

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 68th Annual General Meeting (AGM) of the members of KSB Pumps Company Limited (the company), will be held on Wednesday on 23rd April, 2025 at 1530 hours at the Registered office of the Company 16/2 Sir Agha Khan Road, Lahore (physical and virtual meeting) to transact the following business:

1. To confirm the minutes of the 67th Annual General Meeting held on April 23, 2024.
2. To consider and adopt the audited accounts of the Company for the year ended December 31, 2024, together with the Auditor's Report, Directors' Report and Chairman's Review Report thereon.

The Annual Report including the Financial Statements and related reports / documents has been uploaded on website of the Company, which can be downloaded from the following web-link and QR enabled code:

<https://www.ksb.com/en-pk/investor-relations/annual-reports>



3. To appoint auditors of the Company for the year ending December 31, 2025 and to fix their remuneration.


BY ORDER OF THE BOARD
FAISAL AMAN KHAN
Company Secretary

Lahore : March 29, 2025

NOTES:

1. A member entitled to attend and vote at this meeting is entitled to appoint another member as proxy. Proxies in order to be effective must be received not later than 48 hours before the time appointed for the meeting. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid. Every proxy shall have the right to attend, speak and vote in place of the member appointing him/her at the meeting.
2. The Share Transfer Books of the Company will remain closed from 16th April, 2025 to 23rd April, 2025 (both days inclusive). Transfers received in order at Company's Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block B,

S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400, by the close of business on 15th April, 2025 will be in time to be passed for payment of dividend to the transferees.

3. The CDC account/sub account holders and/or the persons whose securities are in group account and their registration details are up-loaded as per the regulations, shall for identification purpose have to produce their original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

4. As per SECP circular 4 of 2021 dated February 15, 2021, the Company is providing a video link facility for participation in the AGM. This facility is in addition to holding a physical AGM at a designated venue. Members or their proxy holders who wish to attend the AGM through the Video-Link are required to register themselves by providing the following information, along with a valid CNIC/Passport (both sides) copy, board resolution, or power of attorney as applicable, via email at companysecretary@ksb.com.pk, by the close of business hours on Monday, April 21, 2025.

Name of Shareholders/ Proxy	CNIC / Passport No.	Folio No./CDC Participant ID No.	Cell No.	Email Address
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Video-Link details and login credentials will be shared with those Members whose emails containing all the above particulars are received on or before April 21, 2025.

The shareholders, who wish to send comments/suggestions on the agenda of AGM, can email the Company at companysecretary@ksb.com.pk and the same will be discussed in the meeting and made part of the minutes of the meeting.

5. **WITHHOLDING TAX ON DIVIDENDS**

The Government of Pakistan through Finance Act, 2019 has made certain amendments in the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding Tax on the amount of dividend paid by the companies/banks. These tax rates are as follows:

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|--|-------|
| (a) For filers of income tax returns | 15.0% |
| (b) For non-filers of income tax returns | 30.0% |

To enable the Company to make tax deduction on the amount of cash dividend @15% instead of 30 % all 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 make sure that their names are entered into ATL before the date of payment of the cash dividend, otherwise tax on their cash dividend will be deducted @ 30 % instead of 15%.

The joint shareholders are requested to provide shareholding proportions of principal shareholders & joint shareholders as withholding tax will be determined separately on Filer/Non-filer status based on their shareholding proportions otherwise it will be assumed that shares are equally held.

The Corporate shareholders having CDC account are required to have their National Tax Number (NTN) updated with their respective participants, whereas physical shareholders should send a copy of their NTN Certificate to the Company or Company's Share Registrar, M/s. CDC Share Registrar Services Limited. The shareholders while sending NTN or NTN Certificate, as the case may be, must quote Company name and their respective folio numbers.

For any query/clarification/information, the shareholders may contact the Company, and/or the Share Registrar.

6. UNCLAIMED DIVIDEND/SHARES

Shareholders who could not collect their dividend / physical shares are advised to contact our Share Registrar to collect / enquire about their unclaimed dividend or shares, if any. In compliance with Section 244 of the companies Act 2017, after having completed the stipulated procedure, all such dividend and shares outstanding for a period of three (3) years or more from the date due and payable shall be deposited to the credit of the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

7. ELECTRONIC DIVIDEND MANDATE

Under section 242 of the Companies Act 2017, it is mandatory for all listed Companies to pay cash dividend to its shareholders only through electronic mode directly into the bank account designated by the entitled shareholders.

In order to receive dividend directly into their bank account, shareholders are requested (if not already provided) to fill in Bank Mandate Form for Electronic Credit of Cash Dividend available in the Annual Report and also on the Company's website and send it duly signed along with a copy of CNIC to the Share Registrar of the Company, CDC House, 99-B, Block 'B', S.M.C.H.S, Main Sharah-e-Faisal, Karachi-74400, in case of physical shares.

In case shares are held in CDC, electronic dividend mandate form must be directly submitted to shareholder's brokers/participant/CDC account services.

In case of non-receipt of information, the Company will be constrained to withhold payment of dividend to shareholders till provision of prescribed details.

8. AUDITED FINANCIAL STATEMENT OF THE COMPANY

As required under Section 223 (7) of the Companies Act 2017, audited Financial Statements of the Company have been uploaded on website of the Company. In accordance to the S.R.O. 389 (I) / 2023 dated March 21, 2023, the financial statements of the Company can also be accessed through the weblink and QR enabled code.

The Securities and Exchange Commission of Pakistan (SECP) through S.R.O. 389(I)/2023 dated March 21, 2023 has also provided an option for shareholders to receive Annual Report along with the notice of Annual General Meeting electronically through E-mail and in hard copy. Hence, members who are interested in receiving the Annual Reports and notice of Annual General meeting electronically in future are requested to send their request on the prescribed form placed on the Company's website. The consent form for electronic transmission could be downloaded from the Company Website: www.ksb.com.pk.

9. CONVERSION OF PHYSICAL SHARES INTO BOOK-ENTRY FORM

The shareholders having physical shareholding may open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into script-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 Stock Exchange. Further, Section 72 of the Companies Act, 2017 (the Act), states that every company shall be required to replace its physical shares with book-entry form in a manner s may be specified and from the date notified by SECP.



KSB Pumps Company Limited

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