

Arpak International Investments Ltd.

King's Arcade, 20-A, Markaz F-7, P.O. Box 1529, Islamabad

TEL : (051) 2650805-7

FAX : (051) 2651285-6

Ref: Arpak/SECP/602-2019

October 07, 2019

The Joint Director
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue
Blue Area, **Islamabad.**

SUBJECT: ADVERTISEMENT FOR THE NOTICE OF AGM
PUBLISHED IN NEWSPAPERS

Dear Sir,

We hereby submit that we have published the Notice for the Company's 42nd Annual General Meeting in the following Newspapers:

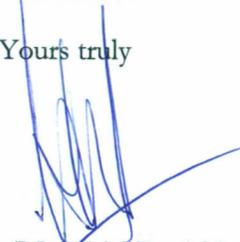
1. "The Daily Observer" Islamabad and Karachi - English
Dated **October 05, 2019**
2. "The Daily Assas" Rawalpindi and Karachi - Urdu
Dated **October 05, 2019**

We hereby enclose Notice of the Meeting in accordance with the instructions contained in your Circular No. 2 of 2001 dated 22.02.2001.

Photocopies of the Newspaper cuttings are also enclosed herewith for your kind information and record.

Thanking you

Yours truly



(Mujahid Bashir)
Company Secretary

Encl: as above

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Notice of 42nd Annual General Meeting

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1. To confirm the minutes of the Annual General Meeting held on October 26, 2018.
2. To receive, consider and adopt the Audited Financial Statements of the Company together with the Directors' and Auditors' reports for the year ended June 30, 2019.
3. To consider and approve the payment of final cash dividend. The Board of Directors has recommended payment of final cash dividend of Re. 0.60 per share (6%) for the year ended June 30, 2019.
4. To appoint the Auditors of the Company and to fix their remuneration for the financial year ending June 30, 2020.
5. To transact any other business of the Company as may be permitted by the Chair.

Special Business

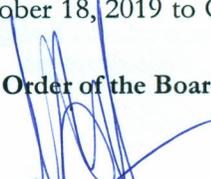
To consider and if thought fit to pass the following resolution, with or without amendment, as a Special Resolution:

"Resolved that the consent of the shareholders in the General Meeting be and is hereby accorded to extend the grace period by further three years for repayment of balance loan by Chashma Sugar Mills Limited, an Associated Undertaking."

The Share transfer books of the Company will remain closed from October 18, 2019 to October 28, 2019 (both days inclusive).

Islamabad
October 04, 2019

By Order of the Board


(MUJAHID BASHIR)
Company Secretary

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Notes:

1. A member eligible to attend and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote instead of himself/herself. Proxies in order to be effective must be valid and received by the Company not less than 48 hours before the time for holding of the Meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
2. Members are requested to notify the Shares Registrar of the Company of any change in their addresses immediately.
3. CDC shareholders are requested to bring their original Computerized National Identity Card (CNIC) or Original Passport, account, sub account number and participant's number in the Central Depository System for identification purpose for attending the Meeting. In case of a 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.
4. Transmission of Annual Financial Statements through E-Mail:

The SECP vide SRO 787 (1)/2014 dated September 08, 2014 has provided an option for shareholders to receive audited financial statements along with notice of Annual General Meeting electronically through email. Hence, members who are interested in receiving the annual reports and notice of Annual General Meeting electronically in future are requested to send their email addresses on the consent form placed on the Company's website www.premiersugarmills.com to the Company's Share Registrar.

5. The Financial Statements of the Company for the year ended September 30, 2018 along with reports have been placed at website of the Company <http://premiergrouppk.com/arpak/>

6. DEDUCTION OF INCOME TAX FOR FILER AND NON FILER

Currently Section 150 of the Income Tax Ordinance, 2001 prescribed following rates for deduction of withholding tax on the amount of dividend paid by the companies:

Rate of tax deduction for filer of income tax returns	15 %
Rate of tax deduction for non-filer of income tax returns	30 %

In case of joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing as follows, to our Share Registrar, or if no notification, each joint holder shall be assumed to have an equal number of shares.

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Company Name	Folio/CDS Account No	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC No	(No. of Shares)	Name & CNIC No	(No. of Shares)

The CNIC number /NTN details are now mandatory and are required for checking the tax status as per the Active Taxpayers List (ATL) issued by federal Board of Revenue (FBR) for time to time.

