NOTICE OF 58th ANNUAL GENERAL MEETING
PUBLISHED IN DAILY "BUSINESS RECORDER", KARACHI
AND LAHORE ON TUESDAY, OCTOBER 5, 2021.

NOTICE OF 58th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 58th Annual General Meeting (**"AGM"**) of M/s. The General Tyre and Rubber Company of Pakistan Limited (**"Company"**) will be held on Thursday, October 28, 2021 at 11:30 a.m. at the Beach Luxury Hotel, Lalazar, Karachi, to transact the following business:

ORDINARY BUSINESS:

1. To appoint the Chairman of the AGM only, as there is no Chairman of the Board to chair the AGM.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June 2021, together with the Review Report, Directors' and Auditors' Reports thereon.
3. To appoint external auditors of the Company for the financial year 2022 and to fix their remuneration. The retiring auditors, M/s. A. F. Ferguson & Co., Chartered Accountants have consented to be reappointed as auditors for the financial year 2022.

SPECIAL BUSINESS:

4. To consider and if thought fit to approve the change in the name of the Company to Ghandhara Tyre and Rubber Company Limited to align the Company with the Group Companies which includes, Ghandhara Industries Ltd. and Ghandhara Nissan Ltd. that are also affiliates, to pass the following resolution as a Special Resolution:

***"RESOLVED** as and by way of this Special Resolution **THAT** subject to the approval of the Registrar of Companies, the name of the Company be changed from 'The General Tyre and Rubber Company of Pakistan Limited' to 'Ghandhara Tyre and Rubber Company Limited' and that all necessary procedures prescribed by law be complied with and approvals prescribed by law be secured with a view to making the change of name resolved by this Special Resolution complete and effective; and*

***RESOLVED FURTHER** as and by way of this Special Resolution **THAT** upon the change of the name being approved by the Registrar of Companies, the Memorandum and Articles of Association of the Company shall stand altered by the change of the name 'The General Tyre and Rubber Company of Pakistan Limited' to the name 'Ghandhara Tyre and Rubber Company Limited' wherever appearing in the said Memorandum and Articles of Association."*

ANY OTHER BUSINESS:

5. To transact any other business with the permission of the Chair.

(A Statement as required by Section 134(3) of the Companies Act, 2017 in respect of the Special Business to be considered at the AGM is annexed to this Notice of Meeting being sent to the Members).

By Order of the Board

Karachi
Dated: October 5, 2021

Yasir Ali Quraishi
Company Secretary

NOTES:

1. The share transfer books of the Company shall remain closed from October 21, 2021 to October 28, 2021 (both days inclusive). Transfers received at the Company's share registrar, CDC Share Registrar Services Limited (**"CDCSRSL"**), situated at CDC House, 99-B, Block "B", S.M.C.H.S., Main Shahrah-e-Faisal, Karachi by close of business hours on October 20, 2021, will be considered in time for attending the AGM.
2. A member entitled to attend and vote at the AGM is entitled to cast his/ her vote by proxy. Proxies must be deposited at the Company's Registered Office at H-23/2, Landhi Industrial Trading Estate, Landhi, Karachi not later than forty-eight hours before the time for holding the AGM.
3. Members are requested to notify change in their address, if any, immediately.
4. Shareholders (Non-CDC) are requested to promptly notify the Company's Share Registrar of any change in their addresses.
5. CDC Account Holders will further have to follow the below mentioned guidelines as laid down in Circular No. 1 of 2000 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan (**"SECP"**).
6. Any individual beneficial owner having an account or sub-account with the Central Depository Company (**"CDC"**), entitled to vote at the AGM, must provide his/her Computerized National Identity Card (**"CNIC"**) to prove his/ her identity, and in case of proxy must enclose an attested copy of his/ her CNIC. The representatives of corporate bodies should provide attested copies of Board of Directors' resolution/ powers of attorney and/ or all such documents as are required under Circular No.1 dated 26th January 2000 issued by the SECP for the purpose.
7. Pursuant to Section 223(7) of the Companies Act, 2017, the financial statements and reports have been placed on website of the Company.
8. Members are hereby informed that in pursuant to SECP's S.R.O. 787(1)2014 dated September 8, 2014 and Companies Act, 2017, Companies have been allowed to circulate the Annual Reports to members through email. For this purpose, we have attached the request form in the Annual Report 2021 and also uploaded on our Company's website: www.gtr.com.pk. Members who want to avail this facility are requested to submit the request form duly filled to the Share Registrar.
9. Further, in accordance with SRO 470(I)/2016 dated May 31, 2016, through which SECP has allowed companies to circulate the annual audited accounts to its members through CD/DVD/USB instead of transmitting the hard copies at their registered addresses, subject to consent of shareholders and compliance with certain other conditions. The Company has obtained shareholders' approval in the Annual General Meeting held on October 31, 2016.
10. The members who hold shares in dematerialized form are requested to submit the dividend bank mandate form duly filled to their participant/investor account services in the CDC.
11. For shareholders holding their shares jointly as per the clarification issued by the Federal Board of Revenue, withholding tax will be determined separately on "Filer/Non-Filer" status of the principal shareholder as well as joint-holder(s) based on their shareholding proportions. Therefore, all shareholders who hold shares jointly are required to provide shareholding proportions of the principal shareholder and Joint-holder(s) in respect of shares held by them to the Share Registrar, in writing as follows:

