

### Motice of Annual General Meeting For the year ended June 30, 2022



Notice is hereby given to the Members that the 74th Annual General Meeting of International Industries Limited will be held on September 30, 2022 at 11:00 a.m. at the Jasmin Hall, Beach Luxury Hotel, off. M.T. Khan Road, Karachi to transact the following business. However, members are encouraged to attend the meeting through the video conferencing to help in proventing the spread of COVID-19.

ORDINARY BUSINESS

Financial Statements
1. To receive, consider and adopt the Audited Annual Financial Statements (unconsol Company for the year ended June 30, 2022, together with the Reports of the Direc required under Section 23 (7) of the Companies Act 2017, the Financial Statemen uploaded on the website of the Company which can be viewed <a href="http://www.licom.pk/menosters/financial-information">http://www.licom.pk/menosters/financial-information</a>

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To consider and approve the payment of Rs. 6.0 per share (60%) as final cash dividend in addition to 20% interim
cash dividend announced and already paid, making a total dividend of Rs. 8.0 per share (80%) for the financial year
ended June 30, 2022, as recommended by the Board of Directors.

Sition:
To appoint statutory auditors of the Company for the year ending June 30, 2023 and fix their remuneration. The retiring Auditors, Mrs A. F. Feguson & Co., Chartered Accountants, being sligible, have offered themselves for re-appointment at a fee to be mutually agreed and reimfurusements of out-of-pocket expenses at actuals.

ction of Directors To elect eight (8) Directors for a period of three (3) years commencing from September 30, 2022 As required U/s 159(1), the Board has fixed the number of Directors to be elected as eight (

Mr. Mustapha. A. Chinoy Mr. Asif Jooma Mr. Haider Rashid Mr. Kamal A. Chinoy Mrs. Saadia S. Rashid

Any other Business
5. To transact, with the permission of the Chair, any other business which may be transacted at an Annual General Meeting.

The information as required under section 166(3) of the Companies Act, 2017 is being provided along with the Notice of the Annual General Meeting being sent to the Shareholders. By Order of the Board International Industries Ltd.

M. Irfan Bhatti Company Secretary & Head of Legal Affairs

PARTICIPATION IN THE AGM VIA THE VIDEO CONFERENCING FACILITY

n attending the meeting through video conferencing are requested to email the following ct "Registration for International Industries Limited AGM" along with a valid copy of both de National Identity Card (GNIC) at investors@ill.com.pk. Video-link and login credentials lose members whose emails, containing all the required particulars, are received at least 48 of their Computerized Name shared with only those me before the time of AGM.

before the time of AGM.

Itatian to a tend Annual General Meeting through Video Conferencing Facility
Folio No./CDC Investors A/c No./ Sub-A/c No.:
Name of Shareholder:
Mobile Phone Number:
Mobile Phone Number:
No. of Shareholder that the 1st day of the Book Closure to establish the right to attend AGM:
sholders can also provide their comments and questions for the agenda items of the AGM at the emsis investors@illo.com.bk Shareholders can also provide their comment address investors@il.com.pk CLOSURE OF SHARE TRANSFER BOOKS The Register of Members and the Shore Transfer

Register of Members and the Share Transfer Books will be closed from September 21, 2022 to September 30, 22 (both days inclusive) to establish the right to attend the Annual General Meeting and to recover the distributed

ATTENDING AGM AND APPOINTMENT OF PROXY

A Member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint another member as her/his proxy to attend, speak and vote on her/his behalf.

B. An instrument appointing proxy and the power of attorney or other authority under which it is signed or a notarized certified copy of the power or authority must be deposited at the registered office of the Company at containing and the power of attorney or other authority under which it is signed or a notarized certified copy of the power or authority must be deposited at the registered office of the Company at CC CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1, dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistian.

i) For Attending AGM
a) in case of individuals, the account holder or sub-account holder whose securities and their registration details are uploaded as per the Regulations, shall produce proof of her/his identity by showing their by the company of the propriets and the produced contains the company of the propriets of the propriets entity, a Board of Director's resolution/power of attorney with specimens esignature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

ii) For Appointing Proxy
a) In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per COC regulations shall submit the Proxy Form as per the above requirement.
b) Attested copies of the CNIC of the beneficial owners and the proxy shall be furnished with the Proxy Form.
The proxy shall produce her/his original CNIC at the time of the meeting.

