

Ref: MISIL/AGM-2023

October 05, 2023

**The General Manager**

Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi.  
By PUCARS & Courier

**SUBJECT: NOTICE OF ANNUAL GENERAL MEETING**

Dear Sir,

Please find attached copy of the **Notice of the Annual General Meeting** (the Notice) to be held on Saturday, October 28, 2023 at 11:45 AM, at Pearl Continental Hotel, Shahrāh-e-Quāide-e-Azām, Lahore, prior to its dispatch to the members. Further, abstract of the Notice to be published in Business Recorder (English) and Nawa-i-Waqt (Urdu) on Friday, October 06, 2023, is also being attached.

Yours Sincerely,

For **MUGHAL IRON & STEEL INDUSTRIES LIMITED**



**MUHAMMAD FAHAD HAFEEZ**  
(Company Secretary)



CC: **The Director / HOD**

(Surveillance, Supervision and Enforcement Department),  
Securities & Exchange Commission of Pakistan,  
Islamabad.



**REGISTERED OFFICE:**

31-A, Shadman -1, Lahore.  
Office: +92-42-35960841-3  
Fax: +92-42-35960846  
E-mail: fahadhafeez@mughalsteel.com  
Website: www.mughalsteel.com

NTN #: 3533975-6  
STRN #: 03-06-7326-012-82

**WORKS:**

17- K.M, Sheikhpura Road, Sheikhpura.  
Tel: +92-42-37970226-7  
Fax: +92-42-37970326

# NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting (the Meeting) of the members of **MUGHAL IRON & STEEL INDUSTRIES LIMITED** (the Company) will be held on Saturday, October 28, 2023 at 11:45 a.m. at Pearl Continental Hotel, Shahrah-e-Quaid-e-Azam, Lahore to transact the following business:

## ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company together with the Chairman's Review Report, the Directors' Report and the Auditors' Reports thereon for the year ended June 30, 2023.
2. To declare final cash dividend @ 32% i.e., Rs. 3.20/- per share of Rs. 10/- each for the year ended June 30, 2023, as recommended by the Board of Directors.
3. To appoint auditors and fix their remuneration for the year ending June 30, 2024.

A notice referred to in sub-section (2) of section 246 of the Companies Act, 2017 is hereby given to the members that, the Board of Directors upon recommendation of the Audit Committee has recommended the names of M/s. Fazal Mahmood & Company, Chartered Accountants and M/s. Muniif Ziauddin & Company, Chartered Accountants the retiring auditors, for re-appointment as joint external auditors of the Company after obtaining their consent.

## SPECIAL BUSINESS

4. To consider and, if deemed fit, to pass with or without modification, the following resolutions as special resolutions with respect to related party transactions in which some or majority of directors are interested:

"**RESOLVED** that the transactions entered into by the Company with related parties during the year ended June 30, 2023 as disclosed in relevant notes to the financial statements in which some or majority of the directors are interested are hereby ratified and confirmed."

"**FURTHER RESOLVED** that the Company be and is hereby authorized to enter into and carry out transactions in its normal course of the business from time to time with related parties during the ensuing year ending June 30, 2024. The members have noted that for the aforesaid transactions some or a majority of the directors may be interested. Notwithstanding the interest of the directors, the members hereby grant an advance authorization to the Board Audit Committee and the Board of Directors of the Company to review and approve all related party transactions based on the recommendation of the Board Audit Committee."

"**FURTHER RESOLVED** that the related party transactions as aforesaid for the period ended June 30, 2024 would subsequently be presented to the members at the next Annual General Meeting for ratification and confirmation."

Statement of material facts as required under section 134(3) of the Companies Act, 2017 is annexed.

Lahore: October 05, 2023

By Order of the Board  
-sd-  
**Muhammad Fahad Hafeez**  
Company Secretary

## NOTES:

### 1. Closure of share transfer books:

The share transfer books of the Company will remain closed from October 19, 2023 to October 28, 2023 (both days inclusive). Physical transfers / Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. THK Associates (Private) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII, Karachi, up to the close of business on October 18, 2023, will be considered in time for the entitlement of the members to dividend and to participate and vote at the Meeting.

### 2. Participation / proxies:

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/ executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC)/ Smart National Identity Card (SNIC) of the member appointing the proxy shall be attached with the instrument.

An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, copies of the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: [www.mughalsteel.com](http://www.mughalsteel.com). A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000.

Pursuant to section 132(2) of the Companies Act, 2017, if the Company receives a request from members holding an aggregate 10% or more shareholding residing in a city, such members may request a video conferencing facility for the purposes of participating in the Meeting at such a location by sending a request to the Company at least seven (07) days prior to the date of the Meeting, the Company will arrange video conference facility in that city subject to the availability of such facility in that city.

Members are also being provided with the facility to participate in the meeting through electronic means via Zoom video-link. Accordingly, interested members

are requested to get themselves registered by sending their particulars at the designated e-mail address [fahadhafeez@mughalsteel.com](mailto:fahadhafeez@mughalsteel.com), giving particulars as per below table latest by the close of business hours (5:00 PM) on October 25, 2023.