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

NOTE: In the event of non-receipt of the information by October 26, 2021, each shareholder will be assumed to have equal proportion of shares.

For any query, problems and/ or information, the investors may contact the Company Secretary and/ or the Share Registrar at the following phone numbers or email addresses:

Contact Persons:

CDC Share Registrar Services Limited
CDC House, 99-B, Block 'B', S.M.C.H.S.,
Main Shahra-e-Faisal Karachi
92-0800-23275
info@cdcsrsl.com

Yasir Ali Quraishi
Company Secretary
The General Tyre and Rubber
Company of Pakistan Limited
021-111-487-487
info@gentipak.com

12. Shareholders who could not collect their dividend /physical shares are advised to contact the Share Registrar to collect/enquire about their unclaimed dividend or shares, if any.
13. Through this Notice, the shareholders are intimated to contact with the Company for any unclaimed dividend/ shares within a period of seven days after publishing of the said notice to meet the compliance of SECP Directive No. 16 of 2017 dated 07 July 2017. List of Shareholders having unclaimed dividends/ shares are available on the Company's website www.gtr.com.pk.
14. Members holding ten (10) percent of the total paid up capital, residing in a particular city may demand the Company to provide them the facility of video-link for attending the AGM. If you wish to take benefit of the facility, please fill and send a request in the below terms to the Company at its registered address at least seven (7) days prior to the date of AGM:

I/We, _____ of _____ being a member of the Company, holder of _____ ordinary share(s) as per Registered Folio/CDC Account No. _____ hereby opt for video link facility at _____

_____
Signature of Member

Members who have not yet submitted photocopy of their CNICs to the Company are requested to send the same at the earliest.

15. In accordance with the Companies (Postal Ballot) Regulations, 2018, for any agenda item subject to the requirements of Section 143 and 144 of the Companies Act, 2017, shareholders will be allowed to exercise their right of vote through postal ballot i.e. by post or e-voting, in the manner and subject to the conditions contained in the aforesaid regulations.
16. The Annual Report for the year ended June 30, 2021 have been made available on the Company's website www.gtr.com.pk, at least 21 days before the date of AGM.
17. The shareholders having physical shareholding may open CDC sub-account with any of the brokers or preferably directly through Investor Account with CDC to place their physical shares into script-less form.
    - **A. For Attending the Meeting:**
        - i. 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/ her identity by showing his/ her original CNIC or original passport at the time of attending the AGM.
        - ii. In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of AGM.
    - **B. For Appointing Proxies:**
        - i. 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 submit the proxy form as per the above requirements.
        - ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
        - iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
        - iv. The proxy shall produce his/ her original CNIC or original passport at the time of AGM.
        - v. In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.
18. The shareholders holding physical shares are also required to bring their original CNIC and/ or copy of CNIC of shareholder(s) of whom he/ she/ they hold Proxy(ies). Without CNIC such shareholder(s) shall not be allowed to attend and/ or sign the Register of Shareholders/ Members at the AGM.
19. As per Section 72 of the Companies Act, 2017, every existing 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 SECP, within a period not exceeding four years from the commencement of the Act. In this regard, SECP vide its File No. CSD/ED/Misc./2016-639-640 dated March 26, 2021 has advised all the listed companies to pursue their shareholders who still hold shares in physical form, requiring them to convert their shares in Book-Entry-Form. Holding shares in book-entry form has numerous benefits including secure custody of shares, instantaneous transfer of ownership and no risk of damaged, lost, forged or duplicate certificates. Accordingly, Shareholders having physical shareholding are requested to convert their shares in book-entry form by opening CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into script-less form.

Statement of Material Facts under Section 134(3) of the Companies Act, 2017

Item No. 4 of the Notice of AGM

To approve the change in Company's name from 'The General Tyre and Rubber Company of Pakistan Limited' to 'Ghandhara Tyre and Rubber Company Limited'.

This Statement sets out the material facts concerning the Special Business to be transacted at the AGM in regard to the change of Company's name.

