



**PAKISTAN GUM & CHEMICALS LIMITED
NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 58th Annual General Meeting of Pakistan Gum and Chemicals Limited, will be held on Saturday, 24 April, 2021 at 10:00 a.m. at Company's registered office, located at B-19/A, Irshad Qadri Road, SITE, Karachi to transact the following business:

Ordinary Business:

1. To consider and adopt the Annual Audited Financial Statements of the company for the year ended 31 December, 2020 together with Directors' and Auditors' reports thereon.
2. To consider and approve payment of dividend at Rs.3.00 per share (30%) to the shareholders for the year ended 31 December, 2020 as recommended by the Board of Directors.
3. To appoint external auditors for the year ending December 31, 2021 and to fix their remuneration.

Special Business:

1. To ratify and approve transactions conducted with Related Parties for the year ended 31 December 2020 by passing the following special resolution with or without modification:

“RESOLVED THAT the transactions conducted with Related Parties as disclosed in the note 32 of the financial statements for the year ended 31 December 2020 be and are hereby ratified, approved and confirmed”.

To authorize the Board of Directors of the Company to approve transactions with Related Parties for the financial year ending 31 December 2021 by passing the following special resolution with or without modification:

“RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case to case basis for the financial year ending 31 December 2021.

RESOLVED FURTHER THAT these transactions by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval”.



Ordinary Business:

4. To transact any other ordinary business as may be placed before the meeting with the permission of the Chair.

· By Order of the Board

Jahanzeb Ashfaq
(Company Secretary)
Karachi: 2 April, 2021

Notes:

1. The Share Transfer Books of the Company will remain closed from 18 April, 2021 to 24 April, 2021 (both days inclusive). Transfers received in order by our registrar M/s JWAFS Registrar Services (Pvt) Limited 407-408 Al-Ameera Center, Shara-e-Iraq, Saddar Karachi, at the close of business on 17 April, 2021 will be treated in time for the purpose of attending the meeting. And payment of final dividend to the transferees.
2. CDC shareholders are requested to bring their original CNIC, Account No., Sub-Account number and participant's number in Central Depository System for identification purpose for 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 (unless it has been provided earlier) at the time of the meeting.
3. A member entitled to attend and vote at the meeting may appoint another person on his / her behalf as his / her proxy to attend, speak and vote and a proxy so appointed shall have such right with respect to attending, speaking and voting at the meeting as are available to a Member. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. A proxy need not be a member of the Company.
4. Non-CDC shareholders are requested to notify any change in their addresses immediately.



CDC Account Holders will further have to follow the guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan (SECP).

Deduction of withholding tax on the amount of dividend:

i) Deductions will be made as under:

As per Section 150 of the Income Tax Ordinance, 2001 withholding tax on dividend will be deducted for active and inactive status of income tax at 15% and 30% respectively. According to FBR, withholding tax in case of joint accounts will be determined separately based on the filer and non-filer status of the principal and joint shareholder(s) based on their shareholding.

ii) As per FBR Circulars C.No.1 (29) WHT/2006 dated 30 June 2010 and C No.1 (43) DG (WHT)-Vol.II-66417-R, dated 12 May 2015, a valid exemption certificate is mandatory to claim exemption of withholding tax under section 150 of the Income Tax Ordinance, 2001 (tax on dividend amount) where the statutory exemption under clause 47B of part-IV of Second Schedule is available.

Circulation of Annual Balance Sheet, Profit and Loss Account, Auditors' Reports and Directors' Report etc. ("annual audited accounts")

SECP through its SRO 470(I) dated 31 May 2016 has allowed companies to circulate their annual balance sheet, profit and loss accounts, Auditor's Report and Director's Report etc. ("Annual Audited Accounts") to its members through CD/DVD/USB at their registered addresses. In view of the above, the Company has sent its Annual Report 2020 to its shareholders in the form of CD. Any member requiring a copy of Annual Report 2020 may forward a request to Share Registrar or Company Secretary.