Name of Member	CNIC No./ NTN No.	CDC Participant ID/Folio No.	Cell No	Registered email address

Members, who are registered, after the necessary verification, will be provided a Zoom video-link by the Company on the same e-mail address that they e-mail the Company with. The login facility will be provided on the day of the Meeting and will remain open from 11:45AM till the end of the Meeting. Only those members whose names appear in the register of members as of October 18, 2023 will be entitled to participate and vote at the Meeting via Zoom-video link.

### 3. Dividend:

As per Section 242 of the Companies Act, 2017, it is mandatory for all listed companies to pay cash dividend to its members through electronic mode directly into the bank account designated by the entitled member. Accordingly, members are requested to provide/update their correct International Bank Account Number ("IBAN") details latest by October 18, 2023. In case shares are held in physical form, to the Company's Share Registrar and in case shares are held in CDS then with relevant Participant/CDC account services.

Further, as per SECP directives, the dividend of members, whose valid CNICs are not available with the Share Registrar, shall be withheld.

All members having physical shareholding are therefore advised to submit a photocopy of their valid CNICs immediately, if already not provided, to the Share Registrar, without any further delay and latest by October 18, 2023.

Please note that in case of failure to provide/update correct/valid IBAN/CNIC details by the members, the Company will be constrained to withhold payment of dividend in accordance with the relevant provisions of the Companies Act, 2017 and related regulations.

Dividend income on shares is liable to deduction of withholding tax under Section 150 of the Income Tax Ordinance, 2001. Withholding of tax on dividend is based on 'Active' and 'Non-Active' status of members,

whereby, rate of withholding tax is 15% and 30% respectively. 'Active' means a person whose name appears on the Active Taxpayers List available at e-portal of FBR (<http://www.fbr.gov.pk/>) and 'Non-Active' means a person whose name is not appearing on the Active Taxpayers List. The Company will ascertain the tax status of members as at the first day of book closure and will deduct tax accordingly. All the members whose names are not entered into the Active Taxpayer List, despite the fact that they are filers, are advised to make sure that their names are entered into the list latest by October 18, 2023, otherwise tax on their cash dividend will be deducted @30% instead @15%. Members who have joint shareholdings held by Filers and Non-filers shall be dealt with separately and in such particular situation, each account holder is to be treated as either a Filer or a Non-filer and tax will be deducted according to his / her shareholding. If the share is not ascertainable then each account holder will be assumed to hold equal proportion of shares and the deduction will be made accordingly. Therefore, in order to avoid deduction of tax at higher rate, the joint account holders are requested to provide the below details of their shareholding to the Share Registrar of the Company latest by October 18, 2023.

CDC Account Number / Folio	Name of shareholders (Principal / Joint Holders)	Number or percentage of Shares held (Proportion)	CNIC Number	Signature
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Members seeking exemption from deduction of income tax or those members who are eligible for deduction at a reduced rate are requested to submit a valid tax certificate or necessary documentary evidence, as the case may be latest by October 18, 2023.

Please note that the information regarding gross dividend, tax/zakat deduction and net amount of dividend will be provided through the Centralized Cash Dividend Register, therefore, members should register themselves to CDC's eService Portal.

#### 4. Postal ballot facility:

In accordance with the Companies (Postal Ballot) Regulations, 2018, the right to vote through electronic voting facility and voting by post shall be provided to members of the Company for all businesses classified as special business under the Companies Act, 2017 in the manner and subject to conditions contained in the Regulations.

#### 5. General

Members holding shares in physical form are requested to promptly notify Company's share registrar, M/s. THK Associates (Private) Limited of any change in their postal/ email addresses. Members maintaining their shares in CDS should have their address/ email addresses updated with their relevant Participant/CDC account services.

Members who by any reason, could not claim their dividend/shares are advised to contact our shares registrar M/s. THK Associates (Private) Limited to collect / enquire about their unclaimed dividends/shares, if any.

Section 72 of the Companies Act, 2017 requires every company to replace its physical shares with book-entry form within the period to be notified by the SECP. The members having physical shareholding are accordingly encouraged to open their account with investors account services of CDC or sub account with any of the brokers and convert their physical shares in script less form. This will facilitate the shareholders 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 Limited.

The Company has placed the Audited Annual Financial Statements for the year ended June 30, 2023 along with the Reports thereon on its website: [www.mughalsteel.com](http://www.mughalsteel.com) and the same are also electronically available on PUCARS system of the Pakistan Stock Exchange Limited. and can also be downloaded/viewed from the following QR code and weblink:



<https://www.mughalsteel.com/annual-reports-for-the-last-three-financial-years/?v=steel>.

Any member requiring printed copy of Annual Report 2023 may send a request using a Standard Request Form placed on Company's website which shall be provided free of cost within seven (07) days.

For any query/problem/information, the investors may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address [fahadhafeez@mughalsteel.com](mailto:fahadhafeez@mughalsteel.com) and/or THK Associates (Private) Limited at +92-21-35310191-6 and e-mail address [sfc@thk.com.pk](mailto:sfc@thk.com.pk).

## STATEMENT OF MATERIAL FACTS AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF SPECIAL BUSINESS TO BE TRANSACTED AT THE FORTHCOMING ANNUAL GENERAL MEETING IS APPENDED BELOW:

This statement sets out the material facts concerning the special business listed at agenda item 4, to be transacted at the forthcoming Annual General Meeting of the Company to be held on Saturday, October 28, 2023 at 11:45 a.m. at Pearl Continental Hotel, Shahrah-e-Quaid-e-Azam, Lahore.

