

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 26th Annual General Meeting (being the 40th General Meeting) of the Company will be held at Attock House, Morgah, Rawalpindi through video link on September 22, 2021 at 12:00 p.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the Company for the year ended June 30, 2021 together with Directors' and Auditor's Reports thereon.
2. To consider, approve and authorise the payment of final cash dividend of 245% i.e. Rs. 24.50 per share of Rs. 10/- each, as recommended by the Board of Directors in addition to the interim dividend of 25% i.e. Rs. 2.50 per share already paid to the shareholders thus making a total of 270% i.e. Rs. 27/- per share for the year ended June 30, 2021.
3. To appoint auditors for the year ending June 30, 2022 and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and approve the amendment to be made in the Memorandum of Association of the Company for the purpose of diversification of business activities and, if thought fit, to pass the following resolution as special resolution:

"Resolved

that the Memorandum of Association of the Company be amended by adding following new clause as Sub-clause 51 of Clause iii:

51. "To carry on any business, including but not limited to all forms of energy, which may in the opinion of the Directors be conveniently carried on anywhere by the Company."

Further Resolved

that the Company Secretary be and is hereby fully authorized and empowered to give effect to this resolution and to do or cause to do all acts, deeds and things that may be necessary or required and to sign such documents and take such steps from time to time, as and when necessary."

BY ORDER OF THE BOARD



Faizan Zafar
Company Secretary

Registered Office:
Attock House
Morgah, Rawalpindi.

September 01, 2021

NOTES:**CORONAVIRUS CONTINGENCY PLANNING FOR ANNUAL GENERAL MEETING**

In light of the threat posed by the COVID-19 situation, the 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.5 of 2020 dated March 17, 2020, Circular No. 25 of 2020 dated August 31, 2020, Circular No. 33 of 2020 dated November 05, 2020, Circular No. 4 dated February 15, 2021 and Circular No. 6 dated March 03, 2021.

Accordingly, the Company will be convening its Annual General Meeting (AGM) via video link only for aforementioned reasons in wake of rising COVID-19 cases within the Country. Compliance with the quorum requirements shall be ensured accordingly. The shareholders intending to participate in the meeting are hereby requested to share following information with the Company Secretary office at the earliest but not later than 48 hours before the time of the AGM i.e. before 12:00 p.m. on September 20, 2021.

Required information:

Shareholder Name, CNIC Number, Folio/CDC Account No., Mobile Phone Number* and Email address*

**Shareholders are requested to provide active mobile number and email address to ensure timely communication*

Modes of Communication:

The above mentioned information can be provided through following modes:

- | | |
|---------------------|---------------------|
| a) Mobile/WhatsApp: | 0300-0565044 |
| b) Email: | meetings@apl.com.pk |

Video link details and login credentials (ZOOM Application) will be shared with those shareholders who provide their intent to attend the meeting containing all the particulars as mentioned above on or before September 20, 2021 by 12:00 p.m. Shareholders are also encouraged to provide their comments and queries on the agenda items of the AGM through above contact number/email address which will be appropriately addressed in the meeting.

CLOSURE OF SHARE TRANSFER BOOKS:

The share transfer books of the Company will remain closed from September 16, 2021 to September 22, 2021 (both days inclusive). The Members whose names appear on the Register of Members as on September 15, 2021 shall be entitled to attend the AGM.

FOR APPOINTING PROXIES:

- i. A member may appoint a proxy to attend and vote on his / her behalf. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not later than 48 hours before the meeting. Copy of CNIC of member and proxy must be furnished with the proxy form.
- ii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

- iii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

Proxies attending meeting on behalf of members are also required to provide below information for the purpose of attending the meeting through video link. Video link details and login credentials will be shared with proxy after verification.

Required information:

Name of Proxy, CNIC Number, Folio/CDC Account No. of Member, Mobile Phone Number and Email address.

