

BUSINESS RECORDER

Founded by M.A. Zuberi

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Business Recorder, Karachi
Wednesday, October 5, 2022

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International Knitwear Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Company will be held on Thursday, October 27, 2022 at 15:00 p.m. at F-2A/L, S.I.T.E, Karachi and also through video link, to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and approve the audited financial statements of the Company together with Directors' and Auditor's Reports for the year ended June 30, 2022.
- To declare and approve final cash dividend of PKR 0.75 per share i.e 7.5% as recommended by the Board of Directors for the year ended June 30, 2022.
- To appoint Auditors and fix their remuneration for the year ending June 30, 2023. The present Auditors, M/s. RSM Avais Hyder Liaquat Nauman, Chartered Accountants, retire and being eligible, offer themselves for re-appointment.
- To transact any other business with permission of the Chairman.

By Order of the Board
Javed Khan
Company Secretary

October 05, 2022
Karachi

NOTES:

PARTICIPATION IN THE AGM VIA THE VIDEO CONFERENCING FACILITY:

Securities and Exchange Commission of Pakistan (SECP) has advised companies to modify their usual planning for general meetings in order to ensure safety and well-being of shareholders and the public at large through Circular No. 4 of 2021 dated February 15, 2021 and Circular No. 06 of 2021 dated March 03, 2021.

Accordingly, the Company will be providing the facility to all shareholders to participate in Annual General Meeting via video link while ensuring compliance with the quorum requirements.

The shareholders intending to participate in the AGM via video-link are hereby requested to share the following in format on with the office of the Company Secretary at the earliest but not later than 48 hours before the time of the AGM i.e. before 15:00 p.m. on October 25, 2022:

Name of Shareholder	CNIC No.	Folio No./ CDC Account No.	Mobile No.	Email Address

* Shareholders are requested to provide their relive mobile number and email address to ensure timely Communication.

Modes of Communication:

The above-mentioned information can be provided through following modes:

- 1) Mobile/WhatsApp: 0300-8227586
- 2) Email: javed@internationalknitwear.com

Video link details and login credentials (ZOOM Application) will be shared with those shareholders who have shown their intent to attend the meeting containing all the particulars as mentioned above on or before October 25, 2022 by 15:00 p.m.

CLOSURE OF SHARE TRANSFER BOOKS

The Register of Members and the Share Transfer Books will be closed from October 21, 2022 to October 27, 2022 (both days inclusive) to establish the right to attend the Annual General Meeting and to receive the dividend declared.

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.
- 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 least 48 hours before the time of the meeting. Form of Proxy is enclosed.
- 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 Pakistan.
 - For Attending AGM
 - 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 Computerized National Identity Card (CNIC) at the time of attending the meeting.
 - In case of a corporate entity, a 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.
 - For Appointing Proxy
 - In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per CDC regulations shall submit the Proxy Form as per the above requirement.
 - Attested copies of CNIC of the beneficial owners and the proxy shall be furnished with the Proxy Form.
The proxy shall produce his original CNIC at the time of the meeting.

MANDATORY INFORMATION - (EMAIL, CNIC, IBAN AND ZAKAT DECLARATION)

- In compliance with Section 119 of the Companies Act, 2017 and Regulation 19

to immediately provide their mandatory information such as CNIC number, updated mailing address, e-mail, contact mobile/telephone number and International Banking Account Number (IBAN) 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 Dividends) Regulations, 2017.

* For physical shares to M/s CDC Share Registrar Services Limited
* For shares in CDS to CDC Investors A/c Services or respective participant

- Members are requested to submit a declaration (CZ-50) as per Zakat & Ushr Ordinance 1980 for Zakat exemption and advise a change in address if any.

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 M/s CDC Share Registrar Services Limited to collect/enquire about their unclaimed dividends and/or bonus shares if 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 only be remitted through electronic mode directly into the bank account designated by the entitled shareholders.

Therefore, through this notice, all shareholders are requested to update their bank account number (IBAN) and details in the Central Depository System through respective participants. In case of physical shares, they are requested to provide bank account details to our Share Registrar, M/s CDC Share Registrar Services Limited. Please ensure an early update of your particulars to avoid any inconvenience. The e-dividend mandate form is enclosed.

CONVERSION OF PHYSICAL SHARES INTO BOOK ENTRY FORM

As per Section 72 of the Companies Act, 2017 all existing companies are required to convert their physical shares into book-entry form within a period not exceeding four years from the date of commencement of the Companies Act, 2017.

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.

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 Depository System to facilitate the conversion of physical shares into book-entry form.

Members are informed that holding shares in book-entry form has several benefits including but not limited to:

- * Secure and convenient custody of shares
- * Conveniently trade able and transferable
- * No risk of loss, damage or theft
- * No stamp duty on transfer of shares in book-entry form
- * Seamless credit of bonus or right shares

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.

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

- Government of Pakistan, through the Finance Act, 2022 in Section 150 of the Income Tax Ordinance, 2001, has prescribed the following 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 filers, are advised to make sure that their names are entered into ATL to avoid higher tax deductions against dividends.

- For any query / problem / information, 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: +92-080023275
E-mail: info@cdcsrsl.com

- 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 i.e. M/s CDC Share Registrar Services Limited. The shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio number.

CIRCULATION / TRANSMISSION OF ANNUAL REPORTS THROUGH ELECTRONIC FORM:

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.internationalknitwear.com to the Company's Share Registrar. The Company shall, however additionally provide hard copies of the annual report to such members, on request, free of cost.

AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON COMPANY'S WEBSITE:

The audited financial statements of the Company for the year ended June 30, 2022 have been made available on the Company's website www.internationalknitwear.com in addition to annual and quarterly financial statements for the prior years.