### Agenda Item No. 4.

During the year, there were transactions entered into by the Company with related parties. However, since some or majority of Company's directors were directly or indirectly interested in these transactions due to their common directorship and/or holding of shares in the related parties, the quorum of directors could not be formed for approval of these transactions. Accordingly, these transactions, as disclosed in the relevant notes to the financial statements along with names, description and amounts, are being placed before the members for their approval/ratification by passing special resolutions as mentioned in the Notice of Annual General Meeting with or without modifications. All related party transactions are carried out at arm's length in accordance with the Company policies and comply with legal requirements and are reviewed periodically by the Board Audit Committee which is chaired by an independent director. Rent expense is in respect of land taken on lease for administrative purposes with agreement for one year, whereas, commission income is in respect of corporate guarantee issued by the Company to banks on behalf of Mughal Energy Limited details of which are given in note. 32 to the financial statements. Following, review by the Board Audit Committee, the said transactions are placed before the Board of Directors for approval.

Further, it is expected that the Company may be conducting related party transactions in the normal course of business in the upcoming financial year as well, wherein, some or majority of directors are expected to be interested in due to their relationships, common directorship and shareholding in these related parties. The members are informed that it is not possible to make estimate of the quantum of related party transactions to be undertaken in the period ending June 30, 2024, which depends on case-to-case basis, however, the Company will present the actual figures for subsequent ratification and confirmation by the members, at the next annual general meeting. Based on the above, approval of the members is also sought to authorize the Company to enter into such transactions with related parties during the ensuing year ending June 30, 2024 and further grant power to the Board to periodically review and approve such transactions based on the recommendation of the Board Audit Committee by passing Special Resolutions as mentioned in the Notice of Annual General Meeting with or without modifications.

The directors who are/may be interested in this subject matter are as follows:

- |                                     |                         |
|-------------------------------------|-------------------------|
| 1. Mr. Mirza Javed Iqbal            | 2. Mr. Khurram Javaid   |
| 3. Mr. Muhammad Mubeen Tariq Mughal | 4. Mr. Fazeel Bin Tariq |
| 5. Mr. Muhammad Mateen Jamshed      | 6. Mr. Jamshed Iqbal    |

The directors are interested in this business to the extent of their relationships, common directorships and their respective shareholding in the related parties.

**MUGHAL IRON & STEEL INDUSTRIES LIMITED**  
**FORM OF PROXY**  
**14<sup>th</sup> ANNUAL GENERAL MEETING**

I/We \_\_\_\_\_, being member(s) of **Mughal Iron & Steel Industries Limited** and holder of \_\_\_\_\_ Shares as per Folio No.\_\_\_\_\_/CDC Participation ID # \_\_\_\_\_ and Sub Account # \_\_\_\_\_/CDC Investor Account ID # \_\_\_\_\_ do hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him/her \_\_\_\_\_ of \_\_\_\_\_ having Folio No.\_\_\_\_\_/CDC Participation ID # \_\_\_\_\_ and Sub Account # \_\_\_\_\_/CDC Investor Account ID # \_\_\_\_\_ as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of Mughal Iron & Steel Industries Limited scheduled to be held on Saturday, October 28, 2023 at 11:45 a.m. at Pearl Continental Hotel, Shahrah-e-Quaid-e-Azam Lahore and at any adjournment thereof.

At witness my/our hand this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

1. Signature \_\_\_\_\_  
 Name \_\_\_\_\_  
 C.N.I.C \_\_\_\_\_  
 Address \_\_\_\_\_  
 \_\_\_\_\_

Please  
 Affix Revenue  
 Stamps of Rs.  
 50/-

2. Signature \_\_\_\_\_  
 Name \_\_\_\_\_  
 C.N.I.C \_\_\_\_\_  
 Address \_\_\_\_\_  
 \_\_\_\_\_

\_\_\_\_\_  
 Members' Signature  
 (This Signature should agree with the  
 specimen signature with the company)

**Notes:**

1. A member entitled to attend and vote at this meeting may appoint any other member as his / her proxy to attend, speak and vote instead of him / her. A proxy must be a member of the Company.
2. A member shall not be entitled to appoint more than one proxy.
3. The instrument appointing a proxy must be duly signed and witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
4. Attested copies of the CNIC or the Passport of beneficial owners and the proxy shall be furnished along with the proxy form. In case of corporate entity, the board's resolution/power of attorney with specimen signature shall be furnished along with the proxy form.
5. Proxies in order to be valid, must be received at the Share Registrar office of the Company, M/s. THK Associates (Pvt.) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII, Karachi not later than forty eight (48) hours before the time scheduled for the meeting.





# MUGHAL STEEL NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting (the Meeting) of the members of **MUGHAL IRON & STEEL INDUSTRIES LIMITED** (the Company) will be held on Saturday, October 28, 2023 at 11:45 a.m. at Pearl Continental Hotel, Shahrah-e-Quaid-e-Azam, Lahore to transact the following business:

## Ordinary Business:

- To receive, consider and adopt the Audited Financial Statements of the Company together with the Chairman's Review Report, the Directors' Report and the Auditors' Reports thereon for the year ended June 30, 2023.
- To declare final cash dividend @ 32% i.e., Rs. 3.20/- per share of Rs. 10/- each for the year ended June 30, 2023, as recommended by the Board of Directors.
- To appoint auditors and fix their remuneration for the year ending June 30, 2024.

