at March 21, 2023 by the Securities and Exchange Commission of Pakistan.

“RESOLVED THAT, notice of meeting shall be dispatched to members as per requirements of the Act, on their registered address, containing the QR code and the weblink address to view and download the annual audited financial statements together with the reports and documents required to be annexed thereto under the Act.”

“FURTHER RESOLVED THAT, the Company shall be considered compliant with the relevant requirements of section 223(6) of the Companies Act, 2017 by sending the Audited Financial Statements through e-mail and/or sending a notice of meeting containing a QR code and the weblink address. In case a hard copy of Audited Financial Statements and/or Notice of AGM of the Company is desired, a specific request for the same will required to be made.”

“FURTHER RESOLVED THAT the Chief Executive Officer, Directors and Company Secretary of the Company be and are hereby authorized Singly to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.”



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ANY OTHER BUSINESS:

6. To transact any other business with the permission of the Chair.

By Order of the Board

Muhammad Yasin Bilwani

Company Secretary

Karachi:

October 03, 2023

NOTES:

1. The Share Transfer Books of the Company will remain closed from October 20, 2023 to October 27, 2023 (both days inclusive). Transfers received in order at the office of the Shares Registrar before the close of business on October 19, 2023 will be considered in time for the purpose of attendance in the Annual General Meeting.
2. A member entitled to attend and vote at the meeting may appoint another member as his/her proxy to attend, speak and vote on his/her behalf. Proxies in order to be effective must be received at the office of



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the Company not less than 48 hours before the time of holding the meeting. Proxy form is annexed.

3. In case of corporate entity, the Board of Directors resolution/Power of Attorney with specimen signature and attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.
4. A member, who has deposited his/her shares in Central Depository Company of Pakistan Limited, must bring his/her Participant ID number and account/sub account number along with original CNIC or NICOP or Passport at the time of attending the meeting.
5. The members are advised to notify to the Company's Shares Registrar of any change in their addresses.
6. The audited financial statements of the Company for the year ended June 30, 2023, are being made available on the company's website.
7. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. The Company will intimate to such shareholders information about venue of video conference facility at least 5 days before the date of the Annual General Meeting to enable them to access to such facility.
8. Members can exercise their right to demand a poll subject to meeting requirements of Section 143 to Section 145 of the Companies Act, 2017 and applicable clauses of the Companies (Postal Ballot) Regulations, 2018



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Statement of Material Facts under section 134(3) of the Companies Act, 2017, pertaining to said Special business in respect of:

Circulation of Annual Audited Financial Statements through QR enabled code and weblink:

The Securities and Exchange Commission of Pakistan ("SECP") through its Notification No. S.R.O 389(I)/2023 dated March 21, 2023, has allowed companies to circulate the annual balance sheet and profit and loss account, auditor's report and directors report, etc. ("annual audited financial statements") to its members through QR enabled code and weblink.

The approval of the shareholders has to be obtained in the general meeting to circulate the annual audited financial statements to its members through the QR enabled code and weblink.

A shareholder may request the Company Secretary or Share Registrar of the Company to provide a hard copy of Annual Audited Accounts, and the same will be provided at shareholder's registered addresses, free of cost within one week of the demand. In this regard, the Company's designated email address / Share Registrar email address will be placed on website of the Company. A shareholder may also prefer to receive hard copies for all future Annual Audited Accounts.



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In view of the above, it is proposed that the Special Resolution at Agenda 5 of the Notice of AGM be passed.

None of the Directors of the Company have any personal interest in the aforesaid Special Business except in their capacity as Shareholders or Directors of the Company.