



FA/IL/0712

December 7, 2023

Syed Ahmed Abbas
The Deputy General Manager
Listing Department
The Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

ARCHROMA PAKISTAN LIMITED

Registered & Corporate Office

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Korangi Industrial Area,
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Website: www.archroma.com.pk

Please find enclosed copy of Notice of AGM published in Business Recorder & Daily Express dated 06.12.2023.

Thanking you,

Yours faithfully,
Archroma Pakistan Limited


Irfan Chawala
Director / CFO


M. Irfan Lakhani
Company Secretary

CC: The General Manager
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Moody's downgrades outlook on China credit rating over debt fears

BEIJING: Ratings agency Moody's on Tuesday downgraded the outlook on China's credit rating to "negative" from "stable" on the back of rising debt in the world's second-largest economy.

China's post-pandemic recovery has been hampered by weak consumer and business confidence, a persistent housing crisis, record youth unemployment and a global slowdown that is weighing on demand for the country's goods.

Those woes have piled pressure on central and local governments to step in with more financial support following a one trillion yuan (\$137 billion) sovereign bond issuance by Beijing in October.

Moody's said Tuesday its decision "reflects rising evidence that financial support will be provided by the government and wider public sector to financially stressed regional and local governments and state-owned enterprises".

This, it said, was "posing broad downside risks to China's fiscal, economic and institutional strength".

The move "reflects the increased risks related to structurally and persistently lower medium-term economic growth and the ongoing downsizing of the property sector", it added.

China's vast property sector is mired in a deep debt crisis, with some of the nation's biggest developers owing hundreds of billions of dollars and facing going out of business.

Authorities are on edge as debt fears stoke buyer mistrust, send home prices

plummeting and, crucially, threaten to infect other sectors in an already sluggish economy.

Construction and real estate account for around a quarter of China's gross domestic product.

Beijing's finance ministry said in response it was "determined to recover," a spokesman said.

"Since the beginning of this year, facing a complex and severe international situation and against the backdrop of unstable global economic recovery and weakening momentum, China's macro economy has continued to recover," a spokesman said.

"Moody's concerns about China's economic growth prospects and fiscal sustainability are unnecessary."

Although year for the world's number-two economy, there have been flickers of life in recent weeks, with third-quarter growth coming in more than expected at 4.9 percent.

China is aiming for around five percent growth this year — from a low base last year when the economy was paralysed by strict Covid restrictions.

Moody's said Tuesday it expected the economy to grow 4.0 percent next year and 2025, "with structural factors including weaker demographics driving a decline in potential growth to around 3.5 percent by 2030".

"Substantial and coordinated reforms will be needed for consumption and higher value-added production to drive growth" to offset the demise of the property sector, it added.—AFP

Saudi Arabia offers tax breaks for companies moving regional HQs to Riyadh

RIYADH: Saudi Arabia said on Tuesday it will offer tax incentives for foreign companies that locate their regional headquarters in the kingdom, including a 30-year exemption for corporate income tax.

The world's top oil exporter announced in February 2021 plans to cease awarding government contracts to companies whose regional headquarters are not located in the kingdom by Jan. 1, 2024.

The ultimatum, part of efforts by Crown Prince Mohammed bin Salman to wean the economy off oil by creating new industries that would generate jobs for Saudis, has escalated the kingdom's competition with regional business hubs like the United Arab Emirates.

The tax exemption package for regional headquarters includes a zero percent rate for the income tax and for the withholding tax on approved

activities of those entities for 30 years, state news agency SPA reported.

International companies will benefit from the tax exemption package starting from the date their licences are issued, it added.

The programme has so far attracted 200 foreign companies, Saudi Investment Minister Khalid Al-Falih was quoted as saying.

"The new tax exemptions granted on regional headquarters activities will give international companies in the kingdom more clarity of vision and stability," Minister of Finance

Mohammed Al-Jadani said, according to SPA.

"We look forward to welcoming more international companies to participate in projects in all sectors, including mega projects, and our preparations to host major events such as the Asian Winter Games in 2029, and the Expo 2030," Jadaan

added.—Reuters

Alcohol taxes aren't high enough: says WHO

LONDON: The World Health Organisation urged governments on Tuesday to increase taxes on alcoholic drinks and impose them on products that are currently exempt, such as wine in some European countries.

