



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 27th Annual General Meeting of the shareholders of **International Knitwear Limited** will be held at 04:30 P. M. on Saturday, October 28, 2017 at registered office situated at F-2A/L, S.I.T.E, Karachi to transact the following business:

ORDINARY BUSINESS:-

- To confirm the minutes of the last Annual General Meeting held on Saturday October 29, 2016.
- To receive, consider and adopt the audited financial statements for the year ended June 30, 2017 together with Directors' and Auditors' Report thereon.
- To appoint Auditors of the Company for the year ending June 30, 2018 and fix their remuneration. The present auditors, M/s RSM Avais Hyder Liaquat Nauman Chartered Accountants being eligible, have offered themselves for reappointment.
- To transact any other business with the permission of the chair.

By Order of the Board

Karachi: October 07, 2017

Javed Khan
Company Secretary

Notes:

1. Closure of share transfer books:

The share Transfer Books of the Company will remain closed and no transfer of shares will be accepted for registration from October 21, 2017 to October 28, 2017 (both days inclusive). Transfers received in order at the office of our Shares Registrar M/s Central Depository Company of Pakistan Limited CDC House, 99-B, Block "B" S.M.C.H.S Main Shahra-e-Faisal, Karachi -74400 by the close of the business on 21 October 2017 will be in time for the purpose of payment of final dividend to the transferees.

2. Participation in the annual general meeting:

A member entitled to attend and vote at the Annual General Meeting is entitled to cast his/her vote by proxy. Proxies must be deposited at the Company's Registered office F-2A/L, S.I.T.E, Karachi no later than 48 hours before the time for holding the meeting.

3. Change of Address:

Any change of address of Members should be immediately notified to the company's share registrars, Central Depository Company of Pakistan Limited CDC House, 99-B, Block "B" S.M.C.H.S Main Shahra-e-Faisal, Karachi -74400.

4. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A) For attending the meeting:

- In case of individuals, the account holder or sub-account holder and /or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original Computerized National Identity Card(CNIC) or original passport at the time of attending the meeting.
- In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of meeting.

B) For appointing proxies:

- In case of individuals, the account holder or sub-account holder and / or person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form accordingly.
- The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- Attested copies of CNIC or the passport.
- The proxy shall produce his / her original CNIC or original passport at the time of meeting.
- In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature shall be submitted along with proxy form to the Company.

5. Revision of withholding tax on Dividend Income

- Pursuant to the provisions of the Finance act 2017 effective July 01, 2017, the rates of deduction of income tax from dividend payments under the Income Tax Ordinance, 2001 have been revised as follows:

For filer of income tax returns	15%
For non-filer of income tax returns	20%

To enable the Company to make tax deduction on the amount of cash dividend @ 15% instead of 20%, shareholders whose names are not entered into the Active Taxpayers 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 in ATL before the first day of book closure, otherwise tax on their cash dividend will be deducted @ 20% instead of 15%.

- Withholding tax exemption from the dividend income shall only be allowed if copy of valid tax exemption certificate or stay order from a competent court of law is made available to Central Depository Company of Pakistan Limited, by the first day of book closure.
- Further, according to clarification received from Federal Board of Revenue (FBR), withholding tax will be determined separately on 'Filer / Non-filer' status of principal shareholder as well as joint holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders who hold shares jointly are requested to provide shareholding proportions of principal shareholder and joint-holder(s) in respect of shares held by them (only if not already provided) to our shares registrar, in writing as follows:

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

The required information must reach our shares Registrar within 10 days of this notice, otherwise it will be assumed that the shares are equally held by principal shareholder and Joint holder(s).

6. Payment of cash dividend electronically (e-dividend)

In accordance with the SECP's Circular No. 18 of 2012 dated June 2012, the shareholders have been given an opportunity to authorize the Company to make payment of cash dividend through direct credit to shareholder's bank account. To opt for the dividend mandate option as stated, the Dividend Mandate Form is available at Company's website i.e. www.internationalknitwear.com needs to be duly filled and submitted to the Company on its registered address.

7. Submission of Computerized National Identity Card (CNIC) Mandatory.

Members are requested to provide attested photocopies of their CNIC to the Company on its registered address in order to meet the mandatory requirements of SRO 831(1) 2012 of 5th July 2012 which provides that the dividend warrant should bear the Computerized National Identity Card (CNIC) number of the registered member.

8. Circulation of Annual Audited Financial Statements to shareholders through email

The directive of SECP contained in SRO 787(1) dated September 8, 2014 whereby Securities and Exchange Commission of Pakistan (SECP) has allowed companies to circulate annual balance sheet, profit and loss account, auditor's report and directors' report etc. (Audited Financial Statements) along with notice of annual general meeting (Notice) to its members through e-mail. Members are requested to provide their email addresses on registered address of the Company.

CDC account holders are requested to submit attested to provide their email addresses to the relevant member stock exchange and CDC if maintaining CDC investor account.

9. The annual report of the Company has been uploaded at the Company Website www.internationalknitwear.com

10. Members who desire that Zakat should not be deducted from dividend are requested to submit a declaration on non judicial stamp paper duly signed as required under the law.

11. Consent for Video Link Facility

Members can also avail video conference facility, in this regard, please fill the following and submit to registered address of the Company 10 days before holding of the Annual General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange Video conference facility in the city subject to availability of such facility in that city.

"I/we, _____ of _____, being a member of International Knitwear Limited, holder of _____ ordinary share(s) as per Registered Folio / CDC Account No. _____ hereby opt for video conference facility at _____."

12. Form of Proxy is enclosed.