



ARCHROMA PAKISTAN LIMITED

Registered & Corporate Office

1-A/1, Sector 20,
Korangi Industrial Area,
Karachi-74900 Pakistan.

UAN : +92-21 -111-275-786

Tel : +92-21 -35123261-70

Fax : +92-21 - 3 5 0 3 2 3 3 7

Email: archroma.pakistan@archroma.com

Website: www.archroma.com.pk

FA/IL/CL/2024-25/028

3 December 2024

Syed Ahmed Abbas

Deputy General Manager,

Listing Department

Pakistan Stock Exchange Limited

Stock Exchange Building,

Karachi.

NOTICE OF ANNUAL GENERAL MEETING HELD ON 26 DECEMBER 2024

Dear Sir,

Please find attached Notice of Annual General Meeting (AGM) to be held on 26 December 2024 for circulation amongst the TRE Certificate Holders of the Exchange.

For and on behalf of
Archroma Pakistan Ltd

Irfan Chawala

Director

Irfan Lakhani

Company Secretary

CC: The General Manager

Pakistan Stock Exchange Limited

Stock Exchange Building,

Stock Exchange Road

Karachi

Plant:

Petaro Road,
Jamshoro-76100,
Sindh, Pakistan.
UAN :+92-22-111-275-786
Tel :+92-22-2109740-45
Fax :+92-22-2109746-47

Plant:

LX 10 & 11,
Landhi Industrial Trading Estate,
Karachi-75120, Pakistan.
UAN :+92-21-111-330-330
Tel :+92-21-3 8 6 7 1 7 9 9
Fax :+92-21-35081370 & 73

Sales Office:

Katar Bund Road,
Thokar Niaz Baig,
Lahore-54000, Pakistan.
UAN :+92-42-111-275-786
Tel :+92-42-35299591-94
Fax :+92-42-35299463-64

Sales Office:

P-277,
Kashmir Road,
Amin Town,
Faisalabad.
Cell : 0301-8434475



Notice of 29th Annual General Meeting

Notice of Meeting

NOTICE is hereby given that the Twenty-Ninth 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, 26 December 2024 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 year ended 30 September 2024 along with the Chairperson's Review, Directors' and Auditors' report thereon.

In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 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://archroma.com.pk/Investors-Information/Annual Report>.



2. To approve appointment of external auditors for the year 2025 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. KPMG Taseer Hadi & Co. Chartered Accountants for re-appointment as Auditors' of the Company

ANY OTHER BUSINESS

3. To transact any other ordinary business with the permission of the Chair

By order of the Board

M. Irfan Lakhani
Company Secretary

Karachi: 31 October 2024

NOTES:

1. Closure of Share Transfer Books

- (i) The share transfer books of the Company will remain closed from 19 December 2024 to 26 December 2024 (both days inclusive) and transfers received and found in order by the Company's Registrars, M/s. FAMCO Share Registration Services (Pvt) Limited, 8-F, Near to Hotel Faran, Nursery Block 6, P.E.C.H.S Shahrah-e-Faisal, Karachi at the close of business on 18 December 2024 will be treated in time for the purpose of determining the entitlement for attending the Annual General Meeting.

2. Requirements for appointing Proxies

- 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 shall have such rights, as respects attending, speaking and voting at the meeting as are available to a member. A proxy need not be a member of the Company.
- b. Form of proxy, in order to be valid must be properly filled-in/executed 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 Computrized National Identity Card (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. In the case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signatures shall be submitted (unless it has been provided earlier) along with proxy form to the Company.
- f. The proxy shall produce his original CNIC or original valid passport at the time of the Meeting.

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 CNIC or Passport at the time of attending the meeting.

The Company will be providing the facility to shareholders who wish to attend the Annual General Meeting electronically. Such Shareholders are 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 24 December 2024.

Name of Shareholder / Proxy Holder	CNIC NO/NTN NO/ Passport No.	Folio No. / CDC Account No	* Mobile No.	E-mail Address

*Shareholders are requested to provide their active mobile numbers and email addresses to ensure timely communication.

Participants can join the meeting via video link beginning at 09:30 a.m., with the proceedings scheduled to commence at 10:00 a.m.

4. Updation 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/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 47 of the companies regulations, 2024, all CDC and shareholders are requested to provide their email addresses and cell phone numbers incorporated / updated in their physical folio or CDC Account.

5. Submission of CNIC and NTN Not Provided Earlier

As per the requirement if your CNIC number is not available in the company's 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 your broker (Participant) / CDC Investor Account Services and in case of physical shareholding immediately to Company's Share Registrar M/s FAMCO Share Registration Services (Pvt) Limited.