Sugary beverages should also be taxed at higher rates, the WHO said, adding that every year 2.6 million people die from drinking alcohol and 8 million people die due to unhealthy diets.

Rudolf Krech, director of health promotion at the WHO, said taxing such products at a higher rate creates healthier populations.

"It has a positive ripple effect across society - less disease and debilitation and revenue for governments to provide public services," Krech continued, adding that in the case of alcohol it also helps prevent violence and road traffic injuries.

Public health organisations like the WHO are increasingly turning their attention to the health impact of products like alcohol and sugary food, and making significant gains in highlighting the death and disease caused by cigarettes.

The WHO also released an "alcohol tax manual" on Tuesday to accompany similar documents targeting tobacco and sugar sweetened beverages.

It says that most alcohol taxes are "low and not optimally designed" and that wine is not taxed at all in 22 countries, mostly in Europe, calling on governments to introduce higher rates and tax all kinds of alcohol.

Drinking alcohol is a causal factor in more than 200 diseases and injury conditions, including some cancers, liver cirrhosis and cardiovascular diseases, according to the WHO.—Reuters

ARCHROMA
LIFE FINANCE

ARCHROMA PAKISTAN LIMITED

NOTICE OF MEETING

NOTICE is hereby given that the Twenty-Eighth Annual General Meeting of Archroma Pakistan Limited will be held at the Company's Registered Office at 1-A/1, Sector 20, Korangi Industrial Area, Korangi, Karachi on Thursday, 28 December 2023 at 10:00 a.m. for the purpose of transacting following business:

ORDINARY BUSINESS

1. To receive and approve the Audited Financial Statements for the Period ended 30 September 2023 alongwith the Chairman's Review, Directors' and Auditor's report thereon.

2. To approve appointment of external auditors for the year 2024 and to fix their remuneration. The Members are hereby notified that the Board Audit Committee and Board of Directors have recommended the name of retiring Auditors M/s. M/s KPMG-Tasir Haidi & Co. Chartered Accountants for re-appointment as Auditor of Company.

SPECIAL BUSINESS

3. To consider and, if thought fit, pass, with or without modification(s), the following resolution to enable and authorize the Company to circulate the Annual Report (including the audited financial statements, Auditors' report, Directors' report, Chairman's review report) to the members of the Company through QR enabled code and website, in accordance with Section 223(6) of the Act read with S.R.O. 389(I)/2022 dated March 21, 2023, instead of old technology which has become obsolete for transmission through CD/DVD/USB.

"RESOLVED" THAT the Company be and is hereby authorized to circulate its Annual Report, including annual audited financial statements, Auditors' report, Directors' report, Chairman's review report and other reports contained therein, to the members of the Company through QR enabled code and website, in accordance with S.R.O. 389(I)/2022 issued by the Securities and Exchange Commission of Pakistan, and that the practice of circulation of the annual report through CD / USB be discontinued.

Karachi: 30th October 2023

NOTES:

1. Closure of Share Transfer Books
(i) The share transfer books of the Company will remain closed from 21 December 2023 to 28 December 2023 (both days inclusive) and transfers received and found in order by the Company's Registrar, M/s. FAMCO (Pvt) Limited, S.P. Near to Hotel Farni, Nursery Block 8/P.E.C.S. Shahr-e-Faisal, Karachi at the close of business on 20 December 2023 will be treated in time for the purpose of determining the entitlement for attending the Annual General Meeting.

2. Requirements for attending Proxy
a. A member entitled to attend and vote at the Annual General Meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her, and a proxy so appointed must have such rights, as respects attending, speaking and voting at the meeting as are available to a member. A proxy must not be a member of the Company.

b. Form of proxy, in order to be valid must be properly filled-in/signed and received at the registered office of the Company located at 1-A/1, Sector 20, Korangi Industrial Area, Korangi, Karachi not later than 48 hours before the time of the meeting excluding holidays.

c. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

d. Copies of CNIC or the valid passport of the beneficial owners and the proxy shall be furnished along with the proxy form.

e. The proxy shall produce his original CNIC or original valid passport at the time of the Meeting.

f. In the case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

3. Participation in the Annual General Meeting via physical presence or through video conferencing
A member who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her participant's ID number and CDC account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting. The Company will be providing the facility to all shareholders to participate in Annual General Meeting via video link.