A notice referred to in sub-section (2) of section 246 of the Companies Act, 2017 is hereby given to the members that, the Board of Directors upon recommendation of the Audit Committee has recommended the names of M/s. Fazal Mahmood & Company, Chartered Accountants and M/s. Muniff Ziauddin & Co., Chartered Accountants the retiring auditors, for re-appointment as joint external auditors of the Company after obtaining their consent.

## Special Business:

- To consider and, if deemed fit, to pass with or without modification, the following resolutions as special resolutions with respect to related party transactions in which some or majority of directors are interested:

"**RESOLVED** that the transactions entered into by the Company with related parties during the year ended June 30, 2023 as disclosed in relevant notes to the financial statements in which some or majority of the directors are interested are hereby ratified and confirmed."

"**FURTHER RESOLVED** that the Company be and is hereby authorized to enter into and carry out transactions in its normal course of the business from time to time with related parties during the ensuing year ending June 30, 2024. The members have noted that for the aforesaid transactions some or a majority of the directors may be interested. Notwithstanding the interest of the directors, the members hereby grant an advance authorization to the Board Audit Committee and the Board of Directors of the Company to review and approve all related party transactions based on the recommendation of the Board Audit Committee."

"**FURTHER RESOLVED** that the related party transactions as aforesaid for the period ended June 30, 2024 would subsequently be presented to the members at the next Annual General Meeting for ratification and confirmation."

Statement of material facts as required under section 134(3) of the Companies Act, 2017 relating to the above mentioned special business, has been sent to the Members along with Notice.

By Order of the Board  
-sd-

**Muhammad Fahad Hafeez**  
Company Secretary

Lahore: October 05, 2023

## NOTES:

### 1. Closure of share transfer books:

The share transfer books of the Company will remain closed from October 19, 2023 to October 28, 2023 (both days inclusive). Physical transfers / Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. THK Associates (Private) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII, Karachi, up to the close of business on October 18, 2023, will be considered in time for the entitlement of the members to dividend and to participate and vote at the Meeting.

### 2. Participation / Proxies:

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC)/ Smart National Identity Card (SNIC) of the member appointing the proxy shall be attached with the instrument. An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, copies of the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: [www.mughalsteel.com](http://www.mughalsteel.com). A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000.

Pursuant to section 132(2) of the Companies Act, 2017, if the Company receives a request from members holding an aggregate 10% or more shareholding residing in a city, such members may request a video conferencing facility for the purposes of participating in the Meeting at such a location by sending a request to the Company at least seven (07) days prior to the date of the Meeting, the Company will arrange video conference facility in that city subject to the availability of such facility in that city.

Members are also being provided with the facility to participate in the meeting through electronic means via Zoom video-link. Accordingly, interested members are requested to get themselves registered by sending their particulars at the designated e-mail address [fahadhafiez@mughalsteel.com](mailto:fahadhafiez@mughalsteel.com), giving particulars as per below table latest by the close of business hours (5:00 PM) on October 25, 2023.

Name of Member	CNIC No./NTN No.	CDC Participant ID/ Folio No.	Cell No.	Registered Email Address

Members who are registered, after the necessary verification, will be provided a Zoom video-link by the Company on the same e-mail address that they e-mail the Company with. The login facility will be provided on the day of the Meeting and will remain open from 11:45AM till the end of the Meeting. Only those members whose names appear in the register of members as of October 18, 2023 will be entitled to participate and vote at the Meeting via Zoom-video link.

### 3. Dividend:

As per Section 242 of the Companies Act, 2017, it is mandatory for all listed companies to pay cash dividend to its members through electronic mode directly into the bank account designated by the entitled member. Accordingly, members are requested to provide/update their correct International Bank Account Number ("IBAN") details latest by October 18, 2023. In case shares are held in physical form, to the Company's Share Registrar and in case shares are held in CDS then with relevant Participant/CDC account services.

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### 4. Postal ballot facility:

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Members who by any reason, could not claim their dividend/shares are advised to contact our shares registrar M/s. THK Associates (Private) Limited to collect / enquire about their unclaimed dividends/ shares, if any.

Section 72 of the Companies Act, 2017 requires every company to replace its physical shares with book-entry form within the period to be notified by the SECP. The members having physical shareholding are accordingly encouraged to open their account with investors account services of CDC or sub account with any of the brokers and convert their physical shares in script less form. This will facilitate the shareholders 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 Limited.

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<https://www.mughalsteel.com/annual-reports-for-the-last-three-financial-years/?v=steel>

Any member requiring printed copy of Annual Report 2023 may send a request using a Standard Request Form placed on Company's website which shall be provided free of cost within seven (07) days. For any query/problem/information, the investors may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address [fahadhafiez@mughalsteel.com](mailto:fahadhafiez@mughalsteel.com) and/or THK Associates (Private) Limited at +92-21-35310191-6 and e-mail address [sfc@thk.com.pk](mailto:sfc@thk.com.pk).