In compliance with regulatory directives issued from time to time, members who have not yet provided their CNIC Numbers and/or National Tax Numbers (NTN), as the case may be, are requested to kindly provide copies of their valid CNIC and/or NTN certificates at the earliest:

- The shareholders who hold Company's shares in physical form are requested to submit the above information to the Share Registrar of the Company M/s. FAMCO Share Registration Services (Pvt) Limited.
- Shareholders maintaining their shareholdings under Central Depository System (CDS) are advised to submit the above information directly to relevant Participant/CDC Investor Account Service.

In order to comply with the SECP's directives and in term of Section 243(2)(a) of the Companies Act, 2017, the Company shall be constrained to withhold the dividend, in case of non-availability of valid CNIC (for individuals) and NTN (for corporate entities).

6. Payment of Cash Dividend Electronically (Mandatory)

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 are once again, through this notice, requested to update their accurate and complete 24 digits IBAN together with the bank's name, branch's address, CNIC number and active email address & cell number with respective Participants/Investors' Account Services of CDC for electronic form of shares, and in case of physical shareholding to our Shares Registrar, M/s FAMCO Share Registration Services (Pvt) Limited, 8-F near Hotel Faran, Nursery Block 6, P.E.C.H.S, Shahrah-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 /or due to any event beyond the control of the company.

7. Transmission of Annual Reports via QR Enabled Code And E-mail

As permitted by SECP vide S.R.O 389(l)2023 dated March 21,2023, shareholders in their Annual General Meeting held on December 28, 2023 have authorized the Company to circulate annual audited financial statements through QR enabled code and weblink (<https://archroma.com.pk/Investors-Information/Annual Report>) instead of circulating the same through CD / DVD / USB.

8. Registration in CCDR web portal of CDC (Mandatory)

Central Depository Company (CDC) has developed Centralized Cash Dividend Register ("CCDR"), on e-Services web portal, which contains details pertaining to cash dividends paid, unpaid or withheld by listed companies. The CCDR will help to maintain history of dividends paid to shareholders by listed companies and access to all such information is provided to the respective shareholders including details of Income Tax / Zakat deduction etc. (if any) and the net amount credited into their bank accounts.

The Shareholders are requested to registrar themselves on CDC's e-services Portal <https://csp.cdcaccess.com.pk> to avail the facility.

9. 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 of unclaimed dividend of the Company, which have remained unclaimed 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 must be submitted to the Company's Share Registrar for receipt of dividend.

Shareholders, whose dividends still remain unclaimed, are hereby once again requested to approach the Company to claim their outstanding dividend amounts.

10. Deposit of Physical Shares into CDC Account

As per Section 72 of the Companies Act, 2017 (Act) every existing listed 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 the Commission, within a period not exceeding four years from the date of commencement of the Act i.e. May 30, 2017. Further, SECP vide its letter dated March 26, 2021 has advised Companies to comply with the requirements of Section 72 of the Act and encourage shareholders to convert their shares into 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, which will facilitate them in many ways, including safe custody and sale of shares at any time they want.

11. Consent for Video Link Facility

In terms 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 the Company receives request / demand 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 the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility.

In this regard, please fill the following form and submit to the Company at its registered address 10 days before 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 access such facility.

REQUEST FOR VIDEO CONFERENCE FACILITY

I / We / Messrs. _____ of _____ being Member(s) of Archroma Pakistan Limited, holder of _____ ordinary share(s) as per Folio # _____ and / or 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 on Website

The audited financial statements of the Company for the year ended 30 September 2024 have been made available on the Company's website www.archroma.com.pk.

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

FORM OF PROXY

Please quote Folio
Number

I/We _____

of _____

being a member of ARCHROMA PAKISTAN LIMITED, hereby appoint _____

of _____

or failing him/her _____

of _____

as my/our Proxy in my/our absence to attend and vote for me/us and on my/our behalf at the 29th Annual General Meeting of the Company to be held on Thursday, 26 December 2024 at 10:00 a.m. and at any adjournment thereof.

Revenue Stamp

Signed by the said _____

Witness 1

Signature _____

Name _____

CNIC No. _____

Address _____

Witness 2

Signature _____

Name _____

CNIC No. _____

Address _____

Place: _____

Date _____

NOTES:

1. This form of proxy duly completed, must be deposited at the Company's Registered Office at 1-A/1, Sector 20, Korangi Industrial Area, Korangi, Karachi not later than 48 hours before the meeting.
2. In pursuance of Circular No. 1 of 2000 of Securities and Exchange Commission of Pakistan (SECP) dated 26 January 2000, the beneficial owners of the shares registered in the name of Central Depository Company (CDC) and/or their proxies are required to produce their original Computerized National Identity Card (CNIC) or Passport for identification purpose at the time of attending the meeting. The form of proxy must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the form, alongwith attested copies of the CNIC or the Passport of the beneficial owner and the proxy.