

JDW SUGAR Mills Ltd.

Notice of 28th Annual General Meeting

Notice is hereby given that 28th Annual General Meeting of **JDW Sugar Mills Limited** (the "Company") will be held at **Summit Hall, Royal Palm, Golf & Country Club, 52-Canal Bank Road, Lahore** on **Sunday, January 28, 2018 at 9:30 a.m.**, to transact the following business:

Ordinary Business:

1. To confirm the minutes of last Annual General Meeting held on January 31, 2017.
2. To receive, consider and adopt the annual audited unconsolidated and consolidated financial information of the Company for the financial year ended on September 30, 2017 together with Directors' and Auditors' Reports thereon.
3. To approve payment of Final Cash Dividend @ Rs. 3.00 (30%) per share, as recommended by the Board of Directors on December 30, 2017 in addition to Interim Cash Dividend @ Rs. 10.00 (100%) per share paid in June 2017, totaling Rs. 13.00 (130%) for the year ended on September 30, 2017.
4. To appoint Auditors of the Company for the next financial year 2017-18 and to fix their remuneration. The retiring Auditors M/s KPMG Taseer Hadi & Co. Chartered Accountants, being eligible, have offered themselves for re-appointment as Auditors of the Company.
5. To transact any other business with permission of the Chair.

By Order of the Board



(Muhammad Rafique)
Company Secretary

Lahore:
January 05, 2018

NOTES:

1. Closure of Share Transfer Books:

The share transfer books of the company will remain closed from **January 21, 2018 to January 28, 2018 (both days inclusive)**. Transfers received in order at the Company's Office or Shares Registrar's Office; Messers Corplink (Private) Limited, Wings Arcade, 1-K Commercial, Model Town, Lahore upto close of business on **January 20, 2018** will be treated as in time for entitlement of dividend.

2. A member, who has deposited his/her shares into Central Depository Company of Pakistan Limited (CDC) must bring his/her participant's ID number and CDC account/sub-account number alongwith original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
3. A member entitled to attend and vote at the Annual General Meeting may appoint any person as his/her proxy to attend, speak and vote instead of him/her.
4. Forms of proxy, in order to be valid must be properly filled-in/executed and received at the registered office of the Company situated at 17-Abid Majeed Road, Lahore Cantt. Lahore, not later than 48 hours before the scheduled time of the meeting.
5. Pursuant to the directive of the Securities & Exchange Commission of Pakistan (SECP), CNIC numbers of shareholders are mandatorily required to be mentioned on dividend warrants. Shareholders are therefore requested to submit a copy of their CNIC (if not already provided) to the Company's Shares Registrar.
6. Further, all shareholders are requested to provide their Bank Mandate Form/Details (available on Company's website i.e. www.jdw-group.com) to Company or Shares Registrar. Moreover, CDC shareholders are also requested to submit their complete bank mandate details to their investor accounts services or their brokers where shares are placed electronically.
7. Pursuant to Notification vide SRO.787 (I)/2014 of September 08, 2014, we are pleased to offer facility of obtaining Annual Financial Statements and Notices through e-mail to our members. In this respect, members are hereby requested to convey their consent via e-mail on a standard request form which is available at the Company's website. Further, it is the responsibility of the members to timely update the Company's Shares Registrar of any change in their registered e-mail addresses.
8. (i) Pursuant to the provisions of the Finance Act, 2017 applicable from July 1, 2017, the rates of deduction of income tax from dividend payments under the Income Tax Ordinance, 2001 have been revised as follows:
 1. Rate of tax deduction for filers of income tax return will be 15.00%
 2. Rate of tax deduction for non-filers of income tax return will be 20.00%

To enable the Company to make tax deduction on the amount of cash dividend @ 15.00% instead of 20.00%, 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 in ATL, otherwise tax on their cash dividend will be deducted @ 20.00% instead of 15.00%.



- (ii) Further, according to clarification received from Federal Board of Revenue (FBR), with-holding 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 to the Company's Share 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 to the Company's Share Registrar within 10 days of this notice, otherwise it will be assumed that the shares are held in equal proportions by the Principal shareholder and Joint Holder(s).

9. Members can also avail video conference facility (subject to availability of video conference facility in that city). In this regard, please fill the following and submit to registered address of the Company 7 days before holding of the annual general meeting.

"I/we _____ of _____ being a member of JDW Sugar Mills Limited, holder of _____ ordinary share(s) as per registered folio # _____ hereby opt for video conference facility at _____."

The Company will arrange the Video Conference Facility in that city (subject to availability of such facility in that city) if members collectively holding 10% or more shares are residing at that geographical location.

10. Form of Proxy (in English and Urdu Language) is annexed.

11. Pursuant to the Companies (E-Voting) Regulations, 2016, members can also exercise their right to vote through e-voting by giving their consent in writing at least 10 days before the date of meeting to the Company on the appointment of Execution Officer by the Intermediary as a Proxy.

12. In compliance with Section 223(7) of the Companies Act, 2017 the audited financial statements of Company, along with relevant reports and disclosure for year ended on September 30, 2017 have been placed on the Company's website: www.jdw-group.com for the information and review of shareholders.