



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Sixty-sixth Annual General Meeting of LINDE PAKISTAN LIMITED will be held on Wednesday, 29<sup>th</sup> day of April 2015 at 11:00 a.m. at the Company's Registered Office, West Wharf, Dockyard Road, Karachi to transact the following business:

1. To receive and consider the Financial Statements of the Company for the year ended 31 December 2014 and Reports of the Directors and Auditors thereon.
2. To consider and, if thought fit, to authorise the payment of final dividend of Rs 3.25 per ordinary share of Rs 10/- each for the year ended 31 December 2014 as recommended by the Directors of the Company, payable to those Members whose names appear on the Register of Members as at the close of business on 15 April 2015.
3. To appoint the Auditors of the Company and to fix their remuneration.

By Order of the Board

**JAMAL A QURESHI**  
Company Secretary

Karachi: 27 February 2015

### NOTES:

1. Transport will be provided to members of the Company from the Parking Area of the Karachi Stock Exchange at Railway premises, Tower and departure will be at 10:15 a.m. sharp on 29 April 2015.
2. The Share Transfer Books of the Company will be closed from 16 April to 29 April 2015 (both days inclusive).
3. A member entitled to attend, speak and vote at the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf and a proxy so appointed shall have the same rights in respect of speaking and voting at the meeting as are available to a Member. Proxies in order to be effective must be received at the Registered Office of the Company not later than 48 hours before the time of the meeting. The proxy must be a member of the Company, except that a Corporation being a member of the Company may appoint as its proxy one of the officers or some other person though not a member of the Company.
4. Members are requested to immediately notify any change in their address or bank mandate as registered to the Company's Share Registrar, Central Depository Company of Pakistan Limited, Shares Registrar Department, CDC House, 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi -74400.
5. CDC Account Holders will further have to follow the guidelines as laid down in Circular 1, dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan. The guidelines have however been incorporated in the notice being sent to the shareholders.

### Submission of CNIC (Mandatory)

Pursuant to the directives of the Securities & Exchange Commission of Pakistan (SECP), CNIC numbers of shareholders are mandatorily required to be mentioned on dividend warrants. Shareholders are therefore once again requested to submit a copy of their CNIC (if not already provided) to the Company's aforesaid Share Registrar. In the absence of a member's valid CNIC, the Company will be constrained to withhold dispatch of dividend warrants to such members.

### Dividend Mandate - Payment of Cash Dividend Electronically (Optional)

In compliance with the SECP's Circular No. 8(4)SM/CDC 2008 dated 5 April 2013, the Company wishes to inform its shareholders that under the law they are also entitled to receive their cash dividend directly in their bank accounts instead of receiving it through dividend warrants. Shareholders, wishing to exercise this option, may submit their application to the Company's Share Registrar, giving particulars relating to their name, folio number, bank account number, title of account and complete mailing address of the bank. CDC account holders should submit their request directly to their broker (participant)/CDC.

### Consent for Circulation of Audited Financial Statements and Notice of AGM through E-mail

The SECP through its SRO No. 787(1)2014 dated 8 September 2014 has allowed circulation of Audited Financial Statements (Annual Report) to the shareholders along with the notice of the Annual General Meeting (AGM) through e-mail. Therefore, all those members, who wish to receive soft copy of the Audited Financial Statements (Annual Report) along with notice of AGM, may send their written consent and e-mail address to the Company's Share Registrar. For convenience of the members, a "Standard Request Form" is available at the Company's website: [www.linde.pk](http://www.linde.pk). In this regard, a letter seeking consent of the shareholders has already been sent separately at their registered address.

### Deduction of withholding tax on the amount of dividend

As per SECP's directives vide its Circular No. 19/2014 dated 24 October 2014, shareholders are hereby advised of the changes made in Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These rates are as under:

(a)	For filers of income tax returns	:	10%
(b)	For non-filers of income tax returns	:	15%

To enable the Company to make tax deduction on the amount of cash dividend @ 10% instead of 15%, all the shareholders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the date for payment of the aforesaid final cash dividend, otherwise tax on their cash dividend will be deducted @ 15% instead of 10%. For any query/problem/ information, the investors may contact the Company and/or the Share Registrar.

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