

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Dar Es Salaam Textile Mills Limited (the "Company") will be held on Wednesday, 28th day of October 2020 at 11:00 a.m., however due to the current situation caused by the COVID-19 pandemic, shareholders shall be entitled to attend the meeting through video link facility managed from the Company's registered office at 54-C III Gulberg-III, Lahore, to transact the following business

### 1. ORDINARY BUSINESS

1.	To confirm the minutes of the last Annual General Meeting held on October 28, 2019.
2.	To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2020 together with the Reports of the Directors and Auditors thereon.
3.	To appoint auditors of the company and fix their remuneration for the financial year 2020-21. The Board of Directors have recommended for reappointment of M/s. Rizwan & Co, Chartered Accountants as external auditors.

### 2. ANY OTHER BUSINESS

3.	To transact any other ordinary business which may legally be transacted at an Annual General Meeting, with the permission of the Chair.
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By Order of the Board of Directors

**Shahid Amin Chaudry**  
Company Secretary

Lahore  
October 07, 2020

### NOTES:

1.	In pursuance of SECP's Circular No. 5 dated March 17, 2020, and Circular No. 10 dated April 1, 2020, respectively pertaining to Regulatory Relief to dilute impact of Corona Virus (COVID 19) for Corporate Sector, the shareholders shall be entitled to attend the proceedings of the AGM through online means using a video link facility,
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	Zoom application or other electronic means for the safety and well-being of the valued shareholders and the general public.
2.	The Shares Transfer Books of Dar Es Salaam Textile Mills Limited (the "Company") will remain closed from October 21, 2020 to October 28, 2020 (both days inclusive). No transfers will be accepted for registration during this period. Transfers in good order, received at the office of the Company's Share Registrar namely M/s. Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore, by the close of business on October 20, 2020 will be treated in time for the purpose of attending the annual general meeting.

3.	The login facility will be opened at 10.45 a.m. on October 28, 2020 enabling the participants to join the proceedings which will start at 11.00 a.m. sharp.
4.	Shareholders interested in attending the AGM through electronic means, are requested to register themselves by submitting their following particulars at the Company's designated email address <a href="http://www.daressalaamtextilemills.com">www.daressalaamtextilemills.com</a> before the close of business hours on October 20, 2020. The link to the zoom application will be sent to the shareholders on the email address provided in the below table:

Name of Shareholder	CNIC Number	CDC Account No./Folio No.	Cell Number	Email Address
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5.	Login facility will be shared with the shareholders whose emails addresses provided on above table, Shareholders can also provide their comments / suggestions on <a href="http://www.daressalaamtextilemills.com">www.daressalaamtextilemills.com</a> or WhatsApp or SMS on _____ for the agenda items proposed to be conducted at the AGM in the same manner as it is being discussed in the AGM, and later shall be made part of the minutes of the meeting.
6.	A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy must be a member of the Company
7.	The instrument appointing the proxy and the Power of Attorney or other authority under which it is signed, or a notarially certified copy thereof, must be lodged at the Company's registered office i.e. 54-C III, Gulberg III, Lahore, not later than 48 hours before the time of the meeting.

8. The Members who have not yet submitted photocopy of their valid CNIC to the Company / Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, /s. Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore. Corporate entities are requested to provide their National Tax Number (NTN). Please give the folio number with the copy of CNIC / NTN details. Reference is also made to the Securities and Exchange Commission of Pakistan (SECP) Notifications SRO 779 (I) dated August 18, 2011, and SRO 831 (I) 2012 dated July 05, 2012, which mandates that the dividend warrants should bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate members. In case of non-receipt of the copy of a valid CNIC, the Company will not transmit the dividends of such shareholders to comply with the said SROs of SECP.

9. The Government of Pakistan through the Finance Act, 2020 has made certain amendments in Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are as under:

- a. Rate of tax deduction for filer of income tax returns: 15.0%
- b. Rate of tax deduction for non-filers of income tax return: 30.0%

All the 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 start of book closure date otherwise tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

A valid Exemption Certificate under Section 159 of the Ordinance is mandatory to claim exemption of withholding tax under Clause 47B of Part-IV of Second Schedule to the Ordinance. Those who fall in the category mentioned in the above Clause must provide a valid Tax Exemption Certificate to our Shares Registrar; else tax will be deducted on dividend amount as per rates prescribed in Section 150 of the Ordinance.

10. For shareholders holding their shares jointly as per the clarification issued by the FBR, withholding tax will be determined separately on "Filer / Non-Filer" status of the principal shareholder as well as the joint-holder(s) based on their shareholding proportions. Therefore, all shareholders who hold shares jointly are required to provide shareholding proportions of principal shareholder and joint-holder(s) in respect of shares held by them to the Company's Share Registrar, Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore in the writing as follows, otherwise it will be assumed that the shares are equally held by the principal shareholder and the joint shareholder(s):

Principal Shareholder

Joint Shareholder

Folio/CDC Account #	Total Shares	Name and CNIC	Shareholding Proportion (No. of Shares)	Name and CNIC	Shareholding Proportion (No. of Shares )
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11. Shareholders are requested to notify their change of address, Zakat declaration and Tax exemption certificate (if any) immediately to the Company's Share Registrar, Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore. Please further note that Zakat will be deducted from dividends at source at the rate of 2.5% of the paid up value of the shares under Zakat and Ushr laws and will be deposited within the prescribed period with the relevant authority. In the event that you would like to claim an exemption, please submit, with your broker/CDC/the Company's Share Registrar, your Zakat Declaration form CZ -50 under the Zakat and Ushr Ordinance 1980 and Rule 4 of the Zakat (Deduction and Refund) Rules 1981.

12. SECP, through its SRO 470(1)/2016 dated May 31, 2016, has allowed companies to circulate their annual accounts to shareholders through CD/DVD/USB at their registered addresses. However, any shareholder may request the Company Secretary in writing to provide a printed copy of the annual report at their registered address, free of cost

Members are further informed that pursuant to SECP's S.R.O. 787(1)/2014 dated September 8, 2014 regarding electronic transmission of the Company's Annual Report and AGM notice, we have uploaded the request form on the Company's website - [www.daressalaamtextilemills.com](http://www.daressalaamtextilemills.com). Those members who want to avail this facility are requested to submit the duly filled request form to our Share Registrar Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore.

13. In accordance with the requirements of section 242 of the Companies Act 2017, cash dividends shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Shareholders are requested to provide their folio number, name, bank account details comprising of bank name, branch name, branch code, account number, title of account and IBAN, which they designate for crediting of their dividend. A standard form has also been placed on the Company's website- [www.daressalaamtextilemills.com](http://www.daressalaamtextilemills.com). Please ensure that such details are provided to the Company's Share Registrar Corplink (Pvt) Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore and/or your broker/participant/CDC Investor account services, failing which the Company will be unable to process your dividend payment.