The shareholders who wish to attend the Annual General Meeting electronically hereby requested to get themselves registered by sending their particulars at the designated email address mohsin.ali@archroma.com, giving particulars as per below table not later than 48 hours before the time of meeting i.e. 10:00 am on 28 December 2023.

Name of Shareholder / Proxy Holder	CNIC No. / NTN No.	Folio No. / CDC Account No.	*Mobile No.	*Email Address
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*Shareholders are requested to provide their active mobile numbers and email address to ensure timely communication.

The login facility will open at 09:30 a.m. enabling the participants to join the proceedings which will start at 10:00 a.m. sharp.

4. Submission of CNIC and NTN Not Provided Earlier
As per the requirement if your CNIC number is not available in our records, your dividend will not be credited in your given account. In order to comply with this regulatory requirement, you are requested to kindly send photocopy of your CNIC to our broker (Participant) / CDC Investor Account Services at the case of physical shareholders immediately to Company's Share Registrar M/s FAMCO Associates (Pvt) Limited.

5. Payment of Cash Dividend
In compliance with Section 242 of the Companies Act, 2017 it is mandatory for a public listed company to pay cash dividend to its shareholders through electronic mode ONLY, directly into the bank account designated by the eligible shareholder.

Therefore, all shareholders of Archroma Pakistan Limited, who have not provided their bank details in our records, through this notice, requested to update their accurate and complete 24 digit IBAN together with the bank's name, branch's address, CNIC number and correct email address with respective Participants/Investors' Account Services of CDC for electronic form of shares, and in case of physical shareholders to our Share Registrar, M/s FAMCO Associates (Pvt) Limited, S.P. near Hotel Farni, Nursery Block 8, P.E.C.S. Shahr-e-Faisal Karachi.

Please note that as per Section 243(3) of the Companies Act, 2017, listed companies are entitled to withhold payment of dividend, if the necessary information is not provided by shareholders.

E-Dividend mandate Form is available on the Company's website (<https://archroma.com.pk>) for the convenience of shareholders.

The payment of cash dividend will be processed based on the account number alone. Your company is entitled to rely on the account number as per your instructions. The company shall not be responsible for any loss, damage, liability or claim arising, directly or indirectly, from any error, delay, or failure in performance of any of its obligations hereunder which is caused by incorrect payment instructions and for due to any event beyond the control of the company.

6. FOR VOTING FOR SPECIAL AGENDA ITEMS
It is hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2016 and its amendments notified vide SRO 1192(I)/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business in the Annual General Meeting, in accordance with the condition mentioned in the aforesaid regulations.

The Company shall provide its members with the following options for voting:
(i). E-Voting Procedure
For voting through Postal Ballot Members may exercise their right to vote as per provisions of the Companies (Postal Ballot) Regulations, 2016, subject to the requirements of Section 143 and 144 of the Companies Act, 2017. Further details in this regard will be communicated to the shareholders within legal time frame as stipulated under these said Regulations, if required.

The members shall ensure that duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post on the Company's Registered Office at 1-A/1, Sector 20, Korangi Industrial Area, Korangi, Karachi, or email at mohsin.ali@archroma.com one day before the Annual General Meeting i.e. on December 27, 2023, during working hours. The signature on the ballot paper shall match with the signature on CNIC.

7. Registration in CDDR web portal of CDC (Mandatory)
Central Depository Company (CDC) has developed Centralized Cash Dividend Registrar ("CDDR"), on eServices web portal, which contains details pertaining to cash dividends paid, unpaid or withheld by listed companies and access of all such information will be provided to the respective shareholders including details of Income Tax / Zakat deduction etc. (if any) and the net amount credited into their accounts.

The Shareholders are requested to register themselves on CDC's eServices Portal <https://eservices.cdccases.com.pk> to go above facility.

8. Deduction of Income Tax for Filer and Non-Filer
The rates of deduction of income tax under Section 150 of the Income Tax Ordinance, 2001 from dividend payment, are as follows:
a) Rate of tax deduction for shareholders appearing in Active Taxpayer List (ATL) 15%
b) Rate of tax deduction for shareholders not appearing in Active Taxpayer List (ATL) 30%
To enable the company to make tax deduction from the cash dividend @ 15% instead of 30%, shareholders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to immediately make sure that their names are entered in ATL, otherwise tax on their cash dividend will be deducted @ 30% instead of 15%.

