

FAUJI CEMENT COMPANY LIMITED

Fauji Towers, Block-III, 68 Tipu Road, Chaklala, Rawalpindi, Pakistan

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E-mail : secretaryoffice@fccl.com.pk Exchange : 051-9280081-83
Website : <http://www.fccl.com.pk> : 051-5763321-24
Case No : SECY/FCCL/2037/42 Dated : 09 October 2024

To: The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

Subject: **32nd Annual General Meeting (AGM) – Re-scheduled**

Reference: FCCL letter No Secy/FCCL/2037/67 dated 20th September 2024 and Government of Pakistan Cabinet Secretariat (Cabinet Division) letter No 10-01/2024-Min-II dated 7th October 2024 (**attached**).

1. It is submitted that 32nd AGM of Fauji Cement Company Limited (FCCL) was scheduled to be held on 14th October 2024. However, Government of Pakistan Cabinet Division vide above-referred notification has announced 14th, 15th & 16th October 2024 as closed holidays within the territorial limits of Islamabad Capital Territory (ICT) and Rawalpindi District to facilitate the smooth conduct of the 23rd Shanghai Cooperation Organization (SCO) Council of Heads of Government.

2. Hence, it is expected that the upcoming SCO Summit will cause movement restrictions and limited internet connectivity due to security concerns / prevailing environment. Therefore, in the interest of all shareholders and to ensure smooth accessibility either physical or through video link, the date of the AGM is being re-scheduled.

3. Subject meeting is now rescheduled to be held on **18th October 2024 (Friday)** instead of **14th October 2024 (Monday) at 1500 hours** at Pearl Continental Hotel, The Mall, Rawalpindi.



Brig Kashif Naveed Abbasi, SI(M), Retd
Company Secretary

- Copy to:
- **Manager**
Companies & Securities Compliance
Pakistan Stock Exchange Limited
Pakistan Exchange Building, Stock Exchange Road, Karachi
 - **Executive Director**
Company Law Division
Corporatization and Compliance Department
Securities and Exchange Commission of Pakistan (SECP)
NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad
 - **Chief Compliance & Risk Officer**
Central Depository Company (CDC) of Pakistan Limited
CDC House, 99-B Block B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi

No.10-01/2024-Min-II
GOVERNMENT OF PAKISTAN
CABINET SECRETARIAT
CABINET DIVISION

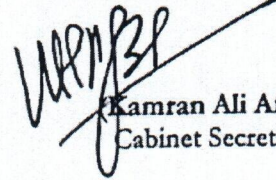
Islamabad, the 7th October, 2024

PRESS RELEASE

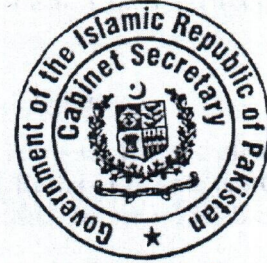
Declaration of Closed Holidays in Islamabad and Rawalpindi

The Prime Minister has been pleased to declare 14th, 15th and 16th October, 2024 (Monday, Tuesday & Wednesday) as closed holidays within the territorial limits of Islamabad Capital Territory (ICT) and Rawalpindi District to facilitate the smooth conduct of the 23rd Shanghai Cooperation Organization (SCO) Council of Heads of Government.

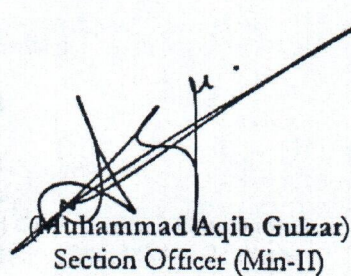
This press release is for wide publicity through all major English and Urdu dailies and electronic media.