DEDUCTION OF INCOME TAX FOR FILER AND NON FILER AT REVISED RATES:

Under the provisions of Section 150 of Income Tax Ordinance, 2001 rates of withholding income tax on dividend will be as follows:

1	For shareholders appearing in Active Tax Payers list	15 %
2	For shareholders not appearing in Active Tax Payers list	30 %

In case of joint account, each holder is to be treated individually and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing, to our Share Registrar, or if no notification, each joint holder shall be assumed to have an equal number of shares.

The CNIC number/NTN details is now mandatory and is required for checking the tax status as per the Active Taxpayers List (ATL) issued by Federal Board of Revenue (FBR) from time to time.

EXEMPTION FROM DEDUCTION OF INCOME TAX / ZAKAT:

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate are requested to submit a valid tax exemption certificate or necessary documentary evidence as the case may be before the start of book closure. **Members desiring non-deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat.**

CHANGE OF ADDRESS:

Members are requested to promptly notify any change of address to the Company's Share Registrar at following address:

CDC Share Registrar Services Limited
CDC House, 99-B, Block "B" S.M.C.H.S. Main Shahrah-e-Faisal, Karachi-74400

TRANSMISSION OF ANNUAL AUDITED FINANCIAL STATEMENTS THROUGH CD:

The Company has circulated annual financial statements to its members through CD at their registered address. Printed copy of above referred statements can be provided to members upon request. Request Form is available on the website of the Company i.e. www.apl.com.pk.

AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON COMPANY'S WEBSITE:

The audited financial statements of the Company for the year ended June 30, 2021 have been made available on the Company's website www.apl.com.pk in addition to annual and quarterly financial statements for the prior years.

UNCLAIMED DIVIDEND AND UNDELIVERED SHARE CERTIFICATES:

The Company has previously discharged its responsibility under Section 244 of the Companies Act, 2017 whereby the Company approached the shareholders to claim their unclaimed dividends and undelivered share certificates in accordance with the law.

Shareholders, whose dividends still remain unclaimed and/or undelivered share certificates are available with the Company, are hereby once again requested to approach the Company to claim their outstanding dividend amounts and/or undelivered share certificates.

PAYMENT OF DIVIDEND THROUGH BANK ACCOUNT OF THE SHAREHOLDERS:

In accordance with the section 242 of the Companies Act, 2017 cash dividend can only be paid through electronic mode directly into the respective bank account designated by the entitled shareholder. Shareholders are requested to provide their bank account details (IBAN format) directly to our share registrar (for physical shares) or to their respective participant / broker (for CDS shares) as the case may be. Form for updation of bank account details (IBAN Format) is available at Company's website i.e. www.apl.com.pk. In case of unavailability of IBAN, the Company would be constrained to withhold dividend in accordance with the Companies (Distribution of Dividends) Regulations, 2017.

CONSENT FOR VIDEO CONFERENCE FACILITY:

In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 10 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility, a request is to be submitted to the Company Secretary of the Company on given address:

The Company Secretary, Attock Petroleum Limited, Attock House, Morgah, Rawalpindi.

DEPOSIT OF PHYSICAL SHARES INTO CENTRAL DEPOSITORY:

As per Section 72 of the Companies Act, 2017, every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of the Act i.e. May 30, 2017. Further SECP vide its letter dated March 26, 2021 has advised to comply Section 72 of the Act and encourage shareholders to convert their shares in book-entry form.

In light of above, shareholders holding physical share certificates are requested to deposit their shares in Central Depository by opening CDC sub-accounts with any of the brokers or Investor Accounts maintained directly with CDC to convert their physical shares into scrip less form. This will facilitate the shareholders to streamline their information in member's register enabling the Company to effectively communicate with the shareholders and timely disburse any entitlements. Further, shares held shall remain secure and maintaining shares in scrip less form allows for swift sale/purchase.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017:

ALTERATION IN MEMORANDUM OF ASSOCIATION

The alteration in the Memorandum of Association is being made to allow the Company to diversify the business portfolio and to exploit the potential opportunities arising due to advent of various alternate energy segments.

This alteration requires approval of shareholders through special resolution in accordance with Section 38 of the Companies Act, 2017.

The Directors of the Company, directly or indirectly, have no personal interest in the resolution except to the extent of their respective shareholding.