WAVES SINGER PAKISTAN LIMITED
(Formerly: Singer Pakistan Limited)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty Eighth Annual General Meeting ("AGM") of WAVES SINGER PAKISTAN LIMITED, formerly Singer Pakistan Limited ("WSPL" or the "Company") will be held on Monday 29 April, 2019 at 10:00 a.m. at Waves Factory Office, 9KM Multan Road, Hanjarwal, Lahore.

ORDINARY BUSINESS

1. To confirm the minutes of the Extra Ordinary General Meeting held on 28 September, 2018.

2. To receive, consider and adopt the Annual Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 December, 2018 together with the Directors' and Auditors' Reports thereon as the case may be.

3. To appoint auditors of the Company for the year ended 31st December 2019, till the conclusion of next AGM and fix the remuneration. The retiring auditors M/s KPMG Taseer Hadi and Co. Chartered Accountants, being eligible, have offered themselves for re-appiontment.

4. To approve, as recommended by the Board of Directors, Final Cash Dividend @ 12.5% i.e. PKR 1.25 per share for the year ended 31st December, 2018.

ANY OTHER BUSINESS

1. To discuss any other business with the permission of the Chair.

By order of the Board

Ahmed

Tauseef Ahmed Zakai
Company Secretary

05th April, 2019

Notes:

1. The Share Transfer Books of the Company will be closed from Monday 22 April 2019 to Monday 29 April 2019 (both days inclusive). Transfers received in order at the Office of our Share Registrar, Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore by the close of business on Friday 19 April, 2019 will be treated in time for the purposes of entitlement (as per this AGM notice) and for attending the AGM.

2. A member entitled to attend and vote at the Meeting may appoint another member as his/her Proxy to attend, speak and vote at the Meeting on his/her behalf. The Instrument of Proxy and the Power of Attorney or other authority (if any) under which it is signed or a notarized certified copy of that Power of Attorney or authority, in order to be effective, must be received by the Company at its Registered Office at least 48 hours before the meeting in order to be accepted and effective. A proxy must be a member of the Company. The Form of Proxy is enclosed with this notice.

3. Any company or other body corporate which is a member of the Company may, by resolution of its Directors, or proxy signed by authorized officers, authorize any of its officials or any other person to act as its representative at the meeting and the person so authorized shall be entitled to exercise the same powers as if he/she were an individual member of the Company.

4. Pursuant to Section 242 of the Companies Act, 2017 **(the Act)** read with relevant provisions of the Companies (Distribution of Dividends) Regulations, 2017 **(the Regulations)**, all listed companies have been mandated to pay dividend only by way of electronic mode, directly into the bank accounts of entitled shareholders designated by them. Accordingly, all shareholders of the Company who have not yet provided their bank account details (including IBAN) to their participant/CDC Investor Account Services which maintains their CDC account, are requested to provide the same at the earliest but not later than the first day of book closure, otherwise, the Company would be constrained to withhold their amount of dividend, if any, in accordance with the requirements of the Act and the Regulations

5. Members or their proxies are required to present their original CNIC or passport along with the Participant's ID and Account Number (s) at the time of attending the AGM in order to authenticate their identity.

6. In term of SECP's Circular No. 10 of 2014 dated 21 May 2014 read with provisions contained under Section 134(1)(b) of the Act, members of the Company may also attend and participate in the AGM through video conference facility in a city other than Lahore, if members residing in the vicinity, collectively holding 10% or more shareholding, demand in writing, to participate in the AGM through video conference *(as per the format appended below)* at least seven (7) days prior to the date of AGM.

   After receiving the consent of members having 10% or more shareholding in aggregate, the Company will intimate members regarding venue of video conference facility at least five (5) days before the date of the AGM along with complete information necessary to enable them to access such facility.

Consent for Video Conference Facility
I/We/Messrs., ______________________________ of _________________________, being a Member of Pakistan Stock Exchange Limited, holder of ____________________ Ordinary Share(s) as per CDC Participant ID & Sub-Account No.______________, hereby, opt for video conference facility at ___________________. _______________________ Signature of the Member(s) (*Please affix company stamp in case of corporate entity*)

7. Pursuant to the provisions of Income Tax Ordinance, 2001, deduction of income tax from dividend payments shall be made on the basis of filers and non-filers as follows:

   (a) For Filers of income tax returns ----------------- 15%
   (b) For non-Filers of income tax returns ----------- 20%

   In case of joint shareholdings, the tax will be deducted as per shareholding proportions intimated by the shareholders to the Company's Share Registrar. The required information must reach our Share Registrar by Friday 19th April, 2019; otherwise it will be assumed that the shares are equally held by Principal Shareholder and Joint Holder(s) in the following format.

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

   Shareholders are therefore requested to please check and ensure Filer status from Active Taxpayers List (ATL) available at FBR website http://www.fbr.gov.pk/ as well as ensure that their CNIC/Passport number has been recorded by the Participant/Investor Account Services or by Share Registrar (in case of physical shareholding). Corporate bodies (Non-Individual shareholders) should ensure that their names and National Tax Numbers (NTN) are available in ATL at FBR website and recorded by respective Participant/Investor Account Services or in case of physical shareholding by Company's Share Registrar.

8. The shareholders who fall in the category of clause 47B of Part-IV of Second Schedule of the Income Tax Ordinance 2001 and wish to avail exemption of withholding tax under Section 150 of the Income Tax Ordinance 2001, must provide valid Tax Exemption Certificate to the Company's Share Registrar, before first day of book closure in pursuance of FBR's Circular 1(43)-DG(WHT)/2008-Vol.II-66417-R dated May 12, 2015, otherwise, the tax will be deducted as per applicable rates.

9. Members who would like to receive the Annual Report by email should provide their email addresses to the company. A consent form for this purpose may be downloaded from the Company's website. The link to the Company's website is http://www.wavessinger.com

10. SECP through its SRO 470(1)/2016, dated May 31, 2016, has allowed companies to circulate the standalone and consolidated Annual Audited Financial Statements of the Company for the year ended 31st December, 2018 along with the Directors' and Auditors' Reports thereon ("annual audited accounts") to its members through CD/DVD/USB at their registered addresses. In view of the above, the Company has sent its Annual Report 2018 to its shareholders in the form of CD. Any member requiring printed copy of Annual Report 2018 may send a request using a Standard Request Form placed on Company website.

11. The Annual Reports containing the Standalone Audited Financial Statements for the year ended 31 December 2018 is available on the Company's website at http://www.wavessinger.com