



WAH NOBEL CHEMICALS LTD.

MANUFACTURERS OF FORMALDEHYDE AND FORMALDEHYDE RESINS
ISO – 9001-2000, 14001, 17025 & OHSAS 18001 CERTIFIED

SECY/05/WNC/

PUCARS

October 5, 2022

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

Dear Sir,

NOTICE OF ANNUAL GENERAL MEETING

In accordance with Clause 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited, Please find enclosed a copy of the Notice of Annual General Meeting of Wah Nobel Chemicals Limited to be held on October 28, 2022, prior to its publication in the newspaper for circulation amongst the TRE Certificate Holders of the Exchange.

Best regards.

Yours truly,
For WAH NOBEL CHEMICALS LTD.,

(TANVEER ELAHI)
COMPANY SECRETARY

Encl: As above

G. T. Road, Wah Cantt. Pakistan

Tele : +92-51-5568760, +92-596-545243-6 & 9314101-21 Ext. 22236 & 23201

Marketing Dept: +92-596-535864, Purchase Dept: +92-596-545240

Fax : +92-596-535862 & 545241

E-Mail : wahnobel@comsats.net.pk & wahnobel@micro.net.pk

Website : <http://www.wahnobel.com>



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General Meeting of the shareholders of WAH NOBEL CHEMICALS LIMITED will be held at the Registered Office of the Company, G.T. Road, Wah Cantt on Friday, October 28, 2022 at 1000 hours to transact the following business

ORDINARY BUSINESS

1. To confirm the minutes of the Extra Ordinary General Meeting held on May 31 , 2022.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2022 together with the Chairmn's review , Directors' and the Auditors' Reports thereon.
3. To approve and declare the final cash dividend @ Rs 05 per share i.e. 50 % for the year ended June 30, 2022 , as recommended by the Directors.
4. To appoint auditors of the Company for the year 2022-23 and to fix their remuneration. The Board of Directors, on the recommendation of the Audit Committee of the Company, has proposed re-appointment of Messer Grant Thornton Anjum Rahman, Chartered Accountants as auditors of the company.

OTHER BUSINESS

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

By Order of the Board

**(TANVEER ELAHI)
COMPANY SECRETARY**

WAH CANTT: OCTOBER 04, 2022

Notes:

1. The share transfer books of the Company will remain closed from October 22, 2022 to October 28, 2022 (both days inclusive). Transfers received in order by the Shares Registrar of the Company by the close of business on October 21, 2022 will be treated in time for the entitlement of payment of dividend.
2. A member of the Company entitled to attend and vote at the meeting may appoint another member as his/her proxy to attend the meeting and vote for him/her. Proxies in order to be effective, must be received at the Company's Registered Office not later than 48 hours before the time appointed for the meeting and must be duly stamped, signed and witnessed.
3. CDC Account Holders are advised to bring their original National Identity Cards to authenticate their identity along with CDC account numbers at the meeting. However, if any proxies are granted by such shareholders, the same shall also have to be accompanied with attested copies of the National Identity Card of the grantor, and the signature on the proxy form has to be the same as appearing on the National Identity Card.
4. Shareholders who are interested in attending AGM through video link are requested to email their Name, Folio Number, Cell Number, CNIC Number and Number of shares held in their name with subject "Registration for Wah Nobel Chemicals Limited AGM" at agmwahn@wahnobel.com

Video link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of AGM (i.e. before 10.00 a.m. on October 26, 2022).

Shareholders can also provide their comments and questions for the agenda items of the AGM at the email.

5. Shareholders are requested to notify to the Shares registrar M/s Ilyas Saeed Associates (Pvt) Limited, the change of address, if any, immediately.

WAH NOBEL CHEMICALS

6. Shareholders are once again requested to submit a copy of their valid CNIC (if not already provided) to the Company's Share Registrar, without any delay. In case of non-availability of a valid copy of the Shareholders' CNIC in the records of the Company, the Company shall withhold the Dividend under the provisions of Section 243(2)(a) of the Companies Act 2017 which will be released by the Company only upon compliance.
7. As per Income Tax Ordinance, 2001, following rates are prescribed for deduction of withholding tax on the amount of dividend paid by the company:
 - (a) For persons appearing in Active Tax Payer List (ATL): 15%
 - (b) For persons not appearing in Active Tax Payer List (ATL): 30%

Further, according to clarification provided by the FBR, with-holding tax will be determined separately on 'Active or Non-Active' status of Principal shareholder as well as joint-holder(s) based on their shareholding proportions, in case of joint accounts.

8. As per Section 242 of Companies Act, 2017, it is mandatory for the listed company to pay cash dividend to its shareholders only through electronic mode, directly into bank account designated by the entitled shareholders. Therefore, those Shareholders who have not yet provided details of their bank mandate are hereby advised to submit these details specifying: (i) title of account, (ii) bank account number, (iii) International Bank Account (IBAN) number (iv) bank name (v) branch name, code and address to Company's Share Registrar. Shareholders who hold shares with Participants /Central Depository Company of Pakistan (CDC) are advised to provide their bank mandate information to the concerned Broker/CDC. Please note that as per Section 243(3) of the Companies Act , 2017, company will be constrained to withhold payment of dividend, if necessary information is not provided by shareholders.
9. Pursuant to the provisions of section 223(6) of the Companies Act, 2017, the companies are permitted to circulate their annual financial statements, along with auditor's report, directors' review report , chairman's review report etc. ("Annual Report") and the notice of annual general meeting ("Notice"), to its shareholders by email. Shareholders who wish to receive aforesaid statements and notice of AGM through e-mail are requested to provide their written consent to the company.

The audited financial statements of the Company for the year ended June 30, 2022 will also be available on the Company's website (www.wahnobel.com)

10. As per section 72 of the Companies Act, 2017, 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. SECP through its circular # CSD/ED/Misc./2016-639-640 dated March 26, 2021 has advised the listed companies to pursue their such members who still hold shares in physical form, to convert their shares into book-entry form.

In light of above, shareholders having physical share certificates are requested to comply with the provisions of the Act by opening CDC sub-accounts with any of the brokers or Investor Accounts directly with CDC to convert their physical shares into scrip less form

11. Shareholders, whose dividends still remain unclaimed and /or undelivered share certificates are hereby once again requested to contact the Company or our Shares Registrar M/s Ilyas Saeed Associates (Pvt) Limited to claim their outstanding dividend amounts and/or undelivered share certificates. In case no claim is received, the Company shall proceed to comply in accordance with the applicable law.
-