The proxy shall produce her/his original CNIC at the time of the meeting.

MANDATOR INFORMATION - (EMAIL, CNIC, BBA NAD ZAKAT DECLARATION).

A in compliance with Section 119 of the Companies Act, 2017 and Regulation 19 Companies (General Provisions and Forms) Regulations, 2018, members are requested to immediately provide their mandatory information such as CNIC number, updated mailing address, email, contact mobile/telephone number and International Banking Account Number (BAN) together with a copy of their CNIC to update our records and to avoid any non-compliance of the law. Otherwise, all dividends will be withheld in terms of Regulation 6 of the Companies (Distribution of Dividendig Regulations, 2017.

 M/s CDC Share Registrar Services Limited CDC Investors A/c Services or respective; laration (CZ-50) as per Zakat & Ushr Ord if any. For physical shares For shares in CDS

UNCLAIMED DIVIDENDS AND BONUS SHARES
Shareholders, who for any reason, could not claim their dividend and/or bonus shares are advised to contact our Shares Registrar Ms CDC Share Registrar Services Limited to collect/enquire about their unclaimed dividends and/or bonus shares if any.

and/or borus snares in any.

E-DIVIDEND MANDATE
As per Section 242 of the Companies Act, 2017, in the case of a public-listed company, any dividend payable in cash shall easily be remitted through electronic mode directly into the bank account designated by the entitled shareholders.

CONVERSION OF PHYSICAL SHARES INTO BOOK ENTRY FORM
As per Section 72 of the Companies Act, 2017 all existing companies a
book-entry form within a period not exceeding four years from the

The Securities & Exchange Commission of Pakistan 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.

convert their shares into book-entry form.

We hereby request all such members of International Industries Limited who are holding shares in physical form to convert their shares into book-entry form at the earliest. They are also suggested to contact the Central Depository Company of Pakistan Limited or any active member/stockbroker of the Pakistan Stock Exchange to open an account in the Central Repository System to facilitate the convention of physical shares into book-entry form. Members are into book-entry form of physical shares into book-entry form of physical shares into book-entry form of physical shares into book-entry form has several benefits including but not limited to:

Conveniently tradeable and transferable

No stamp duty on transfer of shares in book-entry form

Seamless credit of borus or right shares

We once again strongly advise members of the Company, in their heat interest, to council their changes and the paking and the paking a language of the control of the company.

We once again strongly advise members of the Company, in their best interest, to convert their physical shares into book-entry form at the earliest.

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ELECTRONIC VOTING

Members can exercise their right to demand a poll subject to meeting requirements of Section 143-145 of the Companies Act, 2017 and applicable clauses of the Companies (Postal Ballot) Regulations, 2018.

# FILER AND NON-FILER STATUS i) Government of Pakistan, throug prescribed the following rates to

STATUS an, through the Finance Act, 2022 in Section 150 of the Income Tax Ordinance, 2001, has ng rates for withholding tax against dividend payments by the companies:

## a) For filers of income tax returns – 15% b) For non-filers of income tax returns – 30%

Members whose names are not entered into the Active Taxpayers List (ATL) provided on the FBR website, despite the fact that they are filters, are advised to make sure that their names are entered into ATL to avoid higher tax deductions against dividends.

For any query/problemvinformation, the investors may contact the Share Registrar at the following phone numbers or email addresses:

M's CDC Share Registrar Services Limited CDC House, 99-B, Block B, S.M.C.H.S. Shahrah-e-Faisal, Karachi Customer Support Service Nos.: +92-08002 E-mail: info@cdcsrsl.com n e Nos.: +92-080023275

Corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the Share Registrar iae, Mis CDC Share Registrar Services Limited. The shareholders while sending NTN or NTN certificates, as the case may be, must quote the company name and their respective folio number.

and their respective folio number.

STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017

ORDINARY BUSINESS

Agenda Item 4 – Election of Directors

The term of office of the present directors of the Company will expire on September 30, 2022. In terms of Section 159(1) of the Companies Act, 2017 ("Act"), the directors have fixed the number of elected directors at eight (8) to be elected in the Annual General Meeting for a period of three years.

