
Notice Of 23rd Annual General Meeting

Notice is hereby given that the Twenty Third Annual General Meeting of Jahangir Siddiqui & Co. Ltd. (the "Company") will be held at Defence Authority Creek Club, Zulfiqar Street No. 1, Phase VIII, Defence Housing Authority, Karachi on Wednesday, April 08, 2015 at 10:00 a.m., to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the audited unconsolidated and consolidated financial statements of the Company for the year ended December 31, 2014 together with the Directors' and Auditors' Reports thereon.
2. To appoint Company's Auditors and fix their remuneration. Messrs M. Yousuf Adil Saleem & Co., Chartered Accountants retire and being eligible have offered themselves for re-appointment.

By Order of the Board

Hasan Shahid
CFO & Company Secretary

Karachi: March 18, 2015

Notes

- (i) The Share Transfer Books of the Company shall remain closed from April 01, 2015 to April 08, 2015 (both days inclusive) for determining the entitlement of shareholders for attending the Annual General Meeting.
- (ii) Physical transfers and deposit requests under Central Depository System received at the close of business on March 31, 2015 by the Company's Registrar i.e. Technology Trade (Pvt.) Ltd., Dagia House, 241-C, Block-2, P.E.C.H.S., Karachi will be treated as being in time for the purpose of attending the meeting.
- (iii) A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. A proxy must be a member of the Company.
- (iv) Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- (v) Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting.
- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.



B. For Appointing Proxies

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his original CNIC or original passport as may be applicable at the time of the meeting.
- e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

(vi) Shareholders are requested to notify immediately of any change in their address to the Company's Registrar.

IMPORTANT NOTICES TO SHAREHOLDERS

Computerized National Identity Card (CNIC) of Shareholders (Mandatory)

Shareholders are requested to provide immediately copy of their valid CNIC to the Company's Independent Share Registrar at the address given herein below. A legible scanned copy of the same can also be forwarded at cnic@js.com along with folio number and updated address for correspondence.

Mandate for e-Dividend

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged when shareholders can get amount of the dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 has advised all listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. You are encouraged to provide a dividend mandate in favor of e-dividend by providing duly filled in and signed dividend mandate form available at <http://www.js.com/index.php/investors/shareholders-information>.

Electronic Transmission of Financial Statements and Notices

Pursuant to Notification vide SRO 787 (1)/2014 dated September 08, 2014; the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to facilitate their members receiving Annual Financial Statements and Notice of Annual General Meeting (Notice) through electronic mail system (e-mail). Jahangir Siddiqui & Co. Ltd. is pleased to offer this facility to our valued members who desire to receive Annual Financial Statements and Notices through email in future.

In this regard, those members who wish to avail this facility are hereby requested to convey their consent via email on a standard request form which is available at the Company website i.e. at <http://www.js.com/index.php/investors/shareholders-information>.

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of the member(s) to timely update the Share Registrar of any change in his (her/its/their) registered email address at the address of Company's Share Registrar mentioned at the end of the notice.

Deduction of Withholding Tax on the amount of Dividend

Pursuant to Circular No.19/2014 dated October 24, 2014, SECP has directed all companies to inform shareholders about changes made in the section 150 of the Income Tax Ordinance, 2001. JSCL hereby advise to its shareholders, the important amendments, as under;

- (i) The Government of Pakistan through Finance Act, 2014 has made certain amendments 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 tax 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 Taxpayers List (ATL) provided on the website of Federal Board of Revenue, 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 cash dividend otherwise tax on their cash dividend will be deducted @ 15% instead @ 10%.

- (ii) For any query/problem/information, the investors may contact the Company Secretary (at the Registered Office address and number) and/or the Share Registrar at the address given at the end of the notice.
- (iii) 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 i.e. M/s. Technology Trade (Private) Limited. The shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio numbers.

Address of Share Registrar of the Company:

The Share Registrar
Technology Trade (Private) Limited
Dagia House
241-C, Block-2, P.E.C.H.S.
Off Shahrah-e-Quaideen
Karachi
E-mail: mail@ttpl.com.pk
Phone: (+92-21) 34391316-17-19

STATEMENT UNDER REGULATION 4(2) OF THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKINGS) REGULATION, 2012

The Company in its Extraordinary General Meetings held on February 02, 2015 had approved investment of upto PKR 1,669 million in ordinary shares of par value of PKR 10/- each aggregating to PKR 4,320 million of BankIslami Pakistan Limited (BIPL) to be offered as right shares and otherwise by way of underwriting as may be offered by BIPL under Section 208 of the Companies Ordinance, 1984. Subsequently, the Company has entered into a subscription and underwriting agreement with BIPL for investment of PKR 1,440 million in 144,013,333 ordinary right shares of BIPL of PKR 10/- each.

No investment has been made so far by the Company. BIPL has offered 91,841,563 right shares to the Company for subscription. The last date of payment / subscription is April 24, 2015.

There is no change in the financial position of BankIslami Pakistan Limited except that its earnings per share (EPS) for the year ended December 31, 2013 was PKR 0.3467 (restated) as against EPS of PKR 0.5777 for the year ended December 31, 2014.

Form of Proxy

Annual General Meeting

The Company Secretary
Jahangir Siddiqui & Co. Ltd.
6th Floor, Faysal House, Shahrah-e- Faisal,
Karachi - 75530

I/We _____ of _____, being member(s) of Jahangir Siddiqui & Co. Ltd holding _____ ordinary shares as per Registered Folio No./CDC A/c No. (for members who have shares in CDS) _____ hereby appoint Mr./ Mrs./ Ms. _____ of _____ (Folio No./CDC A/c No.) _____ or failing him/her Mr./ Mrs./ Ms. _____ of _____ (Folio No./CDC A/c No.) _____ being member of the Company, as my / our proxy to attend, act and vote for me / us and on my / our behalf at the 23rd Annual General Meeting of the Company to be held on April 08, 2015 and / or any adjournment thereof.

As witness my / our hand / seal this ____ day of _____ 2015.

Signed by _____

In the presence of

WITNESS:

1. Name: _____

Signature: _____

Address: _____

CNIC or Passport No.: _____

2. Name: _____

Signature: _____

Address: _____

CNIC or Passport No.: _____

Signature on Rs. 5/-
Revenue Stamp

The signature should
agree with the
specimen registered
with the Company

Important:

1. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her.
2. This proxy form, duly completed and signed, must be received at the Office of the Company situated at 6th Floor, Faysal House, Shahrah-e-Faisal, Karachi, not less than 48 hours before the time of holding meeting.
3. No Person shall act as proxy unless he / she himself / herself is a member of the Company, except that a corporation may appoint a person who is not a member.
4. If member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
5. Beneficial Owner of physical shares and the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxy are required to produce their original Computerized National Identity Card or passport for identification purpose at the time of attending the meeting. The form of proxy must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the form, along with attested copies of CNIC or the passport of the beneficial owner and the proxy. In case of corporate entity, the Board of Directors' Resolution / power of attorney with specimen signature shall be submitted along with proxy form.

The Company Secretary
Jahangir Siddiqui & Co. Ltd.
6th Floor, Faysal House,
Shahra-e-Faisal
Karachi- 75530

AFFIX
CORRECT
POSTAGE