نوٹس دیا جاتا ہے کہ مغل آئرن اینڈ اسٹیل انڈسٹریز لمیٹڈ (کمپنی) کے ممبران کا چودہواں سالانہ اجلاس عام (اجلاس) بروز ہفتہ 28 اکتوبر 2023 بوقت 11:45 بجے، بمقام پرل کانٹینٹل ہوٹل، شاہراہ قائد اعظم، لاہور میں مندرجہ ذیل امور کی انجام دہی کیلئے منعقد کیا جائے گا:

### عمومی امور:

- 30 جون 2023 کو ختم ہونے والے سال کیلئے کمپنی کے آڈٹ شدہ مالیاتی گوشوارہ جات بمعہ جیز مین کی جائزہ رپورٹ، ڈائریکٹرز اور ڈائریٹرز پوزیشن کی وصولی، غور و خوض اور منظوری کرنا۔
- بورڈ آف ڈائریکٹرز کی تجویز کے مطابق 30 جون 2023 کو ختم ہونے والے سال کیلئے 32 فیصد یعنی 10/ روپے والے شیئرز کیلئے فی شیئر 3.20 روپے کے ڈیویڈنڈ کی منظوری کرنا۔
- 30 جون 2024 کو ختم ہونے والے سال کیلئے آڈٹ شدہ تفرقہ داران کے معادے کا تعین کرنا۔

کمپنیز ایکٹ، 2017 کی دفعہ 246 کی ذیلی دفعہ (2) کے تحت ممبران کو مطلع کیا جاتا ہے کہ آڈٹ کمپنی کی سفارش پر بورڈ آف ڈائریکٹرز نے ریٹائر ہونے والے آڈیٹرز میسرز فضل محمود اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس اور میسرز منیف شیا، الدین اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کو ان کی رضامندی حاصل کرنے کے بعد بطور ورنی آڈیٹرز کی دوبارہ تقرری کی سفارش کی ہے۔

### خصوصی امور:

- ریلیٹیو پارٹی ٹرائز یکشن سے متعلق مندرجہ ذیل قراردادیں جن میں کچھ زیادہ تر ڈائریکٹرز دلچسپی رکھتے ہیں ان پر غور کرنا اور اگر مناسب سمجھا جائے تو انہیں بمعہ ترمیم یا لٹریچر بطور خصوصی قرارداد منظور کرنا:
- ”مقرر قرار پایا جاتا ہے کہ 30 جون 2023 کو ختم ہونے والے سال کے دوران کمپنی کی طرف سے ریلیٹیو پارٹیز کے ساتھ کئے گئے لین دین، جن کو مالیاتی گوشوارہ جات کے نوٹس میں بیان کیا گیا ہے اور جن میں کچھ زیادہ تر ڈائریکٹرز دلچسپی رکھتے ہیں، اس کی تصدیق و توثیق کی جاتی ہے۔“
- ”مقرر قرار پایا جاتا ہے کہ کمپنی کو 30 جون 2024 کو ختم ہونے والے سال کے دوران ریلیٹیو پارٹیز کے ساتھ، کاروباری معمولات دین کرنے کا اختیار دیا جاتا ہے۔ ممبران نے نوٹ کیا ہے کہ مذکورہ بالا لین دین میں کچھ زیادہ تر ڈائریکٹرز دلچسپی رکھ سکتے ہیں۔ ڈائریکٹرز کی دلچسپی کو نظر انداز کرتے ہوئے، ممبران کمپنی کی بورڈ آڈٹ کمپنی اور بورڈ آف ڈائریکٹرز کو بورڈ آڈٹ کمپنی کی سفارشات کی بنیاد پر تمام ریلیٹیو پارٹی ٹرائز یکشنز کا جائزہ لینے اور منظوری دینے کیلئے پیشگی اجازت دیتے ہیں۔“

”مقرر قرار پایا جاتا ہے کہ 30 جون 2024 کو ختم ہونے والے سال کیلئے مذکورہ بالا ریلیٹیو پارٹی ٹرائز یکشنز کو بعد میں توثیق کیلئے اگلے سالانہ اجلاس عام میں ممبران کے سامنے پیش کیا جائے گا۔“

کمپنیز ایکٹ، 2017 کی دفعہ (3) 134 کے تحت درکارا پردیئے گئے خصوصی امور سے منسلک ممبران کیلئے ممبران کو نوٹس کے ساتھ بخجھا دیا گیا ہے۔

محکمہ بورڈ  
محمد فہد حفیظ  
کمپنی سیکریٹری

لاہور 15 اکتوبر 2023

### نوٹس:

#### 1- شیئرز متعلق کی کتابوں کی پیشکش:

کمپنی کی شیئرز متعلق کی کتابیں 19 اکتوبر 2023 سے 28 اکتوبر 2023 تک (بشمول دونوں ایام) بندر ہیں گی۔ وہ مادی مشتمل ہیں / سینٹرل ڈیپازٹری سسٹم (سی ڈی ایس) ٹرائز یکشن آئی ڈی، جو کہ کمپنی کے شیئرز رجسٹرار، میسرز THK ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، پلاٹ نمبر C-32 جی کمرشل سٹریٹ-2، ڈی ایچ اے فیئر-VII، کراچی 18 اکتوبر 2023 کو کاروبار کے اختتام تک موصول ہوں گی، وہ ممبران کے ڈیویڈنڈ، اجلاس میں شرکت اور اس میں ووٹ ڈالنے کے حوالے سے ان کے حقوق کے تعین کرنے کے لئے بروقت اور قابل قبول تصور ہوں گی۔