7. EXEMPTION FROM DEDUCTION OF INCOME TAX / ZAKAT:

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate, are requested to submit a valid tax exemption certificate or necessary documentary evidence as the case may be. Members desiring non-deduction of zakat are also requested to submit a valid declaration of non-deduction of zakat.

8. In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility a request is to be submitted to the Company Secretary of the Company on given address:

“ The Company Secretary, Arpak International Investments Limited,
Kings' Arcade 20-A, Markaz F-7, Islamabad.”

9. Pursuant to section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company, which remain unclaimed or unpaid for a period of three years from the date it become due payable shall vest with the Federal Government after compliance of procedure prescribed under the Companies Act, 2017. Section 244(I) (a) of the Act, requires the Company to give a 90 days' notice to the members to file their claims with the Company. Shareholders are hereby informed that a list of all unclaimed dividend has been added on the Company's website [http:// http://premiergrouppk.com/arpak/](http://http://premiergrouppk.com/arpak/) Any member effected by this notice is advised to write to or call at the office of the Company's Share Registrar M/s Hameed Majeed Associates (Pvt.) Ltd., H.M-House, 7-Bank Square Road, Lahore during normal working hours.

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STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017

A A statement under section 134 of the Companies Act, 2017 setting forth all material facts concerning the matters contained in the Notice which will be considered for adoption at the meeting and the information required is provided below:

B A total of Rs. 50 Million was extended as loan to Chashma Mills Limited in terms of section 208 after approval by the members in May 2008 for a period of six (6) years with a grace period of two (2) years and principal to be repaid in 8 equal installments. The Company and CSM, during the financial year ended June 30, 2014 and then again during the financial year ended June 30, 2016, have entered into a revised agreement and changed the repayment terms. As per latest agreement outstanding balance of Rs. 43.75 Million (at that time) is now receivable in seven half-yearly instalments commencing November, 2019. The outstanding amount of loan on June 30, 2019 was Rs. 43.75 Million and no loan amount is written off. It is now proposed that members may approve to further extend the grace period for three (3) years with principal amount to be repaid in seven (7) equal half yearly installments commencing November, 2023. Further details are as follows:-

(i) Name of Investee Company	Chashma Sugar Mills Limited
(ii) Nature of Loan/Advance	Long term loan
(iii) Purpose of loans and advances	Expansion of current facilities and installation of Ethanol Fuel Plant under BMR.
(iv) Amount of loans and advances (Complete details)	Rs. 43.75 million only (Total Advanced Rs. 50 million out of which Rs. 6.25 million have been received).
(v) Rate of mark up	One month KIBOR + 1.25 % which, in any case, will not be less than the borrowing cost of the investing Company.
(vi) Tenor	It is proposed to extend grace period for further 3 years with principal amount to be repaid in 7 equal half annual installments commencing November, 2022.
(vii) Securities	Demand Promissory Note as a Collateral Security had been obtained.
(viii) Source of Funds	Company's own internal reserves (Retained earnings).
(ix) Repayable Schedule	The balance amount in seven half-yearly installments, commencing from November 2022.
(x) Benefits likely to accrue to the Company and its shareholders from loans and advance.	Higher returns on the loans leading to better dividends to the shareholders.

C Brief about Chashma Sugar Mills Limited the investee Company on the basis of reviewed consolidated condensed

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interim financial statements for the half year ended March 31, 2019:

Total Sales	Rs. 5,307 Million
Equity	Rs. 5,918 Million
Long term Loans and Lease	Rs. 1,668 Million
Current Ratio	0.91
GP Ratio	15.14%
Net Profit Ratio	2.03%
Shareholding of Arpak International Investments Limited	Nil
Outstanding Balance of Loans	Rs. 43.75 Million

- D The Directors of Chashma Sugar Mills Limited have no other interest in the investment except common directorship.
- E The audited Financial Statement of Arpak International Investments Limited and reviewed condensed interim financial statements of Chashma Sugar Mills Limited for the year ended June 30, 2019 and for the half year ended March 31, 2019, can be inspected from 10.00 a.m. to 11.30 a.m. in all working days up-to October 28, 2019 by the shareholders.

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Special Business

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(MUJAHID BASHIR) Company Secretary

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Statement Under Section 134 (3) of The Companies Act, 2017, pertaining to Special Business is annexed with the notice being send to the members.

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