(Kamran Ali Afzal)
Cabinet Secretary

The Principal Information Officer,
Press Information Department,
Islamabad



1. Federal Ministers
2. Attorney General for Pakistan, Islamabad
3. Ministers of State/ Advisors /Special Assistants to Prime Minister
4. The Auditor General of Pakistan, Islamabad
5. The Chief Election Commissioner of Pakistan, Islamabad
6. Secretary to Prime Minister, Prime Minister's Office, Islamabad
7. Secretary to President, President's Secretariat (Public), Islamabad
8. Secretaries/ Additional Secretaries (In-charge) of Ministries/Divisions, Islamabad/Rawalpindi
9. Secretary, Wafaqi Mohtasib's Secretariat, Islamabad
10. Secretaries Senate and National Assemblies Secretariats, Islamabad
11. Chairman, National Accountability Bureau, Islamabad
12. The Director General, Inter-Services Intelligence, Islamabad
13. The Director General, Intelligence Bureau, Islamabad
14. The Director General (Staff Duty), General Headquarters, Rawalpindi
15. The Director General (Ops), Joint Staff Headquarters, Rawalpindi
16. Chief Secretaries of Provincial, Azad Jammu & Kashmir and Gilgit-Baltistan Governments
17. Inspectors General of Police of Provincial, Azad Jammu & Kashmir and Gilgit-Baltistan Governments
18. The Chairman, Capital Development Authority, Islamabad
19. The Chief Commissioner, Islamabad
20. Inspector General of Police, Islamabad
21. The Commissioner, Rawalpindi
22. The Regional Police Officer, Rawalpindi
23. Secretary, Wafaqi Tax Ombudsman Secretariat, Islamabad
24. Accountant General Pakistan Revenues, Islamabad
25. The Registrar, Supreme Court, Islamabad
26. The Registrar, Federal Shariat Court, Islamabad
27. The Registrar, Islamabad High Court, Islamabad
28. The Manager, State Bank of Pakistan, Islamabad
29. Heads of Autonomous Bodies
30. All Departments of Cabinet Division, including Director IT
31. All Additional Secretaries, Cabinet Division


(Muhammad Aqib Gulzar)
Section Officer (Min-II)

**FAUJI CEMENT COMPANY LIMITED****Notice of 32nd Annual General Meeting**

Notice is hereby given that 32nd Annual General Meeting (AGM) of the members of Fauji Cement Company Limited (FCCL) will be held at Pearl Continental Hotel, The Mall, Rawalpindi on 14th October 2024 (Monday) at 1500 hours to transact the following business:-

Ordinary Business

1. To confirm the minutes of 31st Annual General Meeting held on 27th October 2023.
2. To receive, consider and adopt Annual Audited Financial Statements of the Company together with the Directors' and Auditors' Reports **for the year ended 30th June 2024.**
3. To appoint Statutory Auditors of the Company and fix their remuneration for the year ending 30th June 2025.
4. To consider and approve payment of final cash dividend @ 10 % i.e. Rs. 1 per share for the year ended 30th June 2024, as recommended by the Board of Directors.
5. To transact any other business with permission of the Chairman.



Rawalpindi
Dated 20 September 2024

By Order of FCCL Board of Directors

Brig Kashif Naveed Abbasi, SI(M), Retd
Company Secretary

Notes

1. In accordance with Section 223 of the Companies Act, 2017 and pursuant to S.R.O. 389(I)/2023 dated 21st March 2023, the financial statements of the Company have been uploaded on the website of the Company which can be downloaded from the following web-link and QR enabled code:-

<https://fccl.com.pk/en/annual-reports/>



If any member wishes to have a printed copy of the said financial statements, the member may write to the Company Secretary for sending a printed copy by mail at member's registered address. It will be supplied free of cost within one week of receipt of the request.

2. **Closure of Share Transfer Books.** The Share Transfer Books of the Company will remain closed from 8th October to 14th October 2024 (both days inclusive) for the purpose of attending AGM. Transfers received in order at M/s Corplink (Pvt) Limited Wings Arcade, 1-K, Commercial Model Town Lahore upto the close of business on 7th October 2024 will be treated in time for purpose of the above entitlement and to attend the Annual General Meeting (AGM).
3. A member entitled to attend and vote at this meeting may appoint another member as his / her proxy to attend the meeting and vote instead of him / her. Proxies in order to be effective must be received by the Company not later than 48 hours before the meeting.
4. **For CDC Account Holders / Corporate Entities.** In addition to the above, the following requirements have to be met:-
- The proxy form duly completed and signed as per requirement must be deposited at the registered office of the Company i.e. Fauji Towers, Block-III, 68 Tipu Road, Chaklala, Rawalpindi. CNIC numbers shall be mentioned on the form.
 - Proxy form can be downloaded from the following link on Company's website <https://fccl.com.pk/en/download-forms>.
 - Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.



- d. The proxy holder shall produce his original CNIC or original passport at the time of meeting.
- e. In case of corporate entity, certified copy of the Board of Directors' resolution/power of attorney with specimen signature shall be submitted.
- f. Members are requested to provide copies of their valid CNICs, and also promptly notify any changes in their addresses.