The present directors are interested to the extent that they are eligible for re-election as directors of the Company.

Any person who seeks to contest election to the office of director shall, whether she/he is a retiring director or otherwise file with the Company at its registered office, 101 Beaumont Plaza, 10 Beaumont Road, Karachi-75530, not later than fourteen days before the date of the meeting, he following documents:

- fourteen days before the date of the meeting, the following documents:

  () Notice of her/his intention to offer herself/himself for the election of directors in terms of Section 159(3) of the Act, together with the consent to act as a director in Form 28 prescribed under the Companies Act, 2017;

  (ii) A detailed profile along with office address as required under SECP's 180 (634 (i)/2014 dated 10 July 2014;

  (iii) A director must be a member of the Company at the time of filing of her/his consent for contesting the election of directors except a person representing a member, which is not an attartal person.

  (iv) A declaration confirming that:

  1) Sharhe is aware of her/his duties and powers under the relevant laws, Memorandum & Articles of Association of the Company, and listing regulations of the Pakistan Stock Exchange Limited;

  2) Sharhe is not ineligible to become a director of a listed company under any provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and any other applicable law, rules, and regulations.

directors will be elected through the process of election of directors in terms of Section 159 of the Act and et the criteria laid down under Section 166(2) of the Act.



### اطلاع برائے سالا نداجلاس عام برائے سال تختمہ 30 جون 2022



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مري مور: بالياتي منايات

کنی کے آوے شدہ مان ور باری مدار سر فرجم کی اور جمول کارور مرا کارور ور 201 میں 2017 کا ان بر 10 بار بھڑا اور آوران کی رورے وصل کردوں بر فرو کردوں کا معرف کردار کارور کا میں 2017 کے جمول 

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ا برای از کاکی کس ندر به تو فران ۱۳۵۸ و ۱۳۵۱ معدون ۱۳۵۸ و ۱۳۵۱ تا ۱۳۵۱ کار به از کاکی از به در به کرد به کرد ک برای مراد از کاک کس ندر باز ساز دانید و در این از این

الإنها الأل والإن المساوية على من كما الأواد الدي على أواد الإسهاد عن المداخل المناطق الما المواد المساوية بالدين المساوية المادل كال المداخل المساوية المراحة المساوية المراحة المساوية المادلة المراحة المساوية المراحة المراحة المراحة المساوية المراحة المراحة المراحة المساوية المراحة المساوية المراحة ال - \$\frac{1}{2}\partial \text{2} \quad \quad \text{2} \quad \text{2} \quad \text{2} \quad \text{2} \quad \quad \quad \quad \quad \quad \quad \quad \

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موندود الا يكرون مديك فرده الدين كرودور إر يكن كرا الا يكر تكر بدا ي كال إلى .. و الأيك الماري المعالم أن كالمواقع المرابي بسري الماري أن كالمدين المرابط 10 من الماري 1650 و 1650 به المرابط ا يضور المرابط ا

ر کی سائل (1967) کی در ساختا در کاران می صرف سائل کارد شده 2011 ما قداری ۱۹۵۵ می ۱۹۸۳ می آرایسا کی در مندی کوی ۱۳۵۵ می که در ۱۹۵۵ میرون ۱۹۵۱ میروند 2014 میگیدید از ۱۳۵۴ می ۱۹۴۳ مید. ۱۹۶۱ میروند کاری می ۱۴ میروند می که کرد از ۱۳۵۵ می کاری موضوع میداند سر میکاری کوی کرد کرد کرد کرد برد می افزای مید.

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1) وويمورد وايدار والا الدين والتي الدي كان مديات والتان الما كالديد كالمناف كم هندة الين كاف بيدار الن المان والمدين 2) - 10 ملا مائن کاول (16 کسال بر برندگوش باریگایشو 2010 دیرک دورست کافاری دسمیل خوابد کافورک کاواز کموابد کیان وارفش بید. فردی دادارک فواده می ساختی 19 واکسان و از کرد کامکش کام بری که ساد ربیده کارسده یک سیکنش (2012 کرف بینی کردستروج به در شدند.