#### 2- اجلاس میں شرکت پر اہلی:

اس اجلاس میں حصہ لینے اور ووٹ ڈالنے کا حقدار کمپنی کا ممبران اس اجلاس میں شرکت کرنے، بولنے اور رائے دہندگی کے لئے کمپنی کے کسی دوسرے ممبر کو اپنا پراسی مقرر کر سکتا ہے۔ ایک ممبر ایک سے زیادہ پراسی مقرر کرنے کا حقدار نہیں ہوگا۔ پراسی کا تقرر کرنے والے فارم کو مناسب طریقے سے مکمل ہونا چاہیے اور درست ہونے کیلئے، کمپنی کے شیئرز رجسٹرار، میسرز THK ایسوسی ایٹس (پرائیویٹ) لمیٹڈ کو اجلاس کے مقررہ وقت سے 48 گھنٹے قبل موصول ہونا لازمی ہے۔ پراسی تقرری کرنے والے ممبر کی کمپیوٹرائزڈ ذمہ داری (CNIC) / سارٹ قومی شناختی کارڈ (SNIC) کی تصدیق شدہ کاپی پراسی فارم کے ساتھ منسلک کرنا لازمی ہے۔ اجلاس کیلئے لاگو ہونے والے پراسی فارم کی ایک کاپی پانہاں لوٹس بھیجئے کے ساتھ فراہم کی جاتی ہے۔ مزید یہ کہ پراسی فارم کی کاپیاں عام دفتری اوقات میں کمپنی کے رجسٹری آفس سے بھی حاصل کی جاسکتی ہیں یا کمپنی کی ویب سائٹ [www.mughalsteel.com](http://www.mughalsteel.com) سے ڈاؤن لوڈ کی جاسکتی ہیں۔ ایک کمپنی یا ایک کارپوریشن جو کمپنی کی ممبر ہے، اجلاس میں شرکت اور ووٹ کیلئے اپنے بورڈ آف ڈائریکٹرز کی قرارداد کے ذریعے نمائندہ مقرر کر سکتی ہے۔ ایسے ممبران کو، جنہوں نے اپنے شیئرز سنٹرل ڈیپازٹری کمپنی آف پاکستان لمیٹڈ میں جمع کرائے ہیں، مزید مشورہ دیا جاتا ہے کہ وہ ایس ای سی کے سرکلر نمبر (1) آف 2000 کی ہدایات پر عمل کریں۔

کمپنیز ایکٹ، 2017 کی دفعہ (2) 132 کے تحت، اگر کمپنی کسی شہر میں رہائش پذیر مجموعی طور پر 10 فیصد یا اس سے زیادہ شیئرز ہولڈنگ رکھنے والے ممبران سے اجلاس کی تاریخ سے کم از کم سات (07) دن پہلے ویڈیو کانفرنسنگ کی سہولت فراہم کرنے کی درخواست وصول کرتی ہے تو کمپنی اس شہر میں ویڈیو کانفرنسنگ کی سہولت کا بندوبست کرے گی بشرطیکہ اس شہر میں یہ سہولت میسر ہو۔

ممبران کو اجلاس میں الیکٹرانک طریقے سے شرکت کی سہولت فراہم کرنے کیلئے زوم ویڈیو لنک کی سہولت بھی فراہم کی جارہی ہے۔ اس مناسبت سے دلچسپی رکھنے والے ممبران سے درخواست ہے کہ وہ درج ذیل درکارا تفصیلات 25 اکتوبر 2023 کو کاروباری دن کے اختتام (شام 5 بجے) تک [fahadhafiez@mughalsteel.com](mailto:fahadhafiez@mughalsteel.com) پر بھیج کر اپنی رجسٹریشن کروائیں۔

ممبر کا نام	شناختی کارڈ نمبر / این این این	سی ڈی ای سی پینٹ آئی ڈی / فوئیڈنمبر	موبائل نمبر	رجسٹری ڈی ویل ایڈریس

ضروری تصدیق کے بعد رجسٹر شدہ ممبران کو کمپنی کی جانب سے ان کی اسی ای میل ایڈریس پر جس سے انہوں نے کمپنی کو ای میل کی ہوگی ایک زوم ویڈیو لنک فراہم کر دیا جائے گا۔ لاگ ان کی سہولت صبح 11:45 بجے سے اجلاس کے اختتام تک عملی رہے گی۔ صرف وہ ممبران جن کے نام 18 اکتوبر 2023 تک ممبران کے رجسٹر میں ظاہر ہوئے ہیں وہ زوم ویڈیو لنک کے ذریعے اجلاس میں شرکت اور ووٹ ڈالنے کے حقدار ہوں گے۔