Further, according to clarification received from Federal Board of Revenue (FBR), with-holding tax will be determined separately on Filer/Non-Filer status of Principal shareholder as well as joint-holders) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and joint-holder(s) in respect of shares held by them to our Share registrar, in writing as follows:

4. To consider, and deemed fit, to pass with or without modification(s), addition(s) or deletion(s) the following Special Resolution(s), to amend the Articles of Association of the Company under Section 98 of the Companies Act, 2017, as recommended by the Board of Directors of the Company.

"RESOLVED" THAT Articles 54 of the Articles of Association of the Company be and is hereby amended to read as follows:

94. Resolution consented to in writing or by telefax or facsimile signed by majority of the Directors or their alternatives, shall be as valid and effectual as if it has been passed at a meeting of the Directors duly called and constituted. The consent may be in the form of counterparts.

"FURTHER RESOLVED THAT the Chief Executive Officer and Company Secretary of the Company be and is hereby authorized to, singly, do all acts, deeds, and things, take any and all necessary steps, to fulfill the legal, corporate and procedural formalities and file all necessary documents/statements as deemed necessary on this behalf and the matters ancillary thereto fully achieve the objects of the aforesaid resolution."

ANY OTHER BUSINESS

5. To transact any other ordinary business with the permission of the Chair (Attached to this Notice is the Statement of Material Facts covering the above-mentioned Special Businesses, as required under Section 134(3) of the Companies Act, 2017.)

By order of the Board

Signature
M. Irfan Lakhani
Company Secretary

Company Name	Folio/CDS Account #	Total Shares	Principal Shareholder Name and CNIC #	Shareholding Proportion (No. of Shares)	Joint Shareholder Name and CNIC #	Shareholding Proportion (No. of Shares)
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The required information must be provided to our share Registrar FAMCO Associates (Pvt) Limited, S-P. Near Hotel Farni, Nursery Block 8, P.E.C.S. Shahr-e-Faisal Karachi as soon as possible before the date of book closure. Otherwise it will be assumed that the share are equally held by Principal shareholder and Joint Holder(s).

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate, are requested to submit a valid tax exemption certificate or necessary documentary evidence as the case may be.

9. Deduction of Zakat

Members desiring non-deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat to our share registrar before commencement of book closure otherwise deduction will be made as per applicable rates. Shareholders holding shares in electronic form are requested to send their zakat declaration to their broker (Participant) / CDC Investor Account Services.

(i) For any query/problem/information, the investors may contact the Company Secretary at phone: 021-111-275-788 and email address: mohammad.irfan@archroma.com and for FAMCO Associates (Pvt) Ltd. At phone: 021-34380101-5 and email address: info.shares@famco.com.pk

(ii) The corporate shareholders having CDC accounts are requested to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to FAMCO Associates (Pvt) Ltd. The shareholders while sending CNIC copies or NTN certificates, as the case may be, must quote company name and their respective folio numbers.

10. Unclaimed Dividend

The Company has previously discharged its responsibility under Section 244 of the Companies Act, 2017 whereby the Company had approached the shareholders to claim their unclaimed dividends in accordance with the law.

An updated list for unclaimed dividend/shares of the Company, which have remained undivided or unpaid for a period of three years from the date these have become due and payable, is available on the Company's website www.archroma.com.pk.

Claims can be lodged by shareholders on Claim Form as is available on the Company's website. Claim Forms may be submitted to the Company's Share Registrar for receipt of dividend. Shareholders, whose dividends still remain undivided, are hereby once again requested to approach the Company to claim their outstanding dividend amounts.

11. Deposit of Physical Shares into CDC Account

As per Section 72 of the Companies Act, 2017 (Act) every existing listed 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 the Commission, within a period not exceeding four years from the commencement of the Act i.e. May 30, 2017. Further, SECP vide its letter dated March 28, 2021 has advised Companies to comply with Section 72 of the Act and encourage shareholders to convert their shares in book entry form.

In light of above, the shareholders having physical shareholding are requested to open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways, including safe custody and sale of shares at any time they wish.

12. Consent for Video Link Facility

Intoms of SECP's Circular No. 10 of 2014 dated May 21, 2014 read with the provisions contained under Section 134(1)(b) of the Act, if this Company receives request / demand from shareholders to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city.