5. **Online Participation in AGM**

- a. To facilitate and ensure wider participation of the members, the Company will also be providing the online platform / facility to participate in the AGM in the shape of webinar/webex/zoom. The members will be able to login and participate in the AGM proceedings through their smartphones or computer devices after completing all the formalities required for the verification and identification of the members. In this regard, members are required to update their valid e-mail addresses with the Share Registrar, latest by 7th October 2024.
- b. The members who have already updated their valid e-mail addresses with the Company or its Share Registrar and are interested to attend AGM electronically, may send their request along with folio number at secretaryoffice@fccl.com.pk. Such request should be sent from their duly registered valid e-mail address for the registration purposes latest by 13th October 2024.

6. **Deduction of Income Tax from Dividend and Exemption from Deduction**

- a. The current prescribed rates for the deduction of withholding tax under Section 150 of the Income Tax Ordinance, 2001 from payment of dividend by the companies are as under:

(1) For filers of income tax returns	= 15%
(2) For non-filers of income tax returns	= 30%
- b. The income tax is deducted from the payment of dividend according to the Active Tax-Payer List (ATL) provided on the website of FBR. All those shareholders who are filers of income tax returns are therefore advised to



ensure that their names are entered into ATL to enable the Company to withhold income tax from payment of cash dividend @ 15% instead of 30%.

- c. Further according to Federal Board of Revenue (FBR), withholding tax will be determined separately on "Filer/Non-Filer" status of Principal shareholders as well as joint shareholder(s) based on their shareholding proportions in case of joint accounts held by the shareholders.
- d. In this regard all shareholders who hold shares jointly are requested to provide the shareholding proportions of Principal shareholder and joint shareholder(s) in respect of shares held by them to our Share Registrar in writing as follows:-

FAUJI CEMENT COMPANY LIMITED						
FORM OF JOINT SHAREHOLDING PROPORTION						
Folio / CDC Account No.	Total Holding	Principal Shareholder		Joint Shareholder(s)		Signatures
		Name of Principal Shareholder and CNIC No	Shareholding Proportion (No. of Shares)	Name of Joint Shareholder(s) and CNIC No.	Shareholding Proportion (No. of Shares)	

- e. The joint accounts information must reach our Share Registrar with 10 days of this notice. In case of non-receipt of information, it will be assumed that the shares are equally held by the principal shareholder and the joint holder(s).
- f. The shareholders, who want to avail exemption u/s 150 of the Income Tax Ordinance 2001, must provide valid Tax Exemption Certificate to our Share Registrar before commencement of book closure, otherwise tax will be deducted on dividend as per applicable rates.



7. **Consent for Video Conference Facility**

Pursuant of Section 132(2) of the Companies Act, 2017, Members may avail video conference facility for this Annual General Meeting provided the Company received consent from the members holding aggregate 10% or more shareholding at least 7 days prior to the date of meeting. The requisite form for availing the facility is provided at the website of the company at www.fccl.com.pk.

8. **Unclaimed Dividends and Share Certificates**

- a. The Company has previously discharged its responsibility under Section 244 of the Companies Act, 2017 whereby the Company approached the members to claim their unclaimed dividend and undelivered share certificates in accordance with the law.
- b. Members, whose dividends and share certificates are still unclaimed/ undelivered, are hereby once again advised to approach the Company to claim their outstanding dividend amounts and/ or undelivered share certificates.

9. **Deposit of Physical Shares into CDC Account.** As per Section 72 of the Companies Act, 2017, every existing listed Company is required to replace its physical shares with book-entry form in a manner as specified by the Commission. The members having physical shareholding are encouraged to open 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 any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

10. **Provision of International Banking Account Number (IBAN Detail).** "Under the provisions of Section 242 of the Companies Act, 2017 and SECP's Circular No 421(I) 2018 dated 19th March 2021, listed Company must pay cash dividends directly into shareholders' designated bank accounts. Shareholders are required to provide their International Bank Account Number (IBAN) details as directed by SECP.



11. **Change of Address.** Members are requested to notify any change in their addresses immediately. For any further assistance, the members may contact the Company or the Share Registrar at the following address:-

Registered Office - FCCL

Company Secretary
Fauji Cement Company Limited
Fauji Towers, Block -III, 68 Tipu Road
Chaklala, Rawalpindi, Pakistan
Tel: +92-051-9280081- 83
Website: <http://www.fccl.com.pk>

FCCL Registrar

M/s Corplink (Pvt) Limited
Wings Arcade, 1-K, Commercial
Model Town Lahore, Pakistan
Tel: +92-042-35916714-19, 35839182
Email: corplink786@gmail.com,
Website: <http://www.corplink.com.pk>