### 3- ڈیویڈنڈ

کمپنیز ایکٹ، 2017 کی دفعہ 242 کے تحت، اسلڈ کمپنیز کیلئے لازم ہے کہ وہ نقد ڈیویڈنڈ صرف بذریعہ الیکٹرانک طریقہ کار براہ راست ممبران کے نامزد کردہ بینک اکاؤنٹس میں منتقل کریں۔ لہذا ممبران سے درخواست کی جاتی ہے کہ اپنے درست انٹرنیشنل بینک اکاؤنٹ نمبر (IBAN) 18 اکتوبر 2023 تک، فزیکل شیئرز ہونے کی صورت میں کمپنی کے شیئرز رجسٹرار اور اگریٹمنٹ ڈی ایس (CDS) میں موجود ہوں تو متعلقہ پارٹیشن / سی ڈی ای سرورس پر وہ اینڈ ریکارڈ کے ساتھ اپ ڈیٹ کریں۔

مزید برآں، ایس ای سی پی کی ہدایات کے مطابق، ایسے ممبران جن کے سی این آئی سی کمپنی کے شیئرز رجسٹرار کے پاس موجود نہیں ہیں، ان کا ڈیویڈنڈ روک لیا جائے گا۔ اس لیے فزیکل شیئرز ہولڈنگ رکھنے والے تمام ممبران جنہوں نے اپنی سی این آئی سی فراہم نہیں کیے، انہیں متنبہ کیا جاتا ہے کہ وہ اپنے درست سی این آئی سی کی نقل بغیر کسی تاخیر کے اور زیادہ سے زیادہ 18 اکتوبر 2023 تک شیئرز رجسٹرار کو فراہم کر دیں۔

براہ کرم نوٹ فرمائیں کہ ممبران کی جانب سے درست CNIC/IBAN کی تفصیلات کی فراہمی میں تاخیر کی صورت میں کمپنی، کمپنیز ایکٹ 2017 اور متعلقہ ضوابط کی متعلقہ دفعات کے مطابق ڈیویڈنڈ کی ادائیگی روکنے پر مجبور ہوگی۔

ڈیویڈنڈ کی آمدنی پر ٹیکس کی کوئی رقم ٹیکس آرڈر نہیں، 2001 کی دفعہ 150 کے تحت کی جاتی ہے۔ ڈیویڈنڈ پر ٹیکس کی کوئی رقم کا مختصر ممبران کے ”ایکونو“ یا ”نان ایکونو“ ہونے پر ہے، جس کے تحت ٹیکس کی شرح بالترتیب 15 فیصد اور 30 فیصد ہے۔ ”ایکونو“ سے مراد وہ شخص ہے جس کا نام ایف بی آر (<https://www.fbr.gov.pk/>) کے ای پورٹل پر ایکونوٹیکس سٹیز زسٹ میں ظاہر ہوگا اور ”نان ایکونو“ سے مراد وہ شخص ہے جس کا نام ایکونوٹیکس سٹیز زسٹ میں ظاہر نہیں ہوگا۔ کمپنی ہندش کتاب کے پہلے دن ممبران کے ٹیکس کی حیثیت کا پتہ لگائے گی اور اسی کے مطابق ٹیکس کا لیا جائے گا۔ ایسے تمام ممبران جن کے نام ایکونوٹیکس سٹیز زسٹ میں شامل نہیں ہیں، باوجود اس کے کہ وہ فائلر ہیں انہیں متنبہ کیا جاتا ہے کہ وہ اس بات کو یقینی بنائیں کہ ان کے نام 18 اکتوبر 2023 تک فہرست میں درج ہو جائیں، بصورت دیگر ان کے نقد ڈیویڈنڈ پر 15 فیصد کی بجائے 30 فیصد کے حساب سے ٹیکس کا لیا جائے گا۔ ایسے ممبران جن کی شرکت کیلئے ہولڈنگ ہے اور وہ فائلر یا نان فائلر ہیں ان کے ساتھ ملحدہ ملحدہ معاملہ کیا جائے گا اور ایسی مخصوص صورت حال میں ہر ایک اکاؤنٹ ہولڈر کو فائلر یا نان فائلر تصور کرتے ہوئے اس کی شرکت کیلئے ہولڈنگ کے مطابق ٹیکس کی کوئی رقم لیا جائے گی۔ مشنر کمپنیز ہولڈرز کے حصے کا تعین ناممکن ہونے کی صورت میں ہر ایک مشنر کا اکاؤنٹ ہولڈر برابر حصے کا مالک سمجھا جائے گا اور اسی حساب سے ٹیکس کی کوئی رقم لیا جائے گی۔ لہذا ٹیکس کی زائد شرح سے بچنے کیلئے، مشنر کمپنیز ہولڈرز سے گزارش ہے کہ وہ اپنی شرکت کیلئے ہولڈنگ کی درج ذیل تفصیلات 18 اکتوبر 2023 تک کمپنی کے شیئرز رجسٹرار کو فراہم کر دیں:

سی ڈی ای / اکاؤنٹ / فوئیڈ	شیئرز ہولڈرز کا نام (پرنسپل / مشنر / ہولڈرز)	شیئرز ہولڈنگ کی تعداد یا تناسب	کمپیوٹرائزڈ شناختی کارڈ نمبر	دستخط

ممبران جو کہ ٹیکس کوئی سے استثنیٰ چاہتے ہیں یا ایسے ممبران جو کہ شرح پر ٹیکس کی کوئی رقم سے اہل ہیں ان سے درخواست کی جاتی ہے کہ درست ٹیکس سرٹیفکیٹ یا ضروری دستاویزی ثبوت، جو بھی صورت ہو، 18 اکتوبر 2023 تک جمع کرا دیں۔