In this regard, please fill the following form and submit to the Company at its registered address 10 days before the holding of the AGM. After receiving the request / demand of members having 10% or more shareholding in aggregate, the Company will intimate members regarding venue of video conference facility at least five (5) days before the date of AGM along with complete information necessary to enable them to attend the AGM.

REQUEST FOR VIDEO CONFERENCE FACILITY

I/We I Messrs: _____ of _____ being Member(s) of Archroma Pakistan Limited, holder of _____ ordinary share(s) as per Folio No. _____ and for CDC Participant ID & Sub-Account No. _____, hereby opt for video conference facility at _____ city.

Signature of the Member(s)

(please affix company stamp in case of corporate entity)

Placement of Financial Accounts in Website

The audited financial statements of the Company for the year ended 30 September 2023 have been made available on the Company's website www.archroma.com.pk.

13. Update of shareholder addresses/other particulars:

The Members are requested to notify the Company if there is any change in their addresses or other particulars immediately, in case of physical shares, to the Company's Share Registrar and for CDC shares, to respective Central Depository System (CDS) Participants.

Further, to comply with requirements of Section 119 of the Companies Act, 2017 and Regulation 19 of the Companies (General Provisions and Forms) Regulations, 2018, all CDC and shareholders are requested to provide their email address and cell phone numbers registered / updated in their physical folio or CDC Account.

14. Statement Under Section 134 (3) of The Companies Act, 2017 Regarding Special Business:

1. Item No. 3: In view of technological advancements and taking into account that old technology is becoming obsolete, the Securities and Exchange Commission of Pakistan ("SECP") has, vide S.R.O. 389(I)/2022 dated March 21, 2023, allowed listed companies to circulate the Annual Report (including the audited financial statements, Auditors' report, Directors' report, Chairman's review report) to the members of the Company through QR enabled code and website. The SECP has also permitted that the circulation of annual financial statements through CD/DVD/USB may be discontinued.

In accordance with the aforesaid SRO, the same is subject to the approval of the members of the Company.

Considering the optimum use of advancements in technology and in order to fulfill the Company's corporate social responsibility to the environment and sustainability, the Company seeks to discontinue the circulation of the Annual Report through CDs in the future. Consequently, the Board of Directors of the Company has recommended that the special resolution, as set out in the notice, be passed by the members for the circulation of the Annual Report (including annual audited financial statements and other reports contained therein) to the members of the Company through QR enabled code and website.

The arrangement will help all members wherever they are located to access the financial statements of the Company. Additionally, it will also reduce unnecessary expenditure for making CDs.

It is pertinent to mention that if any member seeks to obtain a hard copy of the Annual Report, such member(s) will be provided a printed version of the same free of cost in accordance with the aforesaid SRO. No charge to that right / privilege is being proposed.

2. Item No. 4: The Board of Directors has recommended that the Article 94 of the Company's Articles of Association be amended. Those amendments will bring the Company's Articles of Association in line with the changes made in the Companies Act, 2017. The amendments are summarized below:

COMPARATIVE TABLE

Article Clause No.	Previous Clause	Amended Clause
94	A resolution consented to in writing or by telefax or facsimile signed by all the Directors or their alternatives, shall be as valid and effectual as if it has been passed at a meeting of the Board of Directors duly called and constituted. The consent may be in the form of counterparts. Provided that the resolution does not relate to matters specified in Section 163 (2) of the Act.	A resolution consented to in writing or by telefax or facsimile signed by majority of the Directors or their alternatives, shall be as valid and effectual as if it has been passed at a meeting of the Board of Directors duly called and constituted. The consent may be in the form of counterparts.

It is hereby confirmed that the proposed alterations to the Articles of Association of the Company are in line with the applicable provisions of the law and regulatory framework.

The resolution required for the above purpose is set forth in the notice convening the AGM and the resolution will be proposed and passed as a Special Resolution.

15. INTEREST OF DIRECTORS AND THEIR RELATIVES:

None of the Directors of the Company have any personal interest in the aforesaid special business, except in their capacity as members and Directors of the Company.

16. INSPECTION OF DOCUMENT

Copies of Memorandum and Articles of Association, Statement under section 134(3) of the Companies Act, 2017, financial statements and other related information which may be inspected / procured during business hours on any working day of the Registered Office of the company from the date of publication of this notice till conclusion of the Annual General Meeting.