



PUNJAB OIL MILLS LIMITED

An ISO 9001, 14001, FSSC 22000 & OHSAS 18001 Certified Company

Registered Office & Mills : 26-28, Industrial Triangle, Kahuta Road, Islamabad, Pakistan.
Phone: +92 51 449 0017-20
Fax: +92 51 449 0016
P.O Box: 1321, Rawalpindi
E-mail: info@punjaboilmills.com
Web: punjaboilmills.com

Ref: POML/ 2015-16

October 10, 2016

DGM Corporate Affairs
Pakistan Stock Exchange Limited.
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: NOTICE OF THE ANNUAL GENERAL MEETING FOR THE YEAR ENDED 30-06-2016.

Dear Sir,

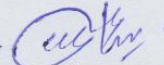
Enclosed please find herewith copy of the notice for the Annual General Meeting to be held on Monday, October 31, 2016 for your necessary action and record.

This Notice will be released in the press on October 10, 2016.

Thanking You,

Yours faithfully,

for PUNJAB OIL MILLS LIMITED


Usman Saleem
(Company Secretary)

CANOLIVE OIL - ZAIQA BANASPATI - ZAIQA COOKING OIL - ZAIQA PAKWAN
ZAIQA SPECIALITY FATS - OLIVA OLIVE OILS - ELLA BANASPATI - ELLA COOKING OIL - RAJA SOAP



Lahore Office: P.O Box 1873, 120-A, E/I Gulberg III, Lahore, Pakistan

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Karachi Office: Suit # 606, 6th Floor, Anum Empire, Near Baloch Colony Bridge, Main Shahrah-e-Faisal, Karachi, Pakistan.

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 35th Annual General Meeting of the shareholders of **PUNJAB OIL MILLS LIMITED** will be held on Monday 31st October 2016 at 10:30 A.M. at Plot No. 26, 27, 28 Industrial Triangle, Kahuta Road, Islamabad to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the 34th Annual General Meeting of the company held on October 26, 2015.
2. To receive, consider and adopt the audited financial statements of the company for the year ended June 30, 2016 together with the Directors' and Auditors' Reports thereon.
3. To approve Final Cash Dividend @ 70% i.e. Rs. 7.0 per Share. This is in addition to interim dividend already paid @ 60% [i.e. Rs. 6.0 per share] announced by the Board of Directors of the Company for the financial year 2015-2016.
4. To appoint External Auditors of the Company for the year ending June 30, 2017 as recommended by the Board of Directors and to fix their remuneration.

SPECIAL BUSINESS

5. To obtain consent of the shareholders in terms of the S.R.O 470(I)/2016 dated 31 May 2016 issued by the Securities and Exchange Commission of Pakistan (SECP), for the transmission of the annual reports including annual audited accounts, notices of the annual general meetings and other information contained therein of the Company either through CD or DVD or USB and to pass the following resolution as an Ordinary Resolution, with or without modification:

"Resolved that consent & approval of the members of Punjab Oil Mills Limited the "Company" be and is hereby accorded for transmission of annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company to the members for future years commencing from the year ending on 30 June 2017 through CD or DVD or USB instead of transmitting the same in hard copies.

6. **"Resolved** that the Article of Association of the Company be amended by adding a new sub Clause 44(a) after the Clause 44 of the Articles of Association of the Company as under:

Clause 44(a) E-Voting: The provision and requirement for E-voting as prescribed by the Securities and Exchange Commission of Pakistan (SECP) for the time being and from time to time and members may be allowed to appoint members as well as non-member as proxy for the purpose of E-voting, pursuant to this Article"

Further Resolved that the Chief Executive Officer or the Company Secretary be and is hereby authorized to do all acts, deed and things, take all steps and action necessary, ancillary and incidental for altering the Article of Association of the Company including filling of all requisite documents/ statutory forms as may be required to be filled with the Registrar of the Companies and complying with all other regulatory requirements so as to effectuate the alterations in the Articles of Association and implementing the aforesaid resolution.

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7. To consider and approve the remuneration of Director of the Company.
8. To transact any other business with the permission of the Chair.

By order of the Board

Lahore:
October 10, 2016


(USMAN SALEEM)
Company Secretary

Notes:

1. The share transfer books of the Company will remain closed from 25th October 2016 to 31st October 2016 (both days inclusive).
2. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote for him/her. Proxies in order to be effective, must be received at the Registered Office of the Company 48 hours before the time of holding the meeting and must be duly stamped signed and witnessed. A proxy must be member of the Company. Form of Proxy is enclosed herewith.
3. CDC shareholders desiring to attend the meeting are requested to bring their computerized original National Identity Card, Account and participant's ID numbers, for identification purpose and in case of proxy, to enclose an attested copy of his/her National Identity Card as per guide lines laid down in Circular No. 1 dated January 26, 2000 issued by SECP.

The 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 Company or its Share Registrar. The shareholders while sending NTN or NTN certificates, as the case may be, must quote Company name and their respective folio numbers.

4. The prescribed rates of withholding tax from the amount of dividend paid by the Company are as under:

For filers of income tax returns - 12.5%

For non-filers of income tax returns - 20.0%

To enable the Company to make tax deduction on the amount of cash dividend @ 12.5% instead of 20.0%, all the shareholders whose names are not entered into the Active Taxpayers' List (ATL) provided on the website of the FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the date of payment of the cash dividend otherwise tax on their cash dividend will be deducted @ 20.0% instead of 12.5%.

5. The FBR has clarified that the shareholders' account jointly held by Filers and Non-filers shall be dealt with separately and in such particular situation, each account holder is to be treated individually as either a filer or a non-filer and tax will be deducted according to his shareholding. If the shares are not ascertainable then each account holder will be assumed to hold equal proportion of shares and the deduction will be made accordingly. Therefore, in order to avoid deduction of tax at a higher rate, the joint account holders are requested to provide the below details of their shareholding to the Share Registrar of the Company latest **on October 24, 2016**.

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Folio/ CDS Account No.	Name of Shareholder	CNIC	Shareholding	Total Shares	Principal/joint Shareholder
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- Members are requested to promptly notify Share Registrar of the Company of any change in their addresses.
- Pursuant to Notification vide S.R.O.787 (1)/2014 of September 08, 2014; SECP has directed to facilitate the members of the Company receiving Annual Financial Statements and Notices through Electronic mail system (e-mail). We are pleased to offer this facility to our members who desire to receive Annual Financial Statements and Notices of the Company through e-mail in future. In this respect members are hereby requested to convey their consent via e-mail on a standard request form which is available at the Company website i.e. www.punjaboilmills.com. Please ensure that your email has sufficient rights and space available to receive such e-mail which may be larger than 1 MB file in size. Further, it is the responsibility of the members to timely update the Share Registrar of any change in registered e-mail address.

A Statement under Section 160 of the Companies Ordinance, 1984 in respect of special business along with proposed resolutions is being sent to the members along with this notice.

Disclosure to the Shareholders under Section 218 of the Companies Ordinance 1984 is being sent to the members along with Annual Report 2016.

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