براہ کرم نوٹ فرمائیں کہ اگر اس ڈیویڈنڈ / ٹیکس / زکوٰۃ کی کوئی اور ڈیویڈنڈ کی نیٹ اکاؤنٹ کی تفصیلات بذریعہ سینٹرلائزڈ ڈیویڈنڈ رجسٹر (CDS) فراہم کی جائیں گی، لہذا ممبران کو چاہئے کہ وہ سی ڈی ای سرورس پورٹل پر خود کو رجسٹر کر لیں۔

### 4- پوسٹل بیٹک کی سہولت:

کمپنی کے ممبران کو، ان تمام امور کے سلسلے میں جو کہ کمپنیز ایکٹ 2017 کے تحت خصوصی امور شریکے جاتے ہیں، کمپنیز (پوسٹل بیٹک) ریگولیشنز، 2018 کے مطابق، الیکٹرانک ووٹنگ اور ڈاک کے ذریعے ووٹنگ کے حق کا استعمال کرنے کی سہولت فراہم کی جائے گی۔

### 5- جزل:

ممبران جن کے پاس فزیکل شیئرز موجود ہیں ان سے درخواست کی جاتی ہے کہ اپنے جزلوں میں کسی قسم کی تبدیلی کو فوری طور پر شیئرز رجسٹرار، میسرز THK ایسوسی ایٹس (پرائیویٹ) لمیٹڈ کو مطلع کریں۔ ممبران جن کے شیئرز سی ڈی ای ایس میں ہیں ان کو چاہئے کہ اپنے پتے متعلقہ پارٹیشن / سی ڈی ای سرورس میں اپ ڈیٹ کر دیں۔

ایسے ممبران جو کسی بھی وجہ سے اپنے ڈیویڈنڈ / شیئرز کا دعویٰ نہیں کر سکے، انہیں آگاہ کیا جاتا ہے کہ وہ ہمارے شیئرز رجسٹرار، میسرز THK ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، پلاٹ نمبر C-32، جی کمرشل سٹریٹ-2، ڈی ایچ اے فیئر-VII، کراچی سے رابطہ کرنا تاکہ وہ اپنے غیر دعویٰ شدہ ڈیویڈنڈ / شیئرز (اگر کوئی ہوں) کے بارے میں معلومات حاصل کر سکیں۔

کمپنیز ایکٹ، 2017 کی دفعہ 72 کے تحت تمام کمپنیز ایس ای سی پی کی جانب سے نوٹیفائی کردہ عرصے میں اپنے فزیکل شیئرز کو ایک انٹری میں تبدیل کرنے کی عہدہ ہیں۔ فزیکل شیئرز رکھنے والے ممبران کو مطلع کیا جاتا ہے کہ وہ سی ڈی ای کے ساتھ انویسٹرا ڈیٹ یا کسی بھی بروکر کے ساتھ ذیلی اکاؤنٹ کھلا کر اپنے فزیکل شیئرز کو سی ڈی ای میں ایک انٹری فارم میں جمع کرا سکیں۔ اس سے ممبران کو کئی طرح کی سہولیات ملیں گی جیسا کہ شیئرز کی حفاظت اور کسی بھی وقت شیئرز کی فروخت۔ پاکستان اسٹاک ایکسچینج لمیٹڈ کے موجودہ قواعد کے مطابق فزیکل شیئرز کی تجارت ممنوع ہے۔

کمپنی کے 30 جون 2023 کو ختم ہونے والے سال کیلئے سالانہ آڈٹ شدہ مالیاتی گوشوارہ جات بمعہ رپورٹس، کمپنی کی ویب سائٹ [www.mughalsteel.com](http://www.mughalsteel.com) پر فراہم کر دیئے گئے ہیں اور یہی سب پاکستان اسٹاک ایکسچینج لمیٹڈ کے PUCARS سسٹم پر الیکٹرانک طریقے سے بھی فراہم کر دیئے گئے ہیں اور انہیں نیچے دیئے گئے QR کوڈ سے بھی ڈاؤن لوڈ کیا / دیکھا جاسکتا ہے:



<https://www.mughalsteel.com/annual-reports-for-the-last-three-financial-years/?v=null>  
کوئی بھی ممبر جسے سالانہ رپورٹ 2023 کی پرنٹ شدہ کاپی درکار ہو وہ معیاری درخواست فارم، جو کہ کمپنی کی ویب سائٹ پر فراہم شدہ ہے، استعمال کر کے درخواست بھیج سکتا ہے۔ کاپی کی سات (07) دنوں کے اندر مفت فراہم کی جائے گی۔ کسی بھی قسم کی معلومات، مشعل یا سوالات کی صورت میں سربراہ کار حضرات محترم ذیشان اعجاز سے رابطہ نمبر +92-42-3596084 اور ای میل ایڈریس [fahadhafiez@mughalsteel.com](mailto:fahadhafiez@mughalsteel.com) یا کمپنی کے شیئرز رجسٹرار، THK ایسوسی ایٹس (پرائیویٹ) لمیٹڈ سے رابطہ نمبر +92-21-35310191-6 اور ای میل ایڈریس [sfc@thk.com.pk](mailto:sfc@thk.com.pk) پر رابطہ کر سکتے ہیں۔