The reason for the change of name of the Company to Ghandhara Tyre and Rubber Company Limited is to reflect that the Company is a group company of which Ghandhara Industries Ltd. and Ghandhara Nissan Ltd. are also affiliates. The principal line of business shall remain the same as before the change of name.

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By Order of the Board

Karachi
Dated: October 5, 2021

Yasir Ali Quraishi
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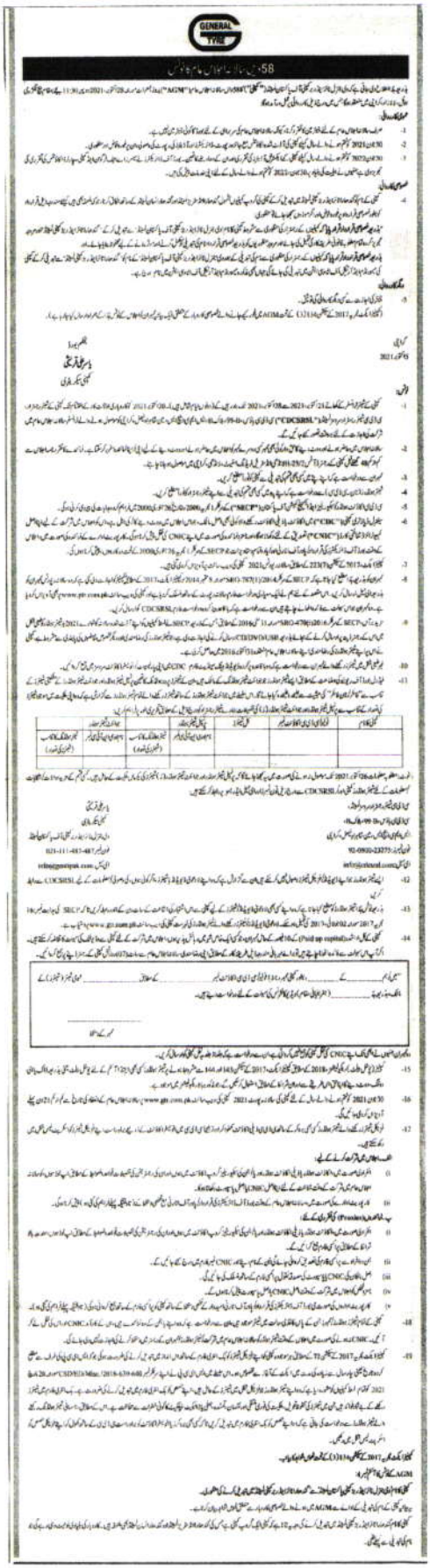
Notice Of 58th Annual General Meeting
Published In Daily "Nawa-e-Waqt", Karachi
And Lahore On Tuesday "October 5, 2021



GENERAL TYRE

58 ویں سالانہ اجلاس عام کا نوٹس

بذریعہ ہذا اطلاع دی جاتی ہے کہ جنرل ٹائر اینڈ ربڑ کمپنی لمیٹڈ ("کمپنی") کا 58 واں سالانہ اجلاس عام ("AGM") بروز اتوار مورخہ 28 نومبر 2021ء صبح 11:30 بجے بمقام کمپنی کی رجسٹرڈ آفس، 11 کلومیٹر، ملتان روڈ، لاہور میں مندرجہ ذیل امور کی انجام دہی کے لیے منعقد کیا جائے گا۔

عمومی کاروبار:

1- سالانہ حسابات برائے سال مختتمہ 30 جون 2021ء کی وصولی، غور و خوض اور منظوری کے لیے پیش کرنا اور کمپنی کے ڈائریکٹرز اور آڈیٹرز کی رپورٹس پر غور کرنا۔

2- 30 جون 2021ء کو ختم ہونے والے سال کیلئے کمپنی کی ادائیگی شدہ سرمایہ پر 10 روپے فی حصص (100%) کے حساب سے حتمی نقد منافع منقسمہ کا اعلان کرنا۔

3- 30 جون 2022ء کو ختم ہونے والے سال کیلئے کمپنی کے آڈیٹرز کا تقرر اور ان کا معاوضہ طے کرنا۔ میسرز اے ایف فرگوسن اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، کمپنی کے موجودہ آڈیٹرز نے اہلیت کی بنیاد پر خود کو دوبارہ تقرری کے لیے پیش کیا ہے۔

خصوصی کاروبار:

4- کمپنی کے ایسوسی ایٹڈ انڈرٹیکنگ جنرل ٹائر (پاکستان) لمیٹڈ ("GTP") کے ساتھ کمپنی کے کمرشل تعلقات کے تناظر میں، کمپنی کے ایسوسی ایٹڈ انڈرٹیکنگ GTP